LATL/SE/CS/REG.34/2023-24 **July 31, 2023**

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

Subject: Submission of Annual Report of the Company for the Financial Year 2022-23 along with the Notice of 42nd Annual General Meeting ("AGM")

Dear Sir/Ma'am,

Pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed herewith the Annual Report for the Financial Year 2022-23 along with the Notice of the 42nd Annual General Meeting ("AGM") of the Company scheduled to be held on **Tuesday, August 22, 2023 at 12:30 P.M. (IST)** through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The said Notice along with the Annual Report for the Financial Year 2022-23 is being sent today electronically to the members whose e-mail addresses are registered with the Registrar and Share Transfer Agent ("RTA") of the Company i.e., Bigshare Services Private Limited/ the Company and/or the Depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited.

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

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

Thanking you,

Yours faithfully,

For **Lumax Auto Technologies Limited**

PANKAJ MAHENDRU

Digitally signed by PANKAJ MAHENDRU
Date: 2023.07.31 20:44:39 +05'30'

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

Encl: As stated Above

LUMAX

Fostering PARTNERSHIPS. Propelling GROWTH.

Lumax Auto Technologies Limited

ANNUAL REPORT 2022-23

DK JAIN GROUP

ACROSS THE PAGES

Corporate overview

Statutory Reports

Financial Statements

Please find the online version at:
https://www.lumaxworld.in/lumaxautotech
Or simply scan to download

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

INVESTOR INFORMATION

Market Capitalization as at March 31, 2023	₹ 1,833 Crore
CIN	L31909DL1981PLC349793
BSE Code	532796
NSE Symbol	LUMAXTECH
Dividend Declared	225%
AGM Date	August 22, 2023

FOSTERING PARTNERSHIPS. PROPELLING GROWTH.

There is one mantra in any business that never fails, 'Doing what you do better'.

In today's dynamic business landscape, partnerships have emerged as a formidable catalyst for driving growth across companies of all sizes. Gone are the days when businesses operated in isolation. Today, they thrive within interdependent networks, where each partner leverages their unique strengths to fortify the entire ecosystem. Fostering such partnerships has become paramount to propelling growth and ensuring long-term business success.

Lumax Auto Technologies Limited (LATL) stands as an epitome of credibility and reliability, renowned for its commitment to excellence. At the heart of LATL's exceptional trajectory is the idea of fostering partnerships for propelling growth.

The Company has demonstrated its ability to cultivate strategic alliances, which have expanded its range of products, mitigating dependence on two-wheelers. This has resulted in improved performance across various business sectors. By leveraging the transformative impact of these alliances, the Company is embarking on a path of accelerated growth.

With a steadfast focus on future, we continuously progress and strive to create value. The Company's strength lies on the bedrock of strong partnerships and robust manufacturing capabilities creating value for all its stakeholders.

PROPELLING A RICH LEGACY

The illustrious Lumax-DK Jain Group, founded in the year 1945, has emerged as a frontrunner in the realm of manufacturing and supplying top-of-the-line automotive lighting solutions, gear shifters, and other cutting-edge automotive components in India.

The Lumax-DK Jain Group has indelibly left its mark on the market, standing on the tenets of integrity and fostering lasting value. As a premier manufacturer of a wide spectrum of automotive components across India, the Company's products cater to all market segments, encompassing OEMs, Aftermarket, and Exports. With innovation at its core, the Company's visionary roadmap has guided its triumphant journey, orchestrated by the synergistic acumen of Lumax Auto Technologies Limited (LATL) and Lumax Industries Limited (LIL). The Group has achieved an unparalleled market leadership position, within the automotive component sector.

As a cohesive entity, the Lumax-DK Jain Group has significantly strengthened the automotive industry through its exceptional range of products and services. With a strong foothold in the Indian market and strategic alliances with renowned global automotive industry leaders such as Stanley, Mannoh, Yokowo, AlpsAlpine, IO from Japan, SL Corporation from South Korea, Cornaglia from Italy, Ituran from Israel, FAE from Spain, Jopp from Germany, and IAC from USA.

OUR GROUP PURPOSE

We deliver **Pride** and **Progress** with **Positivity**

OUR VISION

Building an **Admired High-Performance** global organization in whom all stakeholders have **Absolute Trust**

OUR VALUES

R RESPECT

I INTEGRITY

P PASSION

E EXCELLENCE

GROUP SNAPSHOT

7
Decades Strong

15
Entities Across

7
States

3
R&D Centers (Gurugram, Manesar, Pune)

1
Engineering Center (Pune)

2
Design Centers in Taiwan & Czech Republic

12,000+
Employees

Leader
In Automotive Lighting, Gear Shifters, and Vehicle Interior Components & Systems

37
Manufacturing Facilities

FOSTERING EXCELLENCE. PROPELLING POSSIBILITIES.

A LEADING SUPPLIER OF AUTOMOTIVE SYSTEMS AND COMPONENTS

Driven by a customer-centric approach, LATL fosters enduring relationships with its stakeholders, customers, employees, partners, and community. The Company seeks to enrich their lives through added value.

Established in 1981, Lumax Auto Technologies Limited ('LATL' or 'the Company') is a leading supplier of automotive components and systems to leading OEMs across all segments. Being one among the few integrated players with a well-diversified product portfolio, the Company's strength lies in its ability to bring in new products and technologies and adapt to the dynamic forces of the industry.

LATL's comprehensive range of core products and services includes Integrated Plastic Modules, 2-wheeler Chassis, 2/3-wheeler Lighting, Gear Shifters, Transmission Products, Emission Systems, Seat Structures, Telematics Products & Services, Oxygen Sensors, On-board Antennas, Electric Devices & Components, and Aftermarket Solutions. This extensive portfolio further encompasses Vehicle Interior Systems and Components.

The partnership with IAC International Automotive India Private Limited (IAC) will enable LATL to diversify its product portfolio and revenue stream. While the Company has predominantly been focused on 2-and 3 wheelers, IAC caters to the 4-wheeler segment. The partnership would help LATL in expanding its:

- Product portfolio in PV segment
- Product portfolio in Plastics
- Wallet share with the PV players
- Overall content per vehicle on a better product mix

LATL is embarking on a transformative journey with a diverse product portfolio which is EV agnostic. This transition is being made possible by the convergence of cutting-edge technology and the expertise of its operations team. The Company has cultivated a robust portfolio with a precise product mix, through 23 state-of-the-art manufacturing facilities in 5 states. LATL's standing is further strengthened by its 9 international partnerships, which enrich its portfolio and global influence.

₹ 132 Crore
Capex

42%
Contribution Towards Group Revenue

DK JAIN GROUP

12
Product Lines

9
Partnerships

23
Manufacturing Plants Across 5 States

6,000+
Team/Workforce

20+
Customers

₹ 1,847 Crore
Revenue in FY 2022-23

FOSTERING STRENGTHS. PROPELLING COMPETITIVE EDGE.

Lumax Brand

The brand is a symbol of credibility and reliability.

Evolving With Our Partners and Customers

LATL is collaborating with global automotive leaders to strengthen its competitiveness.

Diversified Product Portfolio

Integrated Plastic modules, 2-wheeler Chassis, 2/3-wheeler Lighting, Gear Shifters, Transmission Products, Emission Systems, Seat Structures, Telematics Products & Services, Oxygen Sensors, On-board Antennas, Electric Devices & Components, Aftermarket Solutions, and Vehicle Interior Systems & Components.

Aftermarket Outreach

During the year, the Company increased its channel partners by 15% and is continuously looking to expand the reach in the domestic market.
Lumax parts are available at more than 26,000 retail outlets across India.

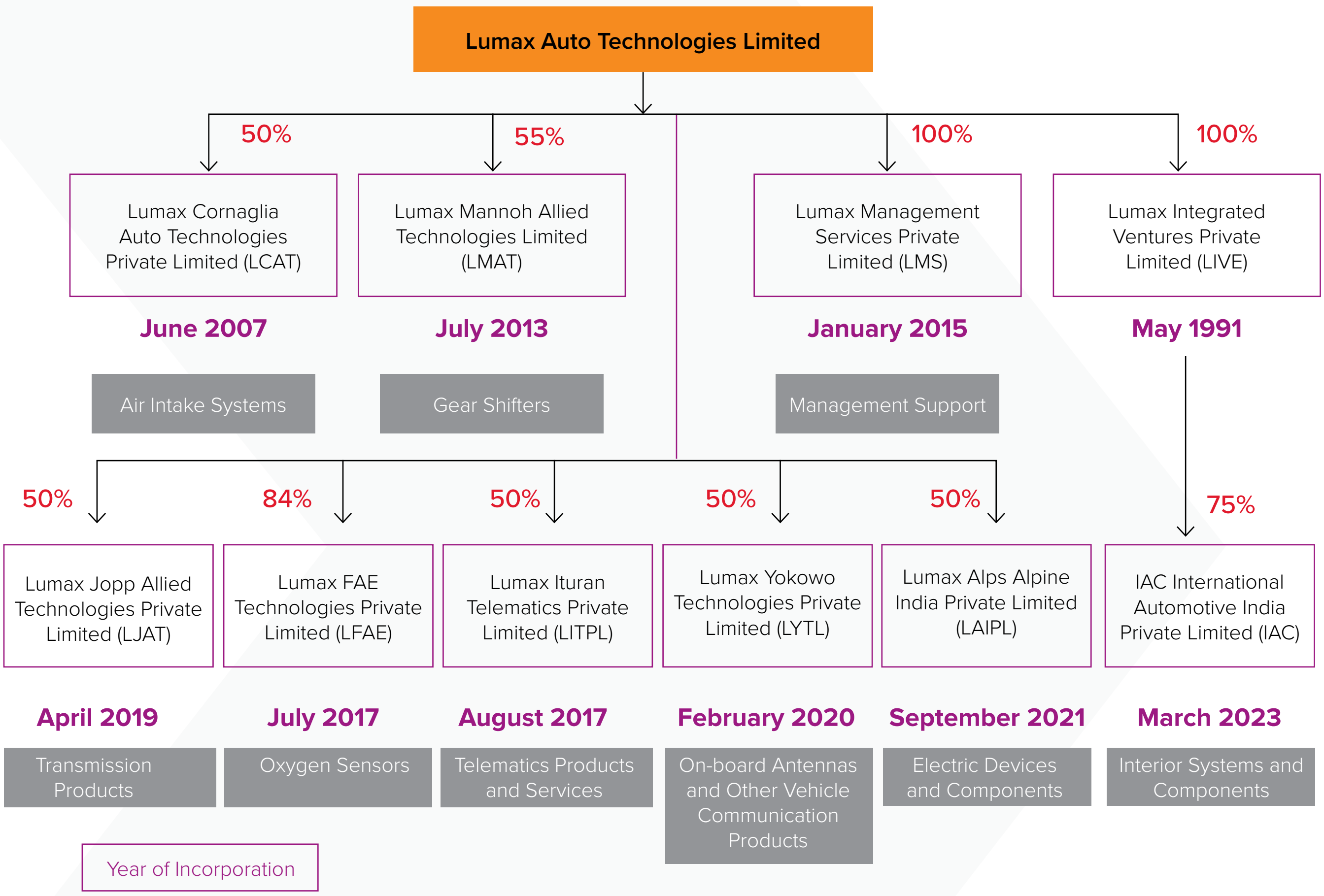
R&D Center

LATL has a government-certified R&D center and an engineering center, indicating a strong commitment to developing cutting-edge technologies.

Awards

LATL's plants have received awards for quality initiatives on various forums.

Received several awards from different customers for quality and manufacturing excellence.



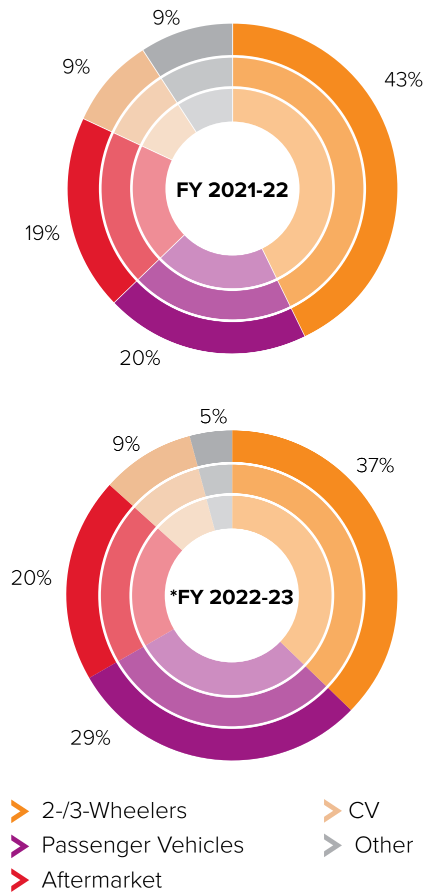
DK JAIN GROUP

FOSTERING INNOVATION. PROPELLING DIVERSITY.

LATL's transformative journey is fuelled by the brilliance of technology and innovation. The Company's commitment to providing a comprehensive range of products that embody unparalleled quality and value is reflected in its leading market position.

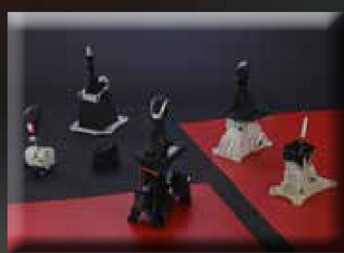
LALT's portfolio encompasses a diverse range of products, catering to the needs of 2-wheelers & 3-wheelers, Passenger and Commercial Vehicles, and the Farm Equipment Sector. The Company's position is further strengthened by a robust presence in the aftermarket business, which includes a wide array of components such as Mirrors, Horns, Cables, Filters, Lubricants, Coolants, and Wipers.

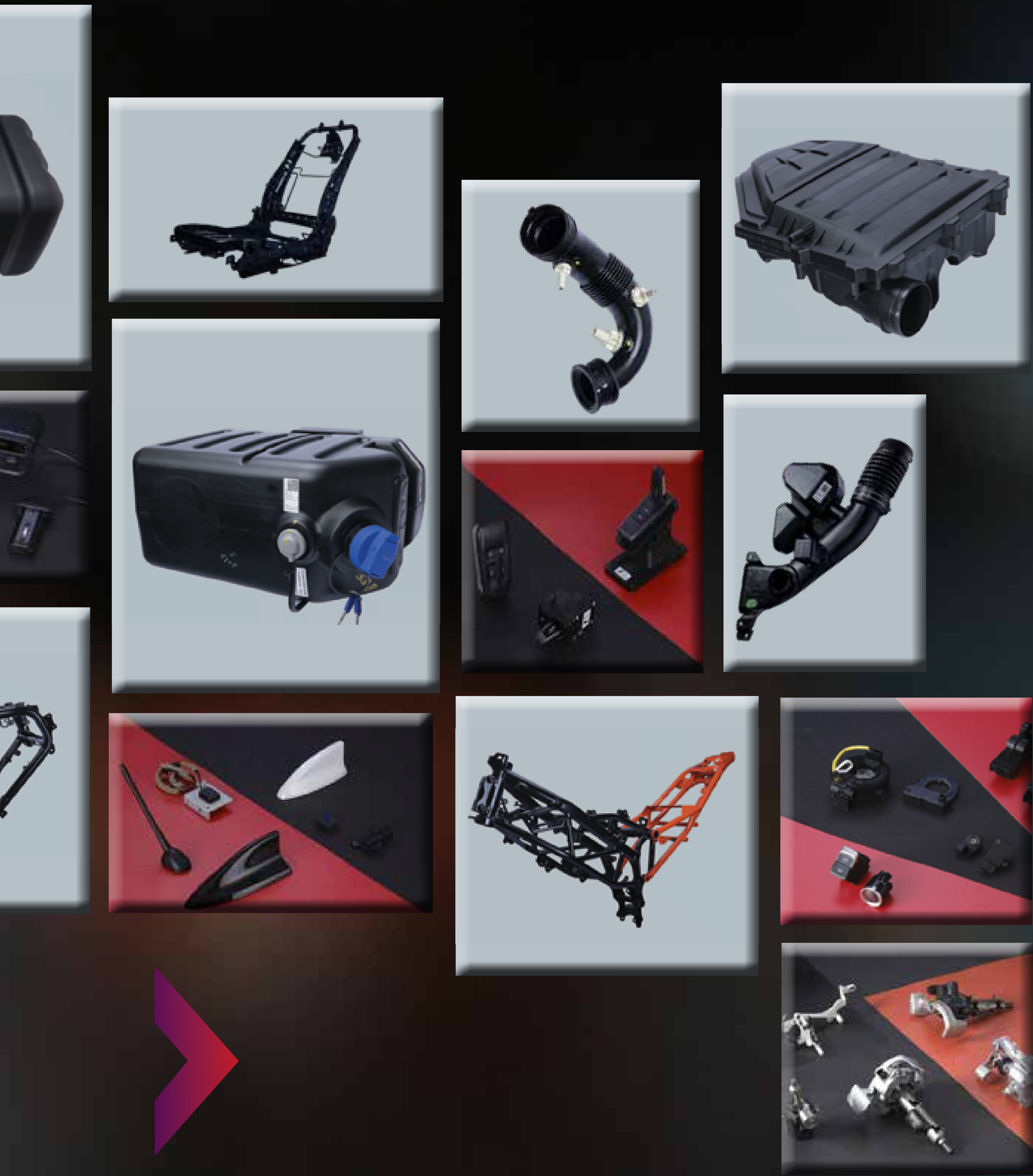
Segment-wise Revenue (in %)



**Includes IAC revenue of ₹ 51 Crore from March 10, 2023 to March 31, 2023*

Product Portfolio





FOSTERING DEEPER REACH. PROPELLING GLOBAL PRESENCE.

1 Plant
Mehsana (Gujarat)

Products
Gear Shifters

8 Plants
Manesar and Gurugram (Haryana)

Products
Integrated Plastic Modules
Gear Shifters, Interior Systems and Components
Telematics Products
Transmission Products
Oxygen Sensors, On-Board Antennas
Electric Devices and Components

3 Plants
Bengaluru (Karnataka)

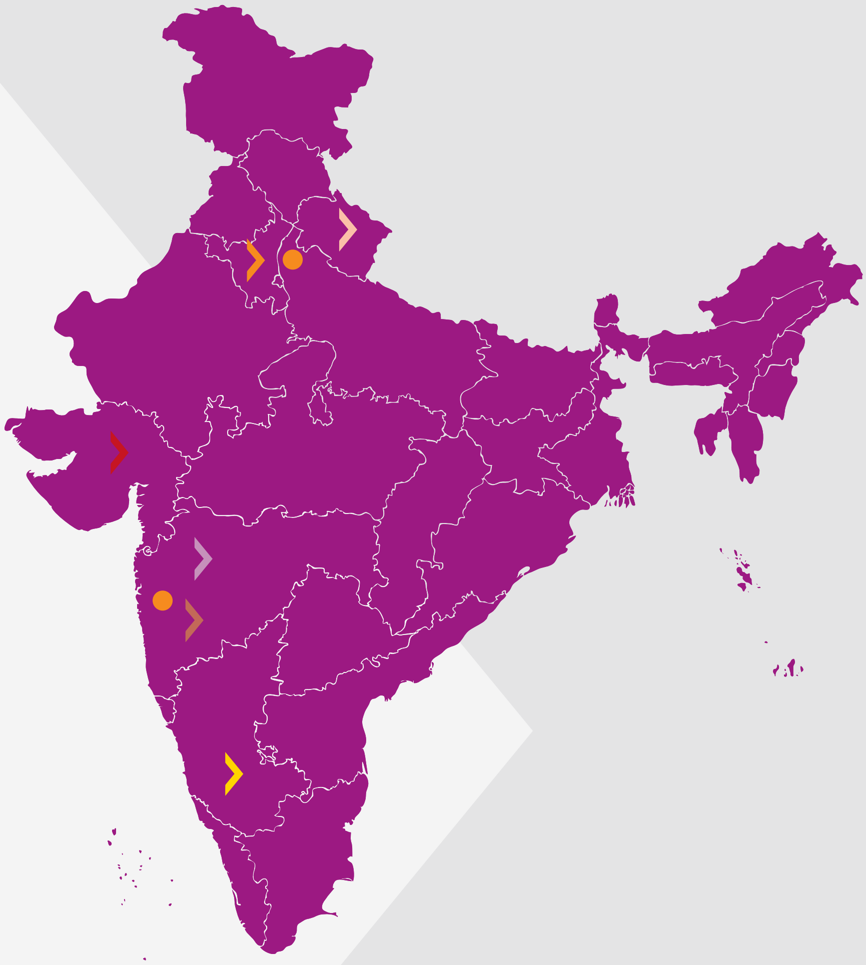
Products
Integrated Plastic Modules, Gear Shifters, Interior Systems and Components

2 Plants
Pantnagar (Uttarakhand)

Products
Integrated Plastic Modules
Urea Tank

7 Plants
Pune and Nashik (Maharashtra)

Products
Lighting, Air Intake System, Urea Tank
CAC Ducts, Chassis, Seat Structures, Interior Systems & Components



● R&D center in Manesar
Engineering Center in Pune

2 Plants
Waluj (Maharashtra)

Products
Chassis & Fabricated Parts

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


LUMAX

FOSTERING EXPERIENCES. PROPELLING ROAD AHEAD.

1981

A private company named Lumax Auto Electricals was established to manufacture 2-wheeler lighting at Bhosari, Maharashtra

2006

The Company's name was changed to Lumax Auto Technologies Limited (LATL)

2007

- JV company with Cornaglia, Italy started as Lumax Cornaglia Auto Technologies Private Limited
- LATL Listed on Stock Exchanges

2009

Entered a TA with Mannoh Industrial Company, Japan for manufacturing of Gear shifter

2014

The Company signed a joint venture with Mannoh Industrial Co. Limited, Japan, and started an entity named Lumax Mannoh Allied Technologies Limited

2021

Lumax Alps Alpine India Private Limited, a Joint Venture with Alps Alpine, Japan, started commercial production to manufacture and sell electric devices and components, including software related to the Automotive industry

2017

- LATL signed JV agreement with Ituran Location and Control Ltd, Israel, to provide Telematics Products and Services
- The Company signed JV agreement with FAE, Spain to manufacture Oxygen Sensors

2019

JV with Jopp, Germany to manufacture and supply transmission products

2020

LATL, India and Yokowo Co., Limited, Japan, signed JV for on-board antenna and other vehicle communication systems

2023

Alliance with IAC a well established Tier 1 interior systems and components supplier to key automotive OEMs in India

FOSTERING PARTNERSHIPS. PROPELLING GROWTH.

MESSAGE FROM THE MANAGEMENT

DK JAIN GROUP

We are thrilled to announce that LATL achieved its highest performance in the past five years in FY 2022-23. LATL's revenue stood at ₹ 1,847 Crore in FY 2022-23, which was a remarkable increase of 23% year-on-year. This growth was driven by the joint ventures and strong customer relationship and diversified product portfolio.

Dear Shareholders,

It gives us great pleasure to reflect on LATL's remarkable achievements despite the global uncertainties that marked the year gone by.

Through collaborative alliances, LATL achieved remarkable growth despite challenges like the rising tension between Russia and Ukraine and escalating interest costs. The maturing of the joint ventures has positioned LATL well to reap substantial benefits that will drive the future growth. As India solidifies its position as the third-largest auto market, we anticipate exponential growth, particularly in exports. The industry's robust recovery, fuelled by innovation and strong market demand, aligns well with the Government's initiatives to establish India as a global manufacturing hub. It is time to prepare for an era of boundless growth and prosperity.

Financial Growth

We are thrilled to announce that LATL achieved its highest performance in the past five years in FY 2022-23. LATL's revenue stood at ₹ 1,847 Crore in FY 2022-23, which was a remarkable increase of 23% year-on-year. This growth was driven by the joint ventures and strong customer relationship and diversified product portfolio. LATL's EBITDA also increased significantly by 37% year-on-year to ₹ 224 Crore in FY 2022-23, and the Profit After Tax and Minority Interest (MI) increased by 34% year-on-year to ₹ 93 Crore in the same period.

Despite challenges, increased competition and cost pressures from OEMs, the Companys' robust supply chain and strategic localization endeavors, leveraging the collective synergies of LIL and LATL, bolstered purchasing efficiency. We believe in navigating challenges collaboratively to uncover innovative solutions and capitalize on emerging opportunities. As we move into the year ahead, the Companys' new joint ventures are gaining momentum, further fueled by the growth of LATL's Aftermarket business.

Powered by Partnership

During the year, we entered into a powerful partnership with IAC, which enabled LATL to unlock new opportunities. This collaboration marks a significant milestone in LATL's long-term growth objectives. It combines LATL's expertise in automotive lighting and plastics with IAC's capabilities. IAC is a leading tier 1 interior and exterior component supplier to the commercial and Passenger Vehicles (PV) segment. With its established engineering center, IAC provides advanced design and engineering services to its customers. The partnership of IAC will enable LATL in increasing its revenue share from the PV segment.

In the pursuit of expanding LATL's EV business, we have been securing orders in the EV space in metallic frame business. We believe that the partnership with IAC would help the Company in diversifying the revenue mix and achieve the desired product mix.

The Companys' strong presence and addressable market share in key brands lay the foundation for continued success. The burgeoning SUV market, accounting for 40% of the Indian market, further serves as a catalyst for growth.

In the Aftermarket space, we have been expanding LATL's distribution network and broadening product portfolio. During the year, we increased channel partners, added new product range and outreach.

Key achievements

- 75% majority stake in IAC, unlocking new growth opportunities
- Rolled out plastic fuel tanks, capturing a massive business opportunity in the transition from metallic tanks
- Commenced operations of Lumax Yokowo for on-board antenna
- Accelerated global expansion through direct exports of gear shifters and emission products

Sustainability

At heart, the Company has a strong emphasis on Sustainability. It is no longer a buzzword, it is an imperative and a strategic necessity. By aligning the management practices with the sustainable development goals, we are inching towards a more sustainable organization, with clear focus on environmental impact, ethical supply-chains, well-being of employees and communities.

Besides, digitization also is an integral part of this tranformative journey. It helps the Company in monitoring the resource consumption and patterns, and innovation in products and services. Thus creating a holistic mechanism towards achieving the Companys' sustainability targets. The Companys' key management resources are aligned on sustainability and digitization.

Auto Demand Revving Up

We remain bullish about the demand for 2-wheelers, PVs, and CVs in the medium term. We also expect a recovery across sub-segments after the normalization of economic activities, led by a pent-up demand from rural, semi-urban, and urban areas along with a favorable macro-outlook. The demand for 2-wheelers and PV is expected to remain strong, due to a preference for personal transport and because 2-wheelers remain the most affordable mode of transportation. Rural sentiments remain strong, aided by income from farming and positive predictions for a good monsoon season this year. The demand for CVs is expected to remain robust for the next 2-3 years, driven by an increase in infrastructure and mining activities. The export markets have also witnessed a notable recovery in sales volume offtake across regional markets.

Way Ahead

Going forward, we are optimistic about LATL's business, which has gained momentum with the introduction of new products. Additionally, regulatory changes related to plastic fuel tanks and oxygen sensors are expected to benefit the Company. In line with the global megatrends, the growth of connected and autonomous vehicles presents opportunities for LATL. LATL's Telematics and Vehicle Communication on-board antenna products are well-positioned to play a key role in this growing market. Furthermore, as a full system supplier for vehicle interiors, we aim to expand the Companys' customer base.

LATL's sustained year-on-year growth has enabled it to prioritize improvements in R&D and the development of Engineering Center of Excellence. This focus on innovation allows the Company to cater to the evolving needs of OEMs. To support Companys' growth strategy, we have also made strategic investments, which will enable the Company to confidently move towards new opportunities.

Closing

The Company's achievements are a testament to the consistent work of its talented team. The Company sincerely appreciates LATL's board and team for their relentless efforts. Moving forward, the Company remains committed to upholding high standards of governance, ethics, and social responsibility. The Company is confident of reaching new heights by fostering partnerships and propelling growth with support from its shareholders and stakeholders.

Thank you for your support and confidence in the organization.

Warm regards,

DK Jain	**Anmol Jain**	**Deepak Jain**
Executive Chairman	Managing Director	Director

FOSTERING GROWTH. PROPELLING COLLABORATIONS.

LATL takes pride in its broad and varied portfolio, which enables seamless integration and helps flourish partnerships with its esteemed clientele. As a Company that prioritizes customer satisfaction, LATL wholeheartedly dedicates its resources towards nurturing, enduring, and mutually advantageous relationships.

Approach Towards Building Customer Base

- Quality service and product
- Market understanding
- Long-term relationships
- Reciprocal advantage
- Customer satisfaction

4-WHEELERS

2-WHEELERS

COMMERCIAL VEHICLES

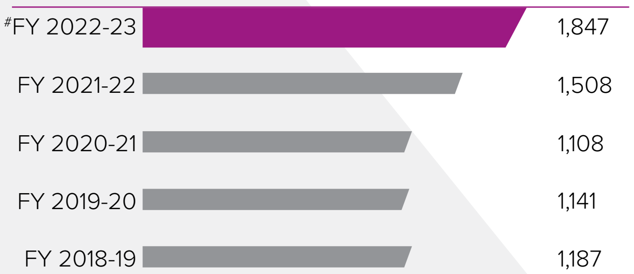
EXPORT

TIER-1

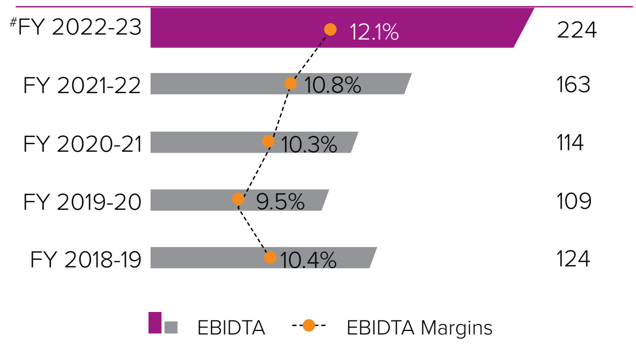
DK JAIN GROUP

FOSTERING STABILITY. PROPELLING PERFORMANCE.

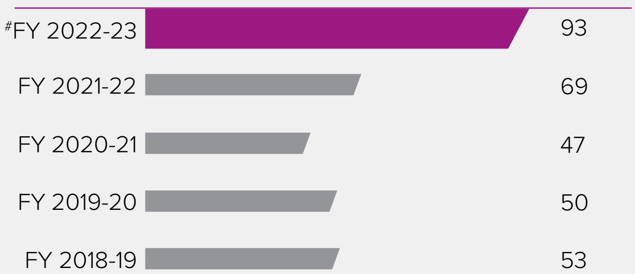
Revenue (₹ in Crore)



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

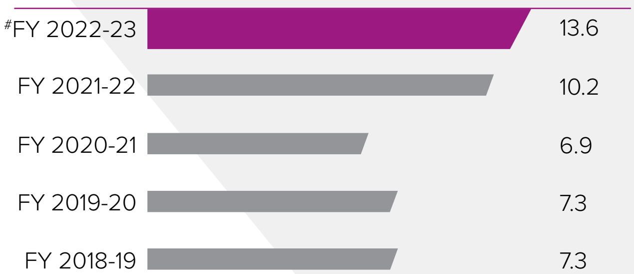


PAT (₹ in Crore)



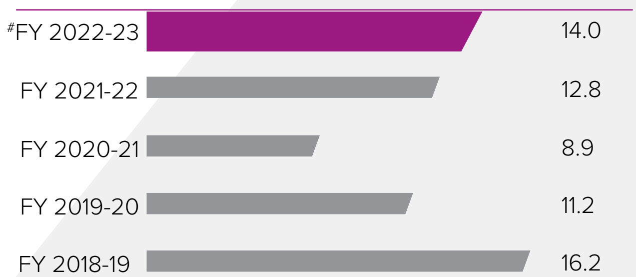
Long-Term Debt-Equity Ratio

EPS (₹)



ROCE (%)

ROE (%)



EBITDA: Earnings Before Interest, Tax, Depreciation and Amortization
PAT: Profit After Tax and Minority Interest |
EPS: Earnings Per Share | ROE: Return on Equity
ROCE: Return on Capital Employed

#Includes IAC financials from March 10, 2023 to March 31, 2023

FOSTERING RELATIONS. PROPELLING STRONGER FUTURE.

The partnership with IAC, a leading manufacturer of Vehicle Interior Components and Systems for key automotive OEMs across India

This strategic move enhances LATL's proficiency in various automotive components such as Instrument Panels, Cockpits, Consoles, Door and Trim Systems, Headliner, and Overhead Systems. It also strengthens its position in the industry by expanding its capabilities to include other components like Interior Soft Trims, Exterior Hard Trims, and Tail Gate Trims. This comprehensive approach solidifies LATL's presence in the market, showcasing their commitment to providing a wide range of high-quality automotive solutions.

IAC Product Portfolio

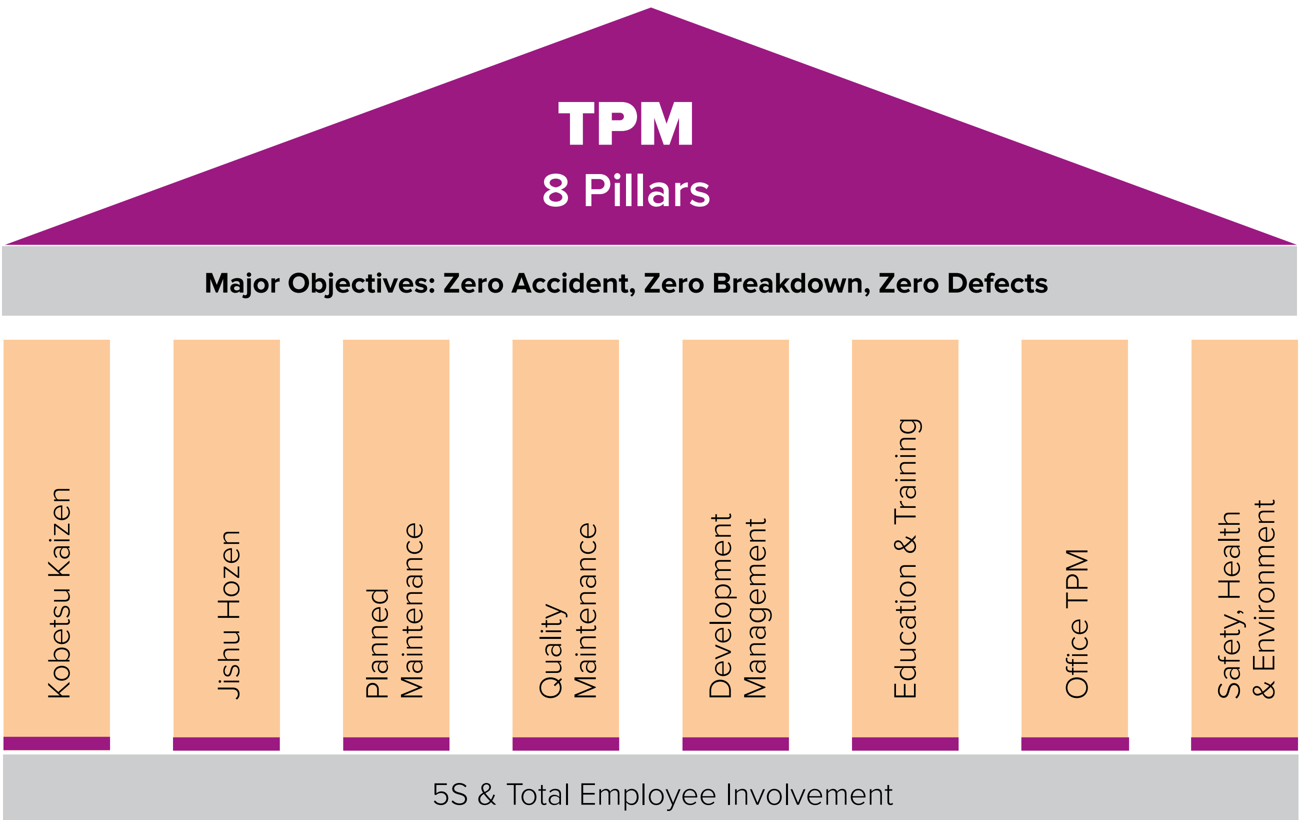
LUMAX

FOSTERING INNOVATION. POWERING OFFERINGS.

LATL prides itself on providing unique and differentiated offerings in the rapidly expanding automotive industry. The Company's manufacturing plants are equipped with state-of-the-art technology, which facilitates efficient operations and enables it to maximize production volumes. This focus on technology also enables the Company to minimize its consumption of natural resources. By prioritizing constant innovation and new product development, LATL maintains a competitive edge and stays ahead of market trends.

Total Productive Maintenance (TPM): Powering Manufacturing

Total productive maintenance (TPM) serves as the driving force behind LATL's manufacturing operations. The Company meticulously employs this methodology in all its plants and extends its application throughout the supply chain. This ensures the optimization of its facility maintenance. The Company's commitment to TPM is evident from the JIPM-TPM awards and LATL is working towards gaining more such recognition in FY 2023-24. TPM is deeply embedded within the Company's culture and the top management actively supports its implementation across all plant locations. By eliminating waste, accidents, defects, and downtime, TPM enhances LATL's manufacturing capabilities and overall performance.



DK JAIN GROUP

In the past three years, Lumax has made significant progress in TPM implementation by:

- Leveraging digital platforms during the pandemic to enhance TPM capability
- Deploying Lumax TPM and BAL TPM at relevant plants
- Designing and implementing a structured TPM MIS system for efficient PDCA (Plan-Do-Check-Act) cycles
- Extending TPM practices to local suppliers at Pantnagar
- Receiving monthly TPM Best Circle Award
- Striving for further improvements in TPM implementation continuously

LATL will continue to

- Provide quality and unique solutions
- Serve the dynamic market environment
- Upgrade with the new generation technologies

ENVIRONMENT

Fostering Responsibility. Propelling Safer Tomorrow.

As a responsible corporate, LATL continues to work towards environmental stewardship and tackle climatic change through various initiatives. The Company is working towards lowering environmental risk through energy efficient projects and by generating power through renewable sources.

Efficient usage of Resources Across Operations

LATL's manufacturing processes are aimed at preservation of natural resources. The Company continues to work towards reducing its energy consumption across all its operations. The aim is to work with minimum inputs, while maximizing output and conserving natural resources.

6
Roof Top Solar Plants Installed

5.97 MW
Capacity

Measures Taken for Energy Conservation Leading to Reduction in Energy Cost

Reducing Energy Consumption in Compressed air Network

LATL is working towards enhancing the overall efficiency of the compressor system through various measures. This includes controlling air leakage, creating SOPs for air leakage and Free Air Delivery (FAD) test, reducing compressor generation pressure, bifurcating compressed air lines based on pressure needs, and installing zero drain valves. These measures help in energy savings and improving the overall performance.

Reducing Energy Consumption of the Pumping System

LATL has replaced higher capacity pumps with energy efficient pumps, utilized variable frequency drives (VFDs) to optimize pump performance, and substituted chiller water pumps with energy-efficient alternatives. This has helped in reducing energy consumption, enabled cost savings, and improved the overall efficiency of the pumping systems.

DK JAIN GROUP

Reduction in Energy Consumption with Technology

In order to enhance the efficiency of moulding machines, LATL has converted the pneumatic door to an electric one. The Company is also using an energy efficient blower instead of the old conventional vacuum blower, interlocked the machine door, replaced the old conventional mica band heaters with infra-red heaters, and replaced the conventional fan with a BLDC (Brushless Direct Current) fan.

Improving the Power Factor for Optimal Performance

LATL has installed a Smart Panel Automatic Power Factor Correction (APFC) to effectively maintain and optimize the power factor for enhanced performance.

Managing Water Demand and Usage

To mitigate water wastage, LATL has integrated the concept of reduce, reuse, and recycle in its processes.

Harnessing Renewable Energy

Installation of solar rooftop panels

LATL has installed solar rooftop panels to harness solar energy in the following locations.

Plant	Capacity (kW)
Pantnagar	596
Manesar	225
Pune	908
Bengaluru	746
Total	**2,475**

The Company has already commissioned a solar park model to fulfill its excess demand.

Plant	Capacity (kW)
Bengaluru	3,500
Total	**3,500**

SOCIAL

Fostering Inclusion. Propelling Change.

LATL is deeply committed to actively engaging with society. As a responsible corporate, the Company is working towards promoting social development to bring about a positive change for generations ahead under the aegis of Lumax Charitable Foundation (LCF/ Foundation)

Vision

It is our endeavor to transform lives of children, youth and the elderly to have a better future and eternal hope.

Mission

Provide education, life skills, and health in communities around our plant locations for a better and healthy life.

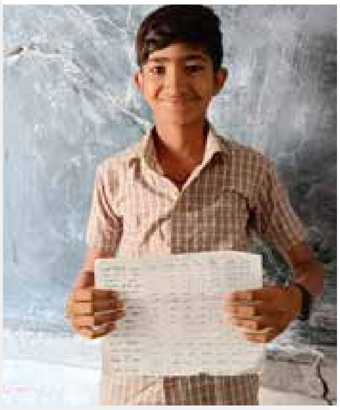
Beyond School Learning Experience - Learning Aids, Life and Soft Skills, Career Counselling, and Scholarships ('Usha ki Kiran'); All Initiatives Focus on Inclusion and Integration in Schools, Education and Mainstreaming the Disadvantaged into Schools, and Improving Infrastructure	4 QUALITY EDUCATION
Toilet Construction in Schools and Providing potable Water	6 CLEAN WATER AND SANITATION
Cancer Screening and Awareness, Free Cataract Surgeries, Juvenile Diabetes Care and Health Check-up Camps, Menstrual Hygiene and Distribution of Sanitary Pads	3 GOOD HEALTH AND WELL-BEING

States in which CSR Initiatives have been Undertaken

Haryana	Maharashtra	Gujarat	Karnataka	Uttarakhand

Fostering a Better Future for Society

In line with the Sustainable Development Goals (SDGs) identified by the Niti Aayog, LATL is committed to supporting Quality Education and Good Health in the community around which it works. The aim is to ensure basic numeracy and literacy for the under privileged, leading to a better and brighter future. By placing education for children from marginalized sections of society as a top priority, LATL is diligently ensuring that these young individuals gain access to schools and educational opportunities.



Inspiring Minds, Igniting Change.

The Company is widely involved in supporting the students through life and soft-skills interventions, career counselling, and educational scholarships. All these initiatives have been put in place after assessing the needs of the community and schools.

Mainstreaming Girls into Schools

LATL is actively tackling the widening gap and rising dropout rates among female students as a result of poor hygiene conditions and lack of toilets in school. Facilitation of the enrolment of girls from low-income backgrounds into mainstream education, life skills to foster and nurture the social, emotional, and cognitive faculties to be able manage and solve day to day issues, career guidance and scholarships to continue their education.

Healthcare Initiatives

LATL takes pride in its health related programs in different areas, to ensure the well-being of the community. The Company aims to support health initiatives to the weaker section of the society.

Eyes Screening Camps and Cataract Surgeries

LATL's impactful efforts to ensure eye health have yielded remarkable results. Through around 600 screenings, it has successfully facilitated the early detection of eye problems and subsequent interventions. LATL support has enabled 126 successful cataract surgeries, resulting in a profound improvement in the quality of life for those who underwent the procedures.

These impactful initiatives demonstrate LATL's commitment to promoting and safeguarding eye health, making a meaningful difference in the lives of individuals.

Cancer Awareness Program and Screening

LATL's Cancer Awareness Program and Screening had a significant impact. The Company conducted around 259 screenings, 20 mammography tests, and other advanced tests covering 8 villages. These initiatives raised awareness, facilitated early detection, and positively influenced the well-being of individuals in the community.

Juvenile Diabetes – Providing Medication, Guidance, and Monitoring

With a commitment to making a meaningful impact, LATL extends comprehensive support to 25 patients affected by juvenile diabetes. The Company's services encompass personalized consultations, diabetic support, including medications and regular investigations, nutritional guidance, counselling, and the promotion of awareness on social issues. Furthermore, a 24/7 helpline ensures round-the-clock assistance for individuals in need. By fostering awareness on social issues related to juvenile diabetes, the Company is helping create a more informed and empathetic society.

The outcomes of these initiatives include improved community health, prevention, early detection, and support for diabetes management, leading to healthier, and empowered individuals.

HUMAN RESOURCE

Fostering Development. Propelling Long-term Success.

LATL prioritizes an inclusive work environment and culture. The Company offers growth opportunities and undertakes development programs for employees. This includes training and development on leadership, relationship management besides other softskills programs. These initiatives ensure holistic human resource development and organizational success.

Upskilling Programs

LATL conducts upskilling programs to empower its employees. The Company conducts mandatory training on hazards and emergency procedures, including fire and emergency evacuation drills to stay ready for emergencies. These initiatives promote communication and collaboration across the Company for new and existing employees. LATL's training programs enable employees to stay updated on operations and safety measures.

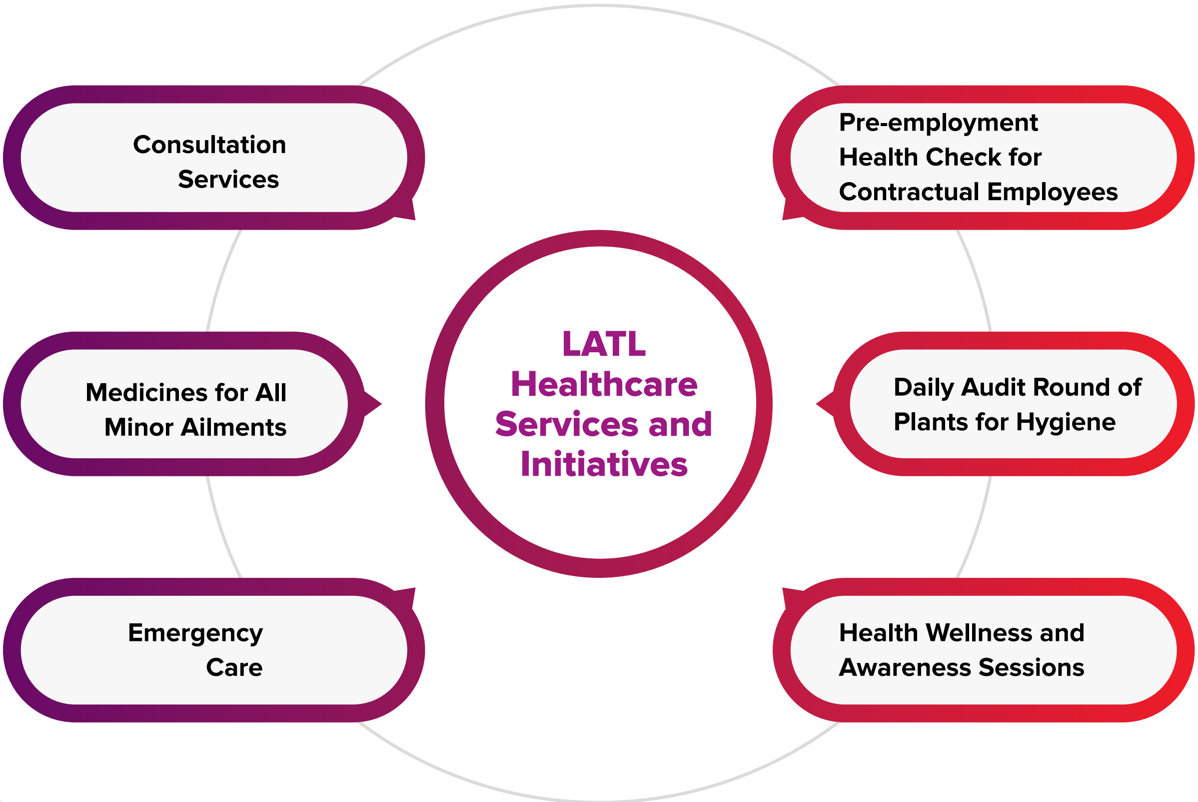
Training and Development

Category	Safety Training (in %)	Up-skill Training (in %)
Male Employees	25	28
Female Employees	55	45
Male Workers	37	38
Female Workers	41	36

Our Healthy and Safe Work Culture

LATL prioritizes employee well-being and safety by emphasizing on a strong 'Safety Culture.' The Company conducts regular training to promote efficient manufacturing with minimized risk. Its 'Safe Management System' ensures compliance with laws and regulations, and encompasses safety rules, investigations, suggestions, and training for a secure working environment.

The Company has an in-house doctor onboard to support all employees. In order to provide instant medical support, the Company has set up fully functional Occupational Health Centers (OHC) or Medical Rooms at Pune, Pantnagar, Bengaluru plants. These are well appointed setups with a Doctor and nursing staff.



Digitalization, Data and Cybersecurity

LATL has undertaken initiatives to digitalize its processes, supply chain, and security. Due to this, the Company is witnessing a strategic improvement in human resource practices, design capabilities, manufacturing processes, and marketing. Some such initiatives include:

- Digitalizing all the manual processes
- Standard manufacturing cockpit at plant level and artificial intelligence (AI) and machine learning (ML)-based alert system
- Robust data security and surveillance system to protect data and prevent cyber-attacks

Initiatives for Employee Safety

- Regional safety meeting across all locations
- Hazard-specific safety training
- Safety Gemba Audit and monitoring of all critical points
- Hazard identification and risk assessment of machine
- KYT - Kiken Yochi Training (identifying the hazard and taking corrective measures with the help of actual users)
- Comprehensive audit as per ISO standards
- Emergency response manual
- Preparation for a possible emergency
- LATL hosted 10 preventive health sessions, benefiting 819 individuals through informative and interactive sessions

Fostering Diversity, Integrity, and Inclusion: HR Policies in Action

LATL's commitment to diversity is reflected in its policies for a diverse workforce, regardless of gender, age, race, religion, or background. Additionally, a robust Whistle Blower Policy enables the Company to uphold integrity and honesty and effectively communicate with vendors, suppliers, and other key business associates. These policies aim to create and contribute to a positive and healthy work life balance for all its employees.

FOSTERING A CULTURE OF ENGAGEMENT

DK JAIN GROUP

FOSTERING RECOGNITION. CELEBRATING SUCCESS.

Encomiums - Inner Parts Localization and Value Analysis

#1 Gear Shift Lever manufacturer Lumax Mannoh Allied Technologies was the proud recipient of two awards in Inner Parts Localization and Value Analysis at the MSVC 2023, hosted by Maruti Suzuki India Ltd in Dubai in May 2023

Super Platinum Quality Award

Lumax Auto Technologies Limited, Pantnagar, received the Super Platinum Quality Award from Bajaj Auto at the BAVA Convention in January 2023

Lumax Mannoh Allied Technologies Limited received the Best Cost Cooperation in ISR2.0 Award from Mr Ichiro Shimokawa, Chief Production Officer & Director – Production Planning & Control and Mr Yutaka Hozumi, Senior Operating Officer - HGID from Honda Cars India at the Annual Supplier Convention organized by HCI Supplier Club in February 2023

Mr Vikas Marwah - CEO LATL received the Business Leader of the Year Award

Received the Bronze Award for Excellence in Manufacturing - Very Large Category at the ACMA Atmanirbhar Excellence Awards 2022 in March 2023

DK JAIN
GROUP

GOVERNANCE

FOSTERING TRANSPARENCY. PROPELLING INTEGRITY.

LATL is working towards improving its governance while maintaining a strong foundation. The Company's regulatory policy helps it ensure fair governance and build long-term relationship with its stakeholders. As a responsible corporate, LATL maintains transparency while creating sustainable wealth and bring value for its stakeholders. Further, it strives to continuously contribute to the lives of stakeholders and the community through its leadership and business operations.

Preserving the Essence of LATL's Culture

LATL's resolute policies stand as a bastion, fortifying the essence of its working culture while fostering a harmonious and encouraging environment. The Company's Whistle Blower Policy enables it to uphold its core values. Through this framework, LATL ensures integrity and provides its team with an empowering platform to uphold their collective purpose.

LATL's board committee has evolved strongly with its Directors and Independent Directors. Currently, the Company consists of:

Mr DK Jain
Executive Chairman

- 80 years of age & holds an MBA degree from the University of Delhi
- Successfully completed President Management Program from the Harvard Business School
- Over 50 years of experience in the automotive industry in management, operations and administrative roles
- Past President of ACMA, President of Suppliers' Association – Toyota Kirloskar Motors, Chairman of Trade Fairs Committee ACMA, Co-Chairman of Regional Committee on Membership of Northern Region CII, Past Chairman of CSR Sub-Committee of the Northern Region of CII

Mr Anmol Jain
Managing Director

- 44 years of age & holds a Bachelor's degree in Business Administration in Finance & Supply Chain Management (Double major) from Michigan State University, USA
- Worked as a management trainee with GHSP, USA
- Joined Lumax Group, in 2000 & has over 22 years of experience
- Currently President of Honda Cars India Supplier's Club & MC member of Bajaj Auto Vendor Association and Executive Council member of ACMA, also holding the Co-Chairperson positions for both the Northern Region & Business Development vertical
- Held various positions in Industry associations:
  - National Coordinator of ACMA-YBLF (2014-16)
  - Chairman CII Haryana State Council (2012-13)

Mr Deepak Jain
Director

- 48 years of age & holds a business graduate degree from the Illinois Institute of Technology, USA with specialization in Operations Management & International Business
- Underwent extensive training at Stanley Co. Limited, USA & Stanley Electric Co. Limited, Japan
- Over 25 years of experience
- Chairman - CII Northern Region, Member of Governing Council for National Automotive Board (NAB), Member of International Centre for Automotive Technology (ICAT), Member of Research Advisory Board (RAB) and Vice President of the Governing Council of Central Manufacturing Technology Institute (CMTI)
- Holds the position of Vice President of Toyota Kirloskar Supplier's Association (TKSA), Executive Council Member of Maruti Suzuki Supplier Welfare Association (MSSWA), TATA Motors Suppliers Council and Hero Supplier Council
- Immediate Past President of Automotive Component Manufacturers Association of India (ACMA) - (2019-2021)

Mr Sanjay Mehta
Non-Executive Director

- 55 years of age & is a qualified Chartered Accountant and Company Secretary
- Over 3 decades of experience in field of Corporate Finance and Corporate Strategy
- Area of Expertise : Business Leadership, Financial Expertise, Risk Management, Corporate Governance, Merger & Acquisition

Mr Avinash Parkash Gandhi
Independent Director

- 84 years old & holds a degree in Mechanical Engineering
- Graced top leadership positions in prestigious organizations
- Over 5 decades of experience
- Held various industry positions
- Past President at Hyundai Motors India Limited. Prior to that he was Chief Executive – R&D at Escorts Limited & at Telco, held various senior positions in the area of manufacturing operations

Mr Roop Salotra
Independent Director

- 72 years old and holds a degree in Mechanical Engineer and has done various Management Programs including Executive program in Strategy and Organization at Stanford Business School
- Actively involved with Confederation of Industry (CII), particularly National Council on Environment, and National Council on Climate Change
- Former Chairman of Indian Chemical Council (ICC) (Northern region)

Mr Arun Kumar Malhotra
Independent Director

- 64 years old and holds a degree in B.E Mechanical and MBA from IIM, Kolkata
- An Indian automotive sector veteran
- Last assignment was Managing Director of Nissan India
- Subsequent role: Senior Corporate Advisor at Nissan India
- Over 30 years of experience in organizations such as Escorts, Bajaj Auto Ltd, and Maruti Suzuki India Ltd

Mr Milap Jain
Independent Director

- 72 years old and holds a degree in B.A. (Pol. Sc. Hons.) from Revenshaw College, Cuttack
- Retired Indian Revenue Service Officer after a service of 38 years
- Retired Chief Commissioner of Income Tax, Delhi, Govt. of India
- Represented the country at various international forums and oversaw Transfer Pricing Issues, Taxation and assessment of non-residents and foreign companies as Director General of International Taxation
- Received the Prime Minister’s Award for Excellence in Public Administration

Ms Diviya Chanana
Independent Director

- 49 years old and holds a Diploma degree in Travel and Tourism
- Executive Director of Damus Travels Private Limited
- Damus Travels Private Limited is involved in supporting and auxiliary transport activities, as well as activities of travel agencies

CORPORATE INFORMATION

Board of Directors

Mr D.K. Jain
Executive Chairman

Mr Anmol Jain
Managing Director

Mr Deepak Jain
Non-Executive Director

Mr Sanjay Mehta
Non-Executive Director

Mr Arun Kumar Malhotra
Independent Director

Mr Avinash Parkash Gandhi
Independent Director

Mr Milap Jain
Independent Director

Mr Roop Salotra
Independent Director

Ms Diviya Chanana
Independent Director

BOARD COMMITTEES

AUDIT COMMITTEE

Mr Arun Kumar Malhotra - Chairman

Mr Anmol Jain - Member

Mr Avinash Parkash Gandhi - Member

Mr Milap Jain - Member

Mr Roop Salotra - Member

NOMINATION AND REMUNERATION COMMITTEE

Mr Milap Jain - Chairman

Mr Deepak Jain - Member

Mr Roop Salotra - Member

SHARE TRANSFER/STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr Deepak Jain - Chairman

Mr D.K. Jain - Member

Mr Arun Kumar Malhotra - Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr Roop Salotra - Chairman

Mr D.K. Jain - Member

Mr Deepak Jain - Member

RISK MANAGEMENT COMMITTEE

Mr Avinash Parkash Gandhi - Chairman

Mr Anmol Jain - Member

Mr Sanjay Mehta - Member

Mr Vikas Marwah - Member

Mr Ashish Dubey - Member

GROUP CHIEF FINANCIAL OFFICER

Mr Sanjay Mehta

CHIEF EXECUTIVE OFFICER

Mr Vikas Marwah

CHIEF FINANCIAL OFFICER

Mr Ashish Dubey

COMPANY SECRETARY

Mr Pankaj Mahendru
(Appointed w.e.f. May 30, 2023)

REGISTRAR & SHARE TRANSFER AGENT

Bigshare Services Private Limited
Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri East, Mumbai- 400093
E-mail: vinod.y@bigshareonline.com

REGISTERED OFFICE

2nd Floor, Harbans Bhawan-II, Commercial Complex, Nangal Raya, New Delhi 110046
E-mail: shares@lumaxmail.com
Website: https://www.lumaxworld.in/lumaxautotech

CORPORATE IDENTITY NUMBER

L31909DL1981PLC349793

BANKERS

Canara Bank
Citibank N.A.
CTBC Bank Co. Limited
HDFC Bank Limited
ICICI Bank Limited
IDBI Bank Limited
Kotak Mahindra Bank Limited
The Hongkong and Shanghai Banking Corporation Limited
State Bank of India

STATUTORY AUDITORS

M/s. S.R. Batliboi & Co. LLP
New Delhi

INTERNAL AUDITORS

M/s Grant Thornton Bharat LLP

WORKS

- Gat No. 156/1, Mahalunge, Chakan, Pune, Maharashtra
- B - 14/3, M.I.D.C., Waluj, Industrial Area, Aurangabad, Maharashtra
- Plot No. 9, 10, 23-25, Gat No. 53, Sahajapur, Aurangabad, Maharashtra
- Plot No. G8, G Block, Chakan Industrial Area, Phase III, Village Kuruli, Tehsil Khed, District Pune, Maharashtra
- Plot No. 70, Sector - 10, PCNTDA, Bhosari, Pune, Maharashtra
- Sy. No. 334, 366 & 367, Bellur Village, Narsapura Hobli, Kolar, Bengaluru, Karnataka
- Plot No. 164-165, Sector-5, IMT Manesar, Gurugram, Haryana
- Plot No. 12, Sector- 10, IIE Pantnagar, Distt.- Udham Singh Nagar, Uttarakhand
- W-230-E, 'S' Block, M.I.D.C. Bhosari, Pune, Maharashtra (operations closed w.e.f. May 31, 2023)
- K- 76, M.I.D.C., Waluj, Industrial Area, Aurangabad, Maharashtra (operations closed w.e.f. May 31, 2023)

MARKETING/TRADING DIVISION

- Plot No. 2, Industrial Estate, Udyog Vihar, Phase IV, Gurugram, Haryana
- Khasra No. 25/12/2,18,23,19, Revenue Estate, Vill. Khawaspur, Jamalpur, Main Pataudi Road, Gurugram, Haryana.

BOARD'S REPORT

Dear Members,

Your Director's with immense pleasure present the 42nd Annual Report of Lumax Auto Technologies Limited ("Company") on the business and operations together with Audited Financial Statements of the Company for the year ended March 31, 2023.

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

I. FINANCIAL PERFORMANCE - STANDALONE & CONSOLIDATED

(₹ in Lakhs unless otherwise stated)

	Standalone		Consolidated	
	For the year ended March 31, 2023	For the year ended March 31, 2022 (Restated)*	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue from contracts with customers	1,32,174.10	1,19,637.71	1,84,746.00	1,50,792.43
Other Income	3,368.10	2,144.09	2,386.64	1,281.29
Total Income	**1,35,542.20**	**1,21,781.80**	**1,87,132.64**	**1,52,073.72**
Total Expenses	**1,25,674.70**	**1,14,238.77**	**1,71,574.11**	**1,40,550.70**
Profit before share of Joint Ventures, exceptional items and tax	**9,867.50**	**7,543.03**	**15,558.53**	**11,523.02**
Share of loss of Joint Ventures	-	-	-	(57.41)
Profit before exceptional items and tax	**9,867.50**	**7,543.03**	**15,558.53**	**11,465.61**
Exceptional items	880.00	175.05	880.00	175.05
Profit before Tax	**8,987.50**	**7,367.98**	**14,678.53**	**11,290.56**
Tax Expenses	1,635.46	1,886.87	3,532.75	3,103.18
Profit after Tax and before minority interest	**7,352.04**	**5,481.11**	**11,145.78**	**8,187.38**
Profit for the year attributable to -				
a) Owners of Lumax Auto Technologies Limited	7,352.04	5,481.11	9,287.53	6,940.90
b) Non- controlling interests	-	-	1,858.25	1,246.48
Other Comprehesive Income (net of tax)	**4,987.80**	**(3,607.81)**	**5,045.50**	**(3,565.74)**
Other Comprehensive Income attributable to -				
a) Owners of Lumax Auto Technologies Limited	4,987.80	(3,607.81)	5,030.95	(3,575.58)
b) Non- controlling interests	-	-	14.55	9.84
Total Comprehensive Income	**12,339.84**	**1,873.30**	**16,191.28**	**4,621.64**
Total Comprehensive Income attributable to -				
a) Owners of Lumax Auto Technologies Limited	12,339.84	1,873.30	14,318.48	3,365.32
b) Non- controlling interests	-	-	1,872.80	1,256.32
Paid-up Equity Share Capital (Face value of ₹ 2 each)	**1,363.15**	**1,363.15**	**1,363.15**	**1,363.15**
Earnings Per Share (EPS) Basic & Diluted (in ₹)	**10.79**	**8.04**	**13.63**	**10.18**

* on account of merger as per Ind AS 103.

COMPANY PERFORMANCE

STANDALONE

On standalone basis, the revenue from contracts with customers during the Financial year 2022-23 stood at ₹ 1,32,174.10 Lakhs as compared to ₹ 1,19,637.71 Lakhs in the last year registering a growth of 10.48%. For the Financial Year 2022-23, the profit before tax and exceptional items stood at ₹ 9,867.50 Lakhs as compared to ₹ 7,543.03 Lakhs in the last year witnessing an increase of 30.82%. The Profit after Tax (PAT) stood at ₹ 7,352.04 Lakhs as compared to ₹ 5,481.11 Lakhs registering a significant increase of 34.13%. The Basic and Diluted Earnings per share stood at ₹ 10.79 registering a significant increase of 34.13%.

BOARD'S REPORT (Contd.)

CONSOLIDATED

On consolidated basis, the revenue from contracts with customers stood at ₹ 1,84,746.00 Lakhs as compared to ₹ 1,50,792.43 Lakhs in the last year registering a growth of 22.52%. The profit before tax and exceptional items for the FY 2022-23 stood at ₹ 15,558.53 Lakhs as compared to ₹ 11,465.61 Lakhs in the last year witnessing a significant increase of 35.70%. The Profit after Tax and minority interest for the FY 2022-23 stood at ₹ 9,287.53 Lakhs as compared to ₹ 6,940.90 Lakhs registering a significant increase of 33.81%. The Basic and Diluted Earnings per share for the FY 2022-23 stood at ₹ 13.63 registering a significant increase of 33.81%.

SHARE CAPITAL

The authorized share capital of the Company consequent to the approval of the Scheme of amalgamation between the Company and its Wholly Owned Subsidiary namely, Lumax Mettalics Private Limited, has been restated and increased to ₹ 4,610.00 Lakhs divided into 23,05,00,000 equity shares of ₹ 2 each from ₹ 3,610.00 Lakhs divided into 18,05,00,000 equity shares of ₹ 2 each.

The paid-up Equity Share Capital as on March 31, 2023 was ₹ 1,363.15 Lakhs divided into 6,81,57,705 equity shares of ₹ 2/- each, fully paid up. During the year under review, the Company has not issued shares or granted stock options or sweat equity.

DIVIDEND

The Board of Directors (herein referred to as "the Board") have recommended a dividend of ₹ 4.50/- (i.e. 225%) per equity share of face value of ₹ 2/- each for the FY 2022-23 subject to the approval of the shareholders at the ensuing Annual General Meeting ("AGM").

The proposed Dividend for FY 2022-23, would result in appropriation of ₹ 3,067.10 Lakhs as against ₹ 2,385.52 Lakhs in last FY 2021-22. The Dividend payout ratio works out to 41.72%.

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

The Register of Members and Share Transfer Books shall remain closed from Friday, August 11, 2023 to Tuesday, August 22, 2023 (both days inclusive). The Dividend as recommended by the Board, if approved by the shareholders at the ensuing AGM shall be paid to the eligible shareholders, whose names appear in the Register of Members as on Thursday, August 10, 2023 within the stipulated time period.

DIVIDEND DISTRIBUTION POLICY

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

AMOUNT TRANSFER TO RESERVES

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

PERFORMANCE OF SUBSIDIARIES AND ASSOCIATE COMPANIES & CONSOLIDATED FINANCIAL STATEMENTS

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

As on March 31, 2023, the Company has Ten (10) Subsidiaries (including One (1) step down subsidiary). The performance highlights of these Companies are follows:

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

LMAT, was formed in collaboration with Mannoh Industrial Co., Limited, Japan. The Company holds 55% of the Equity in LMAT. The entity manufactures gear shifters and enjoys a market leadership position in India. The Revenue from operations of LMAT stood at ₹ 30,078.16 Lakhs for the FY 2022-23.

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

LCAT was formed in collaboration with Cornaglia Metallurgical Products India Private Limited (wholly owned subsidiary of Officine Metallurgiche G. Cornaglia S.p.A. Italy). The Company holds 50% of the Equity in LCAT.

The entity manufactures Air Intake Systems, Urea Tank & Injection Blow Moulded Parts. The revenue from operations of LCAT stood at ₹ 13,481.21 Lakhs for the FY 2022-23.

BOARD'S REPORT (Contd.)

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

LFAE was formed in collaboration with FAE, Spain. The Company holds 84.03% of the Equity in LFAE. LFAE manufactures Oxygen Sensors. The revenue from operations of LFAE stood at ₹ 266.56 Lakhs for the FY 2022-23.

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

LJAT was formed in collaboration with Jopp Holding GmbH, Germany. The Company holds 50% of the Equity in LJAT. LJAT manufactures Gear Shift Towers, AMT Kits & AGS. The revenue from operations of LJAT stood at ₹ 947.86 Lakhs for the FY 2022-23.

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

LYTL was formed in collaboration with Yokowo Co., Limited, Japan to manufacture On-board Antennas & other Vehicle Communication Products. The Company holds 50% of the Equity in LYTL. LYTL started its commercial production with effect from January 01, 2023. The revenue from operations of LYTL stood at ₹ 147.45 Lakhs for the FY 2022-23.

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

LITPL was formed in collaboration with Ituran Location and Control Limited, Israel for the sale of telematic products and services. The Company holds 50% of the Equity in LITPL. The revenue from operations of LITPL stood at ₹ 237.11 Lakhs for the FY 2022-23.

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

LAIPL was formed in collaboration with Alps Alpine Co. Limited, Japan. The Company holds 50% of the Equity in LAIPL. LAIPL is engaged in the business of manufacturing of electric devices and components for automotive use. LAIPL has achieved a turnover of ₹ 3,096.77 Lakhs for the financial year 2022-23.

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

LMS, a wholly owned subsidiary of the Company, is a full-time Corporate service provider to Lumax-DK Jain Group Entities. The Revenue from operations of LMS stood at ₹ 3,493.58 Lakhs for the FY 2022-23.

i) **Lumax Integrated Ventures Private Limited (LIVE)**

LIVE is a wholly owned subsidiary of the Company. On February 18, 2023, the Company has executed Share Purchase Agreement with IACNA Mauritius Limited to acquire 75% shareholding in IAC International Automotive India Private Limited (IAC) through LIVE. The transaction was completed on March 10, 2023 and thus, IAC became a subsidiary of LIVE and Step down subsidiary of the Company.

Lumax Energy Solutions Private Limited, a subsidiary of LIVE and SIPAL Engineering Private Limited, an Associate of LIVE, have been Voluntary Liquidated.

j) **IAC International Automotive India Private Limited (IAC)**

IAC is engaged in the business of manufacturing vehicle interior systems and components.The revenue from operations of IAC stood at ₹ 80,075.49 Lakhs for the FY 2022-23. (for the purpose of consolidation, turnover of ₹ 5,122.18 Lakhs was considered for the period from March 10, 2023 till March 31, 2023).

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

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

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

II. STATE OF COMPANY'S AFFAIRS

The past fiscal year was a significant year for the Indian automotive segment especially for the passenger vehicle segment where India surpassed Japan to become the 3rd largest auto market after China and United States.

The passenger vehicle segment recorded a strong growth of 25% in production vis-à-vis the last year. All the other segments showed a decent growth indicating the strong economic growth. With the significant new model launches and the trust shown by the Original Equipment Manufacturers (OEMs), on consolidated basis, the Company was able to clock growth more than that of the industry.

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

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

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

Driving Force to Achieve Excellence within Organization

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

Future Approach

- Focus to capitalize on new opportunities in the passenger vehicle industry drives demand for high-value components
- Driving on future growth related to EV segment, scouting future partners to leverage this potential
- Bringing New Technologies to capitalize the growth which is coming from the market shift in the premium segment, focus on ADAS etc.

To stay ahead in the competition, the Company is planning to figure out the present and future needs and then collaborate with the best technology to help achieve those goals.

The Company further tried to strengthen its internal procedures in a major push towards paperless office. During this year, the Company focused on digitalization of the key approval processes and these processes are integrated with the other important application. After the Covid-19 pandemic, the term "Digitalization" has become more pervasive and importance is well known to everyone. Now after digitalization of key approval processes, these are further streamlined and helped in increasing the productivity and faster decision making.

For the Company, data security and business continuity will always remain in focus as this is very important from the sustainability point of view. To achieve this, the Company has implemented many security solutions which will be rare in the manufacturing industries. For business continuity, the Company is having 3 layers of security to meet the customer's supply and the Company's IT infra can't afford single minute downtime. The Company is having IT infra in different seismic zone for continuity of the IT operations.

To strengthen supply chain, the Company has covered all the domestic suppliers on portal LSETU and this is tightly integrated with SAP MRP. All suppliers can view their transactions at Lumax end on this portal and this will further increase the trust with suppliers.

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

All in all, the Company made good progress in all areas in FY 2022-23, and the management is quite confident that going forward the Company will continue to deliver value to all its customers and stakeholders. The long term outlook for the Company remains positive and it is poised to outperform the industry.

A. CAPACITY & FACILITY EXPANSION

During FY 2022-23, the Company has upgraded its manufacturing facilities at Pune & Bengaluru as per customer requirement to cater new product lines and meet their increased volumes.

B. QUALITY INITIATIVES

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

BOARD'S REPORT (Contd.)

In addition, various plants of the Company have received awards for Quality initiatives i.e. Kaizen Award from Bajaj, NCQC Excellence Award, ACMA Award in HSS, Qualified for BAL Platinum Award, Quality Control Circle (QCC) is an integral part for ensuring quality across all processes. By implementing these various initiatives, improvement of Quality is willingly carried out by employees in true spirit, resulting in minimizing rejection and cost.

C. MANAGEMENT DISCUSSION & ANALYSIS REPORT

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

D. CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the Financial Year ended March 31, 2023, there was no change in the nature of business of the Company.

III. GOVERNANCE AND ETHICS

A. CORPORATE GOVERNANCE

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

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

DIRECTORS

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

During the year under review, Ms Diviya Chanana, the Independent Director of the Company had resigned from the Board of the Company with effect from May 10, 2022 due to the reason for not being able to comply with the provisions of Section 149 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, however Ms Diviya Chanana had been reappointed w.e.f. August 06, 2022 for further period of 5 years after complying with provisions of Section 149 of the Act and the abovementioned rules.

KEY MANAGERIAL PERSONNEL

As on March 31, 2023, Mr D.K. Jain, Executive Chairman, Mr Anmol Jain, Managing Director, Mr Vikas Marwah, Chief Executive Officer, Mr Ashish Dubey, Chief Financial Officer and Mr Raajesh Kumar Gupta, Company Secretary were Key Managerial Personnel (KMPs) of the Company as per the provisions of the Act.

Subsequent to the close of financial year:

- Mr. Raajesh Kumar Gupta resigned from the position of Company Secretary of the Company with effect from the close of business hours of May 26, 2023 consequent upon his transfer to Group Company.
- Mr. Pankaj Mahendru has been appointed as a Company Secretary (KMP) of the Company with effect from May 30, 2023.

RETIREMENT BY ROTATION AND SUBSEQUENT RE-APPOINTMENT

In accordance with the Articles of Association of the Company and Section 152 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) Mr Anmol Jain, Director (DIN:00004993) is liable to retire by rotation at the ensuing AGM and being eligible, offers himself for re-appointment.

A brief profile of Mr Anmol Jain is provided in the Notice of the ensuing AGM of the Company.

C. INDEPENDENT DIRECTORS

As on March 31, 2023, the Board has 5 (Five) Independent Directors including one Woman Independent Director, representing diversified fields and expertise.

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

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

Details are provided in the relevant section of the Corporate Governance Report.

D. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS

As per the Regulation 16 (1) (b) and Regulation 25 read with the provisions of Section 149 (6) of the Act, declarations have been received from all the Independent Directors regarding meeting the criteria of Independence as laid down under those provisions. Further, in terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties.

The Board took on record the declarations and confirmations submitted by the independent directors regarding their meeting the prescribed criteria of independence, after undertaking due assessment of the veracity of the same as required under Regulation 25 of the Listing Regulations.

Ms Diviya Chanana, the Independent Director of the Company had resigned from the Board of the Company with effect from May 10, 2022 due to the reason for not being able to comply with the provisions of Section 149 of Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Further, Ms Diviya Chanana has been reappointed as Independent Director for a further period of 5 years w.e.f. August 06, 2022 after complying with provisions of Section 149 of the Act and the abovementioned rules.

E. NUMBER OF BOARD MEETINGS AND COMMITTEES OF BOARD

During the FY 2022-23, the Board of Directors met Seven (7) times viz. May 12, 2022, August 06, 2022, November 12, 2022, February 03, 2023, February 13, 2023, February 18, 2023 and March 06, 2023. Further, it is confirmed that the gap between two consecutive meetings was not more than one hundred and twenty days as provided in Section 173 of the Act.

Pursuant to the requirements of Para VII (1) of Schedule IV of the Act and the Listing Regulations, a separate Meeting of Independent Directors was also held on March 25, 2023, without the presence of Non-Independent Directors and Members of the management to review the performance of Non-Independent Directors and the Board as a whole, the performance of the Chairperson of the Company, taking into account the views of Executive Directors, Non-Executive, Non-Independent Directors and also to assess the quality, quantity and timeliness of flow of information between the Company Management and the Board. The details on Attendance during the Board Meetings and other Committee Meetings of Board of Directors are provided in Corporate Governance Report which forms part of the Boards' Report.

BOARD DIVERSITY AND POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

Pursuant to the provisions of Section 178(1) of the Act and Regulation 19(4) read with Part D of Schedule II of Listing Regulations, the Company has in place the Nomination and Remuneration Policy of Directors, Key Managerial Personnel (KMP) and Other Employees including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided u/s 178(3) of the Act.

The Company believes that building a diverse and inclusive culture is integral to its success. A diverse Board will be able to leverage different skills qualifications and professional experiences perspectives and backgrounds which is necessary for achieving sustainable and balanced development. The Board has adopted a policy on Nomination, Remuneration and Board Diversity which sets out the criteria for determining qualifications, positive attributes and independence of a director.

The main features of the Policy are as follows:

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

During the year under review, there were no substantive changes in the Policy except to align the Policy with amendments made to applicable

BOARD'S REPORT (Contd.)

laws and the same is available on the website of the Company at: https://www.lumaxworld.in/lumaxautotech/downloads/nomination-andremuenration-policy-of-directors.pdf

F. PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS

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

EVALUATION TECHNIQUE

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

EVALUATION OUTCOME

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

The Board as a whole together with each of its committees were working effectively in performance of its key functions- Providing strategic guidance to the Company, reviewing and guiding business plans, ensuring effective monitoring of the management and overseeing risk management function. The Board is kept well informed at all times through regular communication and meets once per quarter and more often as and when the need arises. Comprehensive agendas are sent to all the Board Members well in advance to help them prepare and ensure the meetings are productive. The Company makes consistent efforts to familiarize the Board with the overall business performance covering all Business verticals, Product Category and Corporate Function from time to time.

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

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

G. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

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

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

The details of the related party transactions as per Ind AS 24 are set out in Notes to the Financial Statements of the Company. Policy on Related Party Transaction formulated by the Company are available on the website of the Company at https:// www.lumaxworld.in/lumaxautotech/relatedpartytransaction-policy.pdf

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

Pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, **Form AOC-2**, containing the details of Related Party Transaction is set out as **Annexure - C** to this report.

Further, the Shareholder's approval on Material Related Party Transactions have been taken by way of Postal Ballot for which the results were declared by the Company on September 30, 2022.

H. COMPLIANCE MANAGEMENT FRAMEWORK

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

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

I. VIGIL MECHANISM/WHISTLE BLOWER POLICY

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

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

Any incidents that are reported are investigated and suitable action is taken in line with the Whistle Blower Policy.

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

J. SECRETARIAL STANDARDS

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

K. DIRECTORS RESPONSIBILITY STATEMENT

In terms of section 134 (3) (c) & 134 (5) of the Act and to the best of their knowledge and belief, and based on the information and explanations provided, your Directors hereby make the following statements:

(i) that in the preparation of the Annual Accounts for the Financial Year ended March 31, 2023, the applicable Accounting Standards have been followed along with proper explanation relating to material departures in the Auditor Report and Notes to Accounts;

(ii) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the

BOARD'S REPORT (Contd.)

financial year and of the profit and loss of the Company for that period;

(iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

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

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

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

L. PARTICULARS OF REMUNERATION OF DIRECTORS AND OTHER EMPLOYEES

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

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

M. AUDIT COMMITTEE & COMPOSITION

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

The Audit Committee comprises of Mr Arun Kumar Malhotra as Chairman, Mr Roop Salotra, Mr Milap Jain, Mr Avinash Parkash Gandhi and Mr Anmol Jain as Members.

The Company Secretary acts as Secretary to the Audit Committee.

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

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

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

N. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Please refer to the Paragraph on Familiarisation Programme in the Corporate Governance Report for detailed analysis.

O. HUMAN RESOURCES

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

IV. INTERNAL FINANCIAL CONTROLS AND ADEQUACY

A. ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO INTERNAL FINANCIAL STATEMENT

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

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

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

The Company gets its Standalone and Consolidated Financial Results reviewed/Audited every quarter by its Statutory Auditors.

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

B. RISK MANAGEMENT POLICY

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

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

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

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

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

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT OF THE COMPANY

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

D. AUDITORS

STATUTORY AUDITORS

The shareholders have approved the reappointment of M/s S.R. Batliboi & Co. LLP (Firm Registration No. 301003E/E300005), Chartered Accountants as Statutory Auditors of the Company in the 38th Annual General Meeting held on August 23, 2019 to hold office till the conclusion of the 43rd Annual General Meeting of the Company to be held in the year 2024.

M/s S.R. Batliboi & Co. LLP, Chartered Accountants have furnished a certificate confirming that they are not disqualified from continuing as Auditors of the Company.

The Report given by the Statutory Auditors on the Financial Statements of the Company forms part of this Annual Report. The Auditor Report does not contain any qualification, reservation, adverse remark or disclaimer

COST AUDITORS

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

The Board on recommendation of Audit Committee has re-appointed M/s Jitender, Navneet & Co., (Firm Registration No. 000119) as the Cost Auditors of the Company in Board Meeting dated May 30, 2023 for the audit of the cost accounts of the Company for the FY 2023-24.

The remuneration proposed to be paid to the Cost Auditor requires ratification by the shareholders of the Company. In view of this, your approval for payment of remuneration to Cost Auditors is being sought at the ensuing AGM. Accordingly, a resolution, seeking approval by members for the ratification of the remuneration to be paid to Cost Auditors amounting to ₹ 2.00 Lakhs (Rupees Two Lakhs) excluding taxes and out of pocket expenses, if any, payable to M/s Jitender Navneet & Co., is

BOARD'S REPORT (Contd.)

included in the Notice convening 42nd AGM of the Company.

Cost Audit Report

The Cost Audit Report for the FY 2021-22 has been filed with the Central Government within the stipulated time.

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

The Company is maintaining cost records as stipulated under applicable laws.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr Maneesh Gupta (Membership No. F-4982), Practising Company Secretary as the Secretarial Auditor in Board Meeting held on May 30, 2023 to undertake the Secretarial Audit for FY 2023-24. The Company has received consent from Mr Maneesh Gupta to act as Secretarial Auditor for conducting audit of the secretarial records for the FY 2023-24.

ANNUAL SECRETARIAL AUDIT REPORT & ANNUAL SECRETARIAL COMPLIANCE REPORT

The Secretarial Audit Report of the Company and Lumax Mannoh Allied Technologies Limited and IAC International Automotive India Private Limited (Material Subsidiaries of the Company) for the FY 2022-23 forms part of this Annual Report as an **Annexure - E**. There are no qualification, reservation, adverse remark or disclaimer given by the Secretarial Auditors in their Reports.

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

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

INTERNAL AUDITORS

In compliance with the provisions of Section 138 of the Act, read with the Companies (Accounts) Rules, 2014, the Internal Audit, of various units of Company, for the FY 2022-23 was done by M/s Grant Thornton Bharat LLP. Further, the Board of Directors in its meeting held on May 30, 2023 has reappointed M/s Grant Thornton Bharat LLP as Internal Auditors for the FY 2023-24.

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

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

V. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

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

VI. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY AND INITIATIVES

The Company is committed to grow and operate in a socially sustainable manner and continue to give back to society. A well-outlined CSR program creates social and environmental value thus impacting and improving the lives of communities. The key focus areas of the Company have been Education and Healthcare for disadvantaged sections of the society. The Company's focus areas are largely covered under Schedule VII of the Act. During the year, the Company continued its support to the existing schools by way of support on career counselling, integrating students in schools providing books and learning aids, meals enhancing holistic education opportunities. Under its healthcare initiatives, the Company is focusing on preventive healthcare by continuously organizing health check-up camps, lending financial support to hospitals for juvenile diabetes, cataract operations.

The Company's CSR initiatives are implemented primarily through its CSR arm/trust, Lumax Charitable Foundation ("Foundation"), with focus on education, empowerment of girl child through education and the healthcare, for disadvantaged Section of society.

The Company has constituted CSR Committee of the Board and also developed & implemented a CSR Policy in accordance with the provisions of Act. The Committee monitors and oversees various CSR initiatives and activities of the Company.

KEY CSR ACTIVITIES

The Company provides holistic education opportunities and preventive and curative health interventions, committed to the India Sustainable Goals of Quality Education and Good Health. These interventions and programs are managed by the Lumax Charitable Foundation team along with implementation partners.

EDUCATION

In its endeavour to provide holistic and quality education, the interventions include, girl child enrolment in schools, starter kits and learnings aids. It is to provide and enable underprivileged students to enhance their learning experience through out of school learning activities like excursion trips, end-to-end career counselling, life-skills & soft-skills training on a continuous basis. The programs help to facilitate various govt. & private scholarships to deserving need-based and merit-based students to pursue with their education.

Infrastructure needs of the government schools including the construction of toilets, classroom, providing LED lights are also undertaken after a thorough need assessment.

The programs are preferably conducted in areas around the Company's plants.

HEALTH

Under health, the Foundation has been supporting communities near the plants with preventive cancer awareness and screening camps and also provide eye care camps for eye-check up and conducting cataract surgeries. The cancer screening includes blood profiling along with physical examination by a surgeon, ENT specialist and a gynaecologist, complete with radiology examination.

CONSTITUTION OF CSR COMMITTEE

The CSR Committee of the Board comprises of Mr Roop Salotra as Chairman, Mr D.K. Jain and Mr Deepak Jain as Members of the Committee. Further, the Board have also adopted the CSR Policy of the Company as approved by the Corporate Social Responsibility Committee which is also available on the website of the Company at https://www.lumaxworld.in/lumaxautotech/downloads/CSR-policy-latl.pdf

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

The contents of the said policy are as below:

1. CSR Philosophy
2. Constitution of CSR Committee
3. Role of CSR Committee
4. Implementation of CSR Projects, Programs and Activities
5. Allocation of Budget
6. Lumax domains of engagement in accordance with Schedule VII
7. Monitoring and Review Mechanism
8. Management Commitment

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

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

Names of Companies which have become or ceased to be its Subsidiaries, Joint Ventures or Associate Companies during the Year.

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

1. **IAC International Automotive India Private Limited (IAC):** During the period under review, Company has acquired 75% of Shares of IAC through LIVE, a Wholly Owned Subsidiary of the Company.
2. **Sipal Engineering Private Limited (SEPL):** During the period under review, SEPL an Associate Company of LIVE has been Voluntarily Liquidated w.e.f. July 18, 2022.
3. **Lumax Mettalics Private Limited (LMPL):** A wholly owned subsidiary has been merged with the Company vide order passed by the Hon'ble National Company Law Tribunal, New Delhi Bench dated March 01, 2023.
4. **Lumax Energy Solutions Private Limited (LESPL),** a Subsidiary of LIVE which was under the process of Voluntary Liquidation has been dissolved w.e.f. April 19, 2023.

A. ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return for the Financial Year ended March 31, 2023 is available on the Company's website at https://www.lumaxworld.in/lumaxautotech/annual-return.html

BOARD'S REPORT (Contd.)

B. INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Transfer of Unpaid Dividend

Pursuant to the provisions of Section 124(5) of the Act, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules'), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF established by the Central Government, after the completion of seven (7) years from the date of transfer to Unclaimed/Unpaid Dividend. Consequently, the Company has transferred ₹ 1,66,635/- during the year to the IEPF, lying with it for a period of seven years pertaining to FY 2014-15.

Transfer of Shares underlying Unpaid Dividend

Pursuant to the provisions of Section 124(6) of the Act read with the Rules, the shares in respect of which Dividend has not been paid or remains unclaimed for seven (7) consecutive years or more are also required to be transferred to the Demat account of IEPF Authority. During the year, the Company had transferred 1,975 shares to the Demat Account of the IEPF Authority within the timeline prescribed in IEPF Rules.

Transfer of Unclaimed Interim Dividend and underlying Shares for FY 2015-16

The due date for transfer into IEPF of the Unpaid/ Unclaimed Dividend lying in the Unpaid Interim Dividend Account of the Company for the FY 2015-16 was April 15, 2023. In compliance with the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time, the Company had issued a due notice in the newspapers and also sent the individual notices through speed post/registered post, at the latest available address to the concerned Shareholders, whose Dividend/Shares were liable to be transferred to IEPF, requesting them to claim their dividend and underlying shares on or before April 15, 2023.

Accordingly, the Company had transferred an unclaimed Dividend Amount (Interim Dividend) of ₹ 1,14,713/- to the IEPF, lying with it for a period of seven years pertaining to FY 2015-16. The Company had also transferred 1,990 underlying Equity Shares to IEPF pertaining to FY 2015-16.

C. DEPOSITS

During the year under review, the Company has neither accepted nor renewed any Deposit under Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014

D. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The particulars of loans, guarantees and investments covered under the provisions of Section 186 of the Act are given in the Notes to Financial Statements.

E. MATERIAL CHANGES AND COMMITMENTS

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

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

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

There were no other material changes and commitments which have occurred after the end of the financial year ended March 31, 2023 till the date of this Report that affects the financial position of the Company.

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

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

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

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

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

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

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

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

In accordance with the above-mentioned provisions of POSH, Company is in compliance with and has adopted the "Policy on Prevention of Sexual Harassment of Women at Workplace". The constitution of ICC is as per the provisions of POSH and includes external Members from NGO or those individuals having relevant experience

In accordance with the provisions of POSH, the Company has adopted the "Prevention of Sexual Harassment at Workplace Policy" and constituted an ICC for Prohibition, Prevention and Redressal of Sexual Harassment of Women at Workplace and matters connected therewith or incidental thereto covering all the related aspects.

The Committee meets as and when required, however minimum one meeting is ensured during the Financial Year to discuss strengthening safety of employees at workplace and also to resolve/ address related issues, if any reported during the year.

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

During the year under review, 22 (Twenty Two) Meetings and 31 (Thirty One) awareness sessions of ICC across all plant locations were held. Further, as per the applicable provisions of POSH, the Company continues to submit Annual Report to the District Officer consisting of details as stipulated under the said Act.

I. ENVIRONMENT, HEALTH & SAFETY

Safety

The Company continues to identify and manage risk to ensure the Safety of the employees. The Company focuses on "Safety" continuously to ensure policies, procedures and systems to meet the requirements of current legislation and best practices. Over the last seven years the Company has been working to strengthen the position in relation to Safety management. This has been a process of gradually tightening up on policies and procedures and ensuring that these remain relevant and up-to date. The Company has improved systems for carrying out risk assessments and making sure that they are regularly reviewed; for tracking of workers; workstation assessments and for many other aspects of a good Safety management system. Work closely with its internal Safety Officers and external Agencies to build on that work and promote continuous improvement.

Key aims and objectives achieved in FY 2022-23 includes: Strong and Active Leadership:

- Corporate safety procedures & Emergency Procedures were reviewed and safety management audit program was delivered.
- Safety competence, awareness & training was in place.
- Safety performance and risk management arrangements established in the organization.
- Team approach has continued to progress key Safety objectives.
- Continuation of strong Safety Management System through the established safety committees to ensure effective communication and consultation arrangements for discussion and promotion of Safety improvements at scale and pace.
- Safety as a standing item on all Corporate, Directorate and manager meeting agendas to embed best practice and drive cultural change and improvement.

Apart from the above, the Company has also performed below activities in FY 2022-23 sincerely:

BOARD'S REPORT (Contd.)

1. Employee Engagement Activities (Celebrated National Safety week, Personal Protective equipment demonstrations, Unplanned – Evacuation Drill, Road Safety Week, World Environment Day, Safety Motivational Reward activities, Work place Safety awareness Training, Safety Quiz Programme & World Environment Health Day).
2. KYT - Kiken Yochi Training (Identifying hazard and taking corrective measures with the help of actual users).
3. Hazards specific Safety training (Fire Fighting, Near Miss, First Aid, Electrical Safety, Chemical & Machine Safety).
4. Monthly Internal safety Committee Meeting.
5. Regional Safety Meeting at all regions.
6. Safety Gemba Audit and Monitoring.
7. Fire Risk Assessment Audit.
8. Comprehensive review/surveillance audit done as per ISO 14001:2015 (Environment Management System) and ISO 45001:2018 (Occupational Health & Safety Management system).
9. Near miss incident capturing and Investigation.
10. Thermography study for health check-up of electrical Panel.
11. Third Party Audit / Safety assessment done.

For Tier-2 Suppliers:

From the last Six years, the Company also commenced the Fire Risk Assessment Audit for Tier-2 suppliers (63 Nos) to reduce the fire related incident and achieved significant OK result.

Also, the Company has initiated for safety and started the Safety Audit from FY 2019-20 for (5 Nos) suppliers to reduce the human injury (Only for those who are having the heavy power press machinery- Critical Operation).

Apart from the above activities, the Company is strictly monitoring the injury status and sharing the same every month to its Vendors. The Company also delivered Training awareness programs related to Fire, Electrical, Machine Safety and Fire Mock drill.

J. GENERAL

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

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

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

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

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

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

K. CONTRIBUTION TO EXCHEQUER

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

VIII. ACKNOWLEDGEMENT

It is our belief that we have a leadership team with the right experience and skills to take us into the next phase of growth. We continue to build our skills and add appropriate resources, which will help the Company deliver solid results in the years to come. The Directors place on record their sincere gratitude and appreciation for the continued co-operation and support extended to the Company by its highly valued customers, Joint Venture Partners, all the shareholders, financial institutions & Banks, various Government Agencies.

The Directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of vendors, dealers, business associates and employees in ensuring an excellent all around operational performance.

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Place: Gurugram
Dated: July 28, 2023

ANNEXURE – A

MANAGEMENT DISCUSSION & ANALYSIS

ECONOMIC OVERVIEW

Global Economy

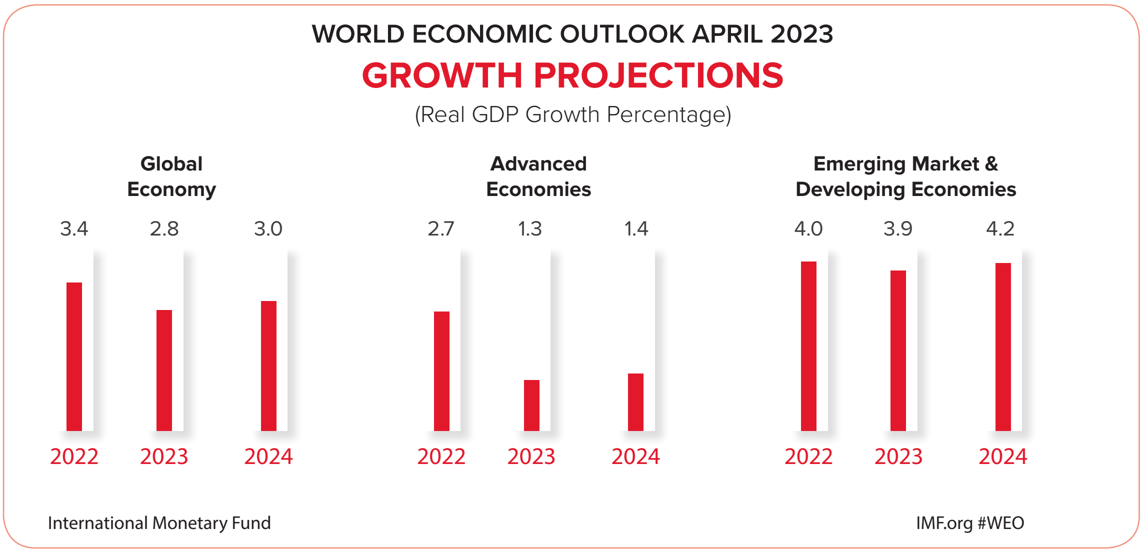
The global economy has been primarily in a favorable state since the beginning of the CY 2022. Countries such as the United States, China, and India have demonstrated proficiency in returning to their pre-Covid-19 pandemic levels, while nations in Europe and South-East Asia are on track to do the same. All nations have taken the requisite precautions to brace themselves for potential future 'black swan' disasters.

Nevertheless, due to elevated commodity prices and other geopolitical factors, the post-pandemic economic rebound encountered setbacks. The International Monetary Fund (IMF) has forecasted a deceleration in global headline inflation, with a drop from 8.7% in CY 2022 to 7.0% in CY 2023, followed by a further decline to 4.9% in CY 2024 on the back of lower commodity prices but underlying core inflation is proving to be stickier.

(Source: World Economic Outlook, April 2023: A Rocky Recovery (imf.org))

Outlook

Incoming activity data for the third quarter of FY 2022-23 has surpassed expectations, demonstrating that economies have become more adept at handling the challenges mentioned above. However, they still do point growth to remain negatively skewed. In most economies, struggling with the cost-of-living crisis, the priority remains achieving uninterrupted disinflation. On a positive note, there is a possibility of a stronger boost from pent-up demand in various economies or a faster reduction in inflation. This is because central banks are now adopting a hawkish stance to counter the persistently high inflation levels, which are lasting longer than anticipated.



Furthermore, according to the IMF projections, the advanced economies are expected to experience a more significant slowdown than developing economies. Emerging markets and developing economies are projected to grow from 4.0% in CY 2022, 3.9% in CY 2023, to 4.2% in CY 2024, whereas the growth rate of advanced economies is expected to decline from 2.7% in CY 2022 to 1.3% in CY 2023 and grow at 1.4% in CY 2024.

(Source: https://www.imf.org/en/Publications/WEO/ssues/2023/04/11/world-economic-outlook-april-2023)

Indian Economy

India has scored a relatively faster recovery from the Covid-19 pandemic. Looking ahead, strong domestic demand and an increase in capital expenditure are expected to drive growth in the coming years. Notwithstanding the continuous multiple shocks, global agencies continue to recognize India as the fastest-growing major economy, owing to its robust fundamentals and adaptability.

To add to this, India has made significant progress in the field of digitization in recent years. In the wake of the Covid-19 pandemic, technology went from being a luxury to a necessity in the Indian domestic market. This is further highlighted by the fact that by 2027, roughly two-thirds of India's e-commerce business is projected to consist of essential commodities, including clothing and food, among others. On the manufacturing front, Government policies are being progressively tailored to encourage and upturn this critical sector of the economy. Innovative approaches for boosting manufacturing output, include PM GatiShakti, the National Logistics Policy, and the Production-Linked Incentive Programs (PLI).

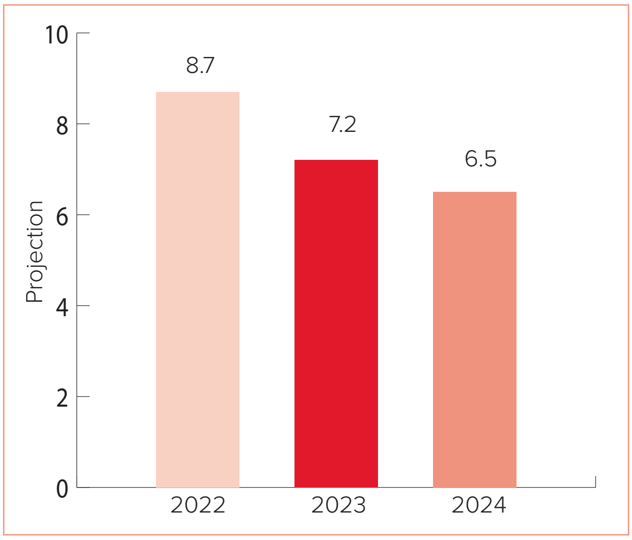
Moreover, the inherent domestic momentum, global macroeconomic factors such as geopolitical issues, supply

ANNEXURE – A (Contd.)

chain gap, and rising trade conflict, deliver the spur to force the economy towards its objective of USD 5 Trillion in nominal GDP from USD 3.75 Trillion this year. India's economy has demonstrated its immense potential by surpassing that of the United Kingdom, and it is now the world's fifth-largest economy.

Outlook

Real GPD



As per the forecasts for a country of its size, the Indian economy has nearly regained what was lost, revitalized what had halted, and rejuvenated what had deteriorated during the Covid-19 pandemic and since the conflict in Europe in FY 2022-23. Based on RBI projection, India's GDP is projected to stand at 7.2% in 2023 and 6.5% in 2024. This projection considers several events on the macro level.

Furthermore, the Government's initiatives, as previously mentioned, are also contributing to the growth. In the budget for FY 2023-24, the Union Minister of Finance and Corporate Affairs outlined the vision of Amrit Kaal, which encompasses seven priorities or 'Saptarishi'. These priorities include Inclusive Development, Reaching the Last Mile, Infrastructure and Investment, Unleashing the Potential, Green Growth, Youth Power, and Financial Sector, all aimed at empowering the economy.

Moreover, in April 2023, the Reserve Bank of India (RBI) finally decided to halt its series of successive hikes to the key benchmark policy rate, bringing it to 6.5%. The aim was to provide more stability and adaptability to the market, as well as to alleviate the adverse global conditions that had been affecting the economy.

(Source: https://pib.gov.in/PressReleaseIframePage.aspx?PRID=1895313

https://www.livemint.com/economy/bright-spot-in-global-economy-indias-gdp-has-touched-3-75-trillion-mark-in-2023-says-nirmala-sitharaman-11686564064530.html

https://rbi.org.in/Scripts/PublicationsView.aspx?id=21343#13)

AUTOMOTIVE INDUSTRY OVERVIEW

Global Perspective

The automotive industry remained vulnerable to global headwinds in FY 2022-23. As the industry continued to deal with major global disruptions, the automotive sales were hit hard by the pandemic. The situation was further aggravated later by the war between Russia and Ukraine which formed a climate of uncertainty and hesitation. Then, of course, shortages from semi-conductors to labor are distressing nearly every touchpoint along the disruption in automotive supply chain.

Despite facing headwinds, the industry remains committed to advancing electric vehicles (EVs) by improving battery performance and increasing charging infrastructure. EVs are poised to become one of the most significant growth drivers globally. Furthermore, automobile manufacturers are investing significantly in research and development (R&D) in the EV segment, despite facing various challenges. Overall, the industry is making strides towards EV technology.

Indian Perspective

The automotive industry is a crucial pillar of India's economy, as it has strong linkages to multiple sectors, making it a key driver of economic growth. Its growth has a positive impact on the commodity sector, including the demand for steel, aluminum, and plastic, among others. India's automotive market has become the world's third-largest, surpassing Japan in 2022, according to the Society of Indian Automotive Manufacturers. Furthermore, India has a significant position in the global heavy vehicles market, as it is the largest producer of tractors, the second-largest manufacturer of buses, and the third-largest producer of heavy trucks. Additionally, the growth of this industry is attributed to several factors, such as increasing disposable income, availability of credit and financing options, and a growing population. The passenger and commercial vehicle sectors are also contributing to the potential for future growth.

Moreover, the Indian Government's industry-friendly policies and initiatives are expected to play a significant role in further enhancing connectivity and fueling the industry's prospects. For example, the allocation of ₹ 3,000 Cr. for the Indian Semiconductor Mission is set to boost the auto component ecosystem, benefiting the auto component sector. Additionally, businesses are collaborating with the Government to develop hybrid vehicles as a transitional step towards a fully electric model. The Union Minister of Heavy Industries has allocated ₹ 800 Crore for 7,432 public fast charging stations under FAME India Scheme Phase II. This funding aims to boost EV adoption, address range anxiety, reduce charging time, and create employment opportunities in the automotive sector.

ANNEXURE – A (Contd.)

Segment-Wise Sales of Automobiles in India from FY 2019 to FY 2023 (₹ in Thousands)

April-March (₹ in Thousands)

	FY 2019-20	FY 2020-21	FY 2021-22	FY 2022-23	CAGR %
PVs	2,774	2,711	3,069	3,890	12%
CVs	718	569	716	962	10%
3-wheelers	637	216	261	488	-8%
2-wheelers	17,416	15,119	13,466	15,862	-3%

(Source: https://www.siam.in/statistics.aspx?mpgid=8&pgidtrail=14
https://www.livemint.com/news/india/india-becomes-world-s-3rd-largest-auto-market-report-11673164107467.html
https://pib.gov.in/PressReleseDetailm.aspx?PRID=1911394
https://www.ibef.org/industry/india-automobiles
https://www.thehindubusinessline.com/info-tech/budget-2023-3000-cr-allocated-for-the-semiconductor-ecosystem/article66459286.ece)

Auto Component Industry

Over the past few years, India's auto component industry has experienced significant growth, with its market share expanding considerably. This surge is primarily attributed to the increasing demand for automobiles from the growing middle class and rising exports globally. The automobile component in India contributes 2.3% to India's GDP, while about 1.5 Million people are directly and indirectly employed by this industry.

The automobile component industry in India comprises various product segments, such as lamps, fasteners, lighting, castings, suspension and braking parts. It also includes gears, valves, steering parts, engine parts, carburettors, axles, strips, forgings, pistons clutches, gaskets, chassis, and shock absorbers, among others. India's automobile component market is split between organized and unorganized sectors. Original Equipment Manufacturers (OEMs), part of the organized sector, are in charge of producing final vehicle.

Notwithstanding energy crisis, gas shortages, rising inflation and disruption in the supply chain, the automotive industry had a successful year. OEMs, aftermarkets, and exports have all contributed to the sector's outstanding growth during the year. Domestic auto sales and exports began to gain pace in FY 2022-23. Fuelled by the ongoing momentum, the auto component industry is expected to reach USD 200 Billion by FY 2025-26. As per Automotive Component Manufacturers Association of India (ACMA), automobile components exported from India are projected to reach USD 80 Billion by 2026. Furthermore, the rapid globalization is creating new opportunities for the transportation industry, particularly the shift towards electric, electronic and hybrid cars. At present, the focus of the auto industry is on deep-localization, further propelled by the various Government PLI schemes.

(Source: Care Edge Research Auto: Auto Components, IBEF
https://www.ibef.org/industry/autocomponents-india
https://ycpsolidiance.com/article/an-overview-of-indias-auto-components-market#:~:text=Following%20the%20Automotive%20Mission%20Plan,%2C%20with%2023.9%25%20annual%20growth.)

OPPORTUNITIES

Electric Vehicles

Currently, most of the innovation in the auto industry is being fuelled by electric vehicles. As the adoption of electric vehicles increases, the distribution networks for automotive electrical systems are expected to undergo significant changes. Vehicles are expected to have more complicated electrical components in the future, which calls for an electrification system, capable of handling higher voltages. Over the past few years, electric vehicles have garnered increasing attention due to falling ownership costs and stricter Government regulations for emissions. The rising share of EV sales has the potential to present new opportunities for the auto components industry in India.

Government Launched PLI Scheme

The Government has launched the Production Linked Incentive (PLI) Scheme for the automobile and auto components industry to enhance India's manufacturing capabilities for advanced automotive products. This scheme proposes financial incentives aimed at increasing domestic manufacturing of advanced automotive technology products, as well as attracting investments in the automotive manufacturing value chain. The goal is crystal clear: to make India self-reliant (Atmanirbhar) by enhancing the competitiveness of our manufacturing sector on a global scale.

To enhance the global reach of the auto sector, the Government has granted direct incentives through PLI (Production Linked Incentive) schemes for 'Advanced Technology Auto Components' aimed at green vehicles and for 'Advanced Chemistry Cells,' as well as indirect incentives through PLI schemes for semi-conductors and electronics.

The scheme aims to encourage the use of advanced technology components and electric and hydrogen fuel cell vehicles in order to prepare the industry for the future. The PLI scheme aims to revitalize the automotive sector, positioning it

ANNEXURE – A (Contd.)

as a sunrise industry once again even though the persistent shortage of semiconductors and electrical components acts as an alert for the Indian manufacturing sector. The PLI scheme for electronic, along with the dedicated scheme to develop semiconductors and demonstration of fab ecosystem, is also a great promoter for spreading home-grown advanced auto technology components.

THREATS

Shortage of Semi-Conductors

Due to the current geopolitical tensions, the auto component industry at present is dealing with a number of challenges, along with a lack of semi-conductors. The industry has been obstructed by the global shortage of semiconductor chips since a long time, while the sales of automobiles in India have been considerably affected by this. The semiconductor chips are an essential component of an automobile which are used across various segments in vehicles which includes:

- Interior and Exterior Lightening
- Safety Control-related System and Chassis (ABS and Airbag)
- Telematics Communication Systems
- Audio and Video-based Infotainment System
- Interior Body Control System (Climate Control, Power System and Electric Power Steering, among others)
- Autonomous Driving System & Driver's Assistance

Upcoming BSVI Phase 2 Regulations

The Indian Government's top priority is to protect the environment from pollution, and it is committed to following international standards in this regard. Phase two of the BS-VI emission is expected to be eventually implemented in India by the Government in an effort to control pollution levels.

Passenger vehicles, 2-wheelers, and commercial vehicles will have to comply with the new emission norms. With the introduction of new emission requirements, achieving both fuel efficiency and low costs becomes increasingly challenging for automakers. Therefore, the shift towards stricter emission control regulations poses a significant challenge for the industry.

Excessive and Inconsistent Tax Rates

Another challenge that the auto components industry faces is of the high and non-uniform tax rates. In India, some auto parts are liable to a greater GST rate of between 18% and 28%. Vehicles with Internal Combustion Engine (ICE) are one of the highest taxed manufactured goods in India, due to the compensation levy imposed on these items, which is in the range of 1-22%. The auto component industry also faces the challenge of two separate GST rates. The GST rate is 18% for nearly 60% of auto components, while on the remaining 40% auto component, GST rate is 28%.

(Source: https://www.spinny.com/blog/index.php/bs6-norms-complete-details-of-bharat-stage-6-emission-standard/#:~:text=Phase%202%20of%20the%20BS6%20norms%2C%20which%20is%20scheduled%20to,major%20contributors%20to%20air%20pollution.

https://www.deccanherald.com/business/union-budget/auto-component-makers-seek-uniform-18-gst-on-all-products-1181999.html)

BUSINESS OVERVIEW

Lumax Auto Technologies Limited ('LATL' or 'The Company') is a part of the Lumax-DK Jain Group established in the year 1981. LATL is one of the innovators and leading manufacturers and suppliers of automotive moulded & fabricated parts, emission and transmission systems for automotive industry. Throughout its decades-long journey, the Company has built a strong reputation through strategic partnerships with global players and cultivated robust relationships with its customers. In addition, LATL is being driven by constant innovation, technological improvements and pan-India operational excellence operations. As a result, the Company is well-positioned and has established a significant market share in the Indian automotive component industry. LATL has emerged as a highly regarded supplier to OEMs in the 2-wheeler, 3-wheeler, and 4-wheeler automotive segments. Additionally, the Company has acquired 75% stake in IAC at an equity valuation of ₹ 587 Crore. This is expected to bring multiple synergies, including cross-selling opportunities, engineering and operational manufacturing efficacy. It will further promote growth in the passenger vehicles share.

At present, LATL has Twenty Three (23) manufacturing plants spread across states. In addition, the Company boasts Nine (9) international associations with global giants including, Cornaglia of Italy, Mannoh, Alps, Yokowo and IO of Japan, Ituran of Israel, FAE of Spain, Jopp of Germany, IAC of USA to make LATL the country's leading automotive component manufacturers. Moreover, the Company's plants are certified under ISO 14001 Standards for Environment Management Systems (EMS). These plants are equipped with energy conservation equipment, and have received recognition for quality initiatives at various forums.

LATL has a diversified product portfolio which comprises Integrated Plastic Modules, 2-wheeler Chassis, 2- & 3-wheeler Lighting, Gear Shifters, Transmission Products, Emission Systems, Seat Structures, Telematics Products and Services, Oxygen Sensors, and On-board Antennas, Electric Devices and Components, and Aftermarket Solutions. This extensive portfolio further encompasses Vehicle Interior Systems and Components.

Advanced technologies related to safety, sensors, telematics, fleet management, auto cruise, navigation, parking assistance,

ANNEXURE – A (Contd.)

infotainment and anti-theft systems are likely to drive evolution in the coming years. LATL is well-positioned to capitalize on these opportunities and has a strong track record of providing advanced solutions to its customers. Furthermore, the Company has also taken proactive measures to meet the challenges posed by the implementation of the BS-VI emission norms in India.

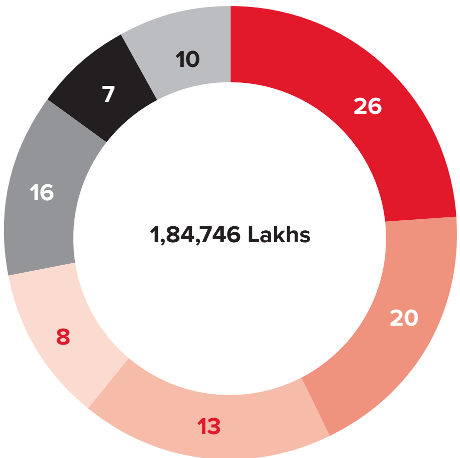
FINANCIAL HIGHLIGHTS

On standalone basis, the revenue from operations during the Financial year 2022-23 stood at ₹ 1,32,174.10 Lakhs as compared to ₹ 1,19,637.71 Lakhs in the last year registering a growth of 10.48%. For the Financial Year 2022-23, the profit before tax and exceptional items stood at ₹ 9,867.50 Lakhs as compared to ₹ 7,543.03 Lakhs in the last year witnessing an increase of 30.82%. The Profit after Tax (PAT) stood at ₹ 7,352.04 Lakhs as compared to ₹ 5,481.11 Lakhs registering a significant increase of 34.13%. The Basic and Diluted Earnings per share stood at ₹ 10.79 registering a significant increase of 34.13%.

For the Financial Year 2022-23 on consolidated basis, the revenue from contracts with customers stood at ₹ 1,84,746.00 Lakhs as compared to ₹ 1,50,792.43 Lakhs in the last year registering a growth of 22.52%. The profit before tax and exceptional items for the FY 2022-23 stood at ₹ 15,558.53 Lakhs as compared to ₹ 11,465.61 Lakhs in the last year witnessing a significant increase of 35.70%. The Profit after Tax and minority interest for the FY 2022-23 stood at ₹ 9,287.53 Lakhs as compared to ₹ 6,940.90 Lakhs registering a significant increase of 33.81%. The Basic and Diluted Earnings per share for the FY 2022-23 stood at ₹ 13.63 registering a significant increase of 33.81%.

Details of Key Financial Ratios

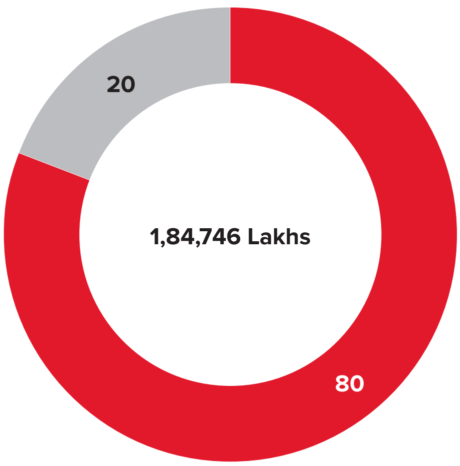
Please refer to note no. 52 to the standalone financial statement for the year ended March 31, 2023.



Product-wise Revenue mix (FY 2022-23)

Product (%)

- Integrated Plastic Modules - 26
- After Market - 20
- Fabrication - 13
- Lighting - 8
- Shifter - 16
- Emission - 7
- Others - 10



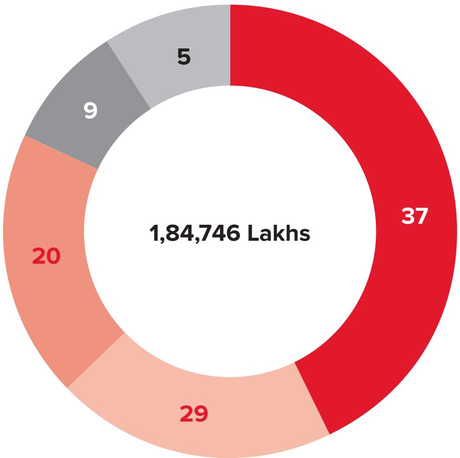
Channel-wise Revenue Mix (FY 2022-23)

Channel (%)

- OEM - 80
- After Market - 20

DK JAIN GROUP

ANNEXURE – A (Contd.)



Segment-Wise Revenue Mix (FY 2022-23)

Segment (%)

- 2-wheeler/3-wheeler - 37
- Passenger Car - 29
- After Market - 20
- Commercial Vehicle - 9
- Others - 5

RISK AND MITIGATION

Risk	Impact	Mitigation
Environmental Risk	The automotive sector significantly contributes to environmental pollutants, including air pollution and greenhouse gas emissions. In addition, it has an influence on water resources, and affects the ecosystem as a whole.	The Company offsets this by increasing fuel efficiency, implementing sustainable practices, abiding by environmental rules, and enlisting the support of manufacturers, suppliers, and law enforcing agencies in a coordinated effort. It also adheres to QCC, TPM, and LAC to boost production, efficiency, and quality.
Economic Risk	The automotive business is extremely vulnerable to economic situations. A recession or economic downturn can impact consumer spending and demand for automobiles.	Lumax mitigates this risk by keeping strong balance sheets, cutting costs, diversifying product offerings, and implementing dynamic strategies.
Supply Chain Risk	The automotive sector is dependent on complicated worldwide supply systems. Natural disasters, political instability, or a scarcity of raw materials can cause major delays; in process, increasing the cost in the supply chain.	The Company mitigates this risk by diversifying its supply chain, thereby reducing its dependence on any particular source or geographic region. By having alternate sources for key components and maintaining adequate inventory levels, the Company ensures that it can mitigate the risk of disruption in the supply chain.
Regulatory Risk	Numerous regulations relating to safety or emission standards are applicable to the automotive industry, which can increase costs for manufacturers. This may affect their ability to compete in the market and raise costs.	The Company lessens this risk by remaining updated with regulatory developments, frequently interacting with regulators, and investing in compliance programs to ensure adherence to all applicable laws.
Technological Risk	Industry 4.0, which represents quick technology advancements in the production process and the rise of electric and autonomous vehicles, is a key component of the automotive industry landscape. As a result, there is a growing demand for advanced products in the industry.	To counteract this risk, the Company is investing in joint ventures and acquisitions, R&D, while strategically expanding alliances with tech firms to stay ahead of the curve.

ANNEXURE – A (Contd.)

SIGNIFICANT DEVELOPMENTS IN HUMAN RESOURCE

At LATL, a robust work culture plays a vital role in unlocking the full potential of its workforce. It upholds a strong commitment to diversity, valuing individuals regardless of gender, age, race, religion, or background. With a robust whistle-blower policy, the Company maintains integrity, transparency, and effective communication with business associates, suppliers, and vendors. LATL prioritizes the safety and preparedness of its workforce through mandatory training on skill development, hazards, and emergency procedures. Its robust 'Safe Management System' ensures compliance with laws, regulations, and safety rules, fostering a secure working environment. This commitment attracts top talent while maintaining a culture of workplace safety. The adoption of international shop floor improvement initiatives such as Kaizen, Total Productivity Maintenance, and Total Quality Management, further strengthens the team's ability to work together and enhance processes and productivity. Quality Control Circles play an integral role in the Company's growth and connect people, processes, and products to seamlessly deliver significant results. Lumax's success lies in fostering connectivity and collaboration among its dynamic and diverse team of 923 employees.

INTERNAL CONTROL SYSTEMS

The internal control systems are structured to function as a cohesive unit, comprising consistent risk assessments, effective risk mitigation, and continuous monitoring. The Company first identifies key business risks using its analysis and then takes mitigating steps towards the same. The Company's business operations are closely monitored by its internal team and an independent internal audit firm. Deviations, if any, are immediately brought to the notice of the Management and Audit Committee for timely action and correction. Well-documented policies and procedures enable the Company to strictly adhere to all applicable procedures, laws, rules and statutes. The Company's robust IT systems safeguard its sensitive data and ease out audit process. Accounting Standards are strictly followed while recording transactions. A host of strategies are devised in addition to robust MIS, for real-time reporting, and controlling expenses. Any variance from budgetary allocations is promptly reported and corrected to ensure strict compliance.

CAUTIONARY STATEMENT

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

ANNEXURE – B
CORPORATE GOVERNANCE REPORT

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

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

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

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

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

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

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

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

2. BOARD OF DIRECTORS

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

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

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

(a) Composition and Category of Directors

The Board has an optimum combination of Executive Directors, Non-Executive Directors and Independent Directors. The Board consisted of Nine (9) Directors as on March 31, 2023. Out of these Nine (9) Directors, Two (2) Directors are Executive Director(s) including the Chairman, Two (2) Directors are Non-Executive and Five (5) are Non-Executive Independent Director(s) including One (1) Woman Director. The Managing Director is assisted by CEO & Senior Managerial Personnel in overseeing the functional matters of the Company.

ANNEXURE – B (Contd.)

Above information as on March 31, 2023 is presented as below:

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

*Ms Diviya Chanana resigned from the position of Independent Director w.e.f. May 10, 2022 due to the reason of not being able to comply with the requirements of Section 149 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. However, Ms Diviya Chanana was re-appointed as Independent Director on the Board of Company w.e.f. August 06, 2022 after complying with provisions of Section 149 of the Act and the rules framed thereunder.

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

ROLE OF CHAIRMAN

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

ROLE OF MANAGING DIRECTOR ("MD")

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

ROLE OF CHIEF EXECUTIVE OFFICER ("CEO")

Mr Vikas Marwah is presently the CEO of the Company and has been entrusted with the responsibility of day to day and overall management of affairs of the Company both internally and externally viz. achieving annual business targets and budgetary targets, execution of long-term business plans, opportunities of expansion/ acquisitions, promotion of business etc.

INDEPENDENT DIRECTORS

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

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

ANNEXURE – B (Contd.)

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

During the Financial Year 2022-23, the Board of Directors have met Seven (7) times as tabulated below:

S. No.	Name of the Director	Details of Board Meetings							AGM
		May 12, 2022	August 06, 2022	November 12, 2022	February 03, 2023	February 13, 2023	February 18, 2023	March 06, 2023	July 22, 2022
1	Mr D.K. Jain	✓	✓	X	X	✓	✓	✓	💻
2	Mr Anmol Jain	✓	✓	✓	✓	✓	✓	✓	💻
3	Mr Deepak Jain	✓	✓	✓	✓	✓	✓	✓	💻
4	Mr Sanjay Mehta	✓	✓	✓	✓	✓	✓	✓	💻
5	Mr Avinash Parkash Gandhi	💻	✓	✓	✓	✓	✓	✓	💻
6	Mr Arun Kumar Malhotra	✓	✓	✓	✓	✓	✓	✓	💻
7.	Mr Roop Salotra	✓	✓	✓	✓	✓	💻	✓	💻
8.	Mr Milap Jain	✓	✓	✓	X	✓	✓	✓	💻
9	Ms Diviya Chanana	NA	NA	✓	✓	✓	X	✓	NA
	Total No. of Directors Present	8	8	8	7	9	8	9	8

✓ Present X Absent 💻 Attended through Video Conferencing NA Not Applicable

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

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

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

3) The Company Secretary of the Company drafts and finalizes the Agenda in consultation with the Chairman of the Company.

(i) Board Agenda

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

(ii) Recording Minutes of proceedings at Board Meetings

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

(iii) Post Meeting Follow-up Mechanism

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

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

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

ANNEXURE – B (Contd.)

(d) **Number of other Directorships and Chairmanships/Memberships of Committees of each Director in various Companies for the year ending on March 31, 2023 (Including the Name of the Listed Entities and the Category of Directorship)**

S. No.	Name of the Directors	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	No. of directorship in listed entities including this listed entity	No. of Independent directorship in listed entities including this listed entity	No. of membership in Audit/ Stakeholder committee(s) including this listed entity#	No. of post of Chairperson in Audit/ Stakeholder committee(s) including this listed entity	Name of other listed entity and Category of Directorship
1.	Mr D.K. Jain	00085848	Executive Chairman	1	0	1	0	-
2.	Mr Anmol Jain	00004993	Managing Director	2	0	1	0	• Lumax Industries Limited (Joint Managing Director)
3.	Mr Deepak Jain	00004972	Non-Executive Director	4	2	3	1	• Lumax Industries Limited (Chairman & Managing Director) • RSWM Limited (Independent Director) • Talbros Automotive Components Limited (Independent Director)
4.	Mr Sanjay Mehta	06434661	Non-Executive Director	1	0	1	1	-
5.	Mr Avinash Parkash Gandhi	00161107	Independent Director	4	4	8	1	• Lumax Industries Limited (Independent Director) • Minda Corporation Limited (Independent Director) • Action Construction Equipment Limited (Independent Director)
6.	Mr Roop Salotra	06650145	Independent Director	1	1	2	0	-
7.	Mr Milap Jain	06738071	Independent Director	1	1	1	0	-

ANNEXURE – B (Contd.)

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

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

(e) Disclosure of relationships between Directors inter-se

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

(f) Number of Shares and Convertible instruments held by Non-Executive Directors as on March 31, 2023

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

(g) Separate Meeting of Independent Director

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

The Separate Meeting of the Independent Director was held on March 25, 2023 to discuss the performance of Non-Independent Directors and the Board as a whole, performance evaluation of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and the evaluation of the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

ANNEXURE – B (Contd.)

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

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

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

Any Director who joins the Board is presented with a brief background of the Company, its operations and is informed of the important policies of the Company including the Code of Conduct for Directors and Code of Conduct for Prevention of Insider Trading, policy of the Company. The Independent Directors are also provided with regular updates on relevant statutory changes to ensure that they remain up to date on the Compliance framework.

The details of the Familiarization Program imparted to Independent Directors is also available on the website of the Company at the following link: https://www.lumaxworld.in/lumaxautotech/downloads/Familiarization-Programme_2022-23.pdf

(i) Skills/ Expertise/ Competence of the Board

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

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

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

ANNEXURE – B (Contd.)

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

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

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

Yes	✓
No	X

ANNEXURE – B (Contd.)

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

Based on the declarations/disclosures/intimations received from the Independent Directors, as prescribed under the Act 2013 and Listing Regulations, the Board confirms that in their opinion, all Independent Directors of the Company fulfill the conditions of independence as specified in Listing Regulations and are independent from the management of the Company.

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

During the year under review, Ms Diviya Chanana resigned from the position of Independent Director of Company w.e.f. May 10, 2022 due to her inability to comply with the requirements of Section 149 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Ms Diviya Chanana has confirmed that there are no material reasons other than those provided above. However, Ms Diviya Chanana was re-appointed as Independent Director on the Board of Company w.e.f. August 06, 2022, after complying with provisions of Section 149 of the Act and the abovementioned rules.

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

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

3. COMMITTEES OF THE BOARD

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

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

A. Audit Committee

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

i) Brief Description of terms of reference

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

Roles of Audit Committee

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

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

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

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

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

ANNEXURE – B (Contd.)

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

(vi) statement of deviations:

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

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

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

ANNEXURE – B (Contd.)

ii) Composition, Name of Members and Chairperson

The Audit Committee comprises of Five Members including Four (4) Independent Directors. The Composition of the Audit Committee as on March 31, 2023 was as follows:

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

iii) Meetings and attendance

During the FY 2022-23, Nine (9) Meetings of the Audit Committee were held. The details of the Meetings and attendance of the Committee Members are as follows:

S. No	Name of the Chairman/ Member	Details of Audit Committee Meetings									Number of Meetings Attended
		May 12, 2022	August 06, 2022	August 24, 2022	November 12, 2022	February 03, 2023	February 13, 2023	February 18, 2023	March 06, 2023	March 25, 2023	
1	Mr Arun Kumar Malhotra	✓	✓	✓	✓	✓	✓	✓	✓	✓	9
2	Mr Roop Salotra	✓	✓	✓	✓	✓	✓	💻	✓	✓	9
3	Mr Avinash Parkash Gandhi	💻	✓	💻	✓	✓	✓	✓	✓	✓	9
4	Mr Milap Jain	✓	✓	💻	✓	X	✓	✓	✓	✓	8
5	Mr Anmol Jain	✓	✓	X	✓	✓	✓	✓	✓	X	7

✓ Present X Absent 💻 Attended through Video Conferencing

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

iv) Subsidiary Company

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

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

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

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

As on March 31, 2023, there were 2 (Two) Material Subsidiaries of the Company named Lumax Mannoh Allied Technologies Limited (LMAT) and IAC International Automotive India Private Limited (IAC).

In compliance with Regulation 24(1) Company has appointed its Independent Director(s) on the Board of LMAT and IAC.

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

ANNEXURE – B (Contd.)

B. Nomination and Remuneration Committee

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

i) Brief Description of Terms of Reference

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

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

ii) Composition, Name of Members and Chairperson

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

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

The Composition of the Nomination and Remuneration Committee as on March 31, 2023 was as follows:

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

iii) Meetings and Attendance

During the FY 2022-23, Four (4) Meetings of Nomination and Remuneration Committee were held. The details of the meeting and attendance of Committee Members are as follows:

S. No.	Name of the Chairman / Members	Details of Nomination and Remuneration Committee Meetings				Number of Meetings Attended
		May 12, 2022	August 06, 2022	November 12, 2022	February 13, 2023	
1	Mr Milap Jain	✓	✓	✓	✓	4
2	Mr Roop Salotra	✓	✓	✓	✓	4
3	Mr Deepak Jain	✓	✓	✓	✓	4

✓ Present X Absent 💻 Attended through Video Conferencing

ANNEXURE – B (Contd.)

iv) Performance Evaluation Criteria for Independent Directors

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

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

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

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

Succession Planning

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

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

C. Share Transfer/Stakeholders Relationship Committee

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

i. Brief description of Terms of Reference

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

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

ANNEXURE – B (Contd.)

ii. Composition, Name of Members and Chairperson

The Share Transfer/Stakeholders Relationship Committee comprises of Three (3) Members including Non-Executive Director as Chairman of the Committee. The Composition of the Committee as on March 31, 2023 was as follows:

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

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

Mr Deepak Jain, Non-Executive Director.

iv. Name and Designation of Compliance Officer:

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

v. SEBI Complaints Redress System (SCORES)

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

vi. Status of Investor Complaints received, pending and resolved during the FY 2022-23

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

vii. Meetings and Attendance

During the FY 2022-23, Four (4) Meetings of Share Transfer/Stakeholders Relationship Committee were held. The details of the meeting and attendance of Committee Members are as follows:

S. No.	Name of the Directors	Details of Share Transfer/Stakeholders Relationship Committee Meetings				Number of Meetings Attended
		May 12, 2022	August 06, 2022	November 12, 2022	February 13, 2023	
1	Mr Deepak Jain	✓	✓	✓	✓	4
2	Mr D.K. Jain	✓	✓	X	✓	3
3	Mr Arun Kumar Malhotra	✓	✓	✓	✓	4

✓ Present X Absent 💻 Attended through Video Conferencing

ANNEXURE – B (Contd.)

D. Risk Management Committee

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

i. Brief description of Terms of Reference

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

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

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

ii. Composition, Name of Members and Chairperson

The Risk Management Committee comprises of Five (5) Members including One Independent Director. The composition of the Committee as on March 31, 2023 was as follows:

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

iii. Meetings and Attendance

During the FY 2022-23, Three (3) Meetings of the Risk Management Committee were held. The details of the meetings and attendance of Committee Members are as follows:

S. No.	Name of the Chairman/Members	Details of Risk Management Committee Meetings			Number of Meetings Attended
		August 06, 2022	November 12, 2022	March 25, 2023	
1	Mr Avinash Parkash Gandhi	✓	✓	✓	3
2	Mr Anmol Jain	✓	✓	X	2
3	Mr Sanjay Mehta	✓	✓	✓	3
4	Mr Vikas Marwah	✓	✓	✓	3
5	Mr Ashish Dubey	✓	✓	✓	3

✓ Present X Absent 💻 Attended through Video Conferencing

ANNEXURE – B (Contd.)

E. Corporate Social Responsibility Committee (CSR)

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

i. Brief description of Terms of Reference

The brief description of the terms of reference of Corporate Social responsibility Committee 'inter alia' includes the followings:

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

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

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

ii. Composition, Name of Members and Chairperson

The Corporate Social Responsibility Committee comprises of Three (3) Members including One Independent Director. The Composition of the Committee as on March 31, 2023 was as follows:

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

iii. Meetings and Attendance

During the Financial Year 2022-23, Two (2) Meetings of Corporate Social Responsibility Committee were held. The details of Meetings and attendance of Committee Members are as follows:

S. No.	Name of the Chairman/Members	Details of Corporate Social Responsibility Committee Meetings		Number of Meetings Attended
		May 12, 2022	November 12, 2022	
1.	Mr Roop Salotra	✓	✓	2
2.	Mr D.K. Jain	✓	X	1
3.	Mr Deepak Jain	✓	✓	2

✓ Present x Absent 💻 Attended through Video Conferencing

4. REMUNERATION OF DIRECTORS

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

The Company did not have any pecuniary relationship or transactions with the Non-Executive Directors and Independent Directors during the FY 2022-23 except for the Commission and Sitting Fees payable to them respectively as approved by the Board and committees of Directors from time to time.

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

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

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

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

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

ANNEXURE – B (Contd.)

C. Details of Remuneration to Directors:

1. Remuneration paid to Executive Directors for the FY 2022-23:

The details of remuneration paid to Executive Directors during the Financial Year ended March 31, 2023 are as follows:

(₹ in Lakhs)

S. No.	Name of the Directors	Designation	Salary	Perquisites & Allowances	Statutory and other contribution	Commission	Total
1	Mr D.K. Jain	Executive Chairman	126.00	7.49	14.40	455.30	**603.19**
2	Mr Anmol Jain	Managing Director	126.00	13.59	-	167.82	**307.41**

2. Remuneration paid to Non – Executive Directors for the FY 2022-23:

(₹ in Lakhs)

S. No.	Name of the Directors	Designation	Commission	Sitting Fees
1	Mr Deepak Jain	Non – Executive Director	91.06	-
2	Mr Sanjay Mehta	Non – Executive Director	-	-
3	Mr Avinash Parkash Gandhi	Independent Director	-	10.20
4	Mr Arun Kumar Malhotra	Independent Director	-	10.40
5	Mr Roop Salotra	Independent Director	-	10.80
6	Mr Milap Jain	Independent Director	-	9.20
7	Ms Diviya Chanana	Independent Director	-	3.60

D. Service Contracts, Notice Periods, Severance Fees

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

E. Stock Options Details, if any:

No Stock Options have been granted to any Directors during the FY 2022-23.

5. GENERAL BODY MEETINGS

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

Financial Year	Date	Time	Location
2019-20	August 28, 2020	03.00 P.M.	2nd Floor, Harbans Bhawan -II, Commercial Complex, Nangal Raya, New Delhi -110046 (through VC/OAVM)
2020-21	August 31, 2021	03.00 P.M.	2nd Floor, Harbans Bhawan -II, Commercial Complex, Nangal Raya, New Delhi -110046 (through VC/OAVM)
2021-22	July 22, 2022	2.30 P.M.	2nd Floor, Harbans Bhawan -II, Commercial Complex, Nangal Raya, New Delhi -110046 (through VC/OAVM)

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

I. AGM held in August 28, 2020

- Approval of the proposal for the continuation of directorship of Mr Kanchan Kumar Gandhi (DIN: 08165876), Non-Executive and Independent Director.
- Approval of Remuneration being paid to Mr Deepak Jain (DIN: 00004972), Non-Executive Director of the Company.
- Approval of the fees or compensation payable to Executive Director - Mr D. K. Jain, Chairman (DIN: 00085848).
- Approval of the fees or compensation payable to Executive Director - Mr Anmol Jain, Managing Director (DIN: 00004993).

ANNEXURE – B (Contd.)

II. AGM held on August 30, 2021

- No Special resolution was passed at the Meeting.

II. AGM held on July 22, 2022

- No Special resolution was passed at the Meeting.

C. Special Resolution passed last year through Postal Ballot:

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

I. Date of Notice of Postal Ballot: August 06, 2022

Voting Period: August 31, 2022 to September 29, 2022

Date of Approval: September 29, 2022

Date of Declaration of Results: September 30, 2022

Item No. 1: To appoint Ms Diviya Chanana (DIN:00737160) as an Independent Director of the Company				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
5,49,64,298	5,49,63,799	499	99.9991	0.0009
Item No. 2: Payment of Remuneration to Mr Deepak Jain, Non-Executive Director.				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
1,68,09,568	1,54,14,611	13,94,957	91.7014	8.2986
Item No. 3: Material Related Party Transactions with Lumax Industries Limited				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
1,68,09,573	1,67,84,986	24,587	99.8537	0.1463
Item No. 4: Approval for raising of funds upto ₹ 400 Crores by way of issuance of Securities.				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
5,49,64,013	5,25,38,115	24,25,898	95.5864	4.4136

II. Date of Notice of Postal Ballot: February 13, 2023

Voting Period: February 23, 2023 to March 24, 2023

Date of Approval: March 24, 2023

Date of Declaration of Results: March 25, 2023

Item No. 1: Approval for Re-appointment of Mr Dhanesh Kumar Jain (DIN: 00085848) as Executive Chairman-Whole Time Director (Key Managerial Personnel) of the Company				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
5,59,02,327	4,98,94,095	60,08,232	89.2523	10.7477
Item No. 2: Approval for Re-appointment of Mr Anmol Jain (DIN: 00004993) as Managing Director (Key Managerial Personnel) of the Company				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
4,31,88,014	3,71,79,772	60,08,242	86.0882	13.9118
Item No. 3: Approval for Re-appointment of Mr Arun Kumar Malhotra (DIN: 00132951) as an Independent Director of the Company for the second term of 5 years.				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
5,61,06,127	5,59,50,038	1,56,089	99.7218	0.2782

ANNEXURE – B (Contd.)

Item No. 4: Approval for Re-appointment of Mr Avinash Parkash Gandhi (DIN: 00161107) as an Independent Director of the Company for the second term of 5 years				
Number of Votes Polled	Number of Votes in Favour	Number of Votes Against	% of Votes Polled in favour	% of Votes Polled against
5,61,06,127	5,25,18,607	35,87,520	93.6058	6.3942
Item No. 5: Approval for Adoption of new set of Memorandum of Association of the Company as per Companies Act, 2013				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
5,61,06,127	5,49,30,075	11,76,052	97.9039	2.0961
Item No. 6: Approval for Adoption of new set of Articles of Association of the Company as per Companies Act, 2013.				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
5,61,06,127	5,00,97,598	60,08,529	89.2908	10.7092

D. Person who conducted both the Postal Ballot exercises:

Mr Maneesh Gupta, Practicing Company Secretary, (FCS No.: 4982) was appointed as the Scrutinizer for conducting the Postal Ballot/ remote e-voting process in accordance with the Act and the Companies (Management and Administration) Rules, 2014 in a fair and transparent manner.

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

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

F. Procedure of Postal Ballot:

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

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

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

The said results were published in the newspapers within 48 hours of the declaration of the results.

6. CODE OF CONDUCT

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

7. MEANS OF COMMUNICATION

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

ANNEXURE – B (Contd.)

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

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

B. Official News Releases/ Conference Calls with Investors

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

C. Presentations made to Institutional Investors or to the Analysts

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

D. Website

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

E. Stock Exchange

The Company makes timely disclosure of all necessary information to BSE and NSE in terms of the Listing Regulations and other rules and regulations issued by the SEBI from time to time.

BSE Corporate Compliance & Listing Centre (the Listing Centre)

BSE's Listing Centre is a web-based application designed for corporates. All periodical as well as event-based compliances filings like shareholding pattern, corporate governance report, media releases etc. are also filed electronically on the Listing Centre.

NSE's Electronic Application System (NEAPS)

The NEAPS is a web-based application designed by NSE for corporates. All periodical compliance as well as filings like Shareholding Pattern, Corporate Governance Report, Media Releases etc. are filed electronically on NEAPS.

F. Reminders/Correspondences with Investors

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

ANNEXURE – B (Contd.)

8. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report forms part of the Directors Report.

9. GENERAL SHAREHOLDERS INFORMATION

A. Annual General Meeting : The 42nd Annual General Meeting is scheduled as under

Day: **Tuesday**

Date: **August 22, 2023**

Time: **12.30 P.M. (IST)**

Venue/ Mode: The Company is conducting meeting through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM').

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

B. Date of Book Closure : **Friday, August 11, 2023 to Tuesday, August 22, 2023** (both days inclusive)

C. Registered Office : **Lumax Auto Technologies Limited**
2nd Floor, Harbans Bhawan-II, Commercial Complex,
Nangal Raya, New Delhi- 110046

D. Financial Year : April 01 to March 31

E. For the Financial Year 2022-23 results were announced on:

Approval of Quarterly Results Ended	Date
June 30, 2022	August 06, 2022
September 30, 2022	November 12, 2022
December 31, 2022	February 13, 2023
March 31, 2023 (Audited Annual Accounts)	May 30, 2023

F. Provisional Calendar for FY 2023-24:

Approval of Quarterly Results Ended	Tentative Calendar*
June 30, 2023	On or before August 14, 2023
September 30, 2023	On or before November 14, 2023
December 31, 2023	On or before February 14, 2024
March 31, 2024 (Audited Annual Accounts)	On or before May 30, 2024

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

G. Dividend & Dividend Payment Date

Final Dividend @ 225% which is ₹ 4.50/- per equity share of ₹ 2/- each has been recommended by the Board in their Meeting held on May 30, 2023 for the FY 2022-23, which is subject to the approval of the Shareholders at the ensuing Annual General Meeting.

For Demat Shareholders and Physical Shareholders who have opted for NECS/ECS, Dividend Amount of ₹ 4.50/- per equity share will be credited directly to their respective bank accounts through NECS/ECS, wherever such facilities are available after the declaration of dividend in the AGM. For others, Dividend Warrants/Demand Drafts will be posted on or before September 20, 2023 (tentative).

ANNEXURE – B (Contd.)

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

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

The ISIN of the Company is INE872H01027.

I. Listing Fees

The Listing Fees for the FY 2023-24 has been paid to both BSE Limited and NSE within the prescribed time limits.

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

The monthly High and Low Prices of the Shares of the Company Listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) from April 2022 to March 2023 are as follows:

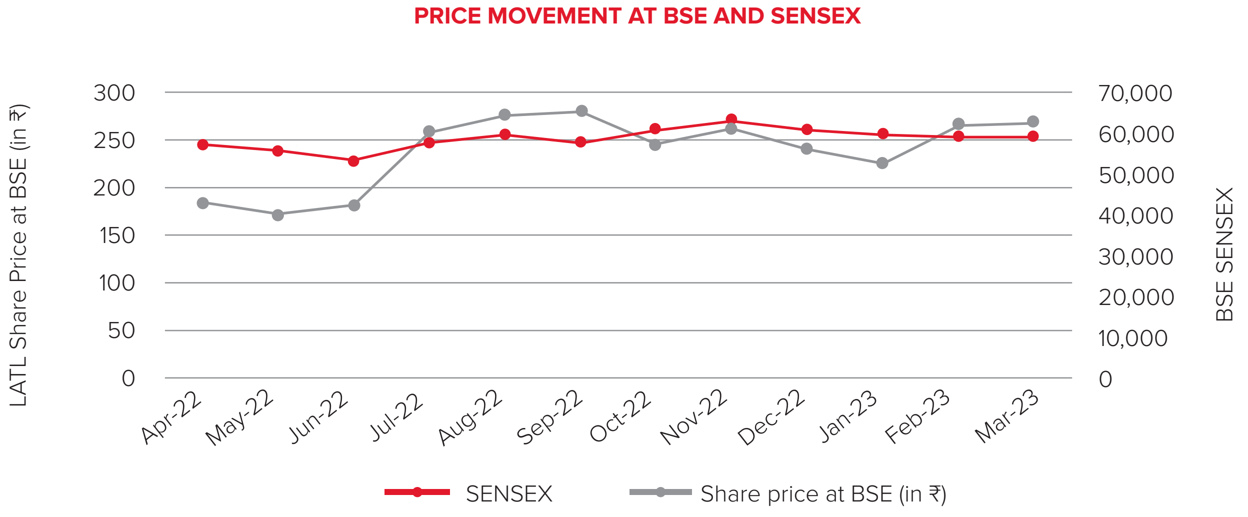
Month	BSE		NSE	
	Share Price		Share Price	
	High	Low	High	Low
	(₹)	(₹)	(₹)	(₹)
April, 2022	198.90	167.95	194.00	166.90
May, 2022	182.55	141.35	183.00	141.95
June, 2022	187.55	151.95	187.20	151.10
July, 2022	261.90	178.00	262.00	178.00
August, 2022	302.10	222.00	302.65	221.80
September, 2022	312.00	247.20	311.35	249.60
October, 2022	294.90	240.75	294.90	240.30
November, 2022	274.85	229.30	274.70	229.40
December, 2022	271.55	201.35	272.00	202.05
January, 2023	244.20	217.65	244.50	218.60
February, 2023	274.50	210.20	274.80	211.10
March, 2023	290.20	245.05	288.65	245.10

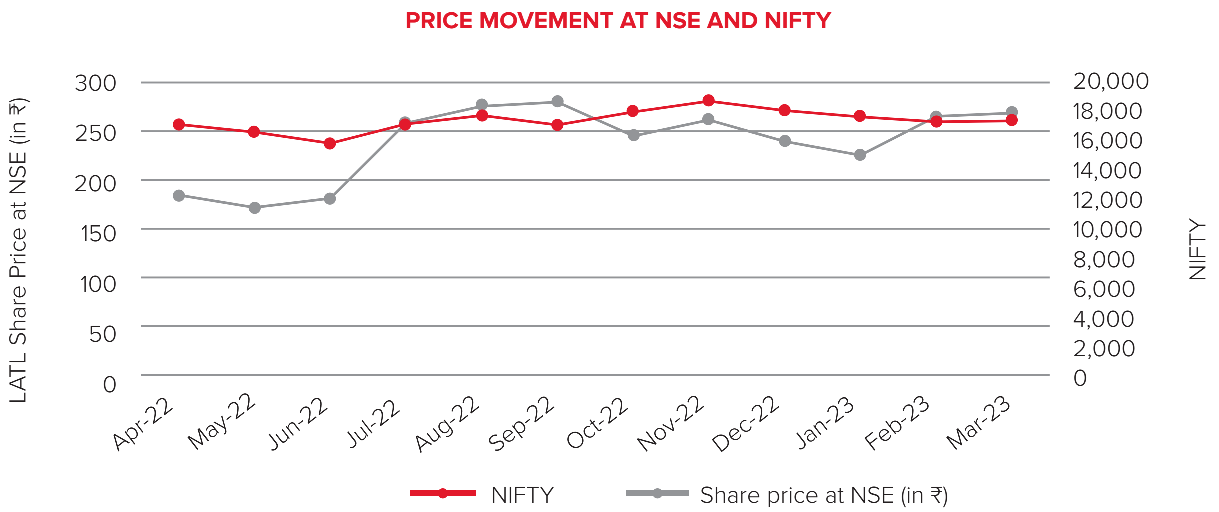
Stock Performance in comparison to broad -based Indices from April 2022 to March 2023 is given below

The table below represents the comparison of the Company's share price movement on BSE vis-à-vis the movement of the BSE Sensex and NSE Nifty for the Financial Year ended March 31, 2023:

MONTH	BSE (₹)	SENSEX	NSE (₹)	NIFTY
April, 2022	183.50	57060.87	183.90	17102.55
May, 2022	171.10	55566.41	171.20	16584.55
June, 2022	180.50	53018.94	180.40	15780.25
July, 2022	258.40	57570.25	258.55	17158.25
August, 2022	276.20	59537.07	276.40	17759.30
September, 2022	280.55	57426.92	280.50	17094.35
October, 2022	245.85	60746.59	245.55	18012.20
November, 2022	262.25	63099.65	261.90	18758.35
December, 2022	240.25	60840.74	239.50	18105.30
January, 2023	224.80	59549.90	225.25	17662.15
February, 2023	265.65	58962.12	265.80	17303.95
March, 2023	268.25	58991.52	268.90	17359.75

ANNEXURE – B (Contd.)





K. In case the securities are suspended from trading, the Boards' Report shall explain the reason thereof:

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

L. Registrars and Share Transfer Agent (For Physical as well as for Demat Segment)

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

M. Share Transfer System

All work related to Share Registry, both in physical form as well as electronic form, is handled by the Company's Registrar and Share Transfer Agent. The Company has appointed Bigshare Services Private Limited as its Registrar & Share Transfer Agent.

There were no shares transferred/transmitted during the Financial Year 2022-23.

ANNEXURE – B (Contd.)

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

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

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

Further, SEBI in continuation of its efforts to enhance ease of dealing in securities market by investors vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25 January 2022, has mandated the listed entities to issue securities for the following service requests only in dematerialized form:

i. Issue of duplicate securities certificate;

ii. Claim from Unclaimed Suspense Account;

iii. Renewal/ Exchange of securities certificate;

iv. Endorsement;

v. Sub-division/Splitting of securities certificate;

vi. Consolidation of securities certificates/folios;

vii. Transmission; and

viii. Transposition.

In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

The Share Transfer/Stakeholders Relationship Committee is authorized to approve issuance of duplicate certificates and all such issuance are completed within statutory time limit from the date of request, provided the documents meet the stipulated requirement of statutory provisions in all respects. In compliance with the provisions of Listing Regulations, the share transfer system of the Company is audited annually by a Practicing Company Secretary and a certificate to that effect is issued by him.

The Certificate for the FY 2022-23 has been duly filed with the Stock Exchanges.

N. Reconciliation of Share Capital Audit

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

O. Distribution of Shareholding as on March 31, 2023

Range of Shares		No. of Shareholders*	% of Shareholders	No. of Shares	% of total
1	5,000	26,627	98.80	53,94,288	7.92
5,001	10,000	151	0.56	11,58,802	1.70
10,001	20,000	77	0.29	10,83,475	1.59
20,001	30,000	25	0.09	6,15,277	0.90
30,001	40,000	12	0.04	4,26,555	0.63
40,001	50,000	10	0.04	4,50,427	0.66
50,001	1,00,000	15	0.06	10,30,759	1.51
1,00,001	& above	32	0.12	5,79,98,122	85.09
Total		**26,949**	**100.00**	**6,81,57,705**	**100.00**

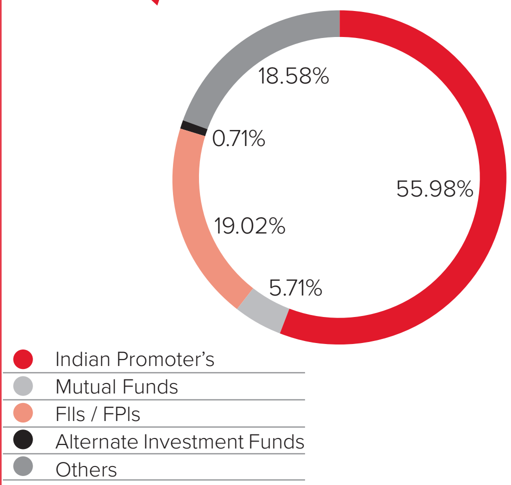
*The number of shareholders have been considered on the basis of no. of folios and not on PAN basis.

ANNEXURE – B (Contd.)

P. Shareholding Pattern of the Company as on March 31, 2023

Category	Number of shares held	% age of shareholding
A. Promoters' holding		
1. Promoters		
i Indian Promoters	3,81,54,430	55.98
ii Foreign Promoters	-	-
2. Persons acting in concert	**-**	**-**
SUB – TOTAL (A)	**3,81,54,430**	**55.98**
B. Non-Promoters Holding		
3. Institutional Investors		
i Mutual Funds	38,93,047	5.71
ii Foreign Institutional Investors /Foreign Portfolio Investors (FIIs/FPIs)	1,29,65,835	19.02
iii Alternate Investment Funds	4,81,506	0.71
SUB – TOTAL (B3)	**1,73,40,388**	**25.44**
4. Others		
i Bodies Corporate & Clearing Members	12,02,714	1.76
ii Indian Public	99,92,238	14.66
iii NRIs	7,43,726	1.09
iv IEPF	11,846	0.02
v HUF	7,12,363	1.05
SUB – TOTAL (B4)	**1,26,62,887**	**18.58**
SUB – TOTAL (B) [B3 + B4]	**3,00,03,275**	**44.02**
GRAND TOTAL (A+B)	**6,81,57,705**	**100.00**

GRAPHICAL PRESENTATION OF SHAREHOLDING PATTERN AS ON MARCH 31, 2023



ANNEXURE – B (Contd.)

Q. Dematerialization of Shares and Liquidity

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

The Shareholders who continue to hold shares in physical form are requested to dematerialize their shares at the earliest and avail the benefits of dealing in shares in Dematerialized form.

For convenience of shareholders, the process of getting the shares dematerialized is given hereunder:

a) Demat account should be opened with a Depository Participant (DP).

b) Shareholders should submit the Dematerialization Request Form (DRF) along with share certificates in original, to their DP.

c) DP will process the DRF and will generate a Dematerialization Request Number (DRN).

d) DP will submit the DRF and original share certificates to the Registrar & Share Transfer Agents.

e) Registrar & Share Transfer Agents will process the DRF and confirm or reject the request to DP.

f) Upon confirmation of request, the Shareholder will get credit of the equivalent number of shares in his demat account maintained with the DP.

Status of Dematerialization and Liquidity as on March 31, 2023

Dematerialization:

Category	Number of Shares
Shares in Demat mode with NSDL	6,33,24,623
Shares in Demat mode with CDSL	48,33,067
Shares in Physical mode	15
Total	**6,81,57,705**

Liquidity:

The Number of Shares of the Company traded in the Stock Exchanges for the FY 2022-23 is given below:

Particulars	BSE	NSE	Total
Number of Shares Traded	64,89,674	5,35,74,439	6,00,64,113
% of Total Equity	9.52	78.60	88.12

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

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

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

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

T. Plant Locations of the Company as on March 31, 2023

The Company has following manufacturing units:

S. No.	Plant Locations
1	W-230-E, 'S' Block, M.I.D.C. Bhosari, Pune, Maharashtra*
2	Gat No. 156/1, Mahalunge, Chakan, Pune, Maharashtra
3	B - 14/3, M.I.D.C., Waluj, Industrial Area, Aurangabad, Maharashtra
4	Sy. No. 334, 366 & 367, Bellur Village, Narsapura Hobli, Kolar, Bengaluru, Karnataka
5	K- 76, M.I.D.C., Waluj, Industrial Area Aurangabad, Maharashtra*

ANNEXURE – B (Contd.)

S. No.	Plant Locations
6	Plot No. 164-165, Sector-5, IMT Manesar, Gurugram, Haryana
7	Plot No. 12, Sector- 10, IIE Pantnagar, Distt.- Udham Singh Nagar, Uttarakhand
8	Plot No. 9, 10, 23-25, Gat No. 53, Sahajapur, Aurangabad, Maharashtra
9	Plot No. G8, G Block, Chakan Industrial Area, Phase III, Village Kuruli, Tehsil Khed, District Pune, Maharashtra
10	Plot No. 70, Sector - 10, PCNTDA, Bhosari, Pune, Maharashtra
Marketing/ Trading Division	
11	Plot No. 2, Industrial Estate, Udyog Vihar, Phase IV, Gurugram, Haryana
12	Khasra No. 25/12/2,18,23,19, Revenue Estate, Vill. Khawaspur, Jamalpur, Main Pataudi Road, Gurugram- 122503, Haryana

* The Board of Directors at their meeting held on May 30, 2023 have approved the closure of the units of the Company mentioned at Point No. 1 and 5 above with effect from May 31, 2023 by shifting the operations of the said units to other units of the Company.

U. Address for Investors Correspondence

All queries of investors regarding the Company's shares in Physical / Demat form may be sent either to the Registrar & Share Transfer Agent or to the Secretarial Department of the Company at the following address:

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

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

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

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

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

ANNEXURE – B (Contd.)

India or abroad. During the period under review, the long term rating has been upgraded from CRISIL A+ to CRISIL AA-.

W. Unclaimed/Unpaid Dividends and Shares:

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

The Company had sent notices to all Shareholders whose shares were due to be transferred to IEPF for the unpaid/unclaimed dividend for the FY 2014-15 and the newspaper advertisement with respect to same was also published. During the FY 2022-23, ₹ 1,66,635/- of unclaimed/unpaid Dividends for the FY 2014-15 and 1,975 equity shares were transferred to the IEPF Authority.

Further, the Company had also sent notices to all Shareholders whose shares were due to be transferred to IEPF for the unpaid/unclaimed interim dividend for the FY 2015-16 and the newspaper advertisement with respect to same was also published. Subsequent to the FY 2022-23, ₹ 1,14,713 of unpaid/unclaimed interim dividend for FY 2015-16 and 1,990 shares were transferred to the IEPF Authority in compliance with the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time.

Mr. Raajesh Kumar Gupta acted as a Nodal Officer under the provisions of IEPF till May 26, 2023 and thereafter Mr. Pankaj Mahendru has been nominated as a Nodal officer w.e.f. May 30, 2023, the details of which are available on the website of the Company.

10. OTHER DISCLOSURES:

A. Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large:

- There were no transaction of significant material nature by Company that have a potential conflict with the interest of Company at large.
- During the FY 2022-23, all the transactions entered into were in the normal course of business and at arms' length basis. The said transactions are reported as the Related Party Transactions in the Annual Accounts.
- However, as per Section 188 of the Act read with Regulation 23 of Listing Regulations, the Related Party Transactions which fall under the definition of 'Materiality' have been disclosed in the **Annexure - C** i.e. Form **AOC-2**.

The Audit Committee is briefed with all Related Party Transactions (material & non-material) undertaken by the Company on quarterly basis.

B. Details of non-compliance by the Company, penalties, strictures imposed on the Company by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years;

During the last three years, there were no penalties or strictures imposed on the Company by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets.

C. Details of establishment of vigil mechanism/ whistle blower policy, and affirmation that no personnel has been denied access to the Audit Committee

The Company under the Vigil Mechanism has provided a platform to its Directors and employees to raise concerns regarding any irregularity, misconduct or unethical matters / dealings within the Group which have a negative bearing on the organization either financially or otherwise.

The Company has a robust Whistle Blower Policy to enable its Directors and Employees to report to the Management their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The Company promotes a favourable environment for employees to have an open access to the respective functional Heads, Executive Directors, Chairman and Managing Director, so as to ensure ethical and fair conduct of the business of the Company.

Further, during the year, no individual was denied access to the Audit Committee for reporting concerns.

D. Details of compliance with mandatory requirements under Securities and Exchange Board of India (Listing Obligations and Disclosure

ANNEXURE – B (Contd.)

Requirements) Regulations, 2015

The Company has fully complied with all the mandatory requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Adoption of Non-mandatory Requirements in adherence with Regulation 27 (1) of Listing Regulations:

The Company has voluntarily complied with following non-mandatory requirements:

i) The Company continues to adopt best practices to move towards the regime of Unmodified Opinion on Financial Statements.

ii) The Internal Auditors have direct access to the Audit Committee.

E. Web link where policy for determining 'material' subsidiaries is disclosed

The policy for determining 'material' subsidiaries is disclosed on the website of the Company at https://www.lumaxworld.in/lumaxautotech/policies.html

F. Web link where policy on dealing with related party transactions is disclosed

The Board has approved policy on related party transactions and the same can be accessed on the following web link: https://www.lumaxworld.in/lumaxautotech/policies.html

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

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

H. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A)

The Company has not raised any funds through Preferential Allotment or Qualified Institutions Placement basis of which disclosure to be made under Regulation 32 (7A) of Listing Regulation.

I. A Certificate from a Company Secretary in Practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by the Board/Ministry of Corporate Affairs or any such statutory authority is enclosed with this report.

A certificate from Mr Maneesh Gupta, Practicing Company Secretary confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Director of the Company by SEBI/MCA or any such Statutory Authority forms part of this Report.

During the year, Ms Diviya Chanana, an Independent Director of the Company had resigned from the Board of the Company w.e.f. May 10, 2022 due to her inability to comply with the requirements of Section 149 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. However, Ms Diviya Chanana has been reappointed on the Board of the Company w.e.f. August 06, 2022 for a period of 5 years after complying with provisions of Section 149 of the Act and the rules framed thereunder.

J. Where the Board had not accepted any recommendation of any Committee of the Board which is mandatorily required, in the relevant Financial Year, the same to be disclosed along with reasons thereof

There has been no such incidence where the Board has not accepted the recommendation of any Committees of the Board during the year under review

ANNEXURE – B (Contd.)

K. Details of the Fees for all the services paid to M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, the Statutory Auditors of the Company and its affiliate on a Consolidated basis during the Financial Year ended March 31, 2023

(₹ in Lakhs)

S. No.	Particulars	Fees Paid				
		LATL	LCAT	LYTL	LAIPL	IAC*
1	Statutory Audit	42.75	7.00	3.00	8.00	25.50
2	Limited Review	9.00	-	-	-	-
3	Tax Audit	1.75	-	-	-	-
4	Out of Pocket Expenses	3.51	-	0.25	0.31	1.76
5	Group Reporting	-	-	-	-	15.00
6	Other Services	0.50	-	-	-	-
	Total	**57.51**	**7.00**	**3.25**	**8.31**	**42.26**

* Fee for FY 2022-23.

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

S. No.	Particulars	Number of Complaints
1	Number of Complaints filed during the Financial Year	NIL
2	Number of Complaints disposed off during the Financial Year	NIL
3	Number of Complaints pending as on end of the Financial Year	NIL

M. Disclosure by the Company and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested.

Details of Loan/Advances made by Company to its Subsidiaries during the FY 2022-23.

(₹ in Lakhs)

S. No.	Name of Firms/ Companies	Interest of Directors	Loans and advances as on April 01, 2022	Loans and advances given during the FY 2022-23	Loans and advances repaid during the FY 2022-23	Loans and advances as on March 31, 2023
1	Lumax FAE Technologies Private Limited (LFAE)	Mr Anmol Jain is Director on the Board of LFAE	416.21	700	-	1,116.21
2	Lumax Ituran Telematics Private Limited (LITPL)	Mr Anmol Jain and Mr Deepak Jain are Directors on the Board of LITPL	275	100	30	345

N. Details of Material Subsidiaries of the Company; including the Date and Place of Incorporation and the name and date of appointment of the statutory auditors of such subsidiaries as on March 31, 2023.

S. No.	Name of Material Subsidiaries	Date and Place of Incorporation	Name and date of Appointment of the Statutory Auditors
1	Lumax Mannoh Allied Technologies Limited	July 22, 2013 2nd Floor, Harbans Bhawan-II, Commercial Complex, Nangal Raya, New Delhi- 110046	J. C. Bhalla & Co. August 19, 2019
2	IAC International Automotive India Private Limited	March 11, 2008 Gat No. 140, Village Mahalunge, Chakan Talegaon Road, Tal. Khed, Chakan, Pune- 410501	S R B C & CO LLP were appointed on January 19, 2022 to fill the casual vacancy of office of Statutory Auditors and were subsequently reappointed for a period of 5 years with effect from September 30, 2022.

ANNEXURE – B (Contd.)

11. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB PARAS (2) TO (10) ABOVE, WITH REASONS THEREOF SHALL BE DISCLOSED:

The Company is fully compliant with all the requirements of Corporate Governance Report as stated in sub paras (2) to (10) of Schedule V of Listing Regulations.

12. DISCLOSURE OF THE EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II HAVE BEEN ADOPTED

(i) **The Board:** The Chairman of the Company is of Executive category, hence the requirement of maintaining a Chairperson's office at the Company's expense and reimbursement of expenses incurred in performance of his duties does not apply.

(ii) **Shareholder Rights:** Quarterly Financial Statements are published in newspapers and uploaded on Company's website to be accessible by Shareholders.

(iii) **Modified opinion(s) in audit report:** During the year under review, there is no Audit qualifications on the Company's Financial Results. The Company continues to adopt best practices to ensure regime of Unmodified Opinion.

iv) **Separate posts of Chairperson and the Managing Director or the Chief Executive Officer:**

The Company has separate persons holding the position of Chairperson, Managing Director and CEO.

(v) **Reporting of Internal Auditor:** M/s Grant Thornton Bharat LLP was the Internal Auditor of the Company for the Financial Year 2022-23.

Further, for the Financial Year 2023-24, M/s Grant Thornton Bharat LLP has been reappointed as Internal Auditors of the Company by the Board of Directors in its Meeting held on May 30, 2023. The Internal Auditors have direct access to the Audit Committee and separate meeting of Audit Committee are held wherein Internal Auditors present their Audit Observations to the Audit Committee of the Board.

13. DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (b) to (i) and (t) OF SUB-REGULATION (2) OF REGULATION 46

The Company has complied with all the requirements of Corporate Governance as follows:

- Regulations 17 to 20 and 22 to 27;
- Clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46; and
- Para C, D and E of Schedule V

14. DECLARATION SIGNED BY THE CHIEF EXECUTIVE OFFICER STATING THAT THE MEMBERS OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL HAVE AFFIRMED COMPLIANCE WITH THE CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT

The Company has a Code of Conduct for its Board and Senior Management as per Listing Regulations and the same is also available at the Company's website. The Company has obtained compliance certificates from all the Board Members and Senior Managements affirming the compliance of Code of Conduct during the FY 2022-23.

A declaration to that effect, signed by the Chief Executive Officer is attached and forms part of this Report.

The Company has formulated a Code of Conduct for prevention of Insider Trading in the Shares of the Company in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015

15. COMPLIANCE CERTIFICATE FROM EITHER THE AUDITORS OR PRACTICING COMPANY SECRETARIES REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

The Compliance Certificate from the Statutory Auditors regarding compliance of conditions of Corporate Governance forms an integral part of this Report.

16. CEO AND CFO CERTIFICATE

The Chief Executive Officer and the Chief Financial Officer have furnished the requisite certificate to the Board of Directors on the Financial Statement pursuant to Regulation 17(8) of the Listing Regulations which forms part of this Report.

ANNEXURE – B (Contd.)

17. UNCLAIMED SUSPENSE ACCOUNT

Pursuant to Regulation 34(3) read with Schedule V of the Listing Regulations, there are no shares lying in the Unclaimed Suspense Account.

18. IMPORTANT INFORMATION FOR SHAREHOLDERS

SEBI via Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 (the "SEBI Circular") has mandated the furnishing of PAN, KYC and Nomination details.

The shareholders are advised to comply the below-mentioned points:

a. furnishing of PAN, email address, mobile number, bank account details and nomination by holders of physical securities;

b. any service request shall be entertained only upon registration of the PAN, Bank details and the nomination;

c. to ensure that the PAN is linked to Aadhaar by June 30, 2023 or any other date as may be specified by the Central Board of Direct Taxes in order to avoid the freezing of folio.

The shareholders who have not furnished the mandatory documents are advised to furnish the documents/details, as per the table below, to the Registrar & Transfer Agent of the Company i.e., M/s Bigshare Services Private Limited at the earliest.

S. No.	Purpose	Form No.
1.	Request for registering PAN, KYC details or changes/ updation thereof	Form ISR-1
2.	Confirmation of Signature of securities holder by the Banker	Form ISR-2
3.	Registration of Nomination (Nomination Form)*	Form SH-13
4.	Declaration Form for Opting-out of Nomination*	Form ISR -3
5.	Cancellation or Variation of Nomination	Form SH-14

**In case the option for nomination is being opted out, Form ISR-3 would be required and Form SH-13 need not be submitted.*

The aforesaid forms can be downloaded from the website of the Company and RTA at: https://www.lumaxworld.in/lumaxautotech/index.html and https://www.bigshareonline.com/

Freezing of Folios without PAN, KYC details and Nomination:

a. Folios, wherein any one of the said document / details are not available **on or after October 01, 2023,** shall be frozen and the shareholder will not be eligible to lodge grievance or avail service request from the RTA until the shareholder have furnished the complete documents/details as mentioned above. Further, effective April 01, 2024 the shareholder will be eligible for receiving dividend in electronic mode only.

b. **After December 31, 2025,** the frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002.

Members are hereby requested to forward the duly filled in documents along with the related proofs as mentioned in the respective forms to the following address:

Bigshare Services Private Limited
Unit: Lumax Auto Technologies Limited
Office No. S6-2, 6th Floor, Pinnacle Business Park,
Next to Ahura Centre, Mahakali Caves Road,
Andheri East, Mumbai - 400093

The scanned copies of the documents may also be mailed through your registered email id with RTA at the mail id vinod.y@bigshareonline.com duly e-Signed on the forms and all proofs.

E-Sign is an integrated service which facilitates issuing a Digital Signature Certificate and performing signing of requested data by eSign user. The holder/claimant may approach any of the empaneled eSign Service provider, details of which are available on the website of Controller of Certifying Authorities (CCA), Ministry of Communications and Information Technology (https://cca.gov.in/) for the purpose of obtaining an e-sign.

ANNEXURE – B (Contd.)

AVAILABILITY OF DISPUTE RESOLUTION MECHANISM

SEBI vide its circular No. SEBI /HO/ MIRSD/ MIRSD_RTAMB/P/CIR/ 2022/76 dated May 30, 2022 read with Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has laid down Standard Operating Procedures (SOP) to be followed for dispute resolution under the Stock Exchange arbitration mechanism for disputes between a Listed Company and/or Registrars to an Issue and Share Transfer Agents (RTAs) and its Shareholder(s)/Investor(s) pertaining to disputes emanating from investor service requests such as transfer/transmission of shares, demat/remat, issue of duplicate shares, transposition of holders, investor entitlements like corporate benefits, dividend, bonus shares, rights entitlements, credit of securities in public issue, interest /coupon payments on securities and delay in processing/wrongful rejection of aforesaid investor service.

Further to the aforesaid circular, SEBI vide its circular No. SEBI/ HO /OIAE/2023/03391 dated January 27, 2023 has advised every listed company to intimate to all investors/Members who hold shares in physical form that Members can file for Arbitration with stock exchange(s) if they have any dispute against the Company and/or its RTA on delay or default in processing requests as per the circular dated May 30, 2022. Accordingly, the Company had intimated the Shareholders vide intimation letter dated May 08, 2023.

For more details, Members can refer below web links of the stock exchanges:

BSE – http://tiny.cc/m1l2vz

NSE – http://tiny.cc/s1l2vz

ANNEXURE – B (Contd.)

CERTIFICATE ON COMPLIANCE OF CODE OF CONDUCT BY BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

I, Vikas Marwah, Chief Executive Officer of the Company hereby certify that the Board of Directors and the Senior Management Personnel have affirmed compliance of the Code of Conduct of the Company for the Financial Year 2022-23.

Place : Gurugram
Date : May 30, 2023

Vikas Marwah
Chief Executive Officer

CEO and CFO Certificate under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

a. We certify to the Board that we have reviewed Financial Statements and Cash Flow Statement for the year ended March 31, 2023 and that to the best of our knowledge and belief;

   (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

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

d. We have indicated to the Auditors and the Audit Committee

   (i) significant changes in internal control over financial reporting during the year, if any;

   (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements, if any; and

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

Ashish Dubey
Chief Financial Officer

Place : Gurugram
Date : May 30, 2023

Vikas Marwah
Chief Executive Officer

Place : Gurugram
Date : May 30, 2023

ANNEXURE – B (Contd.)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to clause 10 of Part C of Schedule V read with Regulation 34(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

Lumax Auto Technologies Limited

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

Nangal Raya, New Delhi-110046

I/We have examined the relevant records, forms, returns and disclosures received from the Directors of Lumax Auto Technologies Limited having CIN L31909DL1981PLC349793 and having registered office at 2nd Floor, Harbans Bhawan-II, Commercial Complex, Nangal Raya, New Delhi-110046 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company for the Financial Year ending on March 31, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Further, it is informed that Ms Diviya Chanana had resigned w.e.f. May 10, 2022 from the post of Independent Director of the Company due to the reasons of not being able to comply with the requirements of Section 149 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Further, the Board of Directors in its meeting held on August 06, 2022 has appointed Ms Diviya Chanana as Additional Independent Director of the Company w.e.f August 06, 2022 and her appointment was subsequently approved by the Shareholders of the Company on September 29, 2022 through Special Resolution passed by the Postal Ballot.

Ensuring the eligibility of the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Maneesh Gupta
FCS No. 4982
UDIN: F004982E000376641
CP No. 2945
PR No.: 2314/2022

Place : New Delhi
Date : May 25, 2023

ANNEXURE – B (Contd.)

Independent Auditor's Report on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

The Members of Lumax Auto Technologies Limited

1. The Corporate Governance Report prepared by Lumax Auto Technologies Limited (hereinafter the "Company"), contains details as specified in regulations 17 to 27, clauses (b) to (i) and (t) of sub – regulation (2) of regulation 46 and para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') for the year ended March 31, 2023 as required by the Company for annual submission to the Stock exchange.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance in the form of an opinion whether, the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of procedures performed include:

   i. Read and understood the information prepared by the Company and included in its Corporate Governance Report;

   ii. Obtained and verified that the composition of the Board of Directors with respect to executive and non-executive directors has been met throughout the reporting period;

   iii. Obtained and read the Register of Directors as on March 31, 2023 and verified that at least one independent woman director was on the Board of Directors throughout the year;

   iv. Obtained and read the minutes of the following committee meetings / other meetings held between April 01, 2022 to March 31, 2023:

      (a) Board of Directors;

      (b) Audit Committee;

      (c) Annual General Meeting;

      (d) Nomination and Remuneration Committee;

      (e) Share Transfer/Stakeholders Relationship Committee;

      (f) Independent Director Meeting;

      (g) Corporate Social Responsibility Committee; and

      (h) Risk Management Committee

   v. Obtained necessary declarations from the directors of the Company.

   vi. Obtained and read the policy adopted by the Company for related party transactions.

   vii. Obtained the schedule of related party transactions during the year and balances at the year- end. Obtained and read the minutes of the audit committee meeting where in such related party transactions have been pre-approved prior by the audit committee.

   viii. Performed necessary inquiries with the management and also obtained necessary specific representations from management.

ANNEXURE – B (Contd.)

8. The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

9. Based on the procedures performed by us, as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations, as applicable for the year ended March 31, 2023, referred to in paragraph 4 above.

Other matters and Restriction on Use

10. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

11. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

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

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 23501753BGXRWF8034

Place of Signature: Gurugram
Date: May 30, 2023

ANNEXURE – C

FORM NO. AOC-2

Form for Disclosure of Particulars of Contracts/Arrangements entered into by the Company with Related Parties referred to in sub-section (1) of Section 188 of the Act including certain Arm's Length Transactions under third proviso thereto

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

1. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH BASIS

a.	Name(s) of the Related Party and nature of relationship	Not Applicable (All the transactions were at arm's length basis)
b.	Nature of contracts/arrangements/transactions	
c.	Duration of the contracts/arrangements/transactions	
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	
e.	Justification for entering into such contracts or arrangements or transactions	
f.	Date(s) of approval by the Board	
g.	Amount paid as advances, if any	
h.	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188	

2. DETAILS OF MATERIAL CONTRACTS OR ARRANGEMENT OR TRANSACTIONS AT ARM'S LENGTH BASIS

a.	Name(s) of Related Party and nature of relationship	Lumax Industries Limited
b.	Nature of contracts/arrangements/transactions	purchase/sale of raw materials, finished goods, assets, sale, purchase, transfer or receipt of products, goods, materials, assets or availing or rendering of services, Rent/ Leasing Transactions & Rent Deposits, Reimbursement of Expenses, Legal & Professional Charges & Rate Taxes etc.
c.	Duration of the contracts/arrangements/transactions	April 01, 2022 to March 31, 2023
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	₹ 30,034.55 Lakhs
e.	Date(s) of approval by the Board	August 06, 2022
f.	Amount paid as advances, if any	Nil

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Place: Gurugram
Date: July 28, 2023

ANNEXURE – D

Statement of Disclosure of Remuneration pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

A. Ratio of the Remuneration of each Executive Director to the Median Remuneration of the Employees of the Company for the FY 2022-23 and the percentage increase in Remuneration of Executive Chairman, Managing Director, Chief Executive Officer, Chief Financial Officer and Company Secretary during the FY 2022-23

S. No.	Name of Directors & Key Managerial Personnel	Designation	Ratio of Remuneration to Median Remuneration of all employees	% increase/ (decrease) in Remuneration during the FY 2022-23
1	Mr D. K. Jain	Executive Chairman	127.62	6.12
2	Mr Anmol Jain	Managing Director	65.04	(1.13)
3	Mr Vikas Marwah	Chief Executive Officer	NA	8.74
4	Mr Ashish Dubey	Chief Financial Officer	NA	10.67
5	Mr Anil Tyagi	Company Secretary	NA	NA*
6	Mr. Raajesh Kumar Gupta	Company Secretary	NA	NA*

* As Mr. Anil Tyagi resigned from the post of Company Secretary w.e.f. May 12, 2022 and Mr. Raajesh Kumar Gupta has been appointed as a Company Secretary w.e.f. May 13, 2022, therefore the percentage increase/decrease in remuneration is not applicable.

B. The percentage increase in the Median Remuneration of Employees for the FY 2022-23 was 22.71%.

C. The number of Permanent Employees on the rolls of the Company as on March 31, 2023 was 923.

D. The Average Percentage increase/decrease in the salaries of the employees other than the Managerial Personnel for the Financial Year was 17.62% and the increase/decrease in the Managerial Remuneration was 3.55%.

E. Affirmation that the remuneration is as per the remuneration policy of the Company:

The remuneration is as per the Nomination and Remuneration Policy for the Directors, Key Managerial Personnel and Other Employees of the Company, formulated pursuant to the provisions of Section 178 of the Companies Act, 2013.

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Place: Gurugram
Date: July 28, 2023

ANNEXURE – E

SECRETARIAL AUDIT REPORT

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel)

To,
The Members,
Lumax Auto Technologies Limited
CIN: L31909DL1981PLC349793
2nd Floor, Harbans Bhawan-II,
Commercial Complex,
Nangal Raya, New Delhi-110 046

We were appointed by the Board of Directors of Lumax Auto Technologies Limited (hereinafter called the Company) to conduct Secretarial Audit of the Company for the financial year ended March 31, 2023.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by the Company. Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Management's Responsibility for Secretarial Compliances

The Company's management is responsible for preparation and maintenance of secretarial records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

Auditors Responsibility

Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

The secretarial audit report is neither an assurance to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Opinion

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

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

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

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

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

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

  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – **Not applicable to the Company during the year under review;**

  (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 – **Not applicable to the Company during the year under review;**

  (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – **Not applicable to the Company during the year under review;**

  (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client – **Not applicable to the Company;**

ANNEXURE – E (Contd.)

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 – **Not applicable to the Company during the year under review;** and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not applicable to the Company during the year under review;**

(i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

(j) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021– **Not applicable to the Company during the year under review**

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended from time to time.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the financial year ended March 31, 2023, complied with the aforesaid laws, material compliances are listed in the Annexure attached to this report.

Based on information received and records maintained, we further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the financial year under review were carried out in compliance with the provisions of the Act.

2. Adequate notice is given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance except in case of meetings convened at a shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

3. The Company has proper Board processes.

   Based on the compliances mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on records by the Board of Directors at their meeting(s), we are of the opinion that the management has:

   a) adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

   b) Complied with the following laws applicable to the Company:

      (i) Factories Act, 1948

      (ii) Standing Order Act, 1946

      (iii) The Industrial (Development and Regulation) Act, 1951

      (iv) The Contract Labour (Regulation and Abolition) Act, 1970,

      (v) The Child Labour (Prohibition and Regulation) Act, 1986,

      (vi) The Workmen's Compensation Act, 1923,

      (vii) The Environment (Protection) Act, 1986,

Maneesh Gupta
FCS No. 4982
C P No. 2945
PR No: 2314/2022

Place : New Delhi
Date : May 25, 2023
UDIN: F004982E000373042

ANNEXURE – E (Contd.)

ANNEXURE TO SECRETARIAL AUDIT REPORT

In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished and representations made to us by the Company, its officers and agents, we report that the Company has during the financial year under review, complied with the provisions of the Acts, Rules made thereunder and the Memorandum and Articles of Association of the Company with regard to:

1. Maintenance of various statutory registers and documents and making necessary entries therein:
2. Contracts and Registered Office and publication of name of the Company;
3. Forms, returns, documents and resolutions required to be filed with the Registrar of Companies, Regional Director, Central Government, Company Law Board or such other authorities;
4. Service of documents by the Company on its Members, Directors, Stock Exchanges, Auditors and Registrar of Companies;
5. Constitution of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Share Transfer/Stakeholder Relationship Committee, Corporate Social Responsibility Committee;
6. Appointment, re-appointment and Retirement of Directors including Managing Director, Executive Directors and Independent Directors and payment of remuneration to them;
7. Disclosure of interest and concerns in contracts and arrangements, shareholdings and directorships in other companies and interest in other entities by Directors;
8. Disclosure requirements in respect to Directors eligibility for appointment, declaration of their independence, compliance with code of conduct for Directors and Senior Management Personnel;
9. Establishment of a policy on related party transactions. All transactions with related parties were in the ordinary course of business and on arms-length basis and were placed before the Audit Committee periodically;
10. Establishment of a vigil mechanism and providing to complainants, if any, unhindered access to the Chairman of the Audit Committee.
11. Constitution of the Corporate Social Responsibility Committee formulating and adopting Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company;
12. Appointment of persons as Key Managerial Personnel;
13. Appointment and remuneration of Statutory Auditor, Secretarial Auditor and Cost Auditor;
14. Appointment of Internal Auditor;
15. Notice of meetings of the Board and Committee thereof;
16. Minutes of meetings of the Board and Committees thereof including passing of resolutions by circulations;
17. Notice convening annual general meeting held on July 22, 2022 and holding of the meeting on that date;
18. Minutes of General meeting including Postal Ballot;
19. Approval of Members, Board of Directors, Committee of Directors and government authorities, wherever required;
20. Form of Balance Sheet as at March 31, 2022 as prescribed under the Companies Act, 2013;
21. Report of the Board of Directors for the financial year ended March 31, 2022;
22. Borrowings and registration of charges;

Maneesh Gupta
FCS No. 4982
C P No. 2945
PR No: 2314/2022

Place : New Delhi
Date : May 25, 2023
UDIN: F004982E000373042

ANNEXURE – E (Contd.)

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

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

To,
The Members,
Lumax Mannoh Allied Technologies Limited
(CIN: U35912DL2013PLC255694)
Regd. Off: 02nd Floor, Harbans Bhawan-II,
Commercial Complex,
Nangal Raya, New Delhi -110046, India

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Lumax Mannoh Allied Technologies Limited (hereinafter called **"the Company"**) which is the material subsidiary of Lumax Auto Technologies Limited (A listed entity).

The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2023 **("the audit period/period under review")** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

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

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

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder.

iv. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing.

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 **('SEBI Act'): -**

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 **(Not Applicable to the Company during the Audit Period).**

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 **(Not Applicable to the Company during the Audit Period).**

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not Applicable to the Company during the Audit Period).**

d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not Applicable to the Company during the Audit Period).**

e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the Company during the Audit Period).**

f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not Applicable to the Company during the Audit Period).**

g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client **(Not Applicable to the Company during the Audit Period).**

h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not Applicable to the Company during the Audit Period).**

i. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 **(Not Applicable to the Company during the Audit Period)** and

j. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(Not Applicable to the Company during the Audit Period).**

ANNEXURE – E (Contd.)

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India on Board Meetings **(SS-1)** and General Meetings **(SS-2)**.

ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") read with the Listing agreements as entered by the Company with the Stock Exchanges **(Not Applicable to the Company during the Audit Period).**

We have not examined compliance by the Company with applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

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

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. The changes in composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least 7 (seven) days in advance except in respect of Board Meetings and Committee Meetings which were held on shorter notice, in compliance with Section 173(3) of the Companies Act, 2013 and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as per the minutes, as duly recorded and signed by the Chairman of the meeting of the Board of Directors or Committees of the Board; therefore, there were no dissenting views required to be recorded as part of the minutes.

We further report that based on review of compliance mechanism established by the Company and also on the basis of examination of the compliance software/ tool installed and maintained by the Company, in our opinion, the adequate systems, processes and control mechanism exist in the Company to monitor and to ensure compliances with applicable General Laws like Labour laws, Environmental laws and with all applicable laws, rules, regulations and guidelines forming part of this report.

We further report that during the review period, no major action having a bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. above have taken place.

For VAPN & Associates
Practicing Company Secretaries
ICSI Unique Code: P2015DE045500
Peer Review Certificate No.975/2020

Prabhakar Kumar
Partner
FCS No: 5781 ICOP No: 10630
ICSI UDIN: F005781E000290923

Date: May 11, 2023

Place: New Delhi

Note: This report is to be read with a letter of even date by the secretarial auditor, which is annexed as **'Annexure A'** and forms an integral part of this report.

ANNEXURE-A

To,
The Members,
Lumax Mannoh Allied Technologies Limited
(CIN: U35912DL2013PLC255694)
Regd. Off: 02nd Floor, Harbans Bhawan-II, Commercial Complex,
Nangal Raya, New Delhi -110046, India

Our Secretarial Audit Report (Form MR-3) of even date for the period from April 01, 2022 to March 31, 2023, is to be read along with this letter.

1. The Company's management is responsible for the maintenance of secretarial records and compliance with the relevant provisions of corporate and other applicable laws, rules, regulations, guidelines, and standards. Our responsibility is to express an opinion on the secretarial records produced for our audit.
2. We have followed such audit practices and processes as we considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.
3. We have verified the secretarial records furnished to us on a test basis to see whether the correct facts are reflected therein. We also examined the compliance procedures followed by the Company on a test basis. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
4. While forming an opinion on compliance and issuing this report:
   (a) We have considered compliance-related action taken by the Company for the period from April 01, 2022 to March 31, 2023.
   (b) We have considered compliance-related actions taken by the Company based on independent legal/professional opinion/certification obtained as complying with the law.
   (c) We have taken an overall view, based on the compliance procedures and practices followed by the Company.
5. We have not verified the correctness and appropriateness of the financial statement (including attachments and annexures thereto), financial records, and books of accounts of the Company, as they are subject to audit by the Auditors of the Company, appointed under Section 139 of the Act.
6. We have obtained and relied on the Management's representation about the compliance of laws, rules, and regulations and happening of events, wherever required.
7. Our Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For VAPN & Associates
Practicing Company Secretaries
ICSI Unique Code: P2015DE045500
Peer Review Certificate No.975/2020

Prabhakar Kumar
Partner
FCS No: 5781|COP No: 10630
ICSI UDIN: F005781E000290923

Date: May 11, 2023
Place: New Delhi

ANNEXURE – E (Contd.)

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

[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
IAC INTERNATIONAL AUTOMOTIVE INDIA PRIVATE LIMITED
Gat No. 140, Village Mahalunge, Tal – Khed,
Chakan Talegaon Road, Chakan, Dist Pune – 410501

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **IAC INTERNATIONAL AUTOMOTIVE INDIA PRIVATE LIMITED** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year started from 01st April, 2022 and ended on March 31, 2023, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of the following list of laws and regulations. The following are our observations on the same:

i. The Companies Act, 2013 (the Act) and the Rules made there under: The Company has satisfactorily complied with the provisions of the Companies Act, 2013 and the Rules made there under and there are no discrepancies observed by us during the period under review.

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under:

   Not Applicable

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under

   The Company is an unlisted public company w.e.f March 10, 2023 and till March 31, 2023 shares of the Company are in physical form; hence the Company was not required to comply with the provisions of The Depositories Act, 1996 and the Regulations and Bye-laws framed there under. Moreover as on the date of closure of financial year, Company is in process to obtain International Securities Identification Number (hereinafter referred to as "ISIN") from National Securities Depository Limited (hereinafter referred to as "NSDL")

   The Company has satisfactorily complied with the provisions of the Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and there are no discrepancies observed by us during the period under review.

iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): - (Not applicable for the period under review)

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 – **Not applicable to the Company during the year under review**

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015- **Not applicable to the Company during the year under review**

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not applicable to the Company during the year under review**

   (d) The Securities and Exchange Board of India (Share based Employee Benefits and sweat equity) Regulations, 2021 - **Not applicable to the Company during the year under review**

   (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not applicable to the Company during the year under review**

   (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- **Not applicable to the Company during the year under review**

   (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents)

ANNEXURE – E (Contd.)

Regulations, 1993 regarding the Companies Act and dealing with client; **Not applicable to the Company during the year under review**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- **Not applicable to the Company during the year under review**

v. Complied with the following other laws applicable to the Company

I further report that, as per the opinion of the officers of the Company and information provided by them, there are following specific applicable laws on the basis of activities of the Company.

(a) Factories Act, 1948

(b) The Contract Labour (Regulation and Abolition) Act, 1970

(c) The Child Labour (Prohibition and Regulation) Act, 1986

(d) The Workmen's Compensation Act, 1923

The Company has satisfactorily complied with the provisions, Regulations and Guidelines mentioned under above other Act.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India. The Company has duly complied with the Secretarial Standards for the period under review.

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

(ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015: Not Applicable

During the period under review the Company has complied with the applicable provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. to the extend it was applicable to the Company under above mentioned regulation.

I further report that: -

There are adequate systems and processes in the Company commensurate with its size & operation to monitor and ensure compliance with applicable laws including general laws, labour laws, competition law and environmental laws.

The Board of Directors of the Company is duly constituted as required under the provisions of the Companies Act, 2013. During the period under review, Mr Deepak Jain (DIN: 00004972), Mr Anmol Jain (DIN: 00004993), Mr Sanjay Mehta (DIN: 06434661), Mr Abhinav Ghera (DIN: 10061756), Mr David John Prystash (DIN: 10064735) and Mr Arun Kumar Malhotra (DIN: 00132951) were appointed as an Additional Directors with effect from March 10, 2023, and were confirmed as a Director in the Extra Ordinary General Meeting of the Company held on March 10, 2023.

Adequate notice is given to all directors about the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting. All decisions at Board Meetings were carried out with requisite majority as recorded in the minutes of the meetings of the Board of Directors.

I further report that during the audit period following major decisions, specific events/ actions have occurred which has a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.,

The share purchase agreement dated February 18, 2023 executed by and among the Company, IACNA Mauritius Limited ("IAC Mauritius"), and Lumax Auto Technologies Limited ("LATL') as may be amended or supplemented from time to time ("SPA"). Pursuant said SPA the IACNA Mauritius Limited has diluted its majority of stake to Lumax Integrated Ventures Pvt Ltd (LIVPL) which is subsidiary of Lumax Auto Technologies Limited (LATL). LATL is public Limited Company, listed on the stock exchanges. With such dilution of shares Company has become subsidiary of the LIVPL and consequently the subsidiary of LATL.

As a per the understanding of Share purchase agreement, the Company has increased its authorized shared capital from 1,000,000,000 to ₹ 1,030,000,000 in the Extra ordinary general Meeting of the members which was held on March 10, 2023.

Name: KISHOR TOSHNIWAL
COMPANY SECRETARY
ACS: 26829; CP: 12564
Peer Reviewer (Unique Code) I2013MH1092700
UDIN: A026829E000362978

Date: May 23, 2023
Place: Pune

Note: This report is to be read with a letter of even date by the secretarial auditor, which is annexed as **'Annexure A'** and forms an integral part of this report.

ANNEXURE – E (Contd.)

ANNEXURE-A

To,

The Members

IAC INTERNATIONAL AUTOMOTIVE INDIA PRIVATE LIMITED
Gat No. 140, Village Mahalunge, Tal – Khed,
Chakan Talegaon Road, Chakan, Dist Pune – 410501

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Name: KISHOR TOSHNIWAL
Company Secretary
ACS: 26829; CP: 12564

Date: May 23, 2023
Place: Pune

ANNEXURE – F

ANNUAL REPORT ON CSR

[Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014]

A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs

The Company through its CSR initiatives is committed to enhance the socio-economic development of communities in the vicinity of the plant locations.

CSR activities of Lumax Auto Technologies Limited are carried out on its own or through its CSR arm - Lumax Charitable Foundation.

Lumax Charitable Foundation, has been facilitating social initiatives over the years focusing on the SDGs – Good Health and Quality Education. The Vision of the Foundation focusses on its endeavour to transform lives of children, youth and the elderly to have a better future and eternal hope.

The mission translates to - Provide education, life skills and health in communities around Company's plant locations for a better and healthy life. Some of the major highlights over the years are:

- Transforming youth through Career Counselling.
- Working towards Junior and Senior Life Skills sessions.
- Providing beyond school learning experiences.
- Focus on the good health of the communities and students.

At a fundamental level, Lumax believes it is important to provide education to ensure that people have the baseline skills – literacy, numeracy - to survive in the world. Education also gives them the ability to communicate, complete tasks and work along with others. It is a powerful tool that empower individuals who in turn build better communities.

The Company has framed a CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same is placed on the Company's website and the web link for the same is https://www.lumaxworld.in/lumaxautotech/downloads/CSR-policy-latl.pdf

1. Composition of CSR Committee:

S. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr Roop Salotra	Chairman /Independent Director	2	2
2	Mr D.K. Jain	Member/Executive Chairman	2	1
3	Mr Deepak Jain	Member/Non-Executive Director	2	2

2. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.

https://www.lumaxworld.in/lumaxautotech/corporate-social-responsibility.html

3. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable. Not Applicable

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

5. Average net profit of the Company as per section 135(5): ₹ 5,938.00 Lakhs

6. (a) Two percent of average net profit of the Company as per section 135(5): ₹ 118.76 Lakhs

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

(c) Amount required to be set off for the financial year, if any: ₹ 5.06 Lakhs

(d) Total CSR obligation for the financial year (6a+6b-6c): ₹ 113.70 Lakhs

ANNEXURE – F (Contd.)

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

Total Amount Spent for the Financial Year (₹ in Lakhs)	Amount Unspent (₹ in Lakhs)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
130.73	-	-	-	-	-

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project (₹ in Lakhs)	Amount spent in the current financial Year (₹ in Lakhs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ in Lakhs)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
Nil												

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (₹ in Lakhs)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1.	Dr Shroff Charity Eye Hospital	Good Health	Yes	Delhi	-	0.50	No	Lumax Charitable Foundation	CSR00001955
2.	Juvenile Diabetes Patient Support	Good Health	Yes	Maharashtra	Pune	13.00	No	Lumax Charitable Foundation	CSR00001955
3.	Cancer Detection camps and patient support	Good Health	Yes	Haryana	Gurugram and Rewari	8.98	No	Lumax Charitable Foundation	CSR00001955
4.	Eye Screening and Free cataract surgeries	Good Health	Yes	Haryana	Rewari, Gurugram and Mewat	13.70	No	Lumax Charitable Foundation	CSR00001955
5.	Drishti Project	Good Health	Yes	Maharashtra	Pune	6.30	No	Lumax Charitable Foundation	CSR00001955
6.	Annual National Essay contest	Quality Education	Yes	-	-	2.00	No	Lumax Charitable Foundation	CSR00001955
7.	Life skills for Elementary Kids	Good Education	Yes	Haryana Uttarakhand	Gurugram Udham Singh Nagar	19.28	No	Lumax Charitable Foundation	CSR00001955
8.	Life skills for Adolescents	Quality Education	Yes	Haryana Maharashtra Gujarat	Rewari, Gurugram & Mewat Pune Sanand	12.45	No	Lumax Charitable Foundation	CSR00001955
9.	Elementary Education to children in Urban slums	Quality Education	Yes	Haryana	Gurugram	5.64	No	Lumax Charitable Foundation CSR00001955	CSR00001955
10.	Learning Aids	Quality Education	Yes	Karnataka	Bangaluru	12.14	No	Lumax Charitable Foundation	CSR00001955
11.	Girl Child Education	Quality Education	Yes	Delhi	Kapeshera	5.00	No	Lumax Charitable Foundation	CSR00001955

ANNEXURE – F (Contd.)

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (₹ in Lakhs)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
12.	Career Counselling	Quality Education	Yes	Maharashtra Gujarat Haryana	Pune Sanand Rewari, Gurugram Mewat	18.27	No	Lumax Charitable Foundation	CSR00001955
13.	Festival Celebrations	Quality Education	Yes	Karnataka	Bangaluru	0.86	No	Lumax Charitable Foundation	CSR00001955
14.	Art and Paint work	Quality Education	Yes	Maharashtra	Pune	0.65	No	Lumax Charitable Foundation	CSR00001955
15.	Leopard Conservation (SNS Foundation)	Wildlife Conservation				5.00	No	Lumax Charitable Foundation	CSR00001955
	Total					**123.77**			

(d) Amount spent in Administrative Overheads: ₹ 6.96 Lakhs

(e) Amount spent on Impact Assessment, if applicable: NIL

(f) Total amount spent for the Financial Year (7b+7c+7d+7e): ₹ 130.73 Lakhs

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (₹ in Lakhs)
(i)	Two percent of average net profit of the Company as per section 135(5)	118.76
(ii)	Total amount spent for the Financial Year	130.73
(iii)	Excess amount spent for the financial year [(ii)-(i)]	11.97
(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	5.06
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	17.03

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

S. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (₹ in Lakhs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (In ₹)
				Name of the Fund	Amount (in ₹)	Date of Transfer	
Nil							

ANNEXURE – F (Contd.)

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (₹ in Lakhs)	Amount spent on the project in the reporting Financial Year (₹ in Lakhs)	Cumulative amount spent at the end of reporting Financial Year. (₹ in Lakhs)	Status of the project - Completed /Ongoing.
Nil								

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

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

Vikas Marwah
(Chief Executive Officer)
Date: July 28, 2023

Roop Salotra
(Chairman CSR Committee)
Date: July 28, 2023

ANNEXURE – G

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

(Pursuant to Section 134(3)(m) of the Companies Act, 2013 and forming part of Directors' Report for the year ended March 31, 2023.

(A) CONSERVATION OF ENERGY

We as a Lumax Auto Technologies Limited are Committed towards the implementation of Energy conservation practices in an efficient and responsible manner to reduce waste and save resources. We are achieving it through various methods such as using energy-efficient appliances, reducing unnecessary energy usage, and promoting renewable energy sources.

The benefits of energy conservation include lower energy bills, reduced **greenhouse gas emissions,** and **preservation of natural resources**. Energy conservation is an important strategy for **addressing climate change** and reducing dependence on non-renewable energy sources. This indeed helping us in the lesser **dependence on non-renewable energy sources,** which are finite and subject to price fluctuations. Promoting renewable energy sources and reducing waste is also ensuring us a more stable and secure energy supply.

Energy management is becoming an increasingly important aspect of **corporate social responsibility**. By managing energy use and promoting sustainability, organizations can demonstrate their commitment to environmental stewardship and social responsibility.

Some of the key Steps taken and their impact on conservation of energy are as below:

We as a Lumax Auto Technologies Limited are also working on Energy conservation activities for our plants and controlling the usage of power consumption through our different initiative for these plants. Some areas are highlighted below where we have taken the Initiatives to reduce the energy consumption.

1. Optimization of Compressed Air usage in Plants

1. **Controlling of Air leakage losses** and implementation of air leakage register to monitor the air losses
2. Creation of SOP for identification of **Air Leakage Test and FAD Test** for compressor efficiency calculation
3. Reduction in **Generation pressure** of compressor by arresting air leakage points
4. Bifurcation of Compressed air line depending upon pressure requirement
5. Installation of Zero Drain Valve at receiver End

2. Optimizating the Performance of Pumping system

1. Replacement of higher capacity pump with energy efficient Pump
2. Use of **VFD to optimize the Pump Performance**
3. Replacement of **Chiller water Pump with Energy Efficient Water Pump**

3. Optimizing the Power Factor

1. Installation of Smart Panel (APFC) to maintain Power Factor

4. Power Saving from Technology Change

1. Conversion of Pneumatic Door with Electric Door in Molding machine
2. Use of Energy Efficient Blower in place of Old Conventional vacuum Blower
3. Interlocking of Machine Door
4. Replacement of Old conventional **mica band heaters with IR heater** in injection molding machine
5. Replacement of **conventional fan to BLDC fan**

5. Harnessing the Renewable Energy

5.1 Installation of Solar Roof top

a) The organization has installed solar roof top panels to harness Solar Energy in following location

Sl. No.	Plant	Capacity (kWp)	Mode of Implementation
1	Pantnagar	596	Opex
2	Manesar	225	Opex
3	Pune*	908	Opex
4	Bengaluru	746	Opex
	Total	**2475**	

* including its subsidiary companies.

ANNEXURE – G (Contd.)

b) **The Organization also focus on utilizing the Solar Park model to fulfill the excess demand**

Sl. No.	Plant	Capacity (kWp)	Mode of Power
1	Bengaluru	3500	Opex
	Total	**3500**	

Total **approximately 2.47 MW** of solar roof top panels & use of **Solar Park Capacity of 3.5 MW** from External power producing company for harnessing the solar energy, wind energy and solar Farm to run our plant to satisfy the need of current requirement. Use of Green Power also help us to mitigate the effect of greenhouse emission to some extent.

5.2 Use of Green Power to Mitigate our Demand of Energy

The organization is in discussion with various power producers who are physically present in group captive mode for **more use of renewable energy to mitigate the excess demand of Energy** and we are working for our Pune , Haryana & Bengaluru Region reduce the energy cost along with reduction of the carbon footprint.

Implementation of Online Energy Monitoring System – Way Forward

Metering and Sustenance of Energy data is primary requirement which can be tracked, and monitored easily via Online monitoring system as it captures the real time data to carry out pain area for energy usage. It helps us to Do the Data analysis and prediction of Power consumption trend

Further we are Planning to inter-link of Plant Energy Data with corporate Dashboard to have real time monitoring of Energy consumption Data.

(B) TECHNOLOGY ABSORPTION

The Company strongly focusing on developing new technologies locally, New JVs were formed to localize the upcoming product technologies in India which are driven through emission and regulations framework outlined by the India Government.

Key Focus Areas: Sensors, Telematics, Light Weighting Technologies

Shifting from standard product category to electronics focus with strategic intend to enhance localization.

Growth Drivers:-

1) Focus on Developing New Technologies for Existing JV's along with strong push for localization.
2) Introducing New Product categories which are EV agnostic through New JV's with prime focus on improving the top line growth.
3) Maintaining Single Source Position with Major OEM's Capitalizing JV Partners Strengths for Introducing Cutting Edge Technology.

RESEARCH & DEVELOPMENT

Expenditure on Research & Development

(₹ in Lakhs)

(i)	Capital	-
(ii)	Recurring	91.82
	Total	**91.82**
(iii)	Total R & D Expenditure as a percentage of Total Turnover	0.07%

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

The Foreign Exchange earned in terms of actual inflows during the year is ₹ 1,057.58 Lakhs and the Foreign Exchange outgo during the year in terms of actual outflows is ₹ 2,298.85 Lakhs.

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Place: Gurugram
Date: July 28, 2023



BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the listed entity	L31909DL1981PLC349793
2.	Name of the listed entity	Lumax Auto Technologies Limited (LATL)
3.	Year of incorporation	1981
4.	Registered office address	2nd Floor, Harbans Bhawan-II Commercial Complex, Nangal Raya New Delhi -110046
5.	Corporate address	Plot no. 878, Udyog Vihar, Phase V, Gurugram - 122 016, Haryana, India
6.	E-mail	contactbrsr.latl@lumaxmail.com
7.	Telephone	0124-4760000
8.	Website	https://www.lumaxworld.in/lumaxautotech
9.	Financial year for which reporting is being done	2022-2023
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited and National Stock Exchange of India Limited
11.	Paid-up Capital	₹ 13,63,15,410
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr Pankaj Mahendru, 0124-4760000, contactbrsr.latl@lumaxmail.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)	The disclosure under this report have been made on Consolidated basis i.e. LATL and its Subsidiaries (The Company). (The reporting parameters w.r.t. the step down subsidiary of the Company, as mentioned in point no. 21 of Section A of the BRSR are not included in the BRSR for the financial year 2022-2023, as the acquisition was done near to the year end.

II. Products/services

14. Details of business activities (accounting for 90% of the turnover):

Description of main activity	Description of business activity	% of Consolidated Turnover of the entity
Manufacturing	Integrated Plastic modules, 2-wheeler Chassis, 2/3-wheeler Lighting, Gear Shifters, Transmission Products, Emission Systems, Seat Structures, Telematics Products, Oxygen Sensors, Onboard Antennas and Electric Devices & Components.	**80%**
Trading of Automobile parts/components	Sale of various automotive parts and components of PV, CV and 2/3 Wheelers.	**20%**

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

S. no.	Product/Service	NIC Code	% of total Turnover contributed
1.	Plastic Moulded Parts	22207	23%
2	Trading of Accessories	45402	20%
3	Gear Shifter	29301	16%
4	Frame Chassis	29103	13%
5	Automotive Lighting	2740	8%
6	Automotive Emission Systems	29301	7%
7	Seat Structures	29302	4%

III. Operations

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

Location	Number of plants	Number of offices	Total
National	18	3	21
International	-	-	-

17. Markets served by the entity:

a. Number of locations

Location	Number
National (No. of states)	25
International (No. of Countries)	7

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

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

1.01% of the total turnover of the entity is contributed through exports.

c. A brief on types of customers.

The Company is engaged in the business of automotive products such as air intake systems, integrated plastic modules, 2-wheeler chassis, swing arm & lighting, 3-wheeler trailing arm, gear shifters, transmission products, seat structures, oxygen sensors, power window switches, On-board antenna systems, telematics products and services, etc. for two, three and four-wheeler segments with an experience of over four decades. The sales are mainly through Business to Business (B2B) model to Original Equipment Manufacturers (OEMs). The Company has a distinguished and esteemed customer base, which includes Maruti Suzuki, Tata Motors, Toyota Kirloskar, Mahindra & Mahindra, MG Motors, VW, Honda Motors, Bajaj Auto Limited etc.

IV. Employees

18. Details as at the end of financial year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
			EMPLOYEES			
1.	Permanent (D)	865	827	96%	38	4%
2.	Other than permanent (E)	0	0	0%	0	0%
3.	Total employees (D + E)	865	827	96%	38	4%
			WORKERS			
4.	Permanent (F)	551	529	96%	22	4%
5.	Other than permanent (G)	2537	2371	93%	166	7%
6.	Total workers (F + G)	3088	2900	94%	188	6%

b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
			DIFFERENTLY ABLED EMPLOYEES			
1.	Permanent (D)	1	1	100%	0	0%
2.	Other than permanent (E)	0	0	0%	0	0%
3.	Total differently abled employees (D + E)	1	1	100%	0	0%
			DIFFERENTLY ABLED WORKERS			
4.	Permanent (F)	0	0	0%	0	0%
5.	Other than permanent (G)	0	0	0%	0	0%
6.	Total differently abled workers (F + G)	0	0	0%	0	0%

19. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	9	1	11.11%
Key Management Personnel*	5	0	0%

*2 Key Management Personnel are also included as board members in the Board of Directors, as mentioned above.

20. Turnover rate for permanent employees and workers

(Disclose trends for the past 3 years)

	FY 2022-2023 (Turnover rate in current FY)			FY 2021-2022 (Turnover rate in previous FY)			FY 2020-2021 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent employees	22%	47%	23%	20%	38%	21%	13%	12%	12%
Permanent workers	24%	80%	26%	30%	106%	33%	25%	133%	28%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

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

S. No.	Name of the holding/subsidiary/ associate companies/joint ventures (A)	Indicate whether holding/subsidiary/ associate/joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Lumax Mannoh Allied Technologies Limited	Subsidiary	55	No
2	Lumax Integrated Ventures Private Limited	Subsidiary	100	No
3	Lumax Cornaglia Auto Technologies Private Limited	Subsidiary	50	No
4	Lumax Management Services Private Limited	Subsidiary	100	No
5	Lumax FAE Technologies Private Limited	Subsidiary	84	No

S. No.	Name of the holding/subsidiary/ associate companies/joint ventures (A)	Indicate whether holding/subsidiary/ associate/joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
6	Lumax Jopp Allied Technologies Private Limited	Subsidiary	50	No
7	Lumax Yokowo Technologies Private Limited	Subsidiary	50	No
8	Lumax Alps Alpine India Private Limited	Subsidiary	50	No
9	Lumax Ituran Telematics Private Limited	Subsidiary	50	No
10	IAC International Automotive India Private Limited (IAC)*	Subsidiary	75	No

*The specific details w.r.t. to this Step down Subsidiary have not been included in the BRSR for the FY 2022-2023, as the acquisition of this subsidiary was done near the year end.

VI. CSR Details

22. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No) -**Yes**

(ii) Turnover (in ₹)- 1,796 Crore

(iii) Net worth (in ₹)- 660 Crore

VII. Transparency and Disclosures Compliances

23. Complaints/Grievances on any of the Principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

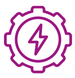
Stakeholder group from whom complaint is received	Grievance redressal mechanism in place (Yes/No) (If yes, then provide web-link for grievance redress policy) *	FY 2022-23 Current financial year			FY 2021-22 Previous financial year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	No	0	0	-	0	0	-
Investors (other than shareholders)	No	0	0	-	0	0	-
Shareholders	Yes	0	0	-	0	0	-
Employees and workers	Yes	0	0	-	0	0	-
Customers	Yes	75	0	-	146	0	-
Value chain partners (Productive suppliers)	Yes	0	0	-	0	0	-
Other (please specify)	-	-	-	-	-	-	-

*The Company's stakeholders include Customers, Suppliers, Employee/Workers, Business Partners, Board of Directors, Promoters, Government, Institutions/Industry Bodies, Community, Society and Investors. The Company has a strong Grievance Redressal Mechanism through various policies and procedures across all operations of the Company. For example, the Company has a well-defined Vigil Mechanism/Whistle-Blower Policy (https://www.lumaxworld.in/lumaxautotech/downloads/Vigil%20Mechanism%20&%20Whistle%20Blower%20Policy-%20LATL.pdf), Anti-Bribery Policy (available on the Company's Intranet) and Policy on Prevention of Sexual Harassment of Women at Workplace (https://www.lumaxworld.in/lumaxautotech/downloads/posh.pdf) for all of its female employees to allow for the expression of concerns and grievances. Further, there is a defined Escalation matrix for the Company's productive suppliers to address their grievances. In addition to this, the Company through its Legal and Secretarial Department takes care of the other stakeholders' grievances.

24. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format:

 **Opportunity**  **Risk**

S. no.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Waste management 	 	Handling and disposal of waste pose as a risk. Waste reduction together with enhanced circular economy and performance has added environmental benefits as an opportunity.	Disposal of waste through authorized recyclers.	Together with some negative implications, this would largely have a positive impact on cost-cutting opportunities through waste management, as the manufacturing process generates waste as a by- product.
2	Water management 		Reduction in consumption in the Company's business processes.		This would have minor financial implications as the Company has already taken significant initiatives to reduce water consumption and recycle it efficiently in the past. Hence there seems to be little scope for further efficient use of water.
3	Climate and environmental action 		Global warming and industry operation and transition risk.	Climate change and industry transition are now embedded in the Company's risk management process.	There may be negative financial consequences of failing to implement mitigating strategies. However, the Company is committed to take all positive steps in the right direction.
4	Energy 	 	Use of energy is inevitable part of the Company's operations. However, efficient use and the implementation of the Company's own renewable energy sources will help improve the Company's operations.	Active energy management and transition to ISO 50001.	In the short-term, there may be negative financial impact on investing on Solar Generators; however, in the long-term there would be positive financial impact with methodical use of energy sources and aligning with the industry expectations.

S. no.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5	Emissions		Challenging roadmap to address Scope 3 Green House Gases (GHG) emissions with respect to value chain partners.	Roadmap for Scope 1 and 2 GHG emission is being designed with committed timelines. Furthermore, the collaboration for detailed strategies to address Scope 3 GHG emission for the entire supply chain of the Company will help address the issue in a progressive manner.	There may be negative financial consequences for failing to implement the designed roadmap and future strategies. However, the Company is committed to taking positive steps in the right direction.
6	Employee health and safety		In a Company, managing safety and health is an essential component of running a business. Therefore, businesses must conduct a risk assessment to identify hazards and risks in their workplace(s) and implement actions to successfully control them. The Company's commitment to continuous improvement in the areas of health and safety best practises around the world in accordance with its global SHE policy for all of its employees and workers.	There are several initiatives and programs that have been implemented to cover all aspects of health and safety management and are being actively monitored for continuous improvement.	There may be some financial investments in terms of taking measures for employee safety; that would, in turn have a significantly positive impact on employee health and their confidence in the Company's culture in the long run, which would attract new talent and help retain existing employees.
7	Diversity and equality		Insufficient diversity across the group to find out the right talent to balance the diversity equation.	Improved hiring techniques, demonstrating the Company's value and culture to attract a diverse talent pool.	There may be minor financial implications while strategizing improved hiring techniques and systems.
8	Community		Health and safety as a risk. Talent attraction and retention as opportunity.	Socio-economic compliance.	Probable positive and negative financial impacts.
9	Employee engagement		Increased loyalty and productivity.		Neutral financial impact.
10	Risk management		Risk evaluation to mitigate negative business performance and capitalize on the opportunities.		Positive financial impact.

S. no.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
11	Ethics and compliance	⚠	Regulatory risk with respect to operating in multiple jurisdictions and cultures. Healthy and safe environment and freedom of speech as opportunities.	Compliances with the Code of Conduct, Annual Ethics Training program, Grievance Redressal Mechanism and periodic Compliance Audits.	Probable and negative financial impact for regulatory breach.
12	Products and innovation		Product enhancement, diversification and value addition aligned with industry trends.Further, environmental aspects are to be considered in product design.		Positive financial impact.
13	Management systems		Increased efficiency, agility, consistency and productivity across the entire Company.		Positive financial impact.

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SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web Link of the Policies, if available	Policies as prescribed under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 are uploaded on the website of the Company that can be accessed at the link mentioned: https://www.lumaxworld.in/lumaxautotech/policies.html Other policies are uploaded on the Company's intranet, which are not publicly available.								
2. Whether the entity has translated the policy into procedures. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes. Some of the Company's policies have been extended to certain value chain partners as well.								
4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	• IATF 16949 • ISO 14001 • ISO 45001 • ISO 27001 • ISO 50001 • ESD S2020 • ISO 9001								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	The Company is developing an Environment, Social and Governance (ESG) Roadmap with defined commitments, goals, and targets and has also identified some of the Environmental and Social Key Performance indicators (KPIs) which include: • Assessment of Scope 1, 2 and 3 GHG emissions • Promoting the use of renewable energy and reducing overall energy consumption • Zero waste to landfill • Implementing zero liquid discharge mechanism across our plants • Promoting plastic alternatives in daily use and the use of returnable packaging • Foster a successful and diverse workplace • Promoting diversity and inclusion • Enhancing suppliers' diversity • Enhancing the learning environment for the workforce								

Disclosure questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	The Company's endeavor has always been to fit and comply with its initiatives within ESG framework. From the current year onwards, the Company has started restructuring and revamping most of its initiatives into particular ESG boundaries. Therefore, the Company will start reporting the performance of the entity against the specific commitments, goals and targets from the next year onwards.								
Governance, leadership, and oversight									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	Lumax Auto Technologies Limited is committed to the inclusive growth objectives strengthening its efforts to align itself with the 'United Nations' 17 Sustainable Development Goals (SDGs). The Company is further committed to preserve the 3Ps (People, Planet and Prosperity) of Sustainability. In an increasingly complex and changing world, businesses are constantly facing new challenges and risks, which are evolving due to climate change, environmental degradation, loss of biodiversity, rising inequality, increasing expectations from local communities and associated regulatory changes. The Company as a responsible corporate citizen continuously strives to improve its performance towards environmental and social impacts while maintaining focus on strong Corporate Governance. The Company at the Board of Directors' level oversees the ESG/Sustainability initiatives of the Company. In a way, Sustainability is at the core of everything the Company does, in line with its purpose to be the leader in automotive technology products. The Company has its sights set firmly on helping to bring the future of mobility to the global consumers faster. Since it consistently delivers best-in-class products, exceeding customer expectations, it create lasting bonds within the automotive industry. In terms of Environment initiatives, the Company's focus is on minimizing climate change, reducing GHG emissions, bringing energy efficiency and reducing water consumption. For social initiatives, the Company emphasizes on workforce management, improved Company culture, balancing Diversity and Inclusion, Learning and Development, Occupational Health and Safety, Human Rights and Supplier Diversity. Regarding Governance, the Company strives to make better ESG Management, Business Integrity, Cyber-Security, Board Diversity and Policy and Reporting. While the Company's endeavor has always been to fit and comply with its initiatives within ESG framework; from the current year onwards, it has started restructuring and revamping most of its initiatives to fit into particular ESG boundaries, therefore, it will start reporting the achievements from the next reporting year onwards.								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr Sanjay Mehta, Director								
9. Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes/No). If yes, provide details.	No specified Committee of the Board is responsible for sustainability related issues has been formed. However, Mr Sanjay Mehta, Director is responsible for decision-making on sustainability-related issues.								

10. Details of Review of NGRBCs by the Company:

Subject for review	Indicate whether review was undertaken by Director/Committee of the Board/any other Committee									Frequency (Annually/half yearly/ quarterly/any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action	Department heads, business heads and Directors examine the Company's policies on a regular basis or when necessary. The efficacy of the policies is examined during this assessment and any necessary modifications to the policies are done and updated procedures are implemented.																	
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The Company complies with all currently applicable regulations.																	

	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	No, the Company has not carried out independent assessment/evaluation of the workings of its policies by an external agency.								

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

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the Principles material to its business (Yes/No)	Not applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

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SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

PRINCIPLE 1 Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. Percentage coverage by training and awareness programs on any of the principles during the Financial Year:

Segment	Total number of training and awareness programs held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programs
Board of Directors	2	ESG Awareness Technical Updates	89% 89%
Key Managerial Personnel	1	ESG Awareness	80%
Employees other than BoDs and KMPs	301	• POSH Awareness • ESG & Sustainability • GHG Accounting (Carbon Emission Assessment) • Technical Updates (Accounting, Auditing & Relevant Regulatory) • Prohibition of Insider Trading & Awareness Session • New Policies & Guidelines • SAP Module Trainings • Fire Safety Training • Budget Meeting-Functional Training • Sessions on Goal Setting • Cyber Security Awareness & Training Program • Quality Function Development (QFD) Awareness Sessions • Low Cost Automation-Supplier Capability Building-Training Announcements • Training to Managers on Performance Management System (PMS) • MS Excel Training • Training on ISO 50001 : 2018	100%

Segment	Total number of training and awareness programs held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programs
Workers	283	• **Health and safety awareness** - Health Trainings - Yoga Sessions - Safety Trainings - Fire Trainings • **Skill upgradation** - Posh Awareness - ESG Awareness - Cyber Security Training - Quality Control Circle (QCC) Trainings - Process Trainings - Behavioral Trainings - Maintenance-related Trainings - Induction Trainings - Finance Trainings - Cost Cutting Trainings - New Product Development Trainings	100%

2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the Financial Year, in the following format

(Note: The entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

Monetary

	NGRBC principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In ₹)	Brief of the case	Has an appeal been preferred? (Yes/No)
Penalty/fine Settlement Compounding fee	No material fines/penalties/punishment/award/compounding fees/settlement amounts were paid in proceedings by the Company or by Directors/KMPs with Regulators/Law Enforcement Agencies/Judicial Institutions during the current financial year.				

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Non-monetary

	NGRBC principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil

3. Of the instances disclosed in Question 2 above, details of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed.

Case details	Name of the regulatory/enforcement agencies/judicial institutions
Not applicable.	

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, the Company has an Anti-Corruption and Bribery Policy, which is available on the Company's intranet, and can be accessed by all the employees.

Lumax Auto Technologies Limited is committed to maintaining sound standards of Business Conduct and Corporate Governance, wherein it follows a zero-tolerance approach towards Bribery and Corruption.

The purpose of this Policy is to establish adequate procedures in order to prevent the Company's involvement in any activity relating to bribery, corruption or facilitation payments.

The Policy is mandatory for all the Company's employees, other Business Partners working on behalf of the Company from anywhere in the world.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:

	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

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

	FY 2022-23 (Current financial year)		FY 2021-22 (Previous financial year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of conflict of interest of the Directors	Nil	-	Nil	-
Number of complaints received in relation to issues of conflict of interest of the KMPs	Nil	-	Nil	-

7. Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest.

Not applicable, as there were no cases of corruption and conflicts of interest which were reported during the year.

Leadership Indicators

1. Awareness programs conducted for value chain partners on any of the Principles during the financial year:

Total number of awareness programs held	Topics/principles covered under the training	%age of value chain partners* covered (by value of business done with such partners) under the awareness programs
1	Awareness session on BRSR compliance of SEBI for suppliers	11% of all productive suppliers

* This assessment includes only the productive suppliers. Other categories of value chain partners are not included.

2. Does the entity have processes in place to avoid/manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes. The Company has a Code of Conduct for the Board of Directors and Senior Management. This Code lays down the roles and responsibilities of the Board of Directors and Senior Management.

The Code specifies that the Directors and Senior Management shall always act in good faith to promote the business and objectives of the Company for the members as a whole and in the best interests of the Company, its Employees, Shareholders, the Community and shall not engage in any business, relationship or activity, that may be in conflict with the interests of the Company.

In case of any probable conflict of interest, he/she should make full disclosure of all the facts and circumstances thereof to the Board of Directors and the Audit Committee.

PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	Current financial year 2022-23	Previous Financial Year 2021-22	Details of improvements in environmental and social impacts
R&D	-	-	In relation to some of the specific areas, that were identified by the Company are: • Rainwater harvesting • Cooling towers
Capex	-	0.40%	

2.

a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

Yes, the Company has procedures in place for sustainable sourcing. The Company considers the Social, Ethical and Environmental performance factors in the process of selecting suppliers. The Company's supplier selection, assessment and evaluation process includes elements of sustainability, this process also include an initial supplier survey, continuous risk evaluations and periodic audits and assessments.

b. If yes, what percentage of inputs were sourced sustainably?

All the productive suppliers were assessed on the parameters of sustainable sourcing and results were compiled. These suppliers are mandated to adhere to the Company's Supplier's Code of Conduct, which comprises of certain aspects such as Labor Laws Compliance and Human Rights, Occupational Health and Safety, Environmental Protection and Ethical Business, among others.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

The Company's products are delivered directly to OEMs, hence its options for reclaiming them at the end of their life cycle are limited. The Company, on the other hand, has procedures in place to recycle plastics, e-waste, and hazardous waste in a safe manner. Furthermore, multiple measures are taken by the Company to further reduce waste generation and to reuse and recycle it.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Yes, EPR is applicable to the Company's activities in FY 2022-23. Out of 5 states, where the Company operates, 4 of the States (Uttarakhand, Maharashtra, Haryana and Karnataka) are registered with Pollution Control Board (PCB) and Registration Certificates have been issued. For the state of Gujarat, the application is under the process of filing on the EPR Portal. On an overall basis, the waste collection plan is in line with the EPR plan submitted to PCB.

Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective/Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

NIC code	Name of product/service	% of total turnover contributed	Boundary for which the Life Cycle Perspective/ Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.

The Company has not carried out the LCA for any of its products so far. However, the Company is planning to do the same in the near future.

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products/services, as identified in the Life Cycle Perspective/Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Name of product/service	Description of the risk/concern	Action taken

Not applicable, as the Company is in the process of carrying out the LCA in the coming years.

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate input material	Recycled or re-used input material to total material FY 2022-23 Current financial year	FY 2021-22 Previous financial year
1. Bins		
2. Polythene bags		
3. EP bags		

Due to the complexity of the manufacturing process and the reuse of the same material multiple times during the life cycle of the products, the data is currently not available. The Company is in the process of strengthening its data capturing process related to this aspect and will be able to produce this information in the near future.

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	FY 2022-23 Current financial year			FY 2021-22 Previous financial year		
	Re-used	Recycled	Safely disposed	Re-used	Recycled	Safely disposed
Plastics (including packaging)	Not applicable, as the Company directly supplies its products to OEM customers as a B2B Tier-1 supplier; therefore, it does not have a business model focused on end-of-life recovery of the final product.					
E-waste						
Hazardous waste						
Other waste						

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
	Not applicable, as the Company directly supplies its products to the OEM customers as a B2B Tier-1 supplier; therefore, it has the limited scope for reclaiming it at the end of its life cycle.

PRINCIPLE 3

Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicator

1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B)/ (A)	Number (C)	% (C)/ (A)	Number (D)	% (D)/ (A)	Number (E)	% (E)/ (A)	Number (F)	% (F)/ (A)
Permanent employees											
Male	827	827	100%	827	100%	0	0%	827	100%	0	0%
Female	38	38	100%	38	100%	38	100%	0	0%	4	10.53%
Total	**865**	**865**	**100%**	**865**	**100%**	**38**	**4.39%**	**827**	**95.61%**	**4**	**0.46%**
Other than permanent employees											
Male	0	0	0%	0	0%	0	0%	0	0%	0	0%
Female	0	0	0%	0	0%	0	0%	0	0%	0	0%
Total	-	-	-	-	-	-	-	-	-	-	-

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

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B)/ (A)	Number (C)	% (C)/ (A)	Number (D)	% (D)/ (A)	Number (E)	% (E)/ (A)	Number (F)	% (F)/ (A)
Permanent workers											
Male	529	529	100%	529	100%	0	0%	301	56.90%	0	0%
Female	22	22	100%	22	100%	22	100%	0	0%	1	4.55%
Total	**551**	**551**	**100%**	**551**	**100%**	**22**	**3.99%**	**301**	**54.63%**	**1**	**0.18%**
Other than permanent workers											
Male	2,371	2,371	100%	2,371	100%	0	0%	0	0%	0	0%
Female	166	166	100%	166	100%	166	100%	0	0%	46	27.71%
Total	**2,537**	**2,537**	**100%**	**2,537**	**100%**	**166**	**6.54%**	**0**	**0%**	**46**	**1.81%**

2. Details of retirement benefits, for current financial year and previous financial year.

Benefits	FY 2022-23 Current financial year			FY 2021-22 Previous financial year		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Y	100%	100%	Y
Gratuity	100%	100%	Y	100%	100%	Y
ESI	100%	100%	Y	100%	100%	Y
Others-please specify	Nil	Nil	Nil	Nil	Nil	Nil

3. Accessibility of workplaces

Are the premises/offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

The premises/offices of the Company are also accessible to differently abled employees and workers together with normal employees, barring a few places/locations/manufacturing facilities due to safety considerations and the specific design and structure of certain places.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes, the Company has an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016, which is available on the Company's intranet.

5. Return to work and retention rates of permanent employees and workers that took parental leave.

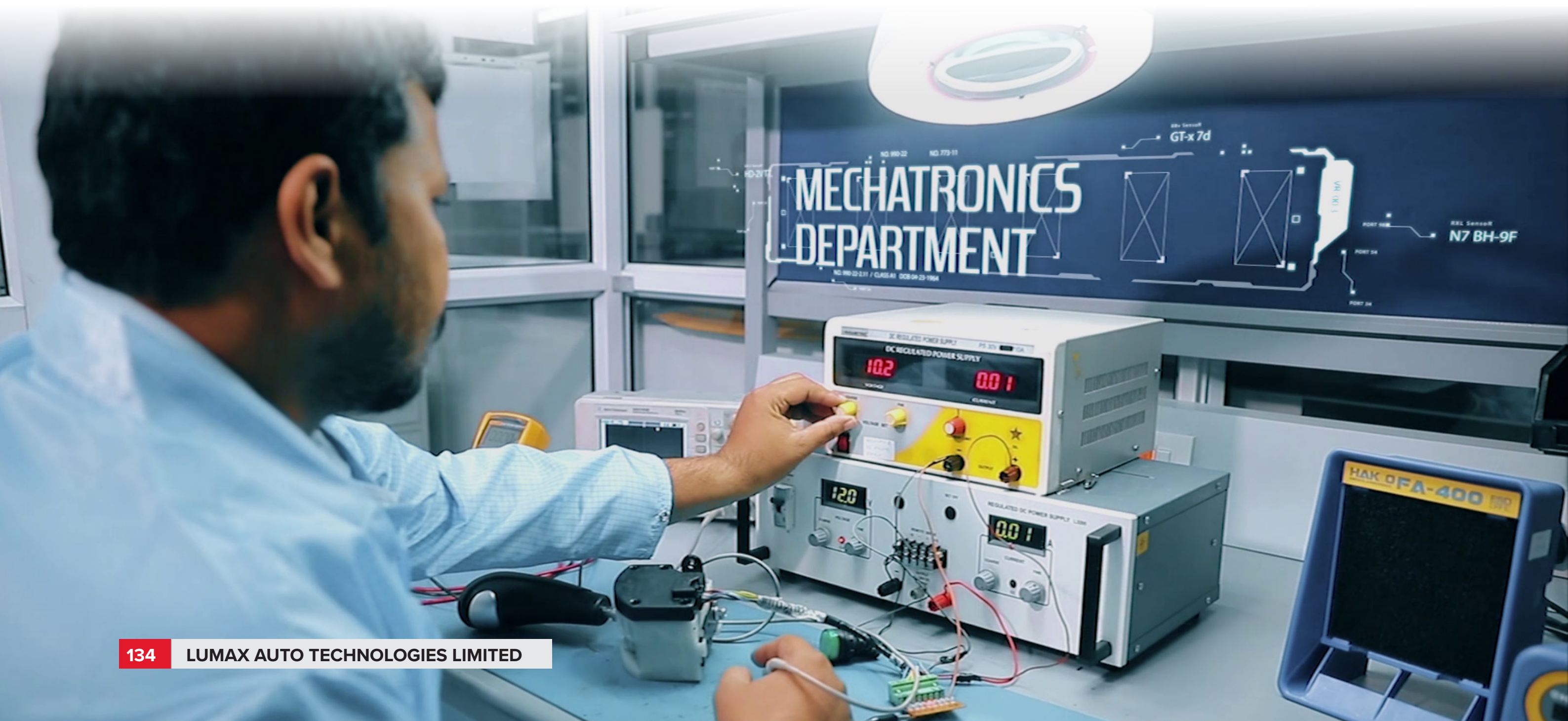
	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
	100%	100%	100%	100%
	100%	100%	100%	100%
Total	100%	100%	100%	100%

6. **Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.**

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent workers	Yes, the Company's Vigil Mechanism/Whistle-blower Policy is available for all categories of permanent employees and workers. The said mechanism provides for the adequate safeguards against unfair treatment of employees who wish to raise any concern and also provides the direct access to the Chairman of the Audit Committee in appropriate/exceptional cases.
Other than permanent workers	
Permanent employees	
Other than permanent employees	N/A

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

Category	FY 2022-2023 (Current financial year)			FY 2021-2022 (Previous financial year)		
	Total employees/ workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees/ workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total permanent employees	**865**	**0**	**0%**	**807**	**0**	**0%**
Male	827	0	0%	764	0	0%
Female	38	0	0%	43	0	0%
Total permanent workers	**551**	**231**	**42%**	**531**	**236**	**44%**
Male	529	228	43%	510	233	46%
Female	22	3	14%	21	3	14%



8. Details of training given to employees and workers:

Category	FY 2022-23 Current financial year					FY 2021-22 Previous financial year				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	827	205	25%	228	28%	764	131	17%	113	15%
Female	38	21	55%	17	45%	43	20	47%	20	47%
Total	**865**	**226**	**26%**	**245**	**28%**	**807**	**151**	**19%**	**133**	**16%**
Workers										
Male	2,900	1,080	37%	1,099	38%	2,570	803	31%	797	31%
Female	188	77	41%	67	36%	165	72	44%	51	31%
Total	**3,088**	**1,157**	**37%**	**1,166**	**38%**	**2,735**	**875**	**32%**	**848**	**31%**

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

Category	FY 2022-23 Current financial year			FY 2021-22 Previous financial year		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	%(D/C)
Employees						
Male	827	827	100%	764	764	100%
Female	38	38	100%	43	43	100%
Total	**865**	**865**	**100%**	**807**	**807**	**100%**
Workers						
Male	2,900	529	18%	2,570	510	20%
Female	188	22	12%	165	21	13%
Total	**3,088**	**551**	**18%**	**2,735**	**531**	**19%**

10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/No). If yes, the coverage of such system?

Yes. The Company has implemented an Occupational Health and Safety Management System, which is an integral component of the Company's business. The Company's endeavor is to create an environmentally friendly system for its employees that is gentle on their health and safety through the use of the following mechanisms:

- Continuously improving the environmental occupational health and safety performance
- Establishing an incident-free work environment
- Maintaining proper disposal of waste and pollutants
- Keeping waste to a minimum to preserve natural resources
- Compliance with applicable legal compliances
- Encouraging innovation for the prevention of pollution, injury and ill health

Further, the Company is an ISO 45001 certified Company and covers 30% of its plants

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis entity?

Hazard Identification Risk Assessment (HIRA) is a process, established by the Company for defining and describing hazards by characterizing their probability, frequency, and severity and evaluating adverse consequences, including potential losses and injuries. A risk assessment that provides the factual basis for activities is included in the corporate safety strategy to reduce losses from identified hazards at the workplace. While carrying out Hazard Assessment, all the activities including routine and non-routine in each section are selected, and Hazard Assessment is conducted to identify the significant risks. For all the significant risks, control measures are defined to mitigate the risks. For routine the Company has a Safety Audit check sheet with 188 check points and covering all the processes (main gate, chemical store, maintenance and utility, scrap yard and hazardous waste, hot work area, molding section, surface treatment, assembly, tool room, loading and unloading, store area, office, canteen, top roof, solar system, robotic area, legal & others points. For non-routine activities, the Company has a work permit system like for height work and excavation work etc. and also use the hazard identification technique.

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

Yes, the Company has processes for workers to report the work-related hazards and to remove themselves from such risks.

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

Yes, the employees/workers of the Company have access to non-occupational medical and healthcare services.

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

Safety incident/number	Category	FY 2022-23 Current financial year	FY 2021-22 Previous financial year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	1.17	0
Total recordable work-related injuries	Employees	0	0
	Workers	3	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

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

The Company prioritises the health and safety of its employees and considers them as its most valuable asset. 30% of the plants of the Company are certified as Occupational Health and Safety Management Systems as per ISO 45001. In addition to the inputs provided under question no. 10 above, some of the mitigation strategies to stop or mitigate adverse effects on occupational health and safety include:

- Daily safety patrolling with Plant Head, Maintenance Head and Safety Officers to identify the unsafe acts and conditions.
- Safety Audit Process by Plant Safety Officers
- Internal Safety Review with all the Safety Committee Members (including all Process in Charges, Workers Committee Members, Maintenance Head, Safety Officer and Plant Head).
- Corporate Safety Audits are done once every 2 months with a specific check sheet that covers all processes.
- Safety trainings are in place for covering various areas.
- The medical rooms are equipped with basic emergency care equipment and medicines.

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

	FY 2022-23 Current financial year			FY 2021-22 Previous financial year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working conditions	Nil	Nil	-	Nil	Nil	-
Health & safety	Nil	Nil	-	Nil	Nil	-

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health & safety practices	95% of the plants and offices were assessed by the Company internally
Working conditions	95% of the plants and offices were assessed by the Company internally

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions.

At Lumax Auto Technologies Limited, safety at the workplace is of prime importance and is of utmost priority for all. The Company has always focused on creating and ensuring a culture of safety, focusing on its responsibility towards the health and safety of each employee and worker. The Company has set up a unique system w.r.t. safety inspections, operation control, monitoring, audits, assessments and others. As a result of these, gaps are identified, learning needs are established, further improvements are made, and further controls are implemented and tracked for a better compliance framework.

In specific, there were some identified areas where there was some scope of improvement w.r.t. fall protection from height. To address these issues, following corrective actions were taken

- Lifeline support is provided to employees and workers
- Safety harness belts and helmets are provided as a part of PPE
- Appropriate pathway to avoid slip and fall
- Only authorized personnel are allowed to access elevated areas
- Height work permit is provided to employees and workers who need to access elevated areas

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

Yes, the Company extends life insurance and other compensatory packages in the event of the deaths of employees and workers.

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

Through various means the Company ensures that the applicable statutory dues are deducted and deposited by the identified value chain partners. The Company follows the process as outlined in its Supplier Code of Conduct. The Company makes sure that the supply chain partners comply with the same in spirit to depict and ensure that as extended business partners they also support the business responsibility principles of the Company and assume equal accountability. The Company further ensures that before paying to the contractor, the suppliers have deposited the required statutory dues deducted. The Company also ensures that the suppliers have also filed required regulatory returns on a timely basis. The Company also obtains the relevant underlying proofs as evidence.

3. Provide the number of employees/workers having suffered high consequence work related injury/ill-health/fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
Employees	0	0	0	0
Workers	0	0	0	0

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No)

Yes, the Company hires the retired employees or retains them in case of specific vacancies within the organization. In most of the cases, an annual agreement is done with them and it is renewed based on their performance and any further vacancies in the organization.

5. Details on assessment of value chain partners:

	% of value chain partners* (by value of business done with such partners) that were assessed
Health & safety practices	11% of all productive suppliers
Working conditions	11% of all productive suppliers

* This assessment includes only the productive suppliers. Other categories of value chain partners are not included.

6. Provide details of any corrective actions taken or underway to address significant risks/ concerns arising from assessments of health and safety practices and working conditions of value chain partners.

There were some instances of entanglement while placing work peace with certain value chain partners and their business operations, causing injuries including deep cuts or amputations to their workers. The various corrective actions taken or underway by the Company to address these risks/concerns arising from assessments of health and safety practices and working conditions of these value chain partners include the use of the following tools and devices:

- Closed tools and static fixed guards
- Fit interlocking safety devices that prevent access and stop machinery movement immediately when opened
- Presence sensing devices
- Light curtains with fixed and interlocked guards on part revolution power presses
- Two handed controls as a backup system
- Emergency stops

PRINCIPLE 4 Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

The stakeholder groups of the entity are identified through discussions in Internal Management Meetings, as per the process flow mentioned below:

- Detailed discussion around the same is done with the Company's Legal and Secretarial department and the management and key stakeholder groups are identified.
- Key stakeholders are identified on the basis of the material influence they have on the Company or on how they are materially influenced by the Company's corporate decisions and the consequences of those decisions.

2. List stakeholders groups identified as key for our Company and the frequency of engagement with each stakeholder group:

Stakeholder group	Whether identified as vulnerable & marginalized group (Yes/No)	Channels of communication (Email, SMS, newspaper, pamphlets, advertisement, community meetings, notice board, website), other	Frequency of engagement (Annually/half yearly/ quarterly/others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	Emails, meetings and website	Need-based	Product related, price negotiations, Technological advancement etc.
Suppliers	No	Emails, meetings and website	Need-based	Product related, price negotiations, Technological advancement etc.
Employees/ Workers	No	Emails, meetings and website	Need-based	Company policies, organizational structure, important developments
Partners	No	Emails and meetings	Quarterly and need-based	Business-related dealings, technological advancement, new product-related etc.
Board of Directors	No	Emails and meetings	Quarterly and need-based	Financial Results, Internal Controls, Limited Review and Audit Reports etc.
Promoters	No	Emails and meetings	Need-based	Issues requiring decisions, budget, future planning, customer complaints, quality issues, safety-related concerns etc.
Government	No	Emails	Need-based	Compliances and Policy-related matters

Stakeholder group	Whether identified as vulnerable & marginalized group (Yes/No)	Channels of communication (Email, SMS, newspaper, pamphlets, advertisement, community meetings, notice board, website), other	Frequency of engagement (Annually/half yearly/ quarterly/others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Institutions/ Industry Bodies (Banks/NBFC/ ACMA/SIAM)	No	Emails and meetings	Need-based	Industrial Development-related; finance-related
Community/ Society (CSR/ESG)	No	Emails and meetings	Need-based	Society, Health and Education-related
Investors	No	Emails and meetings	Quarterly and need-based	Financial and Operational performance-related

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

The appropriate Company's personnel, business leaders, and key process heads conduct stakeholder consultations. Necessary Board Committees, such as the Audit Committee, CSR Committee, Risk Management Committee, and Share Transfer/Stakeholders Relationship Committee, are used to elevate comments and problems related to Company concerns to the Board of Directors' level. The Company has consistently insisted that regular and proactive contact with its key stakeholders through conferences calls helps it to more effectively explain its plans and results. The Company is able to further the notion of shared prosperity and progress for both the Company and society at large via ongoing participation.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes/No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes, the stakeholder consultation was used to support the identification and management of environmental, and social topics. The processes for consultation between stakeholders and the Board on economic, environmental, and social topics include:

- A comprehensive listing of all the possible stakeholders and ESG-related matters applicable to the Company and the Automobile Industry is finalised in consultation with the Company's different departments.
- The same is then discussed amongst different stakeholders and the Senior Management Personnel of the Company and feedback is taken from the said consultations. Further, instances of the said consultation process on these topics are incorporated into the policies and activities of the entity.

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

As a part of the Life Skills Project which focuses on STEM education for primary students, engagement with the community was initiated to provide primary students with practical knowledge on Science, Technology, English and Mathematics and make their concepts stronger.

India has nearly 95,600 cases of Type 1 diabetes among children below 14 years of age, and every year, around 15,900 fresh cases are reported in this age group. Considering the fact that the treatment is expensive for the deprived communities and with lack of knowledge on treatment and care of these juvenile patients, the Company supports the cause with treatment for such patients.

DK JAIN GROUP

PRINCIPLE 5 Businesses should respect and promote human rights

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies)* of the entity, in the following format:

Category	FY 2022-2023 Current financial year			FY 2021-22 Previous financial year		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of employees/ workers covered (D)	% (D/C)
Employees						
Permanent	865	164	19%	807	125	15%
Other than permanent	0	0	0%	0	0	0%
Total employees	865	164	19%	807	125	15%
Workers						
Permanent	551	539	98%	531	381	72%
Other than permanent	2,537	0	0%	2,204	0	0%
Total workers	3,088	539	17%	2,735	381	14%

*These trainings covered only training on POSH as one of the fundamental human rights provided to the employees and workers.

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

Category	FY 2022-23 Current financial year					FY 2021-22 Previous financial year				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No. B	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent										
Male	827	0	0%	827	100%	764	0	0%	764	100%
Female	38	0	0%	38	100%	43	0	0%	43	100%
Other than permanent										
Male	0	0	0%	0	0%	0	0	0%	0	0%
Female	0	0	0%	0	0%	0	0	0%	0	0%

Category	FY 2022-23 Current financial year					FY 2021-22 Previous financial year				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No. B	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Workers										
Permanent										
Male	529	0	0%	529	100%	510	0	0%	510	100%
Female	22	0	0%	22	100%	21	0	0%	21	100%
Other than permanent										
Male	2,371	2,371	100%	0	0%	2,060	2,060	100%	0	0%
Female	166	166	100%	0	0%	144	144	100%	0	0%

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

	Male		Female	
	Number	Median remuneration/salary/ wages of respective category	Number	Median remuneration/salary/ wages of respective category
Board of Directors (BoD)*	2	1,33,20,000	0	0
Key Managerial Personnel**	5	1,26,00,000	0	0
Employees other than BoD and KMP	822	5,53,296	38	5,62,968
Workers	529	2,56,932	22	2,25,864

*Directors to whom the remuneration is paid.

** Including 2 Directors.

4. Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes. The Company has a well-defined Human Rights Policy, giving rights to the employees to have their complaints or grievances addressed by the Human Resource department or Senior Management. The Corporate HR Head is responsible for addressing human rights impacts or issues caused by or contributed to by the employees and workers of the Company. Further, the respective Heads of the Departments are responsible for their respective business connections for addressing human rights impacts or issues caused by or contributed to by the business. The Senior Management also gets involved in reviewing the Human Rights Policy at an organizational level.

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

The Company aims to defend, protect, and promote human rights in order to ensure fair and ethical business and employment practices. Respect for human rights is one of the Company's fundamental and essential principles.

The Company has various internal mechanisms in place to redress grievances related to human rights issues which includes:

- POSH Policy
- Grievance Redressal Policy
- Vigil Mechanism/Whistle Blower Policy
- Employee App to Register their Grievances

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

	FY 2022-23 Current financial year			FY 2021-22 Previous financial year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual harassment	Nil	Nil	-	Nil	Nil	-
Discrimination at workplace	Nil	Nil	-	Nil	Nil	-
Child labour	Nil	Nil	-	Nil	Nil	-
Forced labour/involuntary labour	Nil	Nil	-	Nil	Nil	-
Wages	Nil	Nil	-	Nil	Nil	-
Other human rights related issues	Nil	Nil	-	Nil	Nil	-

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

The Company has policies in place to safeguard complainants from victimization, retaliation, and other unfair employment practices. In cases of discrimination and harassment, the Company guarantees that the complainants are completely protected from harassment, or other forms of action by the wrongdoer. In the Company's Grievance Redressal Policy, Whistle Blower Policy, and Policy on Prevention of Sexual Harassment (POSH), there are specific clauses regarding the confidentiality of the complainant that state that all reports/records associated with complaints, along with the information exchanged during a specific process/investigations, would be considered as confidential and access to the same would be restricted to the authorized personnel as designated by the management of the Company.

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

Yes, the Company endeavors to incorporate the fundamental human rights into all of its business agreements and contracts in spirit. In most of these agreements/contracts these rights are also embedded formally. The Company is further revisiting and revising these agreements/contracts as a due formal mechanism of regular revision and to strengthen this practice further.

9. **Assessments for the year:**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100% of the plants and offices were assessed by the Company
Forced/involuntary labour	100% of the plants and offices were assessed by the Company
Sexual harassment	100% of the plants and offices were assessed by the Company
Discrimination at workplace	100% of the plants and offices were assessed by the Company
Wages	100% of the plants and offices were assessed by the Company

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

No significant risks/concerns arising from the assessments at Question 9 above were noticed during the year. As a matter of the Company's corporate practice, any specific significant risks/concerns as and when arise from any assessment are duly addressed by the Company's respective Committees comprising of both internal and external stakeholders.

Leadership Indicators

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

No significant grievances were received during the year on account of Human Rights. As a matter of practice, generally, through the Code of Conduct, together with other policies and procedures of the Company, human rights are reiterated across the business processes of the Company. The Company regularly imparts the requisite training sessions to all of its employees and workers and keeps on updating its Code of Conduct and other policies and procedures based on risks/concerns that arise and feedback received during the year.

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

As explained in point No. 1 above, the Company keeps taking initiatives to embed the human rights in its business culture across all the levels throughout the year.

3. **Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

The premises/offices of the Company are also accessible to differently abled visitors, barring a few places/locations/ manufacturing facilities due to safety considerations and the specific design and structure of certain places.

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4. Details on assessment of value chain partners *:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual harassment	17% of all productive suppliers
Discrimination at workplace	17% of all productive suppliers
Child labour	17% of all productive suppliers
Forced/involuntary labour	17% of all productive suppliers
Wages	17% of all productive suppliers

* This assessment includes only the productive suppliers. Other categories of value chain partners are not included.

5. Provide details of any corrective actions taken or underway to address significant risks/ concerns arising from the assessments at Question 4 above.

No significant risks/concerns were identified from assessments of the specified value chain partners in Question 4 above.

PRINCIPLE 6 Businesses should respect and make efforts to protect and restore the environment.

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
Total electricity consumption (A)-(Mega Joules) (Non- Renewable Sources)	6,63,51,066.84	6,45,62,975.86
Total fuel consumption (B)-(Mega Joules)	75,02,852.42	45,81,791.60
Energy consumption through other sources (C)-(Mega Joules) (From renewable sources)- self generated and purchased from third party	2,89,50,106.25	1,69,93,404.00
Total energy consumption (A+B+C)-(Mega Joules)	10,28,04,025.51	8,61,38,171.46
Energy intensity per rupee of turnover *(Total energy consumption/turnover in rupees)*	0.0057	0.0073
Energy intensity (optional)-the relevant metric may be selected by the entity		

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment/evaluation/assurance has been carried out by an external agency.

2. Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not applicable, as the Company does not have any sites/facilities identified as DCs under the PAT Scheme of the Government of India.

3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	34,092	12,383
(ii) Groundwater	10,645.84	11,955.27
(iii) Third party water	79,048.18	39,259.07
(iv) Seawater/desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**1,23,786.02**	**63,597.34**

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Parameter	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
Total volume of water consumption (in kilolitres)	1,23,786.02	63,597.34
Water intensity per rupee of turnover *(Water consumed/turnover)*	0.0069	0.0042
Water intensity *(optional)* – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment/evaluation/assurance has been carried out by an external agency.

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

Yes, the Company has installed Effluent Treatment Plants (ETPs) and Sewage Treatment Plants (STPs) to treat the wastewater at 7 of its plants, wherein the Company reuses the treated water for gardening and other non-potable purposes. In addition to the above, the Company also optimizes its water consumption through rainwater harvesting at some of its plant locations.

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

Parameter	Please specify unit	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
NOx	Currently, the details of these emissions are not available with the Company. However, the Company has initiated the necessary procedures to gather this data in the near future.		
SOx			
Particulate matter (PM)			
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)			
Hazardous air pollutants (HAP)			
Others-please specify			

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Not applicable, as no independent assessment/evaluation/assurance has been carried out by an external agency.

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

Parameter	Unit	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	Currently, the details of GHG emissions (Scope 1 and Scope 2 emissions) are not available with the Company. However, the Company has initiated the necessary procedures to gather this data in the near future.	
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent		
Total Scope 1 and Scope 2 emissions per rupee of turnover			
Total Scope 1 and Scope 2 emission intensity *(optional)* – the relevant metric may be selected by the entity			

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Not applicable, as no independent assessment/evaluation/assurance has been carried out by an external agency.

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

As mentioned in Question no. 6 above, while the details of GHG emissions are currently not available with the Company, still the Company has taken up various projects to reduce the GHG emissions on an overall basis, which includes:

- Use of green power generated through Company's own solar plants and purchased from third party, which contributes to 23.94% of the Company's total electricity.
- Plantations of Trees

Further, in the Financial Year 2023-24, the Company has initiated the strategy for decarbonisation and the Company would start reporting these parameters from next financial year onwards.

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

Parameter	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
Total waste generated (in metric tonnes)		
Plastic waste ***(A)***	699.54	550.48
E-waste ***(B)***	0	0
Bio-medical waste ***(C)***	0.0002	0.0020
Construction and demolition waste ***(D)***	0	0
Battery waste ***(E)***	0	0
Radioactive waste ***(F)***	0	0
Other Hazardous waste. Please specify, if any. ***(G)***, (Paint Sludge, Oil choked, Cotton waste)	49.44	67.23

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Parameter	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
Other Non-hazardous waste generated ***(H)***. Please specify, if only *(Break-up by composition i.e. by materials relevant to the sector) (wooden scrap, scrap garbage, scrap filter paper , Steel scrap, scrap of waste cotton/Paper lot, scrap M.S.(punching), scrap M.S. Burr, Scrap of plastic crates, Carton Boxes)*	734.88	609.92
Total (A+B + C + D + E + F + G + H)	**1,483.86**	**1,227.63**
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	243.77	197.73
(ii) Re-used	458.16	435.01
(iii) Other recovery operations	0	0
Total	**701.93**	**632.74**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	0.0002	0.0020
(ii) Landfilling	14.82	54.9
(iii) Other disposal operations	768.027	539.99
Total	**782.8472**	**594.8920**

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment/evaluation/assurance has been carried out by an external agency.

9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

Waste generation being an inevitable part of the manufacturing process, efforts have been made to create value from waste. With the aim of diverting a significant quantum of waste from going to landfills, the Company has adopted systems and procedures that helps repurpose used material and reintroduce excess material into the production process. The Company follows the ‘3R’ strategy of Reduce, Reuse and Recycle for its waste management. The Company also follows legally prescribed procedures and applies environmentally sound disposal techniques for disposing of the hazardous waste, whereas the non-hazardous waste is sold to the authorised recyclers, as identified by the Company. Further, to reduce the wastage of water, the Company has installed ETPs and STPs at 7 of its plants, wherein the Company reuses the treated water for gardening and other non-potable purposes. In addition to the above, the Company also optimizes its water consumption through rainwater harvesting at some of its plant locations.

10. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

Location of operations/offices	Type of operations	Whether the conditions of environmental approval/ clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any
Not applicable, since there are no operations of the Company near the above-mentioned areas.		

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant web link
No environmental impact assessment of projects was undertaken by the Company during the current financial year. Hence, this requirement is not applicable.					

12. Is the entity compliant with the applicable environmental law/regulations/guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

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

Specify the law/ regulation/guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Not applicable, since there is no non-compliance with the applicable environmental laws/regulations/guidelines in India.			

Leadership Indicators

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

Parameter	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
From renewable resources		
Total electricity consumption (A) (Mega Joule)- self generated and purchased from third party	2,89,50,106.25	1,69,93,404.00
Total fuel consumption (B)	0	0
Energy consumption through other sources (C)	0	0
Total energy consumed from renewable sources (A+B+C) (Mega Joule)	**2,89,50,106.25**	**1,69,93,404.00**
From non-renewable resources		
Total electricity consumption (D)	6,63,51,066.84	6,45,62,975.86
Total fuel consumption (E)	75,02,852.42	45,81,791.60
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D+E+F) (Mega Joule)	7,38,53,919.26	6,91,44,767.46

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment/evaluation/assurance has been carried out by an external agency.

2. Provide the following details related to water discharged:

Parameter	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To surface water	1,647.59	1,540.88
- No treatment	830	720
- With treatment – Treated through STP	817.59	820.88
(ii) To groundwater	13,365.73	10,564.27
- No treatment	7,260.73	3,987.27
- With treatment – Treated through ETP and STP	6,105	6,577
(iii) To seawater	0	0
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties	6,864	7,650
- No treatment	2,817	2,358
- With treatment – Treated through CETP	4,047	5,292
(v) Others-Gardening	15,843.38	8,371.55
- No treatment	7,404	2,681
- With treatment – Treated through ETPs and STPs	8,439.38	5,690.55
Total water discharged (in kilolitres)	**37,720.7**	**28,126.7**

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Not applicable, as no independent assessment/evaluation/assurance has been carried out by an external agency.

3. Water withdrawal, consumption and discharge in areas of water stress (in kiloliters):

For each facility/plant located in areas of water stress, provide the following information:

(i) Name of the area: Gurugram, Bengaluru (Data to the extent available)

(ii) Nature of operations: Corporate office and automotive plastic parts

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	0	0
(iii) Third party water	20,846	19,212
(iv) Seawater/desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres)	**20,846**	**19,212**
Total volume of water consumption (in kilolitres)	**20,846**	**19,212**
Water intensity per rupee of turnover *(Water consumed/turnover)*	0.0012	0.0013
Water intensity *(optional)* – the relevant metric may be selected by the entity	-	-
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into surface water	0	0
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) Into groundwater	0	0
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) Into seawater	0	0
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third parties	2,817	2,358
- No treatment	2,817	2,358
- With treatment – please specify level of treatment	-	-
(v) Others-Gardening	2,222.38	2,116.55
- No treatment		
- With treatment – Treated through STPs	2,222.38	2,116.55
Total water discharged (in kilolitres)	**5,039.38**	**4,474.55**

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment/evaluation/assurance has been carried out by an external agency.

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

Parameter	Unit	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	Scope - 3 emissions are not considered by the Company presently. The Company is in the process of laying down the roadmap in the near future.	
Total Scope 3 emissions per rupee of turnover	Metric tonnes of CO2 equivalent		
Total Scope 3 emission intensity *(optional)* – the relevant metric may be selected by the entity			

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Not applicable, as no independent assessment/evaluation/assurance has been carried out by an external agency.

5. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not applicable, as the Company does not operate in ecologically sensitive areas.

6. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions/effluent discharge/waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary	Outcome of the initiative
1	Installation of solar plants	Energy savings by the installation of solar panels at certain plant locations.	In FY 2021-22 and FY 2022-23, the Company consumed 1,69,93,404.00 Mega Joules and 2,89,50,106.20 Mega Joules of electricity respectively, from solar sources.
2	Installation of ETPs and STPs	ETPs and STPs have been installed to treat wastewater.	The treated water is re-used for gardening and other non-potable purposes.
3	Tree plantation	As part of the Company's employee welfare initiative as well as to reduce the carbon emissions	The Company has a formal initiative called 'Nanhi Chaan' celebrating the birth of a girl child of its employees by planting a tree. The Company is also involved in plantations during the visits of its customers, and World Environment Day, among others. These two initiatives together would help the Company move in the direction of reducing its carbon footprint and would also count as a noble activity towards the environment.

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

As part of business continuity and disaster management plan, the Company has Emergency Response Plan, which captures 8 nos. of emergencies to act as to how to handle the situation in case of any emergencies and same is applicable to all the plants, which is also shared with all the employees through the Company's employees app. These are emergency response plans and procedures for:

- Fire Emergency
- Earthquake Emergency
- Sewage Outflow Emergency
- Medical Emergency - Death Emergency
- Civil Unrest Emergency
- Food Poisoning Emergency
- Snake Bite Emergency
- Gas Leakage Emergency

8. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

There is no major environmental impact resulting from the Company's value chain (productive suppliers assessed for this purpose). Since it is mindful of the environmental consequences across the value chain, every supplier of the Company is required to sign and abide by the Supplier's Code of Conduct. The Suppliers of the Company are expected to adhere to the compulsory Code of Conduct and further make attempt to inculcate the principles of the said Code of Conduct further in its supply chain.

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

All of the Company's productive suppliers were assessed for environmental impacts through a formal evaluation sheet (Supplier Business Capability Evaluation Report) at the time of onboarding and as an annual exercise.

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

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/associations:

   The Company is affiliated with 2 trade and industry chambers/associations.

   b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to;

	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/ associations (State/National)
1	Automotive Component Manufacturers Association of India, New Delhi	National
2	Confederation of Indian Industry (CII)	National

2. **Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.**

Name of authority	Brief of the case	Corrective action taken
Not applicable, as the Company has not received any adverse orders from any regulatory authorities.		

Leadership Indicators

1. **Details of public policy positions advocated by the entity;**

Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/half yearly/quarterly/ Others – please specify)	Web link, if available
The Company directly or through trade bodies and other associations puts forth a number of suggestions with respect to the industry in general and its activities in particular.				

PRINCIPLE 8 Businesses should promote inclusive growth and equitable development

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current Financial Year.

Name and brief details of project	SIA notification no.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant web link
Not applicable, as there were no projects that required SIA based on applicable laws in the current year.					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Name of Project for which R&R is ongoing	State	District	No. of project affected families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
Not applicable, as there were no projects requiring an R&R.					

3. Describe the mechanisms to receive and redress grievances of the community.

As a matter of policy, the Company undertakes various CSR activities to address the needs of the community in the vicinity of its plants' premises. There is an Open Door Policy of the Company, wherein the communities can approach plant/location and management of that respective plant. The Company also follows the practice of reaching out to the communities, including the vulnerable groups and redresses their grievances, wherever needed.

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

	FY 2022-23 (Current financial year)	FY 2021-22 (Previous financial year)
Directly sourced from MSMEs/small producers	14%	13%
Sourced directly from within the district and neighbouring districts	91%	90%

Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
Not applicable, as there were no projects that required SIA based on applicable law in the current year.	

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (In ₹)
1	Uttarakhand	Udham Singh Nagar	7,44,000

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized/vulnerable groups? (Yes/No)

No, the Company follows a standardized procurement policy across all suppliers and vendors.

(b) From which marginalized/vulnerable groups do you procure?

Not applicable, as mentioned in Question No. 3(a) above.

(c) What percentage of total procurement (by value) does it constitute?

Not applicable, as mentioned in Question No. 3(a) above.

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current Financial Year), based on traditional knowledge:

Intellectual property based on traditional knowledge	Owned/acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating benefit share
Not applicable, as the Company does not own or acquire any such intellectual properties.			

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the case	Corrective action taken
Not applicable, as mentioned in Question No. 4 above.		

6. Details of beneficiaries of CSR Projects:

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	Life skill for adolescent	1,300 students	100%
	Life skill for young students	200 students	
	Career counselling	1,300 students	
2	Eye screening and free cataract surgeries	5 camps 126 surgeries	100%
	Juvenile diabetes patients	25 patients	
	Cancer detection camps	259 screenings 2 camps	
3	Girl child education	35 girl child	100%
4	Personal hygiene	963	100%

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PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Company is a Tier-1 B2B Company in the Automotive Sector and manufactures and sells its products majorly to large OEMs. The Company ensures timely delivery to all of its OEM customers as per the time schedule specified by them. In case of any complaints, OEM customers can raise their complaints with the Company through the mechanism laid down in the process flow of the Company for the OEMs (Handling of Customer complaints).

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about our products.

	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not applicable, as the Company is in B2B business, and the products do not reach end customers directly.
Safe and responsible usage	
Recycling and/or safe disposal	

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

	FY2022-23 (Current Financial Year)		Remarks	FY2021-22 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	Nil	Nil	-	Nil	Nil	-
Advertising	Nil	Nil	-	Nil	Nil	-
Cyber-security	Nil	Nil	-	Nil	Nil	-
Delivery of essential services	Nil	Nil	-	Nil	Nil	-
Restrictive trade practices	Nil	Nil	-	Nil	Nil	-
Unfair trade practices	Nil	Nil	-	Nil	Nil	-
Other (from OEMs)	75	Nil	-	146	Nil	-

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

	Number	Reasons for recall
Voluntary recalls	Nil	Nil
Forced recalls	Nil	Nil

5. **Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

   Yes, the Company has a framework/policy on cyber security and risks related to data privacy, which is available on the Company's intranet.

6. **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services.**

   Not applicable, as neither any complaints with respect to advertising, delivery of essential services, cyber security and data privacy of customers, re-occurrence of instances of product recalls were received during the reporting period nor any penalties were paid to, or actions were taken by regulatory authorities on account of safety of products/services.

Leadership Indicators

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

   The channels/platforms where information on products and services of the entity can be accessed include the following website and social media links:

   - https://www.lumaxworld.in/
   - https://www.youtube.com/c/LumaxWorld
   - https://www.linkedin.com/company/lumax-world/

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

   As discussed above, since the Company supplies the products directly to the OEMs who further assemble and sells the end products to the end-user customers, it has limited role for informing and educating the end-user about the safe and responsible usage of its products.

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

   Not applicable, as the Company does not provide essential services.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

Not applicable, as the Company supplies to OEMs and there is no direct visibility for the end-users.

Furthermore, since customer satisfaction is of utmost importance to the Company, it seeks customer satisfaction by various means. Customers' feedback is obtained directly or indirectly to identify any grievances and accordingly, corrective measures are designed and executed. The summary of customer satisfaction patterns is collated, reviewed and monitored by the management of the Company too.

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

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

No instances were identified pertaining to data breach.

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

No data breaches were identified related to personally identifiable information of customers.

INDEPENDENT AUDITOR'S REPORT

To the Members of Lumax Auto Technologies Limited

REPORT ON THE AUDIT OF STANDALONE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying standalone financial statements of Lumax Auto Technologies Limited ("the Company"), which comprise the Balance sheet as at March 31 2023, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key audit matters	How our audit addressed the key audit matter
Revenue recognition and liabilities related to price variation (as described in Note 49 of the standalone financial statements)	
Revenue is measured by the Company at the transaction price i.e., amount of consideration received/ receivable in exchange for transferring promised goods or services to the customers. In determining the transaction price for the sale of products, the Company considers the effects of variable consideration including price adjustment to be passed on to the customers based on various parameters like negotiation based on savings on material and other factors.	Our audit procedures included: • Assessed the Company's accounting policy for revenue recognition including the policy for recording price adjustments in terms of Ind AS 115. • Obtained an understanding of the revenue process, and the assumptions used by the management in the process of estimation of price adjustments as per the customer contracts, evaluated design and implementation of controls, validation of management review controls and tested the operating effectiveness of controls relating to accrual of price adjustments. • Evaluated management's methodology and assumptions used in the estimation of price adjustments as per customer contracts including the relevance and reliability of underlying historical data, developments during the year and assumption used. • Tested completeness, arithmetical accuracy and validity of the data used in the computation of price adjustments as per customer contracts.

INDEPENDENT AUDITOR'S REPORT (Contd.)

Key audit matters	How our audit addressed the key audit matter
The Company's business requires passing on these credits to the customers once negotiation is finally settled with the customers. The estimated liabilities based on various negotiation/consideration at year end and the consequential impact on revenue is disclosed in note 49 to the standalone financial statements. We have considered this as a key audit matter on account of the significant judgement involved in estimation of price adjustments to be recorded as at the year end.	• Performed procedures to verify that all transactions relating to accrual of price adjustments are properly recorded in the books of the accounts. • Tested, on sample basis, credit notes issued, and payments made by customers as per customer contracts/ agreed price negotiations. • Performed analytical procedures to identify any unusual trends and identified unusual items for further testing.

OTHER INFORMATION

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report i.e., Directors' Report, Corporate Governance Report, Management Discussion & Analysis, etc. but does not include the standalone financial statements and our auditor's report thereon.

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

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

RESPONSIBILITIES OF MANAGEMENT FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors 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.

INDEPENDENT AUDITOR'S REPORT (Contd.)

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2023 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Sub-section (11) of Section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
   c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
   d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
   e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;

INDEPENDENT AUDITOR'S REPORT (Contd.)

f) With respect to the adequacy of the internal financial controls with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

g) In our opinion, the managerial remuneration for the year ended March 31, 2023 has been paid/provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V of the Act;

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

   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 40(b) to the standalone financial statements;

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

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;

   iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

   v. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

   As stated in note 42 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

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

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

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 23501753BGXRWD4314

Place of Signature: Gurugram
Date: May 30, 2023

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE

RE: LUMAX AUTO TECHNOLOGIES LIMITED ("the Company")

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

i) a) A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

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

b) All Property, Plant and Equipment were not physically verified by the management in the current year. However, the Company has regular programme of verifying them once in three years which is reasonable having regard to the size of the Company and the nature of its assets.

c) The title deeds of immovable properties (other than properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee) disclosed in note 5A to the standalone financial statements included in property, plant and equipment and right-of-use asset are held in the name of the Company. Certain title deeds of the immovable Properties, in the nature of freehold and leasehold land, as indicated in the below mentioned cases which were acquired pursuant to a Scheme of Amalgamation approved by National Company Law Tribunal's (NCLT) Order dated October 31, 2019, are not individually held in the name of the Company, however the deed of merger has been registered by the Company.

Description of Property	Gross Carrying value (₹ In Lakhs)	Held in name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in the name of Company
Freehold land	274.07	Lumax DK Auto Industries Limited	-	w.e.f. November 07, 2007 to till date	Company has acquired these assets, through merger of entity through court order. Company is in the process of getting these properties registered in the name of Company
Leasehold land	192.00	Lumax DK Auto Industries Limited	-	w.e.f. May 15, 2006 to till date	
Leasehold land	229.90	Lumax DK Auto Industries Limited	-	w.e.f. November 19, 2011 to till date	

d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2023.

e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii) a) The inventory has been physically verified by the management during the year except for inventories lying with third parties. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. No discrepancies of 10% or more in aggregate for each class of inventory have been noticed on such physical verification. Inventories lying with third parties have been confirmed by them as at March 31, 2023 and no discrepancies of 10% or more in aggregate for each class of inventory were noticed in respect of such confirmations.

b) As disclosed in note 19b to the standalone financial statements, the Company has been sanctioned working capital limits in excess of five hundred Lakhs in aggregate from banks and financial institutions during the year on the basis of security of current assets of the Company. Based on the record examined by us in the normal course of audit of the standalone financial statements, the quarterly returns/statements filed by the Company with such banks are in agreement with the unaudited books of accounts of the Company.

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE (Contd.)

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

(₹ In Lakhs)

	Guarantees	Loans
Aggregate amount granted/ provided during the year		
- Subsidiaries	25,000.00	800.00
- Others	-	164.64
Balance outstanding as at balance sheet date in respect of above cases*		
- Subsidiaries	25,000.00	1,461.21
- Others	-	96.17

* Represents balance of parties in respect of which any transaction was done during the year.

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

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

c) The Company has granted loans and advances in the nature of loans to companies and other parties where the schedule of repayment of principal and payment of interest has been stipulated and the repayment or receipts are regular.

d) There are no amounts of loans or advances in the nature of loans granted to companies, firms, Limited Liability Partnerships or any other parties which are overdue for more than ninety days.

e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to any companies and other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

iv) Loans, investments, guarantees, and security in respect of which provisions of Sections 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company.

v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of Sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Companies Act, 2013, related to the manufacture of Automobiles components, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

vii) a) Undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of custom, value added tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed dues in respect of goods and services tax, provident fund, employees' state insurance, income-tax, duty of custom, value added tax, cess and other statutory dues which were outstanding, at the year end, for a period of more than six months from the date they became payable.

ANNEXURE 1 REFERRED TO IN PARAGRAPH UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE (Contd.)

b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, duty of custom, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of Dues	Amount involved (₹ in Lakhs)	Amount paid under protest (₹ in Lakhs)	Period to which amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Demand of income tax on account of certain disallowances	1,033.28	193.08	Assessment year 2018-19	Commissioner of Income Tax (Appeals)
Custom Act, 1962	Disallowance of Duty Drawback claims	19.24	0.52	Financial Year 2019-20	Assistant Commissioner of Custom
Employee State Insurance Act, 1948	Demand from Employee State Insurance Department	0.90	-	Financial Year 2016-17	Gurugram District Court
Central Excise Act, 1944	Demand of Excise Duty	32.14	-	Financial Year 2014-15 to 2017-18	Deputy/Assistant Commissioner of CGST

viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

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

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

c) Term loans were applied for the purpose for which the loans were obtained.

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

e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. The Company does not have any associate or joint venture.

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

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

b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

xi) a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.

b) During the year, no report under Sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by cost auditor/secretarial auditor or by us in Form ADT –4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

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

xii) a) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) of the Order is not applicable to the Company.

xii) b) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(b) of the Order is not applicable to the Company.

ANNEXURE 1 REFERRED TO IN PARAGRAPH UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE (Contd.)

xii) c) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(c) of the Order is not applicable to the Company.

xiii) Transactions with the related parties are in compliance with Sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.

xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.

xiv) (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

xvi) a) The provisions of Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

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

xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

xix) On the basis of the financial ratios disclosed in note 52 to the standalone financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 34 to the standalone financial statements.

xx) (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 34 to the standalone financial statements.

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

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 23501753BGXRWD4314

Place of Signature: Gurugram
Date: May 30, 2023

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF LUMAX AUTO TECHNOLOGIES LIMITED

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls with reference to standalone financial statements of Lumax Auto Technologies Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these standalone financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THESE STANDALONE FINANCIAL STATEMENTS

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF LUMAX AUTO TECHNOLOGIES LIMTED (Contd.)

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

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

OPINION

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

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

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 23501753BGXRWD4314

Place of Signature: Gurugram
Date: May 30, 2023

STANDALONE BALANCE SHEET
AS AT MARCH 31, 2023

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

		Notes	As at March 31, 2023	As at March 31, 2022 Restated*
ASSETS				
I.	**Non-current assets**			
	Property, plant and equipment	3 (a)	23,926.19	20,619.59
	Capital work in progress	3 (b)	220.01	920.08
	Intangible assets	4	68.61	121.17
	Right-to-use assets	5	2,779.66	2,931.15
	Investment property	6	1,670.41	1,728.73
	Investment in subsidiaries	7	26,873.91	7,795.38
	Income tax assets (net)	8 (a)	689.37	608.30
	Financial assets			
	- Investments	9	10,428.50	5,301.46
	- Loans	10	311.47	291.50
	- Other financial assets	11	1,262.66	1,075.14
	Other non-current assets	12	725.62	1,379.27
	Total non-current assets	**(I)**	**68,956.41**	**42,771.77**
II.	**Current assets**			
	Inventories	13	5,006.85	6,296.61
	Financial assets			
	- Investments	9	9,666.48	6,897.44
	- Loans	10	1,245.91	495.96
	- Trade receivables	14	19,940.66	20,828.25
	- Cash and cash equivalents	15	571.89	752.86
	- Other bank balances	16	5,230.47	7,857.04
	- Other financial assets	11	144.26	199.37
	Other current assets	12	2,218.08	2,676.53
	Total current assets	**(II)**	**44,024.60**	**46,004.06**
	Total assets	**(I+II)**	**1,12,981.01**	**88,775.83**
EQUITY AND LIABILITIES				
I.	**Equity**			
	Equity share capital	17	1,363.15	1,363.15
	Other equity	18	56,913.48	46,959.16
	Total equity	**(I)**	**58,276.63**	**48,322.31**
	Liabilities			
II.	**Non-current liabilities**			
	Financial liabilities			
	-Borrowings	19	12,288.41	23.36
	- Lease liability	20	2,255.73	2,319.67
	Employee benefit liabilities	21	-	17.26
	Deferred tax liabilities (net)	22	1,259.46	1,102.24
	Total non-current liabilities	**(II)**	**15,803.60**	**3,462.53**
III.	**Current liabilities**			
	Financial liabilities			
	- Borrowings	19	13,565.16	9,520.66
	- Lease liability	20	407.92	415.30
	- Trade payables	24		
	- total outstanding dues of micro and small enterprises		2,404.34	2,279.42
	- total outstanding dues of creditors other than micro and small enterprises		13,895.20	15,415.15
	- Other financial liabilities	25	3,277.25	2,412.64
	Employee benefit liabilities	21	1,714.97	1,582.95
	Other current liabilities	23	3,635.94	5,335.41
	Current tax liabilities (net)	8 (b)	-	29.46
	Total current liabilities	**(III)**	**38,900.78**	**36,990.99**
	Total liabilities	**(II+III)**	**54,704.38**	**40,453.52**
	Total equity and liabilities	**(I+II+III)**	**1,12,981.01**	**88,775.83**

Summary of significant accounting policies 2.2

The accompanying notes form an integral part of these standalone financial statements

*On account of merger as per Ind AS 103 (refer note 54)

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 30, 2023

DK JAIN GROUP

STANDALONE STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2023

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

		Notes	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022 Restated*
	Income			
I	Revenue from contracts with customers	26	1,32,174.10	1,19,637.71
II	Other income	27	3,368.10	2,144.09
III	**Total income (I+II)**		**1,35,542.20**	**1,21,781.80**
	Expenses			
	Cost of raw materials and components consumed	28	62,317.50	62,493.31
	Cost of moulds consumed	29	3,174.23	604.82
	Purchases of traded goods	28 (a)	25,935.69	21,282.11
	Decrease/ (increase) in inventories of finished goods, work-in-progress and traded goods	30	324.27	(259.53)
	Employee benefits expense	31	13,460.48	11,830.99
	Finance costs	32	1,122.95	668.35
	Depreciation and amortization expense	33	3,089.84	2,720.04
	Other expenses	34	16,249.74	14,898.68
IV	**Total expenses**		**1,25,674.70**	**1,14,238.77**
V	**Profit before exceptional items and tax (III-IV)**		**9,867.50**	**7,543.03**
VI	Exceptional Item	35	880.00	175.05
VII	**Profit before tax (V-VI)**		**8,987.50**	**7,367.98**
	Tax expense:			
	Current tax	22	1,541.69	1,931.38
	Adjustment of tax relating to earlier years	22	12.03	(28.08)
	Deferred tax charge/ (credit)	22	81.74	(16.43)
VIII	**Total tax expense**		**1,635.46**	**1,886.87**
IX	**Profit for the year (VII-VIII)**		**7,352.04**	**5,481.11**
	Other comprehensive income (net of tax)			
	Other comprehensive income not to be reclassified to profit or loss in subsequent period			
	Re-measurement gain on defined benefit plans	36	58.80	6.24
	Income tax effect	36	(14.80)	(1.58)
	Gain/ (loss) on FVTOCI financial assets	36	5,004.48	(3,638.68)
	Income tax effect	36	(60.68)	26.21
X	**Other comprehensive income for the year (net of tax)**		**4,987.80**	**(3,607.81)**
XI	**Total comprehensive income for the year (net of tax) (IX+X)**		**12,339.84**	**1,873.30**
XII	**Earnings per share (per share of face value ₹ 2 each):**			
	-Basic and diluted (in ₹)	37	10.79	8.04

Summary of significant accounting policies 2.2

The accompanying notes form an integral part of these standalone financial statements

*On account of merger as per Ind AS 103 (refer note 54)

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 30, 2023

STANDALONE CASH FLOW STATEMENT
FOR THE YEAR ENDED MARCH 31, 2023

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

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022 Restated*
Cash Flow from Operating Activities		
Profit before tax	**8,987.50**	**7,367.98**
Non-cash adjustments:		
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortization expense	3,089.84	2,720.04
Profit on sale of Property, plant and equipment	(353.56)	(74.59)
Dividend Income	(475.08)	(323.91)
Liabilities/provisions no longer required, written back	(46.02)	(41.25)
Upfront fees on long term borrowings	(580.08)	-
Provision for doubtful debts	-	1.98
Outstanding balances written off	11.05	0.15
Unrealized exchange loss/ (gain)	4.13	(0.58)
Provision for investment in subsidiary Company	1.46	22.65
Rent income	(674.41)	(610.92)
Interest income	(483.14)	(395.73)
Interest expenses	1,122.95	668.35
Gain on current investments	(536.09)	(157.27)
Operating profit before working capital changes	**10,068.55**	**9,176.90**
Movements in working capital :		
Decrease/ (increase) in trade receivables	883.64	(2,582.74)
(Increase)/ decrease in other financial assets	(225.73)	122.89
Decrease/ (increase) in other assets	447.40	(894.14)
Decrease/ (increase) in inventories	1,289.76	(1,538.11)
(Decrease)/ increase in trade payables	(1,349.18)	887.23
Increase in other financial liabilities	864.61	163.64
(Decrease)/ increase in other liabilities and provisions	(1,516.36)	1,771.46
Cash generated from operations	**10,462.69**	**7,107.13**
Direct taxes paid	(1,664.25)	(2,051.66)
Net cash generated from operating activities (A)	**8,798.44**	**5,055.47**
Cash Flow from Investing Activities		
Purchase of property, plant and equipment (including capital work in progress and capital advances)	(4,723.48)	(3,630.74)
Proceeds from sale of property, plant and equipment	590.36	472.76
Loan given to subsidiaries	(800.00)	-
Loan received back from subsidiaries	30.00	-
Dividend received	475.08	323.91
Investment in subsidiaries	(19,080.00)	(1,009.01)
Purchase of current investments (net)	(2,232.95)	(2,705.26)
Purchase of non current investments	(122.56)	-
Redemption of/ (investment in) bank deposits (net)	2,626.57	(1,588.22)
Rent received	674.41	610.92
Interest received	581.19	279.77
Net cash used in investing activities (B)	**(21,981.38)**	**(7,245.87)**

STANDALONE CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022 Restated*
Cash Flow from Financing Activities		
Proceeds from long term borrowings	13,021.65	10.42
Repayment of long term borrowings	(44.64)	-
Proceeds from short term borrowings (net)	3,912.62	5,763.66
Dividend paid	(2,385.52)	(2,044.73)
Interest paid	(1,021.22)	(666.44)
Payment of principal portion of lease liabilities	(480.92)	(331.69)
Net cash generated from financing activities (C)	**13,001.97**	**2,731.22**
Net (decrease)/ increase in cash and cash equivalents (A + B + C)	**(180.97)**	**540.82**
Cash and cash equivalents at the beginning of the year	752.86	212.04
Cash and cash equivalents at the end of the year	**571.89**	**752.86**
Non-cash investing activities		
Acquisition of Right-to-use assets	404.95	1,080.89
Components of cash and cash equivalents		
Cash on hand	4.32	4.58
Balance with banks		
- On current accounts	567.57	248.28
- Deposits with original maturity of 3 months or less	-	500.00
Total cash and cash equivalents (refer note 15)	**571.89**	**752.86**

Summary of significant accounting policies (refer note 2.2)

The accompanying notes form an integral part of these standalone financial statements

Refer note 16b for change in liabilities arising from financing activities.

*On account of merger as per Ind AS 103 (refer note 54)

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 30, 2023

STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2023

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

	Equity Share Capital (1)*	Other Equity						Total Equity (1+2)
		Retained Earnings	Capital Reserve	Securities Premium	General Reserve	FVTOCI Reserve	Total Reserves and Surplus (2)	
As at April 01, 2021	**1,363.15**	**33,906.56**	**369.46**	**4,528.55**	**2,029.58**	**6,613.90**	**47,448.05**	**48,811.20**
Add: Adjustment on account of merger (refer note 54)	-	(349.55)	32.05	-	-	0.04	(317.46)	(317.46)
Opening balance after merger adjustment as at April 01, 2021	**1,363.15**	**33,557.01**	**401.51**	**4,528.55**	**2,029.58**	**6,613.94**	**47,130.59**	**48,493.74**
Add: Profit for the year	-	5,481.11	-	-	-	-	5,481.11	5,481.11
Add: Other comprehensive income for the year (net of tax)	-	4.66	-	-	-	(3,612.47)	(3,607.81)	(3,607.81)
Less: Dividend paid	-	2,044.73	-	-	-	-	2,044.73	2,044.73
As at March 31, 2022 (Restated)**	**1,363.15**	**36,998.05**	**401.51**	**4,528.55**	**2,029.58**	**3,001.47**	**46,959.16**	**48,322.31**
Add: Profit for the year	-	7,352.04	-	-	-	-	7,352.04	7,352.04
Add: Other comprehensive income for the year (net of tax)	-	44.00	-	-	-	4,943.80	4,987.80	4,987.80
Less: Dividend paid	-	2,385.52	-	-	-	-	2,385.52	2,385.52
As at March 31, 2023	**1,363.15**	**42,008.57**	**401.51**	**4,528.55**	**2,029.58**	**7,945.27**	**56,913.48**	**58,276.63**

Summary of significant accounting policies (refer note 2.2)

The accompanying notes form an integral part of these standalone financial statements

*6,81,57,705 (March 31, 2022: 6,81,57,705) equity shares of ₹ 2 each fully paid up

**On account of merger as per Ind AS 103 (refer note 54)

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 30, 2023

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

1. CORPORATE INFORMATION

Lumax Auto Technologies Limited ("the Company") is a Public Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognized stock exchanges in India. The registered office of the Company is located 2nd Floor, Harbans Bhawan-II, Commercial Complex, Nangal Raya, New Delhi- 110046.

The Company is principally engaged in the manufacturing of automotive components. Information on other related party relationships of the Company is provided in Note 41.

The financial statements were authorized for issue in accordance with a resolution of the directors on May 30, 2023.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the financial statement.

The financial statements have been prepared on a historical cost basis, except for the certain financial assets and liabilities which have been measured at fair value or revalued amount (refer accounting policy regarding financial instruments).

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

The Financial Statements are presented in Indian Rupees (₹) and all values are rounded to the nearest Lakhs (₹ 00,000), except wherever otherwise stated.

2.2 Summary of significant accounting policies

A. Investment in subsidiaries and Joint Venture

The investment in subsidiary and Joint venture are carried at cost as per Ind AS 27. The Company regardless of the nature of its involvement with an entity (the investee), determines whether it is a parent by assessing whether it controls the investee. The Company controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Thus, the Company controls an investee if and only if it has all the following:

(a) power over the investee;

(b) exposure, or rights, to variable returns from its involvement with the investee; and

(c) the ability to use its power over the investee to affect the amount of the returns.

Investments are accounted in accordance with Ind AS 105 when they are classified as held for sale. On disposal of investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

B. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

Assets

An asset is treated as current when it is:

a) Expected to be realized or intended to be sold or consumed in normal operating cycle

b) Held primarily for the purpose of trading

c) Expected to be realized within twelve months after the reporting period, or

d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

Liabilities

A liability is current when:

(a) It is expected to be settled in normal operating cycle

(b) It is held primarily for the purpose of trading

(c) It is due to be settled within twelve months after the reporting period, or

(d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

Operating cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

C. Foreign currencies

Functional and presentational currency

The Company's financial statements are presented in Indian Rupees (₹) which is also the Company's functional currency. Functional currency is the currency of the primary economic environment in which a Company operates and is normally the currency in which the Company primarily generates and expends cash. All amounts have been rounded-off to the nearest Lakhs and two decimal thereof, unless otherwise stated.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Company initially recognizes the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Company determines the transaction date for each payment or receipt of advance consideration.

D. Property, plant and equipment

Capital work in progress, property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced at intervals, Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Items of stores and spares that meet the definition of plant, property and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognized.

Depreciation on property, plant and equipment

Depreciation is calculated on a straight-line basis over the estimated useful lives as estimated by the management which is in line with the Schedule II to the Companies Act, 2013. The Company has used the following useful lives to provide depreciation on its property, plant and equipment which is in line with schedule II:

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

Assets	Useful Lives estimated by the management (in years)
Factory Building	30
Other Building	30 to 60
Computers	3
Office equipments	5
Furniture and fixtures	10
Vehicles	5
Electrical Installation	10

The management has estimated, supported by independent assessment by professionals, the useful life of the following class of asset, which are higher/different than that indicated in Schedule II.

Assets	Useful Lives estimated by the management (in years)
Plant and equipment	8-21
Plant and equipment (Robots)	12
Moulds	9

Leasehold improvement are amortized on a straight line basis over the period of lease term.

The residual value of property, plant and equipment is considered at 2%.

Depreciation on additions/ (disposals) is provided on a pro-rata basis i.e. from / (upto) the date on which asset is ready for use/ (disposed of).

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at the end of each financial year and adjusted prospectively, if appropriate. In particular, the Company considers the impact of health, safety and environment legislation in its assessment of expected useful lives and estimated residual values.

E. Intangible assets

Recognition and measurement

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

Amortization and useful lives

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible assets may be impaired. The amortization period and amortization method of the intangible asset with a useful finite life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss unless such expenditure forms part of carrying value of another assets, as follows:

Intangible Assets	Estimated Useful Life (Years)
Computer Software	Over the estimated economic useful lives of 4 years
Technical Know-how	Over the period of Technical Assistance Agreement i.e. 8 years

An intangible asset is derecognized upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Gain or loss arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

F. Investment Property

Property that is held for long term rental yields or for capital appreciation or for both, and that is not occupied by the Company, is classified as investment property. Investment property is measured initially at its cost, including related transaction cost and where applicable borrowing costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. Subsequent expenditure is capitalized to assets carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. When significant parts of investment property are required to be replaced at intervals, the Company depreciates them separately based on their respective useful lives. All other repair and maintenance cost are expensed when incurred.

The Company depreciates building component of investment property over 30 years from the date of original purchase.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an external independent valuer applying a valuation model as per Ind AS 113 "Fair value measurement".

Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of recognition.

Investment properties are depreciated using straight line method over their estimated useful life.

Transfer of property from investment property to the property, plant and equipment is made when the property is no longer held for long term rental yields or for capital appreciation or both at carrying amount of the property transferred.

G. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

H. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognizes lease liabilities to make lease payments and right-to-use assets representing the right to use the underlying assets.

i. Right-to-use assets

The Company recognizes right-to-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-to-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-to-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-to-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Land & Building: 2-12 years

Solar Power: 15 years

Leasehold Land: 99 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-to-use assets are also subject to impairment. Refer to the accounting policies section 'Impairment of non-financial assets'.

ii. Lease Liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii. Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

I. Inventories

Inventories which comprise raw materials, components, work in progress, finished goods, traded goods, moulds and stores and spares are valued at the lower of cost and net realizable value.

The basis of determining costs for various categories of inventories is as follows:

- **Raw materials, components, stores and spares:** Cost of inventories comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted moving average basis.
- **Work-in-progress and finished goods:** Cost includes direct material plus appropriate share of labour, manufacturing overheads based on normal operating capacity. Cost is determined on a weighted moving average basis.
- **Traded goods:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on moving weighted average basis.
- **Moulds:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

Stores and spares which do not meet the definition of Property, plant and equipment are accounted as inventories.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

Scraps are valued at net realizable value.

The net realizable value of work-in-progress is determined with reference to the selling prices of related finished goods. Raw materials and other supplies held for use in production of finished goods are not written down below cost, except in cases where material prices have declined, and it is estimated that the cost of the finished goods will exceed its net realizable value. The comparison of cost and net realizable value is made on an item-by-item basis.

J. Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units' (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses on non-financial asset, including impairment on inventories, are recognized in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Intangible assets with indefinite useful lives are tested for impairment annually at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

K. Revenue from contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods before transferring them to the customer.

However, Goods and services tax (GST), is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

L. Sale of products

Revenue from sale of products (including tools) is recognized at the point in time when the product is delivered to the customer. The normal credit term is 30 to 120 days upon delivery.

Revenue is measured by the Company at the transaction price i.e. amount of consideration received/ receivable in exchange for transferring promised goods or services to the customers. In determining the transaction price for the sale of products, the Company considers the effects of

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

variable consideration including price adjustments to be passed on to the customers based on various parameters like negotiation based on savings on material and other factors. Accordingly, revenue for the current year is net of price differences.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods, the Company allocated a portion of the transaction price to goods bases on its relative standalone prices and also considers the following:

Schemes

The Company operates several sales incentive programmes wherein the customers are eligible for several benefits on achievement of underlying conditions as prescribed in the scheme programme such as discounts. Revenue from contracts with customers is presented deducting cost of all these schemes.

M. Sale of services

Revenue from sale of services is recognized in accordance with the terms of contract when the services are rendered and the related costs are incurred.

Contract balances

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

Trade receivables

A receivable represents the 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). Refer to accounting policies of financial assets in section financial instruments – initial recognition and measurement.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Company performs under the contract.

N. Interest Income

For all debt instruments measured at amortized cost or at fair value through other comprehensive income, interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instruments or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected estimated cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit loss. Interest income is included under the head "other income" in the statement of profit and loss.

Interest income on bank deposits and advances to vendors is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

O. Dividend Income

Dividend is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

P. Rental Income

Rental income arising from operating leases are accounted for on a straight-line basis over the lease terms and is included under the head "other income" in the statement of profit & loss.

Q. Government grants

Government grants are recognized where there is reasonable assurance that the grant will be received and all the attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual installments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as government grant. The loan or assistance is initially recognized and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

R. Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

The Company operates defined benefit plans for its employees, viz., gratuity. The costs of providing benefits under these plans are determined on the basis of actuarial valuation at each year-end. Separate actuarial valuation is carried out for each plan using the projected unit credit method. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purpose. Such long term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. The Company presents the leave as a current liability in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where the Company has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:

a) The date of the plan amendment or curtailment; and

b) The date that the Company recognizes related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognizes the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

a) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and

b) Net interest expense or income.

S. Provisions

General

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Onerous contracts

If the Company has a contract that is onerous, the present obligation under the contract is recognized and measured as a provision. However, before a separate provision for an onerous contract is established, the Company recognizes any impairment loss that has occurred on assets dedicated to that contract.

An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Company cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it. The cost of fulfilling a contract comprises the costs that relate directly to the contract (i.e., both incremental costs and an allocation of costs directly related to contract activities).

T. Taxes

Current income tax

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

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes.

U. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

V. Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to the shareholders of the Company by the weighted average number of equity shares outstanding as at the end of reporting period.

Diluted EPS amounts are calculated by dividing the profit attributable to the shareholders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

W. Contingent liabilities and contingent assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent assets are only disclosed when it is probable that the economic benefits will flow to the entity.

X. Dividend

The Company recognizes a liability to make cash dividend to equity holders of the Company when the distribution is authorized and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

Y. Assets held for sale

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale of the asset to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset,
- An active program to locate a buyer and complete the plan has been initiated,
- The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale to owners and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale to owners are not depreciated or amortized.

Z. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(a) In the principal market for the asset or liability, or

(b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

External valuers are involved for valuation of significant assets and significant liabilities, if any.

At each reporting date, the management analyzes the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents, if any.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Quantitative disclosure of fair value measurement hierarchy
- Investment properties
- Financial instruments (including those carried at amortized cost).

AA. Financial instruments

A financial instrument is a contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity.

Financial Assets

Initial recognition and measurement

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

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section 'Revenue from contracts with customers'.

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

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortized cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortized cost;
- Debt instruments at fair value through other comprehensive income (FVTOCI);
- Debt instruments, derivatives and equity instruments at fair value through profit and loss (FVTPL); and
- Equity instruments measured at fair value through other comprehensive income (FVTOCI).

Debt instruments at amortized cost

A debt instrument is measured at the amortized cost if both the following conditions are met

(i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows and

(ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding

After initial measurement, such financial assets are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The accretion of EIR is recorded as an income or expense in statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss. This category generally applies to trade and other receivables.

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Debt Instruments at fair value through OCI (FVTOCI)

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

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognized in the profit or loss and computed in the same manner as for financial assets measured at amortized cost. The remaining fair value changes are recognized in OCI. Upon derecognition, the cumulative fair value changes recognized in OCI is reclassified from the equity to profit or loss.

The Company's debt instruments at fair value through OCI includes investments in quoted debt instruments included under other non-current financial assets.

Financial assets at fair value through profit or loss

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

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

Equity investments at fair value through OCI (FVTOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading or/and contingent consideration recognized by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

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

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

De-recognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognized (i.e. removed from the Company's Balance Sheet) when:

(i) The contractual rights to receive cash flows from the asset has expired, or

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial Liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, lease liabilities, loans and borrowings etc.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit and loss (FVTPL); and
- Financial liabilities at amortized cost.

Financial liabilities at fair value through profit or loss

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

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

Gains or losses on liabilities held for trading are recognized in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

Financial liabilities at Amortized cost

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in the profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

De-recognition

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

Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company senior management determines change

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

AB. Impairment of financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Financial assets that are debt instruments, and are initially measured at fair value with subsequent measurement at amortized cost e.g., trade and other receivables, security deposits, loan to employees, etc.

The Company follows 'simplified approach' for recognition of impairment loss allowance for trade receivables.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as an expense in the statement of profit and loss.

AC. Business Combination

Business Combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Company elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognized at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefit is not probable.

Business Combinations involving entities or businesses in which all the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, and where that control is not transitory is accounted using the pooling of interests method as enumerated below:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values or recognize any new assets or liabilities. The only adjustments that are made are to harmonize accounting policies.
- The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information shall be restated only from that date.
- The identity of the reserves shall be preserved and shall appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor.

2.3 New and amended standards

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standard) Amendment Rules 2022 dated March 23, 2022, to amend the following Ind AS which are effective from April 01, 2022:

(i) Ind AS 103 – Reference to Conceptual Framework

The amendments replaced the reference to the ICAI's "Framework for the Preparation and Presentation of Financial Statements under Indian Accounting Standards" with the reference to the "Conceptual Framework for Financial Reporting under Indian Accounting Standard" without significantly changing its requirements.

The amendments also added an exception to the recognition principle of Ind AS 103 Business Combinations to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets or Appendix C, Levies, of Ind AS 37, if incurred separately. The exception requires entities to apply the criteria in Ind AS 37 or Appendix C, Levies, of Ind AS 37, respectively, instead of the Conceptual Framework, to determine whether a present obligation exists at the acquisition date.

The amendments also add a new paragraph to IFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

These amendments had no impact on the financial statements of the Company as there were no contingent assets, liabilities or contingent liabilities within the scope of these amendments that arose during the period.

(ii) Ind AS 16 – Property, Plant and Equipment: Proceeds before intended use

The amendments modified paragraph 17(e) of Ind AS 16 to clarify that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognized in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

The amendments are effective for annual reporting periods beginning on or after April 01, 2022. These amendments had no impact on the financial statements of the Company as there were no sales of such items produced by property, plant and equipment made available for use on or after the beginning of the earliest period presented.

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

An onerous contract is a contract under which the unavoidable of meeting the obligations under the contract costs (i.e., the costs that the Company cannot avoid because it has the contract) exceed the economic benefits expected to be received under it.

The amendments specify that when assessing whether a contract is onerous or loss-making, an entity needs to include costs that relate directly to a contract to provide goods or services including both incremental costs (e.g., the costs of direct labour and materials) and an allocation of costs directly related to contract activities (e.g., depreciation of equipment used to fulfil the contract and costs of contract management and supervision). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

These amendments had no impact on the financial statements of the Company as there were no onerous contracts entered during the period.

(iv) Ind AS 109 – Fees in the '10 per cent' test for derecognition of financial liabilities

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

These amendments had no impact on the financial statements of the Company as there were no modifications of the Company's financial instruments during the period.

v) Ind AS 41 Agriculture - Taxation in fair value measurements

The amendment removes the requirement in paragraph 22 of Ind AS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of Ind AS 41.

The amendments are effective for annual reporting periods beginning on or after April 01, 2022. The amendments had no impact on the financial statements of the Company as it did not have assets in scope of IAS 41 as at the reporting date.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

2.4 Standards notified but not yet effective

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated March 31, 2023 to amend the following Ind AS which are effective from April 01, 2023.

(i) Definition of Accounting Estimates - Amendments to Ind AS 8

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

The amendments are effective for annual reporting periods beginning on or after April 01, 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period.

The amendments are not expected to have a material impact on the Company's financial statements.

(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments to Ind AS 1 are applicable for annual periods beginning on or after April 01, 2023. Consequential amendments have been made in Ind AS 107.

The Company is currently revisiting their accounting policy information disclosures to ensure consistency with the amended requirements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments to Ind AS 12 narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The amendments should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability should also be recognized for all deductible and taxable temporary differences associated with leases and decommissioning obligations. Consequential amendments have been made in Ind AS 101.

The amendments to Ind AS 12 are applicable for annual periods beginning on or after April 01, 2023. The Company is currently assessing the impact of the amendments.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

3. PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK IN PROGRESS

3(a) Property, plant and equipment

The details of property, plant and equipment (net):

	As at March 31, 2023	As at March 31, 2022
Freehold Land	793.87	793.87
Buildings	5,452.28	4,731.03
Leasehold Improvement	309.43	332.87
Plant and Equipment	16,244.15	14,155.97
Furniture and Fixtures	361.26	353.58
Office Equipments	60.91	59.55
Vehicles	596.59	128.36
Computers	107.70	64.36
Total	**23,926.19**	**20,619.59**

3(b) Capital work in progress

The details of capital work in progress:

	As at March 31, 2023	As at March 31, 2022
Capital work in progress	220.01	920.08
Total	**220.01**	**920.08**

Capital work in progress (CWIP) 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
Projects in progress	220.01	-	-	-	220.01
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2022

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	872.61	47.47	-	-	920.08
Projects temporarily suspended	-	-	-	-	-

The projects in progress are not overdue in terms of time and cost from their original approved plan.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

3.1 Property, plant and equipment

	Freehold land	Buildings	Leasehold improvement	Plant and equipment	Furniture and fixtures	Office equipments	Vehicles	Computers	Total	CWIP
Gross Block										
As at April 01, 2021	793.87	6,880.29	89.37	28,075.43	541.55	403.01	751.82	475.25	38,010.59	868.25
Adjustment on account of merger (refer note 54)	-	-	-	543.35	25.30	6.86	-	10.76	586.27	-
Additions	-	47.48	295.64	1,983.33	98.55	20.11	61.41	43.93	2,550.45	2,602.28
Disposals	-	-	-	(83.91)	(0.31)	(0.08)	(42.76)	(0.52)	(127.58)	(2,550.45)
As at March 31, 2022	**793.87**	**6,927.77**	**385.01**	**30,518.20**	**665.09**	**429.90**	**770.47**	**529.42**	**41,019.73**	**920.08**
Additions	-	969.79	62.29	4,266.64	66.90	25.74	543.41	78.00	6,012.77	5,312.70
Disposals	-	(138.35)	(6.89)	(1,302.79)	(40.12)	(9.72)	(53.82)	(20.51)	(1,572.20)	(6,012.77)
As at March 31, 2023	**793.87**	**7,759.21**	**440.41**	**33,482.05**	**691.87**	**445.92**	**1,260.06**	**586.91**	**45,460.30**	**220.01**
Accumulated depreciation										
As at April 01, 2021	-	1,988.83	22.17	14,487.35	243.73	336.90	615.81	425.28	18,120.07	-
Adjustment on account of merger (refer note 54)	-	-	-	153.62	23.19	6.28	-	8.83	191.92	-
Charge for the year	-	207.91	29.97	1,769.80	44.90	27.25	63.90	31.06	2,174.79	-
Disposal	-	-	-	(48.54)	(0.31)	(0.08)	(37.60)	(0.11)	(86.64)	-
As at March 31, 2022	**-**	**2,196.74**	**52.14**	**16,362.23**	**311.51**	**370.35**	**642.11**	**465.06**	**20,400.14**	**-**
Charge for the year	-	213.48	81.42	2,000.72	50.86	24.21	68.66	34.42	2,473.77	-
Disposal	-	(103.29)	(2.58)	(1,125.05)	(31.76)	(9.55)	(47.30)	(20.27)	(1,339.80)	-
As at March 31, 2023	**-**	**2,306.93**	**130.98**	**17,237.90**	**330.61**	**385.01**	**663.47**	**479.21**	**21,534.11**	**-**
Net Block										
As at March 31, 2023	**793.87**	**5,452.28**	**309.43**	**16,244.15**	**361.26**	**60.91**	**596.59**	**107.70**	**23,926.19**	**220.01**
As at March 31, 2022	**793.87**	**4,731.03**	**332.87**	**14,155.97**	**353.58**	**59.55**	**128.36**	**64.36**	**20,619.59**	**920.08**

a) On transition to Ind AS (i.e. April 01, 2016), the Company has elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.

b) Refer note 19 for information on property, plant and equipment pledged as security for borrowings by the Company.

c) Refer note 40a for disclosure of contractual commitment for the acquisition of property, plant and equipment.

d) Refer note 5A for property, plant and equipment not held in the name of Company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

4. INTANGIBLE ASSETS

a) Details of intangible assets:

	As at March 31, 2023	As at March 31, 2022
Computer software	68.61	121.17
Technical know-how	-	-
Total	**68.61**	**121.17**

b) Disclosures regarding gross block of intangible assets, accumulated amortization and net block:

	Computer software	Technical know-how	Total
Gross block			
As at April 01, 2021	593.70	57.84	651.54
Adjustment on account of merger (refer note 54)	1.67	-	1.67
Additions	13.36	-	13.36
Disposals	(3.06)	-	(3.06)
As at March 31, 2022	**605.67**	**57.84**	**663.51**
Additions	4.50	-	4.50
Disposals	(4.52)	-	(4.52)
As at March 31, 2023	**605.65**	**57.84**	**663.49**
Accumulated amortization			
As at April 01, 2021	424.82	57.84	482.66
Adjustment on account of merger (refer note 54)	1.67	-	1.67
Charge for the year	61.07	-	61.07
Disposals	(3.06)	-	(3.06)
As at March 31, 2022	**484.50**	**57.84**	**542.34**
Charge for the year	57.06	-	57.06
Disposals	(4.52)	-	(4.52)
As at March 31, 2023	**537.04**	**57.84**	**594.88**
Net book value			
As at March 31, 2023	**68.61**	**-**	**68.61**
As at March 31, 2022	**121.17**	**-**	**121.17**

5. RIGHT-TO-USE ASSETS

(i) Details of Right-to-use assets:

	As at March 31, 2023	As at March 31, 2022
Land	461.00	471.47
Solar power plant	423.94	237.11
Building	1,894.72	2,222.57
Total	**2,779.66**	**2,931.15**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(ii) Set out below are the carrying amounts of right-to-use assets recognized and the movements during the year:

	Land	Solar Power Plant	Buildings	Total
Gross block				
As at April 01, 2021	546.52	290.59	2,152.92	2,990.03
Additions	-	-	1,080.89	1,080.89
Disposals	-	-	-	-
As at March 31, 2022	**546.52**	**290.59**	**3,233.81**	**4,070.92**
Additions	-	211.57	193.38	404.95
Disposals	(5.27)	-	(333.54)	(338.81)
As at March 31, 2023	**541.25**	**502.16**	**3,093.65**	**4,137.06**
Accumulated Depreciation				
As at April 01, 2021	68.96	32.37	611.67	713.00
Amortization charge for the year	6.09	21.11	399.57	426.77
Disposals	-	-	-	-
As at March 31, 2022	**75.05**	**53.48**	**1,011.24**	**1,139.77**
Amortization charge for the year	6.05	24.74	469.90	500.69
Disposals	(0.85)	-	(282.21)	(283.06)
As at March 31, 2023	**80.25**	**78.22**	**1,198.93**	**1,357.40**
Net book value				
As at March 31, 2023	**461.00**	**423.94**	**1,894.72**	**2,779.66**
As at March 31, 2022	**471.47**	**237.11**	**2,222.57**	**2,931.15**

(iii) The following is the carrying value of lease liability and movement thereof during the year:

	Solar Power Plant	Buildings	Total
As at April 01, 2021	263.43	1,756.56	2,019.99
Additions	-	1,044.09	1,044.09
Finance cost accrued during the year	6.06	174.21	180.27
Payment of lease liabilities	(23.76)	(485.62)	(509.38)
As at March 31, 2022	**245.73**	**2,489.24**	**2,734.97**
Additions	211.57	191.26	402.83
Finance cost accrued during the year	12.31	184.12	196.43
Disposals	-	(74.83)	(74.83)
Payment of lease liabilities	(32.21)	(563.54)	(595.75)
As at March 31, 2023	**437.40**	**2,226.25**	**2,663.65**
Current	**45.55**	**362.37**	**407.92**
Non-current	**391.85**	**1,863.88**	**2,255.73**
As at March 31, 2022			
Current	**18.17**	**397.13**	**415.30**
Non-current	**227.56**	**2,092.11**	**2,319.67**

(iv) The Company has applied weighted average incremental borrowing rate to lease liabilities.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(v) The following are the amounts recognized in profit or loss:

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Depreciation expense of right-to-use assets	500.69	426.77
Interest expense on lease liabilities	196.43	180.27
Expense relating to short-term leases (included in other expenses)	222.57	219.54
Total amount recognized in profit or loss	**919.69**	**826.58**

(vi) The Company had total cash outflows for leases of ₹ 595.75 Lakhs for the year ended March 31, 2023 (March 31, 2022 ₹ 509.38 Lakhs).

(vii) Extension and termination options : Extension and termination options are included in property lease agreements. These are used to maximize operational flexibility in terms of managing the assets used in the Company's operations. Extension and termination options held are exercisable only by the Company and not by the lessor.

(viii) The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

(ix) Refer note 47C for maturity analysis of contractual undiscounted cashflows in respect of lease recognized under Ind AS 116.

5A Details of the title deeds which are not held in the name of the Company

Relevant line item in the Balance sheet	Property, plant and equipment	Right-to-use assets	Right-to-use assets
Description of item of property	Land	Land	Land
Gross carrying value (₹ in Lakhs)	274.07	192.00	229.90
Title deeds held in the name of	Lumax DK Auto Industries Limited	Lumax DK Auto Industries Limited	Lumax DK Auto Industries Limited
Whether promoter, director or their relative or employee	No	No	No
Property held since which date	November 07, 2007	May 15, 2006	November 19, 2011

During the year ended March 31, 2020, the Subsidiary Company "Lumax DK Auto Industries Limited" was merged with the Company and the Company is in the process of getting the title transferred in its name.

6. INVESTMENT PROPERTY

	Freehold Land	Buildings	Total
Gross block			
As at April 01, 2021	594.63	1,694.95	2,289.58
Additions	-	27.63	27.63
As at March 31, 2022	**594.63**	**1,722.58**	**2,317.21**
Additions	-	-	-
As at March 31, 2023	**594.63**	**1,722.58**	**2,317.21**
Accumulated depreciation and impairments			
As at April 01, 2021	-	531.07	531.07
Depreciation Charge for the year	-	57.41	57.41
As at March 31, 2022	**-**	**588.48**	**588.48**
Depreciation Charge for the year	-	58.32	58.32
As at March 31, 2023	**-**	**646.80**	**646.80**
Net Block			
As at March 31, 2023	**594.63**	**1,075.78**	**1,670.41**
As at March 31, 2022	**594.63**	**1,134.10**	**1,728.73**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

Fair Value of Investment Property

As at April 01, 2021	**4,469.19**
Increase in fair value of investment property	509.10
As at March 31, 2022	**4,978.29**
Increase in fair value of investment property	562.18
As at March 31, 2023	**5,540.47**

i) Amount recognized in statement of profit and loss from investment property

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Rental Income	608.77	549.53
Direct operating expenses (including repairs and maintenance) arising from property that generated rental income	-	-
Profit arising from Investment property before depreciation and indirect expenses	**608.77**	**549.53**
Depreciation	58.32	57.41
Profit arising from Investment properties before indirect expenses	**550.45**	**492.12**

ii) Contractual obligations

There are no contractual obligations to purchase, construct or develop investment property.

iii) Estimation of Fair Value

Fair value investment property is ascertained on the basis of market rates as determined by the independent registered valuer.

iv) Description of valuation techniques used and key inputs to valuation on investment properties:

	Valuation Technique
Land and Building situated at Plot No. 69, Bidadi Industrial area, 2nd Phase, Sector-2, Parts of 32, 56-59, Bidadi Hobli, Ramanagara Taluka, District Ramanagara, Bengaluru, Karnataka - 562109. Land Area - 15,484 sq. mt. Land Value - ₹ 1,858.08 Lakhs Building built up area - 7,132.15 sq. mt. Building Value - ₹ 1,394.89 Lakhs Valuer Name: Shivam Shrivastava (IBBI Registered Valuer & Chartered Engineer)	Market Rate
Land and Building situated at Plot No. 164, Sector-5, IMT Manesar Gurgaon-122050, Haryana. Land Area - 5,400 sq. mt. Land Value - ₹ 1,825.20 Lakhs Building built up area - 2,775 sq. mt. Building Value - ₹ 462.30 Lakhs Valuer Name: Shivam Shrivastava (IBBI Registered Valuer & Chartered Engineer)	Market Rate

The valuation has been taken considering values arrived using the following methodologies:

(a) Current replacement cost method, which comprises of net amount of money that is required to replace an asset with a similar one in the current market; and

(b) Sales comparable method, which compares the price or price per unit area of similar properties being sold in the marketplace.

Further, inputs used in the above valuation models are as under:

(i) Market rates/ marketability of the Land in the vicinity.

(ii) Recent property deals/transactions.

(iii) Negotiation skills of the buyer/seller.

(iv) Demand and supply of properties.

(v) Locality, neighbourhood, civic amenities, its connectivity to major centres, etc.

(vi) Shape, size, prominence, plot area, topography, etc.

(vii) Need/ urgency of the seller to sell the said property.

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

7. INVESTMENT IN SUBSIDIARIES

	As at March 31, 2023	As at March 31, 2022
- Equity share at cost		
Lumax Mannoh Allied Technologies Limited 19,14,284 (As at March 31, 2022 - 19,14,284) equity shares of ₹ 10 each fully paid up	2.51	2.51
Lumax Integrated Ventures Private Limited 8,54,000 (As at March 31, 2022 - 8,54,000) equity shares of ₹ 10 each fully paid up*	85.89	85.89
Lumax Management Services Private Limited 11,25,000 (As at March 31, 2022 - 11,25,000) equity shares of ₹ 10 each fully paid up	4,494.81	4,494.81
Lumax Cornaglia Auto Technologies Private Limited 34,18,787 (As at March 31, 2022 - 34,18,787) equity shares of ₹ 10 each fully paid up	840.71	840.71
Lumax JOPP Allied Technologies Private Limited 45,55,000 (As at March 31, 2022 - 32,55,000) equity shares of ₹ 10 each fully paid up	455.50	325.50
Lumax Yokowo Technologies Private Limited 67,50,000 (As at March 31, 2022 - 22,50,000) equity shares of ₹ 10 each fully paid up	675.00	225.00
Lumax Alps Alpine India Private Limited 60,50,000 (As at March 31, 2022 - 60,50,000) equity shares of ₹ 10 each fully paid up	605.00	605.00
Lumax FAE Technologies Private Limited 1,00,90,000 (As at March 31, 2022 - 1,00,90,000) equity shares of ₹ 10 each fully paid up	1,009.00	1,009.00
Lumax Ituran Telematics Private Limited (refer note 50) 22,96,001 (As at March 31, 2022 - 22,96,001) equity shares of ₹ 10 each fully paid up	229.60	229.60
Gross investment	**8,398.02**	**7,818.02**
Less: Impairment allowance*	(24.11)	(22.64)
Total (A)	**8,373.91**	**7,795.38**
- Optionally Convertible Redeemable Debentures (at cost)		
Lumax Integrated Ventures Private Limited 18,50,00,000 (As at March 31, 2022 - Nil) 0.01% Optionally Convertible Redeemable Debentures of ₹ 10 each fully paid up**	18,500.00	-
Total (B)	**18,500.00**	**-**
Total (A+B)	**26,873.91**	**7,795.38**
Aggregate value of unquoted investments	**26,873.91**	**7,795.38**
Aggregate amount of impairment in value of investments*	**24.11**	**22.64**

*During the previous year, a Subsidiary Company of Lumax Integrated Ventures Private Limited (LIVE) was voluntarily strike off and during currnet year a Joint Venture Company of LIVE was under process of voluntary liquidation (liquidated before board meeting date) with National Company Law Tribunal (NCLT). Accordingly, the Investment made by LIVE in these Companies has been considered impaired of ₹ 24.11 Lakhs (March 31, 2022: ₹ 22.64 Lakhs)

**Optionally convertible redeemable debentures (OCRD) are convertible at the option of the issuer of the instrument and the coupon rate is 0.01%. At the expiry of 10 years, each OCRD shall be mandatorily converted i nto 1 equity share. However, LIVE (issuer) may, at any time prior to expiry of 10 years convert the OCRDs in the ratio of 1:1 (i.e. one (1) equity share for each OCRD issued by LIVE) or redeem the OCRDs at the fair market value or at par value, whichever is higher. The resulting shares upon conversion shall rank pari-passu in all respect with the existing equity shares. Accordingly, OCRDs has been classified as an equity instrument both in books of issuer and holder.

During the year, wholly-owned subsidiary company Lumax Mettalics Private Limited has been merged with the Company with appointed date as April 01, 2022 (Refer note 54). Accordingly, the investment in this subsidiary company and figures for the corresponding year have been restated.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

8(a) INCOME TAX ASSETS (NET)

	As at March 31, 2023	As at March 31, 2022
Non-current tax assets (net)	**689.37**	**608.30**

8(b) CURRENT TAX LIABILITIES (NET)

	As at March 31, 2023	As at March 31, 2022
Current tax liabilities (net)	**-**	**29.46**

9. INVESTMENTS

		As at March 31, 2023	As at March 31, 2022
A.	**Non-Current Investments***		
	Investments measured at fair value through other comprehensive income		
	Investments in equity instruments of other entities		
	Lumax Industries Limited (Quoted) 5,25,000 (As at March 31, 2022 - 5,25,000) equity shares of ₹ 10 each fully paid up	9,303.26	4,648.35
	Investment in Avaada KNSolar Private Limited (Unquoted) 12,25,000 (As at March 31, 2022 - Nil) equity shares of ₹ 10 each fully paid up	122.56	-
	Lumax Ancillary Limited (Unquoted) 3,00,420 (As at March 31, 2022 - 3,00,420) equity shares of ₹10 each fully paid up	1,002.68	653.11
	Total	**10,428.50**	**5,301.46**
B.	**Current investments****		
	Investments measured at fair value through Profit and loss		
	(i) Investment in Non-Convertible Debentures (Quoted)		
	L&T Finance Limited 50 units (As at March 31, 2022 - Nil)	509.61	-
	MAS Financial Services Limited 25 units (As at March 31, 2022 - Nil)	265.74	-
	Piramal Enterprises Limited 50 units (As at March 31, 2022 - Nil)	529.00	-
	Shriram Transport Finance Company Limited 40 units (As at March 31, 2022 - Nil)	458.82	-
	Shriram Housing Finance Limited 50 units (As at March 31, 2022 - Nil)	518.39	-
	(ii) Investment in Mutual funds (Unquoted)		
	SBI Liquid Fund Direct Growth Nil (As at March 31, 2022 - 92,913 units)	-	3,096.86
	SBI Floating Rate Debt Fund- Direct Plan-Growth 3,31,09,562 units (As at March 31, 2022 - Nil)	3,706.98	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	As at March 31, 2023	As at March 31, 2022
AXIS Liquid Fund Growth Nil (As at March 31, 2022 - 22,796 units)	-	535.70
SBI Saving Fund Direct Plan Growth 73,13,631 units (As at March 31, 2022 - 15,05,242 units)	2,747.83	535.28
SBI Arbitrage Opportunities Fund Direct Plan Growth Nil (As at March 31, 2022 - 95,27,616 units)	-	2,718.19
SBI Overnight Fund Direct Growth 17,075 units (As at March 31, 2022 - Nil)	623.10	-
(iii) Investment In India Grid Trust (InvITs) (Quoted) 2,20,300 units (As at March 31, 2022 - Nil)	296.92	-
(iv) Investment in Equity Instruments (Quoted)		
Reliance Industries Limited 433 (As at March 31, 2022 - 433) equity shares of ₹ 10 each fully paid up	10.09	11.41
Total	**9,666.48**	**6,897.44**
Current	**9,666.48**	**6,897.44**
Non-current	**10,428.50**	**5,301.46**
Aggregate book value/ market value of quoted investments (refer note 46)	**11,891.83**	**4,659.76**
Aggregate value of unquoted investments (refer note 46)	**8,203.15**	**7,539.14**

Non-current investments

*Investment in equity instrument where the business model of the Company is not for trading, the Company has opted for irrevocable option to present subsequent changes in the fair value of an investment in an equity instrument through Other Comprehensive income (FVTOCI).

Current investments

**Investment in current investments, the Company has opted irrevocable option to present subsequent changes in the fair value of an investment in an financial instrument through profit or loss (FVTPL).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

10. LOANS

	As at March 31, 2023	As at March 31, 2022
Unsecured and considered good (unless otherwise stated)		
Non-current		
Loan to Employees*	33.97	44.00
Loan to Subsidiary Company (refer note 51)	277.50	247.50
Total (A)	**311.47**	**291.50**
Current		
Loan to Employees*	62.20	52.25
Loan to Subsidiary Company (refer note 51)	1,183.71	443.71
Total (B)	**1,245.91**	**495.96**
Total loans carried at amortized cost (A+B)	**1,557.38**	**787.46**
Current	**1,245.91**	**495.96**
Non-current	**311.47**	**291.50**

The Company has not provided any loans which are either repayable on demand or are without specifying any terms or period of repayment.

*Includes loan to KMP of the Company ₹ 37.50 Lakhs (March 31, 2022: ₹ 52.50 Lakhs), which is in compliance of section 185 of the Companies Act 2013.

11. OTHER FINANCIAL ASSETS

	As at March 31, 2023	As at March 31, 2022
Unsecured and considered good (unless otherwise stated)		
Non-current		
Security deposits	572.90	557.36
Government grant receivable*	689.76	517.78
Total (A)	**1,262.66**	**1,075.14**
Current		
Interest accrued but not due	67.72	165.77
Other recoverables**	76.54	33.60
Total (B)	**144.26**	**199.37**
Total (A+B)	**1,406.92**	**1,274.51**
Current	**144.26**	**199.37**
Non-current	**1,262.66**	**1,075.14**

*Government grant receivables represent amount of subsidy claim receivable on the capital investment made by the Company in the state of Maharashtra.

*Other recoverables includes recoverable from Related Parties of ₹ Nil (March 31, 2022: ₹ 1.82 Lakhs) (Also refer note 41).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

Break up of financial assets carried at:

	As at March 31, 2023	As at March 31, 2022
Amortized cost:		
Trade receivables (refer note 14)	19,940.66	20,828.25
Cash and cash equivalents (refer note 15)	571.89	752.86
Other bank balance (refer note 16)	5,230.47	7,857.04
Loans (refer note 10)	1,557.38	787.46
Other financial assets (refer note 11)	1,406.92	1,274.51
Fair value through other comprehensive income:		
Non-current investments (refer note 9)	10,428.50	5,301.46
Fair value through Profit and loss:		
Current investments (refer note 9)	9,666.48	6,897.44
Total financial assets	**48,802.30**	**43,699.02**
Current	**36,799.67**	**37,030.92**
Non-current	**12,002.63**	**6,668.10**

12. OTHER ASSETS

	As at March 31, 2023	As at March 31, 2022
(Unsecured, considered good, unless otherwise stated)		
Non-current		
Advances for property, plant and equipment	112.41	766.06
Balances with statutory/government authorities*	612.43	612.43
Deposit under protest	0.78	0.78
Total (A)	**725.62**	**1,379.27**
Current		
Balance with statutory/government authorities	1,083.83	1,023.49
Advance to suppliers	898.55	1,428.54
Prepaid expenses	184.28	185.49
Export benefits receivable	5.24	7.46
Others advances	46.18	31.55
Total (B)	**2,218.08**	**2,676.53**
Total (A+B)	**2,943.70**	**4,055.80**
Current	**2,218.08**	**2,676.53**
Non-current	**725.62**	**1,379.27**

*Represents amount paid under protest to Debt Recovery Appellate Tribunal (DRAT). Refer note 40(d).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

13. INVENTORIES (AT LOWER OF COST AND NET REALIZABLE VALUE)

	As at March 31, 2023	As at March 31, 2022
Raw materials and components	2,068.97	1,991.67
(includes material in transit ₹ 21.26 Lakhs (As at March 31, 2022 ₹ 89.38 Lakhs)		
Work-in-progress	275.63	358.26
Finished goods	468.77	494.03
(includes sales in transit ₹ 139.88 Lakhs (As at March 31, 2022 ₹ 157.25 Lakhs)		
Traded goods	1,820.62	2,037.00
Moulds	98.55	1,153.94
Stores and spares*	274.31	261.71
Total inventories	**5,006.85**	**6,296.61**

* Stores and spares are capitalised if they meet the definition of Property, plant and equipment as per Ind AS 16, otherwise they are classified as inventory.

14. TRADE RECEIVABLES

a) Details of trade receivables:

	As at March 31, 2023	As at March 31, 2022
Trade receivables	16,123.85	16,722.03
Receivables from related parties (refer note 41)	3,816.81	4,106.22
Total Trade receivables	**19,940.66**	**20,828.25**

b) Break-up for security details:

	As at March 31, 2023	As at March 31, 2022
Trade receivables		
Secured, considered good	404.22	384.78
Unsecured, considered good	19,536.44	20,443.47
Trade receivable - credit impaired	115.91	117.01
Total	**20,056.57**	**20,945.26**
Impairment allowance for trade receivables - credit impaired	(115.91)	(117.01)
Total (net)	**19,940.66**	**20,828.25**

c) No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Further no trade or other receivable are due from firms or private companies in which any director is a partner, a director or a member.

d) Trade receivables are non-interest bearing and are generally on terms of not more than 30-120 days.

e) For terms and conditions relating to related party receivables, refer Note 41.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

f) Trade receivables Ageing Schedule

As at March 31, 2023

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	16,881.11	3,038.88	20.67	-	-	-	**19,940.66**
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	48.11	0.30	**48.41**
(iv) Disputed Trade receivables considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade receivables - credit impaired	-	-	-	1.79	-	65.71	**67.50**
Total	**16,881.11**	**3,038.88**	**20.67**	**1.79**	**48.11**	**66.01**	**20,056.57**

As at March 31, 2022

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	17,178.55	3,639.14	1.07	9.49	-	-	**20,828.25**
(ii) Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed Trade receivables - credit impaired	-	-	-	5.64	42.47	1.40	**49.51**
(iv) Disputed Trade receivables considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade receivables - credit impaired	-	-	1.79	-	11.04	54.67	**67.50**
Total	**17,178.55**	**3,639.14**	**2.86**	**15.13**	**53.51**	**56.07**	**20,945.26**

15. CASH AND CASH EQUIVALENTS

	As at March 31, 2023	As at March 31, 2022
Balances with banks:		
- On current accounts	567.57	248.28
- Deposits with original maturity of 3 months or less*	-	500.00
Cash on hand	4.32	4.58
Total	**571.89**	**752.86**

*Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

16. OTHER BANK BALANCES

	As at March 31, 2023	As at March 31, 2022
Other bank balances:		
- Deposits with original maturity of more than 3 months but remaining maturity of less than 12 months	5,205.06	7,833.72
- On unpaid dividend account*	25.41	23.32
Total	**5,230.47**	**7,857.04**

*The Company can utilise the balance only towards settlement of unclaimed dividend.

Note: The Company has pledged part of its short-term deposits in order to fulfil various requirements. As at March 31, 2023 the fair values of the short-term deposits pledged were ₹ 1,060.68 Lakhs.

a) For the purpose of the statement of cash flow, cash and cash equivalents comprise of the following:

	As at March 31, 2023	As at March 31, 2022
Balances with banks:		
- On current accounts	567.57	248.28
- Deposits with original maturity of 3 months or less	-	500.00
Cash on hand	4.32	4.58
Total	**571.89**	**752.86**

b) Changes in liabilities arising from financing activities:

	As at April 01, 2022	Cash flows/ Others Proceeds /(repayment) (net)	Addition of new lease and disposal	Unamortized upfront fees on term loans	As at March 31, 2023
Long term borrowings (including current maturities)	44.02	12,977.01	-	(580.08)	12,440.95
Short term borrowings	9,500.00	3,912.62	-	-	13,412.62
Lease liabilities	2,734.97	(399.32)	328.00	-	2,663.65
Total liabilities from financing activities	**12,278.99**	**16,490.31**	**328.00**	**(580.08)**	**28,517.22**

	As at April 01, 2021	Cash flows/ Others Proceeds /(repayment) (net)	Addition of new lease and disposal	Other adjustments	As at March 31, 2022
Long term borrowings (including current maturities)	33.60	10.42	-	-	44.02
Short term borrowings	3,736.34	5,763.66	-	-	9,500.00
Lease liabilities	2,019.99	(329.11)	1,044.09	-	2,734.97
Total liabilities from financing activities	**5,789.93**	**5,444.97**	**1,044.09**	**-**	**12,278.99**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

17. EQUITY SHARE CAPITAL

a) Details of equity share capital:

	As at March 31, 2023	As at March 31, 2022
Authorized equity share capital		
23,05,00,000 (As at March 31, 2022: 23,05,00,000) equity shares of ₹ 2 each	4,610.00	4,610.00
	4,610.00	**4,610.00**
Issued, subscribed and fully paid up capital		
6,81,57,705 (As at March 31, 2022: 6,81,57,705) equity shares of ₹ 2 each	1,363.15	1,363.15
	1,363.15	**1,363.15**

Authorized share capital of the Company has been increased pursuant to the scheme of merger approved by National Company Law Tribunal (refer note 54).

b) Reconciliation of authorized share capital

	Equity Shares	
	No. of shares	Amount
As at April 01, 2021	18,05,00,000	3,610.00
Change due to merger (refer note 54)	5,00,00,000	1,000.00
As at March 31, 2022	**23,05,00,000**	**4,610.00**
Increase during the year	-	-
As at March 31, 2023	**23,05,00,000**	**4,610.00**

c) Reconciliation of issued, subscribed and paid up share capital

	Equity Shares	
	No. of shares	Amount
Equity shares of ₹ 2 each issued, subscribed and fully paid		
As at April 01, 2021	6,81,57,705	1,363.15
Issued during the year	-	-
As at March 31, 2022	**6,81,57,705**	**1,363.15**
Issued during the year	-	-
As at March 31, 2023	**6,81,57,705**	**1,363.15**

d) Terms/ rights attached to equity shares:

The Company has only one class of equity shares having a par value of ₹ 2 per share. Each holder of equity is entitled to one vote per share.

The Company declares and pays dividends in Indian rupees. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the Annual General Meeting.

In the event of liquidation, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of any preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

e) Details of shareholders holding more than 5% shares in the Company (representing legal and beneficial ownership)

Name of the shareholder	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% holding in the equity shares	No. of shares	% holding in the equity shares
Equity shares of ₹ 2 (March 31, 2022: ₹ 2) each fully paid				
Mr. Deepak Jain, Director	1,29,21,047	18.96%	1,29,21,047	18.96%
Mr. Anmol Jain, Managing Director	1,29,18,113	18.95%	1,29,18,113	18.95%
Lumax Finance Private Limited	1,21,11,320	17.77%	1,21,11,320	17.77%
Albula Investment Fund Limited	61,58,135	9.04%	61,58,135	9.04%

There is no movement in holding of shareholders holding more than 5% shares during the year ended March 31, 2023 and year ended March 31, 2022.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

f) Details of Shareholding of Promoters in the Company (representing legal and beneficial ownership)

Name of the shareholder	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% holding in the equity shares	No. of shares	% holding in the equity shares
Equity shares of ₹ 2 (March 31, 2022: ₹ 2) each fully paid				
Mr. Deepak Jain, Director	1,29,21,047	18.96%	1,29,21,047	18.96%
Mr. Anmol Jain, Managing Director	1,29,18,113	18.95%	1,29,18,113	18.95%
Lumax Finance Private Limited	1,21,11,320	17.77%	1,21,11,320	17.77%
Mr. Dhanesh Kumar Jain Family Trust	2,03,950	0.30%	2,03,950	0.30%

There is no movement in holding of promoters during the year ended March 31, 2023 and year ended March 31, 2022.

g) The Company does not have any equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

18. OTHER EQUITY

Reconciliation of Other Equity

	Retained Earnings	Capital Reserve	Securities Premium	General Reserve	FVTOCI Reserve	Total
As at April 01, 2021	**33,906.56**	**369.46**	**4,528.55**	**2,029.58**	**6,613.90**	**47,448.05**
Add: Adjustment on account of merger (refer note 54)	(349.55)	32.05	-	-	0.04	(317.46)
Opening balance after merger adjustment as at April 01, 2021	**33,557.01**	**401.51**	**4,528.55**	**2,029.58**	**6,613.94**	**47,130.59**
Add: Profit for the year	5,481.11	-	-	-	-	5,481.11
Add: Other comprehensive income for the year (net of tax)	4.66	-	-	-	(3,612.47)	(3,607.81)
Less: Dividend paid	2,044.73	-	-	-	-	2,044.73
As at March 31, 2022 (Restated)*	**36,998.05**	**401.51**	**4,528.55**	**2,029.58**	**3,001.47**	**46,959.16**
Add: Profit for the year	7,352.04	-	-	-	-	7,352.04
Add: Other comprehensive income for the year (net of tax)	44.00	-	-	-	4,943.80	4,987.80
Less: Dividend paid	2,385.52	-	-	-	-	2,385.52
As at March 31, 2023	**42,008.57**	**401.51**	**4,528.55**	**2,029.58**	**7,945.27**	**56,913.48**

*On account of merger as per Ind AS 103 (refer note 54)

18.1 Nature and purpose of reserves

a) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilized only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

b) FVTOCI Reserve

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI Reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognized.

c) General reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilized only in accordance with the specific requirements of Companies Act, 2013.

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

d) Retained Earnings

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

e) Capital reserve

Capital reserve are the reserve created for gain on bargain purchase related to business combinations.

18.2 Distributions made and proposed

	As at March 31, 2023	As at March 31, 2022
Cash dividend on equity shares declared and paid		
Final cash dividend for the year ended March 31, 2022: ₹ 3.5 per share (March 31, 2021: ₹ 3 per share) on face value of ₹ 2 each	2,385.52	2,044.73
Proposed dividend on Equity shares *		
Final cash dividend for the year ended March 31, 2023: ₹ 4.5 per share (March 31, 2022: ₹ 3.5 per share) on face value of ₹ 2 each	3,067.10	2,385.52

* Proposed dividend on equity shares are subject to approval at the annual general meeting and are not recognized as a liability as at year end.

19. BORROWINGS

a) Details of long term borrowings:

	As at March 31, 2023	As at March 31, 2022
Term Loans		
Rupee Term Loan from banks (secured)*	7,140.24	-
Rupee Term Loan from financial institutions (secured)**	4,779.68	-
Vehicle loan from banks (secured)#	521.03	44.02
Less: current maturity disclosed under short term borrowings		
Vehicle loan	(152.54)	(20.66)
Total borrowings	**12,288.41**	**23.36**
Total current (disclosed under short term borrowings)	**152.54**	**20.66**
Total Non-current	**12,288.41**	**23.36**
Aggregate secured loans	**12,440.95**	**44.02**
Aggregate unsecured loans	**-**	**-**

*Term loan amounting ₹ 7,140.24 Lakhs (after netting off ₹ 359.76 Lakhs outstanding upfront fees to be charged off over the period of loan through Effective Interest Rate (EIR) method) (March 31, 2022: NIL) from banks carrying interest @ 8.85% per annum are secured by way of first pari pasu equitable/registered mortgage charge on immovable properties of the Company both present and future. This loan is repayable in equal quarterly installment of ₹ 375 Lakhs each over a period of five years after one year of moratorium from the date of availment.

**Term loan amounting ₹ 4,779.68 Lakhs (after netting off ₹ 220.32 Lakhs outstanding upfront fees to be charged off over the period of loan through Effective Interest Rate (EIR) method) (March 31, 2022: NIL) from financial institution carrying interest @ 9.60% per annum are secured by way of first and exclusive charge in favour of the security trustee (inter se first pari pasu charge with Kotak Mahindra Bank Limited) (by way of registered/equitable mortgage) on identified land and building and structures thereon of the immovable assets and by way of hypothecation on all the moveable fixed assets of the Company, both present and future. This loan is repayable in equal quarterly installment of ₹ 250 Lakhs each over a period of five years after one year of moratorium from the date of availment.

#Vehicle loan amounting ₹ 521.03 Lakhs (March 31, 2022: ₹ 44.02 Lakhs) from banks carrying interest @ 7.60%-8.85% per annum are secured by way of hypothecation of the respective vehicles acquired out of proceeds thereof. These loans are repayable over a period of thirty nine months from the date of availment.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

b) Details of short term borrowings:

	As at March 31, 2023	As at March 31, 2022
Current Maturities of Long term borrowings		
Current maturity of vehicle loan (refer note above)	152.54	20.66
Loan repayable On Demand		
Working capital loan repayable on demand (Secured)*	11,300.00	7,500.00
Working capital loan repayable on demand (Unsecured)**	2,000.00	2,000.00
On cash credit accounts (Secured)***	112.62	-
Total	**13,565.16**	**9,520.66**
Aggregate Secured loan	**11,565.16**	**7,520.66**
Aggregate Unsecured loan	**2,000.00**	**2,000.00**

*Working capital demand loan ₹ 8,500 Lakhs (March 31, 2022: ₹ 6,000 Lakhs) from Bank is repayable in 90-180 days from respective drawdown and carries interest @ 4.40% to 8.85% per annum, secured by way of Pari-passu first charge on entire current assets of the Company both present and future.

*Working capital demand loan ₹ 1,500 Lakhs (March 31, 2022: ₹ NIL) from financial institution is repayable in 90-180 days from respective drawdown and carries interest @ 5.75% to 8.05% per annum secured against the first pari pasu charge on current assets of the Company.

*Working capital demand loan ₹ 1,300 Lakhs (March 31, 2022: ₹ 1,500 Lakhs) from financial institution is repayable in 90-180 days from respective drawdown and carries interest @ 5.75% to 8.25% per annum secured against the exclusive charge on current and moveable fixed assets of the Company.

**Working capital demand loan ₹ 2,000 Lakhs (March 31, 2022: ₹ 2,000 Lakhs) from Bank is repayable in 90-180 days from respective drawdown and carries interest @ 5.25% to 9.25% per annum, unsecured.

***Cash Credit ₹ 112.62 Lakhs (March 31, 2022: NIL) secured by way of Pari-passu charge on stocks and book debts of the Company and carries interest @ 6.50% to 9.00% per annum.

Undrawn committed borrowing facility

The Company has availed fund based and non fund based working capital limits amounting to ₹ 24,200.00 Lakhs (March 31, 2022: ₹ 22,200.00 Lakhs) from banks and financial institutions. An amount of ₹ 10,228.67 Lakhs remain undrawn as at March 31, 2023 (March 31, 2022: ₹ 12,153.32 Lakhs).

Loan covenants

The Company has satisfied all debt covenants prescribed in the terms of loans.

The Company has not defaulted on any loans payable.

Wilful defaulter

The Company have not been declared wilful defaulter by any bank or financial institutions or government or any government authority.

The Company has been sanctioned working capital limit in excess or ₹ 500 Lakhs in aggregate from banks and financial institutions during the year on the basis of security or current assets of the Company. The quarterly returns/statements filed by the Company with such banks are in agreement with the books of accounts of the Company.

Term loans have been applied for the purpose for which they were obtained.

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

20. LEASE LIABILITY

	As at March 31, 2023	As at March 31, 2022
Non-current		
Lease liability	2,255.73	2,319.67
Total (A)	**2,255.73**	**2,319.67**
Current		
Lease liability	407.92	415.30
Total (B)	**407.92**	**415.30**
Total (A+B) (refer note 5(iii))	**2,663.65**	**2,734.97**
Non-current	**2,255.73**	**2,319.67**
Current	**407.92**	**415.30**

21. EMPLOYEE BENEFIT LIABILITIES

	As at March 31, 2023	As at March 31, 2022
Non-current		
Provision for gratuity (refer note 39)	-	9.41
Provision for compensated absences	-	7.85
Total (A)	**-**	**17.26**
Current		
Provision for gratuity (refer note 39)	951.40	883.36
Provision for compensated absences	763.57	699.59
Total (B)	**1,714.97**	**1,582.95**
Total (A+B)	**1,714.97**	**1,600.21**
Current	**1,714.97**	**1,582.95**
Non-current	**-**	**17.26**

22. INCOME TAX

(a) Profit or loss section

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Current income tax:		
Current income tax charge	1,541.69	1,931.38
Adjustments in respect of current income tax of previous year	12.03	(28.08)
Deferred tax:		
Relating to origination and reversal of temporary differences	81.74	(16.43)
Income tax expense reported in the statement of profit and loss	**1,635.46**	**1,886.87**

(b) OCI section

Deferred tax related to items recognized in Other Comprehensive Income during the year:

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Tax effect on gain on remeasurements of defined benefit plans	(14.80)	(1.58)
Tax effect on (gain)/loss on financial assets	(60.68)	26.21
Deferred tax charged to Other Comprehensive Income	**(75.48)**	**24.63**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2023 and March 31, 2022

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Accounting profit before income tax	**8,987.50**	**7,367.98**
Tax at the Income tax rate of 25.168% (March 31, 2022: 25.168%)	2,261.97	1,854.37
Adjustments		
Permanent difference	9.79	96.97
Income taxable at different income tax rate/ different tax base	(87.34)	-
Impact due to set-off of carry forwarded losses of mergerd entity	(418.30)	-
Dividend deduction u/s 80M	(119.57)	(81.52)
Others	(11.09)	17.05
As at the effective income tax rate of 18.20% (March 31, 2022: 25.61%)	**1,635.46**	**1,886.87**
Income tax expense reported in the statement of profit and loss	**1,635.46**	**1,886.87**

(d) Deferred tax

	Balance sheet		Statement of profit and loss and OCI	
	As at March 31, 2023	As at March 31, 2022	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Deferred tax assets relates to the following :				
Impact of expenditures charged to statement of profit and loss but allowed for tax purposes on payment basis	583.01	517.10	65.91	31.00
Impact of impairment allowance for doubtful debts	29.17	29.45	(0.28)	(4.06)
Deferred tax on lease liabilities (net of Right-to-use asset)	107.17	83.60	23.57	24.58
Others	1.64	1.34	0.30	(0.67)
Total (A)	**720.99**	**631.49**	**89.50**	**50.85**
Deferred tax liability relates to the following :				
Accelerated depreciation for tax purposes	1,614.41	1,604.27	10.14	(3.58)
Unamortized upfront fees on term loans	146.00	-	146.00	-
Un-realized gain on current investments	98.35	68.45	29.90	39.58
Total (B)	**1,858.76**	**1,672.72**	**186.04**	**36.00**
Tax on Re-measurement gain on defined benefit plans (OCI)			14.80	1.58
Deferred tax expense/(income) charged to statement of profit and loss			**81.74**	**(16.43)**
Deferred tax expense/(income) on financial assets (OCI)	121.69	61.01	60.68	(26.21)
Deferred tax expense/(income) charged to statement of profit and loss and OCI			**157.22**	**(41.06)**
Total deferred tax liability (Net)	**1,259.46**	**1,102.24**		

23. OTHER LIABILITIES

	As at March 31, 2023	As at March 31, 2022
Current		
Statutory dues	1,034.50	1,083.97
Advance from customers	196.82	1,186.77
Other liabilities (refer note 49)	2,404.62	3,064.67
Total	**3,635.94**	**5,335.41**
Current	**3,635.94**	**5,335.41**
Non-current	**-**	**-**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

24. TRADE PAYABLES

	As at March 31, 2023	As at March 31, 2022
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises (refer note below for details of due to micro and small enterprises)	2,404.34	2,279.42
- Total outstanding dues of creditors other than micro enterprises and small enterprises	13,895.20	15,415.15
	16,299.54	**17,694.57**
- Trade payables	15,122.44	16,408.80
- Trade payables to related parties (refer note 41)	1,177.10	1,285.77
Total	**16,299.54**	**17,694.57**

Terms and conditions of the above financial liabilities:

- Trade payables are non-interest bearing and are normally settled on 30 to 90 day terms.

For explanations on the Company's credit risk management processes, refer note 47.

For terms and conditions with related parties, refer to Note 41.

a) Information as required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for the year ended March 31, 2023 is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

	As at March 31, 2023	As at March 31, 2022
Principal amount and interest due there on remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	2,404.34	2,279.42
Interest due on above	0.02	0.02
	2,404.36	**2,279.44**
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	3.25	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	3.33	7.64
The amount of interest accrued and remaining unpaid at the end of each accounting year.	62.11	62.03
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

b) Trade Payable Ageing Schedule

As at March 31, 2023

	Unbilled/ Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Total outstanding dues of micro enterprises and small enterprises	2,337.81	66.53	-	-	-	**2,404.34**
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	9,975.00	3,719.92	119.16	29.35	51.77	**13,895.20**
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	**-**
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	**-**
Total	**12,312.81**	**3,786.45**	**119.16**	**29.35**	**51.77**	**16,299.54**

As at March 31, 2022

	Unbilled/ Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Total outstanding dues of micro enterprises and small enterprises	2,271.97	7.45	-	-	-	2,279.42
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	10,406.51	4,854.11	65.64	25.88	63.01	15,415.15
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	**12,678.48**	**4,861.56**	**65.64**	**25.88**	**63.01**	**17,694.57**

25. OTHER FINANCIAL LIABILITIES

	As at March 31, 2023	As at March 31, 2022
Other financial liabilities at amortized cost		
Current		
Amount payable for property, plant and equipment	351.21	462.49
Employee related payable*	1,492.98	1,423.75
Unsecured deposits from customers	513.08	497.18
Unpaid dividends**	25.41	23.32
Interest accrued but not due	103.82	5.90
Other Liabilities#	790.75	-
Total	**3,277.25**	**2,412.64**
Current	**3,277.25**	**2,412.64**
Non-current	**-**	**-**

*Includes payable to directors of ₹ 714.18 Lakhs (March 31, 2022: ₹ 684.68 Lakhs) (refer note 41)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

**Investor Education and Protection Fund is being credited by the amount of unclaimed dividend after seven years from the due date. Accordingly, the Company has transferred ₹ 1.67 Lakhs during the current year (March 31, 2022: ₹ 1.54 Lakhs) to the Investor Education and Protection Fund.

#Represents liabilities towards incentives/discounts payable to dealers of the Company.

Breakup of financial liabilities at amortized cost:

	As at March 31, 2023	As at March 31, 2022
Borrowings (refer note 19)	25,853.57	9,544.02
Lease liabilities (refer note 20)	2,663.65	2,734.97
Trade payables (refer note 24)	16,299.54	17,694.57
Other financial liabilities (refer note 25)	3,277.25	2,412.64
Total financial liabilities carried at amortized cost	**48,094.01**	**32,386.20**

26. REVENUE FROM CONTRACTS WITH CUSTOMERS

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Sale of products		
Finished goods (refer note 49)	90,336.60	88,615.18
Traded goods	36,868.71	29,218.42
Total sale of products (A)	**1,27,205.31**	**1,17,833.60**
Sale of services		
Sale of service	792.06	574.93
Job work income	370.01	347.09
Total Sale of services (B)	**1,162.07**	**922.02**
Other operating revenue		
Scrap sale	139.90	136.46
Mould and tool sale	3,666.82	745.63
Total other operating revenue (C)	**3,806.72**	**882.09**
Total revenue from contracts with customers (A+B+C)	**1,32,174.10**	**1,19,637.71**

26.1 Contract balances

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Trade receivables (refer note 14)	19,940.66	20,828.25
Contract liabilities (refer note 23)	196.82	1,186.77

26.2 Timing of revenue recognition

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Goods transferred at a point in time	1,31,012.03	1,18,715.69
Services transferred over time	1,162.07	922.02
	1,32,174.10	**1,19,637.71**

26.3 Performance obligation

The performance obligation is satisfied upon delivery of the goods to the customer and payment is generally due within 30 to 120 days from delivery.

The performance obligation is satisfied over time and payment is generally due upon completion of service as per the contract with customers.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

26.4 Reconciling the amount of revenue recognized in the statement of profit and loss with the contracted price

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Revenue as per contracted price	**1,35,179.91**	**1,22,100.68**
Adjustments		
Discounts	(3,005.81)	(2,462.97)
	1,32,174.10	**1,19,637.71**
India	1,30,992.17	1,18,505.62
Outside India	1,181.93	1,132.09
Total Revenue from Contracts with Customers	**1,32,174.10**	**1,19,637.71**

27. OTHER INCOME

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Interest income		
- On fixed deposits	305.29	310.96
- On loans to subsidiaries	88.19	69.96
- Others	89.66	14.81
Liabilities/ provisions no longer required written back	46.02	41.25
Rental Income	674.41	610.92
Royalty Income	311.60	201.93
Dividend Income	475.08	323.91
Net gain on foreign currency fluctuation	3.67	-
Net change in fair value of investment held at FVTPL	536.09	158.57
Government grant (including export incentives)	345.79	169.60
Profit on sale of propety, plant and equipment	353.56	74.59
Miscellaneous income	138.74	167.59
Total	**3,368.10**	**2,144.09**

28. COST OF RAW MATERIAL AND COMPONENTS CONSUMED

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Inventory at the beginning of the year	1,991.67	1,632.52
Add: Purchases	62,394.80	62,852.46
Less: Inventory at the end of the year	(2,068.97)	(1,991.67)
Cost of raw materials and components consumed	**62,317.50**	**62,493.31**

28(a) PURCHASE OF TRADED GOODS

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Automotive components	25,935.69	21,282.11
Purchase of traded goods	**25,935.69**	**21,282.11**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

29. COST OF MOULDS CONSUMED

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Inventory at the beginning of the year	1,153.94	252.00
Add: Purchases	2,118.84	1,506.76
Less: Inventory at the end of the year	(98.55)	(1,153.94)
Cost of moulds consumed	**3,174.23**	**604.82**

30. (INCREASE)/DECREASE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND TRADED GOODS

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Opening stock		
- Finished goods	494.03	502.80
- Traded goods	2,037.00	1,834.97
- Work-in progress	358.26	291.99
Total (A)	**2,889.29**	**2,629.76**
Closing stock		
- Finished goods	468.77	494.03
- Traded goods	1,820.62	2,037.00
- Work-in progress	275.63	358.26
Total (B)	**2,565.02**	**2,889.29**
Changes in inventories		
- Finished goods	25.26	8.77
- Traded goods	216.38	(202.03)
- Work-in progress	82.63	(66.27)
Decrease/(Increase) in inventories of finished goods, work-in-progress and traded goods (A-B)	**324.27**	**(259.53)**

31. EMPLOYEE BENEFITS EXPENSE

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Salaries, wages and bonus	12,279.95	10,796.39
Contributions to provident and other funds	409.46	376.71
Gratuity expense (refer note 39)	181.51	179.13
Staff welfare expense	589.56	478.76
Total	**13,460.48**	**11,830.99**

The Code on Social Security 2020 (Code), which received the Presidential Assent on September 28, 2020, subsumes nine laws relating to social security, retirement and employee benefits, including the Employees Provident Fund and Miscellaneous Provisions Act, 1952 and the Payment of Gratuity Act, 1972. The effective date of the Code is yet to be notified and related rules are yet to be framed. The impact of the change, if any, will be assessed and recognized post notification of the relevant provisions.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

32. FINANCE COSTS

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Interest on term loans	81.99	-
Interest on working capital	815.12	460.39
Interest on lease liability	196.43	180.27
Interest paid to others	29.41	27.69
Total	**1,122.95**	**668.35**

33. DEPRECIATION AND AMORTIZATION EXPENSE

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Depreciation on property, plant and equipment (refer note 3.1)	2,473.77	2,174.79
Amortization of intangible assets (refer note 4(b))	57.06	61.07
Depreciation on right-to-use assets (refer note 5)	500.69	426.77
Depreciation of investment property (refer note 6)	58.32	57.41
Total	**3,089.84**	**2,720.04**

34. OTHER EXPENSES

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Freight and forwarding charges	2,461.01	1,998.05
Job work charges	2,461.43	2,317.65
Power and fuel	1,867.03	1,763.28
Consumption of stores and spares	1,602.50	1,407.35
Travelling and conveyance	671.87	423.70
Packing material consumed	1,098.58	965.46
Rent	222.57	219.54
Legal and professional fees	707.22	534.77
Repairs and maintenance		
- Plant and machinery	922.80	986.87
- Building	48.59	181.73
- Others	404.26	324.00
Communication cost	55.30	56.88
Bank Charges	24.90	11.28
Design, support and testing charges	133.55	227.45
Rates and taxes	153.26	80.87
Payment to auditors (refer details below)*	58.41	49.55
Insurance	143.89	113.69
CSR expenditure (refer details below)**	130.73	130.00
Donation	-	5.00
Printing and stationery	70.09	53.05
Advertisement and sales promotion	409.11	115.64
Director's sitting fees	44.20	34.40
Management fees	1,694.95	2,004.75
Exchange difference (net)	-	12.42

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Provision for doubtful debts	-	1.98
Provision for investments in subsidiary company	1.46	22.65
Outstanding balances written off	11.05	0.15
Royalty	300.00	300.00
Warranty	6.55	10.64
Miscellaneous expenses	544.43	545.88
Total	**16,249.74**	**14,898.68**

***Payment to Auditor (excluding applicable taxes)**

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
As Auditor#:		
Audit fee	42.75	34.35
Tax Audit fee	1.75	3.15
Limited review	9.90	9.00
In other Capacity:		
Certification fees	0.50	0.50
Reimbursement of expenses	3.51	2.55
Total	**58.41**	**49.55**

#includes ₹ 0.90 Lakhs (March 31, 2022: ₹ 5.00 Lakhs) paid to erstwhile Statutory Auditor of entity merged with the Company (refer note 54).

****Details of CSR expenditure:**

			For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
(a)	Gross amount required to be spent by the Company during the year		118.76	125.49
(b)	Amount approved by the Board to be spent during the year		118.76	125.49
(c)	**Amount spent during the year ending on March 31, 2023:**	**In Cash**	**Yet to be paid in Cash**	**Total**
	i) Construction/acquisition of any asset	-	-	-
	ii) On purposes other than (i) above in cash	130.73	-	130.73
(d)	**Amount spent during the year ending on March 31, 2022:**	**In Cash**	**Yet to be paid in Cash**	**Total**
	i) Construction/acquisition of any asset	-	-	-
	ii) On purposes other than (i) above in cash	130.00	-	130.00
(e)	**Details related to spent / unspent obligations:**		**For the Year Ended March 31, 2023**	**For the Year Ended March 31, 2022**
	i) Contribution to Public Trust		-	-
	ii) Contribution to Charitable Trust		130.73	130.00
	iii) Unspent amount in relation to:			
	Ongoing project		-	-
	Other than ongoing project		-	-

In case of Section 135(5) Excess amount spent

Opening Balance with Company	Amount required to be spent during the year	Amount spent during the year from Company's Bank A/c	Closing Balance Short/ (excess) with Company
(5.06)	118.76	130.73	(17.03)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

35. EXCEPTIONAL ITEM

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Employee separation cost*	-	175.05
Acquisition cost (refer note 38)	880.00	-
Total	**880.00**	**175.05**

*Exceptional loss for the year ended March 31, 2022 represents final payment made to workers under settlement agreement in respect of the closure of one of the manufacturing units of the Company in the earlier year.

36. COMPONENTS OF OTHER COMPREHENSIVE INCOME (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Re-measurement gains on defined benefit plans	58.80	6.24
Deferred tax thereon	(14.80)	(1.58)
Gain/ (loss) on FVTOCI financial asset	5,004.48	(3,638.68)
Deferred tax thereon	(60.68)	26.21
	4,987.80	**(3,607.81)**

37. EARNINGS PER SHARE (EPS)

a) Basic EPS amounts are calculated by dividing the profit/(loss) for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year. Basic and diluted EPS are same as there are no convertible financial instruments outstanding as on March 31, 2023

b) **The following reflects the income and share data used in the basic and diluted EPS computations:**

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Profit attributable to the equity holders of the Company	7,352.04	5,481.11
Weighted average number of equity shares for basic and diluted EPS	6,81,57,705	6,81,57,705
Basic and diluted earnings per share (face value ₹ 2 per share, March 31, 2022: ₹ 2 per share) (₹)	10.79	8.04

c) There has not been any transactions involving equity shares or potential equity shares between the reporting date and the date of authorization of these standalone financial statements.

38. During the current year, the Company (through one of its subsidiary companies Lumax Integrated Ventures Private Limited “LIVE”) has acquired 75% stake in IAC International Automotive India Private Limited (IAC India). For this acquisition, the Company borrowed ₹ 12,500 Lakhs from banks/financial institutions and invested ₹ 18,500 Lakhs in LIVE in the form of Optionally Convertible Redeameable Debentures. Exceptional item amounting ₹ 880 Lakhs for the year ended March 31, 2023 represents certain transaction cost related to the acquisition of stake in IAC India.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

39. GRATUITY AND OTHER POST-EMPLOYMENT BENEFIT PLANS

A) Defined contribution plans

During the year, the Company has recognized the following amounts in the statement of profit and loss

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Employer's contribution to provident fund and other fund	409.46	376.71

B) Defined Benefit Plans

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. The scheme is funded with an insurance company in the form of qualifying insurance policy.

a) The following table summarise the components of net benefit expense recognized in the Statement of profit or loss.

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
	Gratuity	Gratuity
Cost for the year included under employee benefit		
Current service cost	121.80	133.42
Interest cost	59.71	45.54
Transfer in /out		0.17
Net benefit expense	**181.51**	**179.13**

b) Amounts recognized in statement of other comprehensive income

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
	Gratuity	Gratuity
Opening amount recognized in OCI	**104.30**	**110.54**
Remeasurement for the year - Obligation gain	(58.72)	(3.22)
Remeasurement for the year - Plan Assets gain	(0.08)	(3.02)
Total remeasurement gain for the year recognized in OCI	**(58.80)**	**(6.24)**
Closing amount recognized in OCI	**45.50**	**104.30**

c) Mortality table

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
	Gratuity	Gratuity
Economic assumptions		
1 Discount rate	7.50%	7.00%
2 Rate of increase in compensation levels	8.00%	8.00%
3 Rate of return on plan assets	7.00%	6.30%
Demographic assumptions		
1 Expected average remaining working lives of employees (years)	9.14	9.29
2 Retirement Age (years)	58	58
3 Mortality Rate	Indian Assured Lives Mortality (2012-14) ultimate	
Withdrawal Rate		
1 upto 30 years	8.00%	8.00%
2 Ages from 31-40 years	8.00%	8.00%
3 Ages from 41-50 years	8.00%	8.00%
4 Above 50 years	8.00%	8.00%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

d) Net (assets) / liabilities recognized in the Balance Sheet and experience adjustments on actuarial gain / (loss) for defined benefit obligation and plan assets

	As at March 31, 2023	As at March 31, 2022
Benefit obligation as at the beginning of the year	1,225.76	1,126.59
Transfer in/(out)	-	3.79
Current service cost	121.80	133.42
Interest cost	82.10	67.88
Benefit paid	(99.05)	(102.70)
Actuarial gain	(58.72)	(3.22)
Benefit obligation as at the end of the year	**1,271.89**	**1,225.76**

e) Table showing changes in the fair value of plan assets:

	As at March 31, 2023	As at March 31, 2022
Opening fair value of plan assets	332.99	395.98
Expected return on plan assets	22.39	22.34
Contribution made during the year	39.73	20.07
Benefits paid	(65.96)	(102.69)
Morality charges	(8.74)	(5.73)
Actuarial gain on plan assets	0.08	3.02
Closing fair Value of Plan asset	**320.49**	**332.99**

f) Benefit (asset) / liability:

	As at March 31, 2023	As at March 31, 2022
Present value of Defined Benefit Obligation ("DBO")	1,271.89	1,225.76
Fair value of plan assets	320.49	332.99
Net liability	**951.40**	**892.77**
Current	951.40	883.36
Non-current	-	9.41
Total	**951.40**	**892.77**

g) Major category of plan assets (as a % of total plan assets)

	As at March 31, 2023	As at March 31, 2022
Investment with the insurer	100%	100%

h) A quantitative sensitivity analysis for significant assumption is as shown below:

	As at March 31, 2023	As at March 31, 2022
	Gratuity	Gratuity
A. Discount rate		
Effect on DBO due to 1% increase in discount rate	1,196.59	1,151.01
Effect on DBO due to 1% decrease in discount rate	1,356.56	1,310.29
B. Salary escalation rate		
Effect on DBO due to 1% increase in salary escalation rate	1,340.20	1,293.79
Effect on DBO due to 1% decrease in salary escalation rate	1,209.42	1,163.84
C. Withdrawal rate		
Effect on DBO due to 1% increase in withdrawal rate	1,271.14	1,222.84
Effect on DBO due to 1% decrease in withdrawal rate	1,272.77	1,229.07

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

i) The expected benefit payments in future years is as follows:

	As at March 31, 2023	As at March 31, 2022
Within 1 year	204.56	223.49
1 - 5 Years	657.87	580.79
More than 5 years	973.74	865.66
Total	**1,836.17**	**1,669.94**

40. COMMITMENTS AND CONTINGENCIES

a) Capital and other commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for:

Capital commitments are ₹ 274.05 Lakhs (As at March 31, 2022 ₹ 1,862.27 Lakhs), net of advances.

(b) Contingent liabilities

	As at March 31, 2023	As at March 31, 2022
Claims against the Company not acknowledged as debts		
Demand from Employee State Insurance Department	0.90	0.90
The Company received income tax order under Section 143(3) dated December 30, 2019 related to A.Y. 2018-19 on account of search and seizure operation for which Company had received demand of ₹ 1,033.28 Lakhs including interest u/s 234ABC in respect of above matter for which the Company had filed the appeal to income tax authorities. During the previous year, the Company has received a favorable order in this regard from CIT(A) and the department has filed an appeal against the said order of CIT(A). The Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favor of the Company and hence, no provision has been made in the books of accounts.	1,033.28	1,033.28
During the earlier year, the Company received demand cum show cause notice from the Indirect Tax department alleged that the Company availed the duty drawback on the basis of unrealized sale proceeds. The Company filed the reply to the assistant commissioner of customs Inland Container Depot (ICD), Tughlakabad, dated February 07, 2020 against the above show cause notice and the response is awaited as on date. The Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the Company and hence, no provision has been made in the books of accounts.	19.24	19.24
During the earlier year, the Company has received show cause notice dated June 08, 2020 from the Indirect tax department alleged that the Company has availed the Excise Duty of ₹ 32.14 Lakhs on amortization of Drawing & Design sent by one of the customer of the Company on FOC basis. The Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the Company and hence, no provision has been made in the books of accounts.	32.14	32.14

(c) The Company entered into an agreement with the Bhosari Unit Workmen Union on September 13, 2003, vide which option for VRS was given to the workers of the Company. Accordingly, benefits under the said scheme were paid to 27 workmen who opted for the scheme. Out of these 27 workmen, 20 workmen later filed a case against the Company on the grounds of Unfair Labour Practices at the Labour court. The Court has passed an order in the favour of the workmen on June 26, 2019. Further, the Company has challenged the said order and filed revision application dated July 26, 2019 in the Industrial Court, Pune on the grounds that the said order is defective and bad at law. Out of those 20 cases, the matter has been decided by the Industrial court in favour of the Company for 17 cases vide order dated March 28, 2022. For remaining 3 cases, the Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the Company and hence, no provision has been made in the books of accounts.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(d) In regard to the bill discounting of invoices with bank by one of the Company's vendor (Transporter), the bank had filed an application under Section 19 of the Recovery of Debts due to Banks and Financial Institution Act, 1993 before the Ld. DRT-II, Chandigarh for recovery of ₹ 999.76 Lakhs and interest thereon @ 13.75% p.a. from Company, vendor and other parties. The Company and other parties including vendor has received an order dated February 25, 2019 from Debts Recovery Tribunal- II, Chandigarh for demanding the above amount jointly and severally. The Company has filed an appeal before Debt Recovery Appellate Tribunal (DRAT) dated March 13, 2020 against ₹ 782.24 Lakhs (decretal amount to which the Company is a defendant party) along with interest 13.75% p.a. and deposited 50% of decretal amount in previous/earlier years. The Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the Company and hence, no provision has been made in the books of accounts.

(e) During the year ended March 31, 2023 the Company has provided corporate guarantee to financial institutions against loan taken by one of the subsidiary companies "Lumax Integrated Ventures Private Limited" amounting ₹ 25,000 Lakhs (March 31, 2022: Nil).

41. RELATED PARTY DISCLOSURES

Names of related parties and related party relationship

S. No.	Relationship	Name of Related Parties
1	Subsidiary Companies	Lumax FAE Technologies Private Limited
		Lumax Mannoh Allied Technologies Limited
		Lumax Integrated Ventures Private Limited
		Lumax Management Services Private Limited
		Lumax Alps Alpine India Private Limited (w.e.f. September 21, 2021)
		Lumax Cornaglia Auto Technologies Private Limited
		Lumax Ituran Telematics Private Limited (w.e.f January 01, 2022)
		Lumax Jopp Allied Technologies Private Limited
		Lumax Yokowo Technologies Private Limited
2	Step-down Subsidiary Company	IAC International Automotive India Private Limited
3	Joint Venture	Lumax Ituran Telematics Private Limited (till December 31, 2021)
4	Key Management Personnel	Mr D.K. Jain (Chairman)
		Mr Anmol Jain (Managing Director)
		Mr Vikas Marwah (Chief Executive Officer)
		Mr Ashish Dubey (Chief Financial Officer)
		Mr Pankaj Mahendru (Company Secretary) (w.e.f. May 30, 2023)
		Mr Raajesh Kumar Gupta (Company Secretary) (w.e.f. May 13, 2022 till May 26, 2023)
		Mr Anil Tyagi (Company Secretary) (till May 12, 2022)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

S. No.	Relationship	Name of Related Parties
5	Relatives of Key Management Personnel	Mr Deepak Jain (son of Mr D.K. Jain, Brother of Mr Anmol Jain)
		Mrs Shivani Jain (wife of Mr Anmol Jain)
		Mrs Poysha Goyal Jain (wife of Mr Deepak Jain)
6	Non Executive Director	Mr Arun Kumar Malhotra
		Mr Avinash Parkash Gandhi
		Mr Roop Salotra
		Mr Milap Jain
		Ms Diviya Chanana
		Mr Sanjay Mehta
7	Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives	Lumax Industries Limited
		Lumax Finance Private Limited
		Lumax Ancillary Limited
		Mahavir Udyog
		Bharat Enterprises
		D.K. Jain Family Trust
		Lumax Tours & Travels Limited
		Lumax Charitable Foundation

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Subsidiary and Step down subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
TRANSACTIONS										
Sale of Raw Materials and Components (Inclusive of taxes)										
Lumax Industries Limited	-	-	-	-	201.54	138.10	-	-	201.54	138.10
Lumax Ancillary Limited	-	-	-	-	284.06	414.80	-	-	284.06	414.80
Lumax Cornaglia Auto Technologies Private Limited	1.15	-	-	-	-	-	-	-	1.15	-
Lumax Mannoh Allied Technologies Limited	17.17	24.06	-	-	-	-	-	-	17.17	24.06
Total	**18.32**	**24.06**	**-**	**-**	**485.60**	**552.90**	**-**	**-**	**503.92**	**576.96**
Sale of Finished Goods (Inclusive of taxes)										
Lumax Industries Limited	-	-	-	-	14,991.37	14,116.90	-	-	14,991.37	14,116.90
Lumax Ancillary Limited	-	-	-	-	241.24	704.27	-	-	241.24	704.27
Lumax Mannoh Allied Technologies Limited	1,986.53	1,202.89	-	-	-	-	-	-	1,986.53	1,202.89
Bharat Enterprises	-	-	-	-	-	0.12	-	-	-	0.12
Lumax Ituran Telematics Private Limited	-	-	-	-	-	-	-	0.02	-	0.02
Lumax Cornaglia Auto Technologies Private Limited	1,241.99	717.18	-	-	-	-	-	-	1,241.99	717.18
Total	**3,228.52**	**1,920.07**	**-**	**-**	**15,232.61**	**14,821.29**	**-**	**0.02**	**18,461.13**	**16,741.38**
Sale of Others (Inclusive of taxes)										
Lumax Industries Limited	-	-	-	-	0.21	1.77	-	-	0.21	1.77
Lumax Ituran Telematics Private Limited	16.40	-	-	-	-	-	-	1.07	16.40	1.07
Total	**16.40**	**-**	**-**	**-**	**0.21**	**1.77**	**-**	**1.07**	**16.61**	**2.84**
Rent Income (Inclusive of taxes)										
Lumax Mannoh Allied Technologies Limited	394.59	358.72	-	-	-	-	-	-	394.59	358.72
Lumax Tours & Travels Limited	-	-	-	-	3.54	3.47	-	-	3.54	3.47
Lumax Management Services Private Limited	9.29	2.86	-	-	-	-	-	-	9.29	2.86
Lumax Industries Limited	-	-	-	-	329.41	296.99	-	-	329.41	296.99

NOTES TO THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Subsidiary and Step down subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Lumax Jopp Allied Technologies Private Limited	24.16	28.99	-	-	-	-	-	-	24.16	28.99
Total	**428.04**	**390.57**	**-**	**-**	**332.95**	**300.46**	**-**	**-**	**760.99**	**691.03**
Royalty Income (Exclusive of taxes)										
Lumax Mannoh Allied Technologies Limited	311.60	201.93	-	-	-	-	-	-	311.60	201.93
Total	**311.60**	**201.93**	**-**	**-**	**-**	**-**	**-**	**-**	**311.60**	**201.93**
Interest Income										
Lumax FAE Technologies Private Limited	64.58	66.45	-	-	-	-	-	-	64.58	66.45
Lumax Ituran Telematics Private Limited	23.61	3.19	-	-	-	-	-	0.32	23.61	3.51
Total	**88.19**	**69.64**	**-**	**-**	**-**	**-**	**-**	**0.32**	**88.19**	**69.96**
Royalty Expense (Exclusive of taxes)										
Lumax Industries Limited	-	-	-	-	300.00	300.00	-	-	300.00	300.00
Total	**-**	**-**	**-**	**-**	**300.00**	**300.00**	**-**	**-**	**300.00**	**300.00**
Loan given during the year										
Mr Vikas Marwah	-	-	-	60.00	-	-	-	-	-	60.00
Lumax Ituran Telematics Private Limited	100.00	200.00					-	75.00	100.00	275.00
Lumax FAE Technologies Private Limited	700.00	100.00	-	-	-	-	-	-	700.00	100.00
Total	**800.00**	**300.00**	**-**	**60.00**	**-**	**-**	**-**	**75.00**	**800.00**	**435.00**
Loan given Received back										
Lumax Ituran Telematics Private Limited	30.00	-	-	-	-	-	-	-	30.00	-
Mr Vikas Marwah	-	-	15.00	7.50	-	-	-	-	15.00	7.50
Total	**30.00**	**-**	**15.00**	**7.50**	**-**	**-**	**-**	**-**	**45.00**	**7.50**
Investment Made										
Lumax Ituran Telematics Private Limited	-	-	-	-	-	-	-	100.00	-	100.00
Lumax Alps Alpine India Private Limited	-	605.00	-	-	-	-	-	-	-	605.00
Lumax Jopp Allied Technologies Private Limited	130.00	100.00	-	-	-	-	-	-	130.00	100.00
Lumax Yokowo Technologies Private Limited	450.00	204.00	-	-	-	-	-	-	450.00	204.00
Lumax Integrated Ventures Private Limited	18,500.00	-	-	-	-	-	-	-	18,500.00	-
Total	**19,080.00**	**909.00**	**-**	**-**	**-**	**-**	**-**	**100.00**	**19,080.00**	**1,009.00**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Subsidiary and Step down subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Purchases of Raw Materials and Components (Inclusive of taxes)										
Bharat Enterprises	-	-	-	-	427.02	513.15	-	-	427.02	513.15
Lumax Industries Limited	-	-	-	-	2,571.26	1,366.14	-	-	2,571.26	1,366.14
Lumax Ancillary Limited	-	-	-	-	6,085.87	8,113.58	-	-	6,085.87	8,113.58
Mahavir Udyog	-	-	-	-	11.47	1.13	-	-	11.47	1.13
Lumax Mannoh Allied Technologies Limited	1,158.24	20.04	-	-	-	-	-	-	1,158.24	20.04
Total	**1,158.24**	**20.04**	**-**	**-**	**9,095.62**	**9,994.00**	**-**	**-**	**10,253.86**	**10,014.04**
Purchases of Finished Goods (Inclusive of taxes)										
Lumax Mannoh Allied Technologies Limited	-	11.21	-	-	-	-	-	-	-	11.21
Lumax Cornaglia Auto Technologies Private Limited	0.97	9.70	-	-	-	-	-	-	0.97	9.70
Lumax Industries Limited	-	-	-	-	11,397.09	9,127.14	-	-	11,397.09	9,127.14
Lumax Ancillary Limited	-	-	-	-	815.43	1,619.70	-	-	815.43	1,619.70
Total	**0.97**	**20.91**	**-**	**-**	**12,212.52**	**10,746.84**	**-**	**-**	**12,213.49**	**10,767.75**
Purchases of other (Inclusive of taxes)										
Lumax Industries Limited	-	-	-	-	1.92	9.19	-	-	1.92	9.19
Lumax Ancillary Limited	-	-	-	-	0.22	0.11	-	-	0.22	0.11
Total	**-**	**-**	**-**	**-**	**2.14**	**9.30**	**-**	**-**	**2.14**	**9.30**
Purchase of Packing Material (Inclusive of taxes)										
Mahavir Udyog	-	-	-	-	-	5.18	-	-	-	5.18
Total	**-**	**-**	**-**	**-**	**-**	**5.18**	**-**	**-**	**-**	**5.18**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Subsidiary and Step down subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Other Reimbursement paid to/(received from) (Inclusive of taxes)										
Bharat Enterprises	-	-	-	-	-	0.21	-	-	-	0.21
Lumax Industries Limited	-	-	-	-	(19.02)	(2.62)	-	-	(19.02)	(2.62)
Lumax Ancillary Limited	-	-	-	-	5.13	10.60	-	-	5.13	10.60
Lumax Ituran Telematics Private Limited	-	-	-	-	-	-	-	(1.12)	-	(1.12)
Lumax Mannoh Allied Technologies Limited	(37.67)	(48.47)	-	-	-	-	-	-	(37.67)	(48.47)
Lumax Management Services Private Limited	15.65	-	-	-	-	-	-	-	15.65	-
Lumax Charitable Foundation	-	-	-	-	-	5.00	-	-	-	5.00
Lumax Alps Alpine India Private Limited	(0.39)	-	-	-	-	-	-	-	(0.39)	-
Lumax Tours & Travels Limited	-	-	-	-	-	(2.26)	-	-	-	(2.26)
Lumax Cornaglia Auto Technologies Private Limited	(0.06)	(1.34)	-	-	-	-	-	-	(0.06)	(1.34)
Lumax Jopp Allied Technologies Private Limited	(5.99)	(2.38)	-	-	-	-	-	-	(5.99)	(2.38)
Total	**(28.46)**	**(52.19)**	**-**	**-**	**(13.89)**	**10.93**	**-**	**(1.12)**	**(42.35)**	**(42.38)**
Availing of Services (Inclusive of taxes)										
Lumax Industries Limited	-	-	-	-	93.62	196.91	-	-	93.62	196.91
Lumax Tours & Travels Limited	-	-	-	-	244.75	61.32	-	-	244.75	61.32
Lumax Management Services Private Limited	2,134.80	1,996.92	-	-	-	-	-	-	2,134.80	1,996.92
Lumax Ancillary Limited	-	-	-	-	-	27.41	-	-	-	27.41
Lumax Cornaglia Auto Technologies Private Limited	-	23.38	-	-	-	-	-	-	-	23.38
Total	**2,134.80**	**2,020.30**	**-**	**-**	**338.37**	**285.64**	**-**	**-**	**2,473.17**	**2,305.94**
Rendering of Services (Inclusive of taxes)										
Lumax Ancillary Limited	-	-	-	-	-	0.71	-	-	-	0.71
Lumax Industries Limited	-	-	-	-	128.85	130.41	-	-	128.85	130.41
Bharat Enterprises	-	-	-	-	0.06	0.05	-	-	0.06	0.05
Lumax Mannoh Allied Technologies Limited	196.02	171.51	-	-	-	-	-	-	196.02	171.51

DK JAIN GROUP

NOTES TO THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Subsidiary and Step down subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Lumax Management Services Private Limited	5.01	0.68	-	-	-	-	-	-	5.01	0.68
Lumax Alps Alpine India Private Limited	-	7.81	-	-	-	-	-	-	-	7.81
Lumax Cornaglia Auto Technologies Private Limited	2.46	-	-	-	-	-	-	-	2.46	-
Lumax Jopp Allied Technologies Private Limited	1.13	0.51	-	-	-	-	-	-	1.13	0.51
Total	**204.62**	**180.51**	**-**	**-**	**128.91**	**131.17**	**-**	**-**	**333.53**	**311.68**
Sale of Capital Goods (Inclusive of taxes)			-	-		-	-	-		
Lumax Industries Limited	-	-	-	-	38.04	-	-	-	38.04	-
Lumax Alps Alpine India Private Limited	-	5.04	-	-	-	-	-	-	-	5.04
Lumax Cornaglia Auto Technologies Private Limited	27.08	-	-	-	-	-	-	-	27.08	-
Total	**27.08**	**5.04**	**-**	**-**	**38.04**	**-**	**-**	**-**	**65.12**	**5.04**
Rent Expense (Inclusive of taxes)										
Lumax Industries Limited	-	-	-	-	0.26	0.22	-	-	0.26	0.22
Mr D.K. Jain	-	-	36.40	32.16	-	-	-	-	36.40	32.16
Total	**-**	**-**	**36.40**	**32.16**	**0.26**	**0.22**	**-**	**-**	**36.66**	**32.38**
CSR Expenditure										
Lumax Charitable Foundation	-	-	-	-	130.73	120.00	-	-	130.73	120.00
Total	**-**	**-**	**-**	**-**	**130.73**	**120.00**	**-**	**-**	**130.73**	**120.00**
Managerial Remuneration										
Mr Anmol Jain	-	-	139.59	140.65	-	-	-	-	139.59	140.65
Mr D.K. Jain	-	-	147.89	141.97	-	-	-	-	147.89	141.97
Mrs Shivani Jain	-	-	187.34	185.74	-	-	-	-	187.34	185.74
Mrs Poysha Goyal Jain	-	-	187.34	185.74	-	-	-	-	187.34	185.74
Mr Vikas Marwah	-	-	133.34	122.77	-	-	-	-	133.34	122.77
Mr Ashish Dubey	-	-	78.31	71.11	-	-	-	-	78.31	71.11
Mr Raajesh Kumar Gupta	-	-	54.38	-	-	-	-	-	54.38	-
Mr Anil Tyagi	-	-	2.78	19.92	-	-	-	-	2.78	19.92
Total	**-**	**-**	**930.97**	**867.90**	**-**	**-**	**-**	**-**	**930.97**	**867.90**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Subsidiary and Step down subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Director Sitting Fees										
Mr Arun Kumar Malhotra	-	-	10.40	8.00	-	-	-	-	10.40	8.00
Mr Avinash Parkash Gandhi	-	-	10.20	7.60	-	-	-	-	10.20	7.60
Mr Roop Salotra	-	-	10.80	8.00	-	-	-	-	10.80	8.00
Mr Milap Jain	-	-	9.20	7.60	-	-	-	-	9.20	7.60
Ms Diviya Chanana	-	-	3.60	3.20	-	-	-	-	3.60	3.20
Total	**-**	**-**	**44.20**	**34.40**	**-**	**-**	**-**	**-**	**44.20**	**34.40**
Director Commission										
Mr Anmol Jain	-	-	167.82	170.28	-	-	-	-	167.82	170.28
Mr D.K. Jain	-	-	455.30	426.46	-	-	-	-	455.30	426.46
Mr Deepak Jain	-	-	91.06	87.94	-	-	-	-	91.06	87.94
Total	**-**	**-**	**714.18**	**684.68**	**-**	**-**	**-**	**-**	**714.18**	**684.68**
Dividend Paid										
Mr Anmol Jain	-	-	452.13	387.54	-	-	-	-	452.13	387.54
Mr Deepak Jain	-	-	452.24	387.63	-	-	-	-	452.24	387.63
D.K. Jain Family Trust	-	-	-	-	7.14	6.12	-	-	7.14	6.12
Mr Sanjay Mehta	-	-	0.05	0.05	-	-	-	-	0.05	0.05
Mr Ashish Dubey	-	-	0.01	0.01	-	-	-	-	0.01	0.01
Lumax Finance Private Limited	-	-	-	-	423.90	363.34	-	-	423.90	363.34
Total	**-**	**-**	**904.43**	**775.23**	**431.04**	**369.46**	**-**	**-**	**1,335.47**	**1,144.69**
Dividend Received										
Lumax Industries Limited	-	-	-	-	70.88	36.75	-	-	70.88	36.75
Lumax Mannoh Allied Technologies Limited	402.00	287.14	-	-	-	-	-	-	402.00	287.14
Total	**402.00**	**287.14**	**-**	**-**	**70.88**	**36.75**	**-**	**-**	**472.88**	**323.89**
Guarantee provided on behalf of										
Lumax Integrated Ventures Private Limited	25,000.00	-	-	-	-	-	-	-	25,000.00	-
Total	**25,000.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**25,000.00**	**-**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Subsidiary and Step down subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
BALANCE AT THE YEAR END										
Receivables										
Lumax Industries Limited	-	-	-	-	3,546.57	3,691.49	-	-	3,546.57	3,691.49
Lumax Ituran Telematics Private Limited	16.40	0.02	-	-	-	-	-	-	16.40	0.02
Lumax Jopp Allied Technologies Private Limited	4.26	0.14	-	-	-	-	-	-	4.26	0.14
Lumax Mannoh Allied Technologies Limited	87.22	247.05	-	-	-	-	-	-	87.22	247.05
Lumax Cornaglia Auto Technologies Private Limited	162.36	167.52	-	-	-	-	-	-	162.36	167.52
Total	**270.24**	**414.73**	**-**	**-**	**3,546.57**	**3,691.49**	**-**	**-**	**3,816.81**	**4,106.22**
Other Financial Assets										
Lumax JOPP Allied Technologies Private Limited	-	1.82	-	-	-	-	-	-	-	1.82
Total	**-**	**1.82**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1.82**
Loans										
Lumax FAE Technologies Private Limited	1,116.21	416.21	-	-	-	-	-	-	1,116.21	416.21
Lumax Ituran Telematics Private Limited	345.00	275.00	-	-	-	-	-	-	345.00	275.00
Mr Vikas Marwah	-	-	37.50	52.50	-	-	-	-	37.50	52.50
Total	**1,461.21**	**691.21**	**37.50**	**52.50**	**-**	**-**	**-**	**-**	**1,498.71**	**743.71**
Investment										
Lumax Mannoh Allied Technologies Limited	2.51	2.51	-	-	-	-	-	-	2.51	2.51
Lumax Ancillary Limited	-	-	-	-	1,002.68	653.11	-	-	1,002.68	653.11
Lumax Industries Limited	-	-	-	-	9,303.26	4,648.35	-	-	9,303.26	4,648.35
Lumax Cornaglia Auto Technologies Private Limited	840.71	840.71	-	-	-	-	-	-	840.71	840.71
Lumax Management Services Private Limited	4,494.81	4,494.81	-	-	-	-	-	-	4,494.81	4,494.81
Lumax Integrated Ventures Private Limited	18,561.78	63.25	-	-	-	-	-	-	18,561.78	63.25

NOTES TO THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Subsidiary and Step down subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Lumax Ituran Telematics Private Limited	229.60	229.60	-	-	-	-	-	-	229.60	229.60
Lumax FAE Technologies Private Limited	1,009.00	1,009.00	-	-	-	-	-	-	1,009.00	1,009.00
Lumax Alps Alpine India Private Limited	605.00	605.00	-	-	-	-	-	-	605.00	605.00
Lumax Jopp Allied Technologies Private Limited.	455.50	325.50	-	-	-	-	-	-	455.50	325.50
Lumax Yokowo Technologies Private Limited	675.00	225.00	-	-	-	-	-	-	675.00	225.00
Total	**26,873.91**	**7,795.38**	**-**	**-**	**10,305.94**	**5,301.46**	**-**	**-**	**37,179.85**	**13,096.84**
Payables										
Bharat Enterprises	-	-	-	-	0.68	77.74	-	-	0.68	77.74
Lumax Ancillary Limited	-	-	-	-	620.74	899.01	-	-	620.74	899.01
Lumax Alps Alpine India Private Limited	13.43	-	-	-	-	-	-	-	13.43	-
Lumax Tours & Travels Limited	-	-	-	-	-	10.96	-	-	-	10.96
Mahavir Udyog	-	-	-	-	-	1.94	-	-	-	1.94
Lumax Management Services Private Limited	542.25	296.12	-	-	-	-	-	-	542.25	296.12
Total	**555.68**	**296.12**	**-**	**-**	**621.42**	**989.65**	**-**	**-**	**1,177.10**	**1,285.77**
Other Financial Liabilities										
Mr Anmol Jain	-	-	167.82	170.28	-	-	-	-	167.82	170.28
Mr D.K. Jain	-	-	455.30	426.46	-	-	-	-	455.30	426.46
Mr Deepak Jain	-	-	91.06	87.94	-	-	-	-	91.06	87.94
Total	**-**	**-**	**714.18**	**684.68**	**-**	**-**	**-**	**-**	**714.18**	**684.68**
Guarantee provided outstanding on behalf of										
Lumax Integrated Ventures Private Limited	25,000.00	-	-	-	-	-	-	-	25,000.00	-
Total	**25,000.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**25,000.00**	**-**

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2023, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

42. EVENT AFTER THE REPORTING DATE

The Board of Directors of the Company has proposed dividend subsequent to the Balance Sheet date, which is subject to shareholder's approval in forthcoming annual general meeting (Refer note 18.2).

43. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

I Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements:

a) Operating lease commitments – Company as lessor

The Company has entered into commercial property leases on its investment property portfolio. The Company has determined, based on an valuation of the terms and conditions of the arrangements, such as the lease term not constituting a substantial portion of the economic life of the commercial property, and that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

b) Assessment of lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the lessee.

c) Revenue from contracts with customers

The Company applied the following judgments that significantly affect the determination of the amount and timing of revenue from contracts with customers:

• Determining method to estimate variable consideration and assessing the constraint

Certain contracts for the sale of products include a right of price revision on account of change of commodity prices/ purchase price that give rise to variable consideration. In estimating the variable consideration, the Company is required to use either the expected value method or the most likely amount method based on which method better predicts the amount of consideration to which it will be entitled.

II. Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

a) Property, plant and equipment

The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by the management. The Company believes that the derived useful life best represents the period over which the Company expects to use these assets.

b) Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the longterm nature and complexity

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

of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority.

Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

c) Gratuity benefit

The cost of defined benefit plans (i.e. Gratuity benefit) is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. In determining the appropriate discount rate, management considers the interest rates of long term government bonds with extrapolated maturity corresponding to the expected duration of the defined benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in Note 39.

d) Fair value measurement of financial instrument

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

e) Impairment of financial assets

The impairment provisions of financial assets are based on assumptions about risk of default and expected loss rates. the Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

f) Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use.

The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are also relevant to other intangibles. During the year the Company has done the impairment assessment of non-financial assets and have concluded that there is no impairment in value of non-financial assets as appearing in the financial statements.

g) Lease incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore its Incremental Borrowing Rate (IBR) is used to measure lease liability. The IBR is the rate of interest that the Company would have to pay to borrow over similar term, and with a similar security, the fund necessary to obtain an asset of a similar value to the Right-to-use assets

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

in as similar economic environments. The IBR therefore effects what the Company "would have to pay" which requires estimates when no observable rates are available or when they need to be adjusted to reflect the term and conditions of the lease. The Company estimates the IBR using observable inputs such as market interest rates when available.

h) Revenue recognition - Estimating variable consideration for returns and volume rebates

The Company estimates variable considerations to be included in the transaction price for the sale of traded goods (in after-market) with volume rebates.

The Company's expected volume rebates are analyzed on a per customer basis for contracts that are subject to a single volume threshold. Determining whether a customer will be likely entitled to rebate will depend on the customer's historical rebates entitlement and accumulated purchases to date. The Company applied a statistical model for estimating expected volume rebates for contracts with more than one volume threshold. The model uses the historical purchasing patterns and rebates entitlement of customers to determine the expected rebate percentages and the expected value of the variable consideration. Any significant changes in experience as compared to historical purchasing patterns and rebate entitlements of customers will impact the expected rebate percentages estimated by the Company.

44. CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, all equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximize the shareholders' value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants, if any. To maintain or adjust the capital structure, the Company reviews the fund management at regular intervals and take necessary actions to maintain the requisite capital structure. The Company monitors capital using geraing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents. No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2023 and March 31, 2022.

	As at March 31, 2023	As at March 31, 2022
Total Borrowings*	25,853.57	9,544.02
Less: cash and cash equivalents	(571.89)	(752.86)
Net debts (A)	**25,281.68**	**8,791.16**
Capital components		
Equity Share capital	1,363.15	1,363.15
Other equity	56,913.48	46,959.16
Total equity (B)	**58,276.63**	**48,322.31**
Capital and net debt (C) = (A+B)	**83,558.31**	**57,113.47**
Gearing ratio (%) (A)/ (C)	**30.26%**	**15.39%**

*Excluding lease liability

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

45. FAIR VALUES

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

a) Fair value of financial assets:

	Carrying values		Fair values	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Financial assets measured at fair value				
Investments in quoted equity instruments of other entities (valued at fair value through other comprehensive income)*	9,303.26	4,648.35	9,303.26	4,648.35
Investments in unquoted equity instruments of other entities (valued at fair value through other comprehensive income)	1,125.24	653.11	1,125.24	653.11
Short term investments (valued at fair value through Profit & loss)	9,666.48	6,897.44	9,666.48	6,897.44
Total	**20,094.98**	**12,198.90**	**20,094.98**	**12,198.90**
Financial Instruments where carrying amounts that are reasonable approximations of fair values:				
Trade receivables	19,940.66	20,828.25	19,940.66	20,828.25
Cash and cash equivalents	571.89	752.86	571.89	752.86
Other Bank balances	5,230.47	7,857.04	5,230.47	7,857.04
Loans	1,557.38	787.46	1,557.38	787.46
Other financial assets	1,406.92	1,274.51	1,406.92	1,274.51
Total	**28,707.32**	**31,500.12**	**28,707.32**	**31,500.12**

* The fair values of the FVTOCI financial assets are derived from quoted market prices in active markets.

b) Fair value of financial liabilities:

	Carrying values		Fair values	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Financial liabilities measured at amortized cost				
Borrowings	25,853.57	9,544.02	25,853.57	9,544.02
Lease liabilities	2,663.65	2,734.97	2,663.65	2,734.97
Trade payables	16,299.54	17,694.57	16,299.54	17,694.57
Other financial liabilities	3,277.25	2,412.64	3,277.25	2,412.64
Total	**48,094.01**	**32,386.20**	**48,094.01**	**32,386.20**

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

46. FAIR VALUE HIERARCHY

All financial instruments for which fair value is recognized or disclosed are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

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

Level 2: Valuation techniques for which the lowest level input that has a significant effect on the fair value measurement are observable, either directly or indirectly.

Level 3: Valuation techniques for which the lowest level input which has a significant effect on the fair value measurement is not based on observable market data.

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(a) Quantitative disclosures of fair value measurement hierarchy for assets as at March 31, 2023:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value					
Quoted equity shares					
Long term Investments in equity instruments of other entities (at fair value through other comprehensive income "FVTOCI")	March 31, 2023	9,303.26	9,303.26	-	-
Short term Investments in equity instruments of other entities (at fair value through Profit & loss "FVTPL")	March 31, 2023	10.09	10.09	-	-
Unquoted equity shares					
Long term Investments in equity instruments of other entities (at fair value through other comprehensive income "FVTOCI")	March 31, 2023	1,125.24	-	-	1,125.24
Other Investment					
Quoted short term investments (at fair value through Profit & loss "FVTPL")	March 31, 2023	2,578.48	2,578.48	-	-
Unquoted short term investments (at fair value through Profit & loss "FVTPL")	March 31, 2023	7,077.91	-	7,077.91	-
Others					
Trade receivables	March 31, 2023	19,940.66	-	-	19,940.66
Cash and cash equivalents	March 31, 2023	571.89	-	-	571.89
Other Bank balances	March 31, 2023	5,230.47	-	-	5,230.47
Loans	March 31, 2023	1,557.38	-	-	1,557.38
Other financial assets	March 31, 2023	1,406.92	-	-	1,406.92
Total		**48,802.30**	**11,891.83**	**7,077.91**	**29,832.56**

(b) Quantitative disclosures of fair value measurement hierarchy for liabilities as at March 31, 2023:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Borrowings	March 31, 2023	25,853.57	-	-	25,853.57
Lease liabilities	March 31, 2023	2,663.65	-	-	2,663.65
Trade payables	March 31, 2023	16,299.54	-	-	16,299.54
Other financial liabilities	March 31, 2023	3,277.25	-	-	3,277.25
Total		**48,094.01**	**-**	**-**	**48,094.01**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(c) Quantitative disclosures of fair value measurement hierarchy for assets as at March 31, 2022:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value					
Quoted equity shares					
Long term Investments in equity instruments of other entities (at fair value through other comprehensive income "FVTOCI")	March 31, 2022	4,648.35	4,648.35	-	-
Short term Investments in equity instruments of other entities (at fair value through Profit & loss "FVTPL")	March 31, 2022	11.41	11.41	-	-
Unquoted equity shares					
Long term Investments in equity instruments of other entities (at fair value through other comprehensive income "FVTOCI")	March 31, 2022	653.11	-	-	653.11
Other Investment					
Unquoted short term investments (at fair value through Profit & loss "FVTPL")	March 31, 2022	6,886.03	-	6,886.03	-
Others					
Trade receivables	March 31, 2022	20,828.25	-	-	20,828.25
Cash and cash equivalents	March 31, 2022	752.86	-	-	752.86
Other bank balance	March 31, 2022	7,857.04	-	-	7,857.04
Loans	March 31, 2022	787.46	-	-	787.46
Other financial assets	March 31, 2022	1,274.51	-	-	1,274.51
Total		**43,699.02**	**4,659.76**	**6,886.03**	**32,153.23**

(d) Quantitative disclosures of fair value measurement hierarchy for liabilities as at March 31, 2022:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Borrowings	March 31, 2022	9,544.02	-	-	9,544.02
Lease liabilities	March 31, 2022	2,734.97	-	-	2,734.97
Trade payables	March 31, 2022	17,694.57	-	-	17,694.57
Other financial liabilities	March 31, 2022	2,412.64	-	-	2,412.64
Total		**32,386.20**	**-**	**-**	**32,386.20**

There have been no transferes between Level 1 & 2 during the year ended March 31, 2023 and March 31, 2022.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

47. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities comprise of trade and other payables, borrowings, lease liabilities, security deposits and payables for property, plant and equipment. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, cash, fixed deposits and security deposits that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by Finance department that advises on financial risks and the appropriate financial risk governance framework for the Company. The Finance department provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instrument effected by market risk include loans and borrowings, deposits, FVTOCI instrument.

The sensitivity analyzes in the following sections relate to the position as at March 31, 2023 and March 31, 2022.

The following assumptions have been made in calculating the sensitivity analysis:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2023 and March 31, 2022 including the effect of hedge accounting.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's interest bearing financial liabilities includes borrowings with fixed interest rates.

The Company's fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Interest rate risk exposure

The Company's variable rate borrowing is subject to interest rate fluctuations. Below is the overall exposure of the borrowing.

	As at March 31, 2023	As at March 31, 2022
Variable rate borrowing	25,332.54	9,500.00
Fixed rate borrowing	521.03	44.02
Total borrowings	**25,853.57**	**9,544.02**

Sensitivity

Profit or loss and equity is sensitive to higher/ (lower) interest expense from borrowings as a result of changes in interest rates.

	As at March 31, 2023	As at March 31, 2022
Interest sensitivity		
Increase by 1% (March 31, 2022: 1%)	253.33	95.00
Decrease by 1% (March 31, 2022: 1%)	(253.33)	(95.00)

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

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

The Company transacts business in local currency as well as in foreign currency. The Company has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives.

Exposure gain/(loss)	As at March 31, 2023		As at March 31, 2022	
	Change +5%	Change -5%	Change +5%	Change -5%
Trade Payable	(9.79)	9.79	(15.58)	15.58
Trade Receivable	0.41	(0.41)	6.57	(6.57)

(iii) Equity price risk

The Company's listed and non-listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Company's management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions.

At the reporting date, the exposure to listed equity securities at fair value was ₹ 9,313.35 Lakhs. A decrease of 10% on the NSE market index could have an impact of approximately ₹ 931.33 Lakhs on the OCI or equity attributable to the Company. An increase of 10% in the value of the listed securities would also impact OCI and equity. These changes would not have an effect on profit or loss.

At the reporting date, the exposure to unlisted equity securities at fair value was ₹ 1,125.24 Lakhs. A decrease of 10% in fair value could have an impact of approximately ₹ 112.52 Lakhs on the OCI or equity attributable to the Company. An increase of 10% in the value of the listed securities would also impact OCI and equity. These changes would not have an effect on profit or loss.

B. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of financial assets (trade receivable). The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located and being operated in India.

Further, the Company's customer base majorly includes Original Equipment Manufacturers (OEMs), Large Corporates and Tier-1 vendors of OEMs and dealers. Based on the past trend of recoverability of outstanding trade receivables, the Company has not incurred material losses on account of bad debts. Hence, no adjustment has been made on account of Expected Credit Loss (ECL).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

C. Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans from banks at an optimised cost.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

As at March 31, 2023	On Demand	Less than 1 year	1 to 5 years	> 5 years	Total
Borrowings	13,412.62	152.54	12,038.41	250.00	**25,853.57**
Trade payables	-	16,299.54	-	-	**16,299.54**
Other financial liabilities	-	3,277.25	-	-	**3,277.25**
Lease liabilities*	-	599.04	2,083.93	670.62	**3,353.59**
Total	**13,412.62**	**20,328.37**	**14,122.34**	**920.62**	**48,783.95**

As at March 31, 2022	On demand	Less than 1 year	1 to 5 years	> 5 years	Total
Borrowings	9,500.00	20.66	23.36	-	**9,544.02**
Trade payables	-	17,694.57	-	-	**17,694.57**
Other financial liabilities	-	2,412.64	-	-	**2,412.64**
Lease liabilities*	-	630.25	2,104.00	658.77	**3,393.02**
Total	**9,500.00**	**20,758.12**	**2,127.36**	**658.77**	**33,044.25**

*Maturity profile of contractual undiscounted cashflows in respect of lease recognized under Ind AS 116.

D. Commodity risk

The Company is affected by the price volatility of certain commodities. Its operating activities require the ongoing purchases of steel & plastic granuals which are volatile products and are major component of end product. The prices in these purchase contracts are linked to the price of raw steel & plastic grannuals and demand supply matrix. However, at present, the Company do not hedge its raw material procurements, as the price of the final product of the Company also vary with the price of underlying commodity which mitigate the risk of price volatility.

48. The management has analyzed that no significant warranty claim is received by the Company in earlier years against the goods manufactured by the Company and further, the seller of traded goods warrants the Company that products will be free from defects in materials and workmanship under normal use and service and agrees to replace any defective parts under the conditions of standard warranty accompanying the products. Therefore, the Company has not made any provision for warranties and claims in its books of accounts for the year ended March 31, 2023.

49. Revenue from contracts with customers is measured by the Company at the transaction price i.e. amount of consideration received/ receivable in exchange of transferring goods or services to the customer In determining the transaction price for the sale of goods, the Company considers the effect of price adjustments, to be claimed/ passed on to the customers, based on various cost parameters like raw material and other costs.

The Company is required to pass on the savings in variable cost from the billed sales price for which the final negotiations with the customer is ongoing and will be settled in near future. The total estimated liabilities outstanding as at March 31, 2023 is ₹ 2,404.62 Lakhs (March 31, 2022: ₹ 3,064.67 Lakhs), which management believes is sufficient to discharge liabilities.

50. During the previous year, the Company amended the joint venture agreement with "Lumax Ituran Telematics Private Limited (LITPL)", wherein the casting vote has been given to the Chairman of the LITPL appointed by the Company. By virtue of this, the Company has acquired management control of LITPL and therefore, LITPL has become subsidiary of the Company w.e.f. January 01, 2022.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

51. DISCLOSURE REQUIRED UNDER SECTION 186(4) OF THE COMPANIES ACT, 2013:

Name of Entity	Rate of Interest	Due date	Secured/ Unsecured	As at March 31, 2023	As at March 31, 2022	Purpose
Lumax FAE Technologies Private Limited	8.75% & 9%	Less than 12 months*	Unsecured	1,116.21	416.21	General Purpose
Lumax Ituran Telematics Private Limited	8.50%	September 30, 2027 & September 30, 2028**	Unsecured	345.00	275.00	New project Investment
Total				**1,461.21**	**691.21**	

"*For outstanding loan of ₹ 1,116.21 due date is less than twelve months from the date of financial statement.

**Outstanding loan of ₹ 270.00 Lakhs is receivable in 9 half yearly installments of ₹ 30.00 Lakhs each due on every September and March and the last installment will be received by September 30, 2027. Outstanding loan of ₹ 75.00 Lakhs is receivable in 10 half yearly installments of ₹ 7.50 Lakhs each starting from March 31, 2024 and the last installment will be received by September 30, 2028.

52. RATIO ANALYSIS AND ITS ELEMENTS

	As at/for the year ended March 31, 2023	As at/for the year ended March 31, 2022 Restated*	% Change	Reason for variance
(a) Current Ratio	**1.13**	**1.24**	(9)%	
Current Assets	44,024.60	46,004.06		
Current Liabilities	38,900.78	36,990.99		
(b) Debt Equity Ratio	**0.49**	**0.25**	93%	Majorly due to increase in Long term borrowings.
Total Debt + Lease Liabilities	28,517.22	12,278.99		
Shareholder's Equity	58,276.63	48,322.31		
(c) Debt Service Coverage Ratio	**7.48**	**8.72**	(14)%	
Profit after tax + Interest + Depreciation	11,564.83	8,869.50		
Principal repayment + Interest payments + Lease payments	1,546.78	1,016.92		
(d) Return on Equity Ratio	**0.14**	**0.11**	22%	
Profit after tax	7,352.04	5,481.11		
Average Shareholder's Equity	53,299.47	48,408.03		
(e) Inventory turnover ratio	**16.23**	**15.22**	7%	
Cost of goods sold	91,751.69	84,120.71		
Average Inventory	5,651.73	5,527.56		
(f) Trade Receivables turnover ratio	**6.48**	**6.12**	6%	
Sales	1,32,174.10	1,19,637.71		
Average Trade Receivables	20,384.46	19,535.82		
(g) Trade payables turnover ratio	**5.32**	**4.96**	7%	
Purchase	90,449.33	85,641.33		
Average Trade Payables	16,997.06	17,269.82		
(h) Net capital turnover ratio	**25.80**	**13.27**	94%	Majorly due to increase in current borrowings.
Sales	1,32,174.10	1,19,637.71		
Working Capital	5,123.82	9,013.07		

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

		As at/for the year ended March 31, 2023	As at/for the year ended March 31, 2022 Restated*	% Change	Reason for variance
(i)	**Net profit ratio**	**0.06**	**0.05**	21%	
	Profit after tax	7,352.04	5,481.11		
	Revenue from contract with customers	1,32,174.10	1,19,637.71		
(j)	**Return on Capital employed ratio**	**0.11**	**0.13**	(12)%	
	Profit before tax + Interest	10,110.45	8,036.33		
	Capital employed (Tangible networth +Total Debt (including lease liabilities) + Deferred tax liability)	87,984.70	61,582.37		
(k)	**Return on investment ratio**	**0.05**	**0.04**	39%	Majorly due to gain on Investments in Mutual Fund and other current investments
	Gain recognized in statement of profit and loss	536.09	158.57		
	Current investment (weighted average)	10,885.43	4,488.65		

*On account of merger as per Ind AS 103 (refer note 54).

53. OTHER STATUTORY INFORMATION

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made there under.

(ii) The Company does not have transactions with struck off companies.

(iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

(v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(vii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

54. SCHEME OF ARRANGEMENT (THE "SCHEME")

On May 03, 2022, the Company had filed the Scheme of Amalgamation and Merger ("Scheme") with Hon'ble National Company Law Tribunal, New Delhi Bench (NCLT) of its wholly owned subsidiary Lumax Mettalics Private Limited (transferor) with the Company for efficient utilization & synergy of resources. The aforesaid scheme, inter-alia envisaged merger of the transferor into the Company. The Scheme was approved by NCLT on March 01, 2023. Consequent to the amalgamation and merger prescribed by the Scheme, all the assets and liabilities of the transferor were transferred to and vested in the Company with effect from April 01, 2022 ("the Appointed Date"). The amalgamation was accounted under the "pooling of interest" method prescribed under Ind AS 103 - Business Combinations, as prescribed by the Scheme. Accordingly all the assets, liabilities, and other reserves of the transferor as on April 01, 2022 were transferred to the Company as per the Scheme. As prescribed by the Scheme, no consideration was paid as the transferor is a wholly owned subsidiary of the Company. Previous year figures have been restated to give effect to the above merger in comparative years reported.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

Pursuant to the Scheme:

- All the assets, rights, power, liabilities and duties of the Transferor Company vested / transferred in the Transferee Company as going concern from the appointed date and the Transferor Company was dissolved without the process of winding up;
- The identity of reserves of the Transferor Company is incorporated in the books of the Transferee Company in the same form as they appeared in the financial statements prior to the Scheme coming into effect;
- The carrying value of investment held by the Transferee Company in equity of the Transferor Company is cancelled and the amount of investment is reduced by the book value of net assets of the Transferor Company as reduced by reserves accounted for in accordance with the Scheme. Since the Transferor Company was wholly owned subsidiaries of Transferee Company, no shares have been issued as a consideration of the amalgamation; and
- The inter-company balances between the Transferee Company and the Transferor Company, appearing in the books of the Transferee Company have been eliminated.

Accordingly, all the debts, liabilities, duties and obligations present and future pertaining to the Transferor Company transferred and vested in the Transferee Company.

Further in accordance with the scheme, the authorised share capital of the Company has been increased by merging the authorised share capital of transferor Company, resulting in increase in authorised equity share capital by ₹ 1,000 Lakhs. Accordingly, the Authorized Capital of the Company post merger stands to ₹ 4,610 Lakhs divided into 2,305 Lakhs equity Shares of ₹ 2/- each.

The Scheme will benefit both, the Transferor Company and Transferee Company. The rational and reasons for the Scheme, inter alia are summarized below:

- Better, efficient and economical management, cost savings, pooling of resources, reduction of corporate tiers, creating better synergy, optimum utilization of resources, rationalization of administrative expenses/services, control and running of businesses and further development and growth of the business;
- Enable pooling of financial, commercial and other resources and considerable synergy of operations would be achieved from business and administrative point of view and conserve administrative resources and cost overheads; and
- To achieve better financial and business prospects.

a) Details of assets and liabilities of the Transferor Company as on April 01, 2021 is as follows:

	As at April 01, 2021
Assets taken over (A)	
Property, plant and equipment	394.35
Capital work in progress	353.84
Right-to-use assets	193.61
Non-current tax assets (net)	0.53
Other non- current assets	24.29
Inventories	263.29
Loans	0.26
Trade receivables	288.69
Cash and cash equivalents	49.77
Other current financial assets	0.44
Other current assets	539.53
Total Assets	**2,108.60**
Liabilities taken over (B)	
Employee benefit Liabilities	8.67
Borrowings	252.64
Lease Liability	195.18
Trade payables	663.12
Other current financial liabilities	24.02
Other current liabilities	82.07
Total liabilities	**1,225.70**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	As at April 01, 2021
Reserves of the Transferor Company (C)	
Retained earnings	(303.63)
Equity Share capital of the transferor company eliminated (D)	994.74
Securities Premium of the transferor company eliminated (E)	542.86
Investment in the transferee Company eliminated (F)	1,201.92
Net balance transferred to capital reserve G = (C+D+E-F)	**32.05**

b) **Summary of adjustment in previous year numbers pursuant to the business combination accounted as per Ind AS**

	As at March 31, 2022
Total assets of the transferee Company as on March 31, 2022	**85,816.88**
Adjustment for	
Addition of total assets of transferor Company	4,276.54
Inter-company eliminations	(115.67)
Elimination of Investments of Transferee Company in transferor Company.	(1,201.92)
Total Assets	**88,775.83**
Total liabilities of the transferee Company as on March 31, 2022	**36,795.57**
Adjustment for	
Addition of total liabilities of transferor Company	3,778.97
Inter-company eliminations	(121.02)
Net liabilities	**40,453.52**
Total revenue of the transferee Company for the year ended March 31, 2022	**1,15,703.46**
Adjustment for	
Revenue of transferor Company	3,934.25
Inter-company eliminations	-
Net Revenue	**1,19,637.71**
Total Expense of transferee Company	**1,09,940.48**
Adjustment for	
Expense of transferor Company	4,394.50
Inter Company eliminations	(96.21)
Net Expense	**1,14,238.77**

c) **Reconciliation of equity:**

	As at March 31, 2022
Equity as per previously reported Standalone Balance Sheet (a)	**49,021.31**
Adjustments on account of Merger	
Capital reserve	32.05
Retained earnings as on April 01, 2021 of the Transferor Company	(351.10)
Profit/(Loss) for the year of the Transferor (Refer table (d) below)	(385.33)
Impact of Inter Company eliminations	5.38
Total merger adjustments (b)	**(699.00)**
Equity as per reported Standalone Balance Sheet after merger adjustments (c)=(a)+(b)	**48,322.31**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

d) Reconciliation of Standalone Statement of Profit and Loss:

	For the Year Ended March 31, 2022
Total comprehensive income for the year as per previous Standalone Statement of Profit and Loss	**2,254.84**
Adjustments on account of Merger	
Total comprehensive income for the year of the Transferor Company	(385.33)
Impact of Inter Company eliminations	3.79
Total comprehensive income for the year as reported in the Standalone Statement of Profit and Loss	**1,873.30**

55. The Company's business activity falls within a single business segment i.e. manufacturing and trading of Automotive Components and therefore, segment reporting in terms of Ind AS 108 on Segmental Reporting is not applicable.

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 30, 2023

INDEPENDENT AUDITOR'S REPORT

To the Members of Lumax Auto Technologies Limited

REPORT ON THE AUDIT OF CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the accompanying consolidated financial statements of Lumax Auto Technologies Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31 2023, the consolidated Statement of Profit and Loss, including the statement of Other Comprehensive Income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2023, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matters	How our audit addressed the key audit matter
Revenue recognition and liabilities related to price variation (as described in Note 51 of the consolidated financial statements)	
Revenue is measured by the Group at the transaction price i.e., amount of consideration received/ receivable in exchange for transferring promised goods or services to the customers. In determining the transaction price for the sale of products, the Group considers the effects of variable consideration including price adjustment to be passed on to	Our audit procedures included: • Assessed the Group's accounting policy for revenue recognition including the policy for recording price adjustments in terms of Ind AS 115. • Obtained an understanding of the revenue process, and the assumptions used by the management in the process of estimation of price adjustments as per the customer contracts, evaluated design and implementation of controls, validation of management review controls and tested the operating effectiveness of controls relating to accrual of price adjustments.

INDEPENDENT AUDITOR'S REPORT (Contd.)

Key audit matters	How our audit addressed the key audit matter
the customers based on various parameters like negotiation based on savings on material and other factors. The Group's business requires passing on these credits to the customers once negotiation is finally settled with the customers. The estimated liabilities based on various negotiation/consideration at year end and the consequential impact on revenue is disclosed in note 51 to the consolidated financial statements. We have considered this as a key audit matter on account of the significant judgement involved in estimation of price adjustments to be recorded as at the year end.	• Evaluated management's methodology and assumptions used in the estimation of price adjustments as per customer contracts including the relevance and reliability of underlying historical data, developments during the year and assumption used. • Tested completeness, arithmetical accuracy and validity of the data used in the computation of price adjustments as per customer contracts. • Performed procedures to verify that all transactions relating to accrual of price adjustments are properly recorded in the books of the accounts. • Tested, on sample basis, credit notes issued and payments made by customers as per customer contracts/ agreed price negotiations. • Performed analytical procedures to identify any unusual trends and identified unusual items for further testing.
Accounting for Business Combination (as described in Note 39k of the consolidated financial statements)	
Pursuant to 'Share Purchase Agreement', the Group during the year has, acquired 75% shareholding in IAC International Automotive India Private Limited at a purchase consideration of INR 43,528 Lakhs. The purchase consideration has been allocated and the Group has identified intangible assets in the form of customer relationship, non-compete and right to use technology. The excess of consideration paid over the tangible, intangible and other assets acquired has been identified as goodwill. Considering the above transaction as significant event and allocation of purchase consideration and identification of intangible assets requires significant judgement and assumptions. Accordingly, this has been considered as Key Audit Matter.	Our audit procedures included the following: • Obtained and read the Share Purchase Agreement and other subsequent agreements in relation to the acquisition to obtain an understanding of the transactions and the key terms. • Assessed the accounting treatment in line with the requirements of respective Ind AS 103. • Traced the cost of various intangible assets identified by the management from the underlying valuation report. • Involved our internal valuation experts to review the valuation done by said valuation expert. • Traced the life of intangible assets acquired under the said agreement with the life assessed by the management. • Traced the fair valuation of such intangible assets provided by the independent expert to the accounting records. • Assessed the competence, capabilities and relevant experience of the experts engaged by the management and evaluated the appropriateness of assumptions and valuation methodology. • Assessed the appropriateness of the disclosures made in the consolidated financial statements.

OTHER INFORMATION

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report i.e., Directors' Report, Corporate Governance Report, Management Discussion & Analysis, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

INDEPENDENT AUDITOR'S REPORT (Contd.)

RESPONSIBILITIES OF MANAGEMENT FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the their respective companies and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

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

events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2023 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTER

We did not audit the financial statements and other financial information, in respect of six subsidiaries, whose financial statements include total assets of INR 68,179.74 Lakhs as at March 31, 2023, and total revenues of INR 35,023.27 Lakhs and net cash inflows of INR 1,145.78 Lakhs for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of such other auditors.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Sub-section (11) of Section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiary companies, incorporated in India, as noted in the 'Other Matter' paragraph, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

   a) We/the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated

INDEPENDENT AUDITOR'S REPORT (Contd.)

financial statements;

d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies, none of the directors of the Group's companies, incorporated in India, is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;

f) With respect to the adequacy of the internal financial controls with reference to these consolidated financial statements of the Holding Company and its subsidiary companies, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, the managerial remuneration for the year ended March 31, 2023 has been paid/ provided by the Holding Company and its subsidiaries incorporated in India to their directors in accordance with the provisions of Section 197 read with Schedule V of the Act;

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph:

i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated financial statements – Refer Note 41(b) to the consolidated financial statements;

ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2023;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company during the year ended March 31, 2023;

There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the subsidiaries incorporated in India, during the year ended March 31, 2023.

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

b) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of its knowledge and belief, no funds have been received by the respective Holding Company or any of such subsidiaries from any person or entity, including foreign

INDEPENDENT AUDITOR'S REPORT (Contd.)

entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.

v. The final dividend paid by the Holding Company during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in note 43 to the consolidated financial statements, the Board of Directors of the Holding Company and one of its subsidiaries incorporated in India have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

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

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

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 23501753BGXRWE1284

Place of Signature: Gurugram
Date: May 30, 2023

ANNEXURE '1' REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE

RE: LUMAX AUTO TECHNOLOGIES LIMITED ("the Holding Company")

In terms of the information and explanations sought by us and given by the Group and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, and based on the consideration of report of the respective auditors of the subsidiary companies incorporated in India, we state that:

(xxi) Qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements are:

S. No	Name	CIN	Relation	Clause number of the CARO report which is qualified or is adverse
1.	Lumax Integrated Ventured Private Limited	U29302DL1991PTC044328	Subsidiary	(xvii)
2.	Lumax JOPP Allied Technologies Private Limited	U34300DL2019PTC351802	Subsidiary	(xvii)
3.	Lumax Fae Technologies Private Limited	U35999DL2017PTC321495	Subsidiary	(xvii)
4.	Lumax Ituran Telematics Private Limited	U63030DL2017PTC322081	Subsidiary	(xvii)
5.	Lumax Yokowo Technologies Private Limited	U35990DL2020PTC362151	Subsidiary	(xvii)

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

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 23501753BGXRWE1284

Place of Signature: Gurugram
Date: May 30, 2023

ANNEXURE - '2' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF LUMAX AUTO TECHNOLOGIES LIMITED

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

In conjunction with our audit of the consolidated financial statements of Lumax Auto Technologies Limited ("the Holding Company") as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), which are companies incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the companies included in the Group, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to these consolidated financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THESE CONSOLIDATED FINANCIAL STATEMENTS

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated 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 consolidated financial statements.

ANNEXURE - '2' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF LUMAX AUTO TECHNOLOGIES LIMITED (Contd.)

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

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

OPINION

In our opinion, the Holding Company and its subsidiaries, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

OTHER MATTERS

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements of the Holding Company, in so far as it relates to these six subsidiaries, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiaries incorporated in India.

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

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 23501753BGXRWE1284

Place of Signature: Gurugram
Date: May 30, 2023

LUMAX

CONSOLIDATED BALANCE SHEET
AS AT MARCH 31, 2023

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

	Notes	As at March 31, 2023	As at March 31, 2022
ASSETS			
I. Non-current assets			
Property, plant and equipment	3 (a)	56,670.92	34,915.11
Capital work in progress	3 (b)	1,285.82	1,212.89
Intangible assets	4	21,638.02	508.55
Right-to-use assets	5	11,092.15	4,201.44
Investment property	6	1,243.28	1,289.24
Investment in joint venture	7	-	1.46
Goodwill	4	12,185.40	16.64
Income tax assets (net)	8 (a)	919.66	676.81
Financial assets			
- Investments	9	10,428.50	5,301.46
- Loans	10	63.97	44.00
- Other financial assets	11	2,670.54	1,268.30
Deferred tax assets (net)	22	577.38	7.82
Other non-current assets	12	1,176.01	1,487.88
Total non-current assets	**(I)**	**1,19,951.65**	**50,931.60**
II. Current assets			
Inventories	13	16,109.69	11,175.69
Financial assets			
- Investments	9	9,666.48	6,897.44
- Loans	10	99.39	60.10
- Trade receivables	14	46,117.71	26,638.64
- Cash and cash equivalents	15	7,463.20	4,840.83
- Other bank balances	16	8,215.32	8,998.86
- Other financial assets	11	4,353.79	246.21
Other current assets	12	6,504.39	4,101.41
Total current assets	**(II)**	**98,529.97**	**62,959.18**
Total Assets	**(I+II)**	**2,18,481.62**	**1,13,890.78**
EQUITY AND LIABILITIES			
I. Equity			
Equity share capital	17	1,363.15	1,363.15
Other equity	18	64,797.86	53,029.32
Equity attributable to equity holders of the parent		**66,161.01**	**54,392.47**
Non-controlling interest		18,706.30	6,077.44
Total Equity	**(I)**	**84,867.31**	**60,469.91**
Liabilities			
II. Non-current liabilities			
Financial liabilities			
-Borrowings	19	39,469.30	1,022.89
- Lease liability	20	9,495.95	3,311.18
Provision	24	249.09	-
Employee benefit liabilities	21	881.24	692.75
Deferred tax liabilities (net)	22	7,934.43	1,416.74
Total Non-current Liabilities	**(II)**	**58,030.01**	**6,443.56**
III. Current liabilities			
Financial liabilities			
- Borrowings	19	15,754.63	11,431.03
- Lease liability	20	1,692.59	735.56
- Trade payables	25		
- total outstanding dues of micro and small enterprises		6,505.88	2,780.14
- total outstanding dues of creditors other than micro and small enterprises		31,891.07	20,321.95
- Other financial liabilities	26	6,906.77	3,272.20
Employee benefit liabilities	21	2,260.21	1,712.00
Other current liabilities	23	10,009.30	6,663.26
Current tax liabilities (net)	8 (b)	563.85	61.17
Total current liabilities	**(III)**	**75,584.30**	**46,977.31**
Total liabilities	**(II+III)**	**1,33,614.31**	**53,420.87**
Total equity and liabilities	**(I+II+III)**	**2,18,481.62**	**1,13,890.78**

Summary of significant accounting policies 2.3

The accompanying notes form an integral part of these consolidated financial statements

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 30, 2023

DK JAIN GROUP

CONSOLIDATED STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED MARCH 31, 2023

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

		Notes	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
	Income			
I	Revenue from contracts with customers	27	1,84,746.00	1,50,792.43
II	Other income	28	2,386.64	1,281.29
III	**Total income (I+II)**		**1,87,132.64**	**1,52,073.72**
	Expenses			
	Cost of raw materials and components consumed	29	93,107.94	79,843.59
	Cost of moulds consumed	30	5,028.95	2,216.87
	Purchases of traded goods	29 (a)	25,935.69	21,282.11
	Decrease/ (Increase) in inventories of finished goods, work-in-progress and traded goods	31	36.66	(549.58)
	Employee benefits expense	32	19,848.73	16,275.19
	Finance costs	33	1,627.27	933.03
	Depreciation and amortization expense	34	5,229.03	3,950.59
	Other expenses	35	20,759.84	16,598.90
IV	**Total expenses**		**1,71,574.11**	**1,40,550.70**
V	**Profit before share of joint ventures, exceptional items and tax (III-IV)**		**15,558.53**	**11,523.02**
VI	Share of loss of Joint Ventures		-	(57.41)
VII	**Profit before exceptional items and tax (V+VI)**		**15,558.53**	**11,465.61**
VIII	**Exceptional Item**	36	880.00	175.05
IX	**Profit before tax (VII-VIII)**		**14,678.53**	**11,290.56**
	Tax expense:			
	Current tax	22	3,457.85	3,117.11
	Adjustment of tax relating to earlier years	22	16.32	(34.69)
	Deferred tax charge	22	58.58	20.76
X	**Total tax expense**		**3,532.75**	**3,103.18**
XI	**Profit for the year (IX-X)**		**11,145.78**	**8,187.38**
	Other comprehensive income (net of tax)			
	Other comprehensive income not to be reclassified to profit or loss in subsequent period			
	Re-measurement gain on defined benefit plans	37	116.99	62.46
	Income tax effect	37	(15.29)	(15.73)
	Gain/ (loss) on FVTOCI financial assets	37	5,004.48	(3,638.68)
	Income tax effect	37	(60.68)	26.21
XII	**Other comprehensive income for the year (net of tax)**		**5,045.50**	**(3,565.74)**
XIII	**Total comprehensive income for the year (net of tax) (XI+XII)**		**16,191.28**	**4,621.64**
XIV	**Profit attributable to:**			
	a) Owners of Lumax Auto Technologies Limited		9,287.53	6,940.90
	b) Non-controlling interest		1,858.25	1,246.48
	c) Total Profit (a+b)		**11,145.78**	**8,187.38**
XV	**Other comprehensive income attributable to:**			
	a) Owners of Lumax Auto Technologies Limited		5,030.95	(3,575.58)
	b) Non-controlling interest		14.55	9.84
	c) Total other comprehensive income (a+b)		**5,045.50**	**(3,565.74)**
XVI	**Total comprehensive income attributable to:**			
	a) Owners of Lumax Auto Technologies Limited		14,318.48	3,365.32
	b) Non-controlling interest		1,872.80	1,256.32
	c) Total comprehensive income (a+b)		**16,191.28**	**4,621.64**
XVII	**Earnings per share (per share of face value ₹ 2 each):**			
	- Basic and diluted (in ₹)	38	13.63	10.18

Summary of significant accounting policies 2.3

The accompanying notes form an integral part of these consolidated financial statements

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

Place : Gurugram
Date : May 30, 2023

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2023

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

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Cash Flow from Operating Activities		
Profit before tax	14,678.53	11,290.56
Non-cash adjustments:		
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortization expense	5,229.03	3,950.59
Profit on sale of Property, plant and equipment	(372.17)	(83.02)
Dividend Income	(73.08)	(36.77)
Liabilities/provisions no longer required, written back	(46.03)	(43.60)
Upfront fees on long term borrowings	(580.08)	-
Share of loss of joint ventures	-	57.41
Provision for doubtful debts	2.61	1.98
Outstanding balances written off	11.06	0.27
Unrealized exchange loss	10.78	7.52
Provision for investment in Joint venture	1.46	-
Rent income	(307.57)	(324.16)
Interest income	(585.56)	(404.16)
Interest expenses	1,627.27	933.03
Gain on current investments	(536.09)	(157.27)
Operating profit before working capital changes	**19,060.16**	**15,192.38**
Movements in working capital :		
Increase in trade receivables	(1,503.02)	(4,336.17)
(Increase)/ decrease in other financial assets	(528.64)	388.31
Increase in other assets	(247.83)	(1,188.15)
Increase in inventories	(108.22)	(2,816.93)
Increase in trade payables	155.41	2,652.61
Increase in other financial liabilities	497.74	16.08
Increase in other liabilities and provisions	224.20	2,123.07
Cash generated from operations	**17,549.80**	**12,031.20**
Direct taxes paid	(3,829.82)	(3,286.41)
Net cash generated from operating activities (A)	**13,719.98**	**8,744.79**
Cash Flow from Investing Activities		
Purchase of property, plant and equipment (including capital work in progress and capital advances)	(8,345.71)	(5,149.37)
Proceeds from sale of property plant, and equipment	611.11	472.76
Proceeds from investment made by non- controlling interest	580.00	1,013.56
Dividend received	73.08	36.77
Acquisition of a subsidiary, net of cash acquired	(39,483.34)	-
Purchase of current investments (net)	(2,232.95)	(2,705.26)
Purchase of non-current investments	(122.56)	-
Realization from Joint ventures	-	51.52
Redemption of/ (investment in) bank deposits (net)	367.54	(868.39)
Rent received	307.57	324.16
Interest received	666.92	288.91
Net cash used in investing activities (B)	**(47,578.34)**	**(6,535.34)**

DK JAIN GROUP

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Cash Flow from Financing Activities		
Proceeds from long term borrowings	38,520.77	-
Repayment of long term borrowings	(597.44)	(977.03)
Proceeds from short term borrowings (net)	3,611.95	6,193.50
Dividend paid	(2,714.43)	(2,279.67)
Interest paid	(1,401.55)	(935.22)
Payment of principal portion of lease liabilities	(938.57)	(1,035.97)
Net cash generated from financing activities (C)	**36,480.73**	**965.61**
Net increase in cash and cash equivalents (A + B + C)	**2,622.37**	**3,175.06**
Cash and cash equivalents at the beginning of the year	4,840.83	1,665.77
Cash and cash equivalents at the end of the year	**7,463.20**	**4,840.83**
Non-cash investing activities		
Acquisition of Right-to-use assets	**4,679.52**	**2,082.85**
Components of cash and cash equivalents		
Cash on hand	11.51	11.94
Balance with banks		
- On current accounts	5,512.48	1,173.89
- Deposits with original maturity of 3 months or less	1,939.21	3,655.00
Total cash and cash equivalents (refer note 15)	**7,463.20**	**4,840.83**

Summary of significant accounting policies (refer note 2.3)

The accompanying notes form an integral part of these consolidated financial statements

Refer note 16b for change in liabilities arising from financing activites.

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

per Amit Yadav
Partner
Membership No. 501753

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 30, 2023

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED MARCH 31, 2023

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

	Equity Share Capital (1)*	Other Equity						Non-controlling interest (3)	Total Equity (1+2+3)
		Retained Earnings	Capital Reserve	Securities Premium	General Reserve	FVTOCI Reserve	Total Reserves and Surplus (2)		
As at April 01, 2021	**1,363.15**	**38,547.93**	**321.36**	**4,528.55**	**1,726.40**	**6,584.50**	**51,708.74**	**4,036.62**	**57,108.51**
Add: Profit for the year	-	6,940.90	-	-	-	-	6,940.90	1,246.48	8,187.38
Add: Other comprehensive income for the year (net of tax)	-	36.89	-	-	-	(3,612.47)	(3,575.58)	9.84	(3,565.74)
Add: Contribution from non-controlling interest	-	-	-	-		-	-	1,019.43	1,019.43
Less: Dividend paid	-	2,044.74	-	-	-	-	2,044.74	234.93	2,279.67
As at March 31, 2022	**1,363.15**	**43,480.98**	**321.36**	**4,528.55**	**1,726.40**	**2,972.03**	**53,029.32**	**6,077.44**	**60,469.91**
Add: Profit for the year	-	9,287.53	-	-	-	-	9,287.53	1,858.25	11,145.78
Add: Other comprehensive income for the year (net of tax)	-	87.15	-	-	-	4,943.80	5,030.95	14.55	5,045.50
Add: Contribution from/adjustment of non-controlling interest	-	(164.42)	-	-	-	-	(164.42)	11,084.96	10,920.54
Less: Dividend paid	-	2,385.52	-	-	-	-	2,385.52	328.90	2,714.42
As at March 31, 2023	**1,363.15**	**50,305.72**	**321.36**	**4,528.55**	**1,726.40**	**7,915.83**	**64,797.86**	**18,706.30**	**84,867.31**

*6,81,57,705 (March 31, 2022: 6,81,57,705) equity shares of ₹ 2 each fully paid up

Summary of significant accounting policies (refer note 2.3)

The accompanying notes form an integral part of these consolidated financial statements

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

Place : Gurugram
Date : May 30, 2023

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

1. CORPORATE INFORMATION

The Consolidated financial statements comprise financial statements of Lumax Auto Technologies Limited ("the Holding Company") and subsidiaries (collectively, "the Group") for the year ended March 31, 2023. The Holding Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognized stock exchanges in India. The registered office of the Holding Company is located 2nd Floor, Harbans Bhawan-II, Commercial Complex, Nangal Raya, New Delhi- 110046.

The Group is principally engaged in the manufacturing of automotive components. Information on the Group's structure is provided in Note 39. Information on other related party relationships of the Group is provided in Note 42.

The financial statements were authorized for issue in accordance with a resolution of the directors on May 30, 2023.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the financial statement.

The consolidated financial statements have been prepared on a historical cost basis, except for the certain financial assets and liabilities which have been measured at fair value or revalued amount (refer accounting policy regarding financial instruments).

The Group has prepared the financial statements on the basis that it will continue to operate as a going concern.

The consolidated Financial Statements are presented in Indian Rupees (₹) and all values are rounded to the nearest Lakhs (₹ 00,000), except wherever otherwise stated.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Holding Company and its subsidiaries as at March 31, 2023. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

a. Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);

b. Exposure, or rights, to variable returns from its involvement with the investee; and

c. The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

a. The contractual arrangement with the other vote holders of the investee;

b. Rights arising from other contractual arrangements;

c. The Group's voting rights and potential voting rights; and

d. The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Holding Company, i.e., year ended on March 31, 2023.

Consolidation procedure:

a. Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.

b. Offset (eliminate) the carrying amount of the Holding Company investment in each subsidiary and the Holding Company portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

c. Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognized in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Holding Company of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Investment in entities in which there exists significant influence but not a controlling interest are accounted for under the equity method i.e. the investment is initially recorded at cost. The carrying amount of the investment is adjusted thereafter for the post acquisition change in the share of net assets of the investee, adjusted where necessary to ensure consistency with the accounting policies of the Group. The consolidated Statement of Profit and Loss includes the Group's share of the results of the operations of the investee. Unrealized gains on transactions between the Group and associates are eliminated to the extent of the Group's interest in these entities.

2.3 Summary of significant accounting policies

A. Investment in subsidiaries and Joint Venture

The investment in subsidiary and Joint venture are carried at cost as per Ind AS 27. The Group regardless of the nature of its involvement with an entity (the investee), determines whether it is a parent by assessing whether it controls the investee. The Group controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Thus, the Group controls an investee if and only if it has all the following:

(a) power over the investee;

(b) exposure, or rights, to variable returns from its involvement with the investee and

(c) the ability to use its power over the investee to affect the amount of the returns.

Investments are accounted in accordance with Ind AS 105 when they are classified as held for sale. On disposal of investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

B. Business combination and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. In respect to the business combination for acquisition of subsidiary, the Group has opted to measure the non-controlling interests in the acquiree at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognized at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

However, the following assets and liabilities acquired in a business combination are measured at the basis indicated as mentioned hereinafter:

(i) Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognized and measured in accordance with Ind AS 12 "Income Tax" and Ind AS 19 "Employee Benefits" respectively.

(ii) Liabilities or equity instruments related to share-based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 "Share-based Payments" at the acquisition date.

(iii) Assets that are classified as held for sale in accordance with Ind AS 105 "Non-current Assets Held for Sale" and Discontinued Operations are measured in accordance with that standard.

(iv) Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

C. Change in ownership interest

The group treats transaction with non-controlling interests that do not result in a loss of control as transaction with the equity owners of the group. A change in ownership interest results in adjustment between the carrying amounts of the controlling and non-controlling interest to reflect their relative interest in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognized within equity.

D. Goodwill

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognizes the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognized in profit or loss. An impairment loss recognized for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognized, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

E. Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification.

Assets

An asset is treated as current when it is:

a) Expected to be realized or intended to be sold or consumed in normal operating cycle

b) Held primarily for the purpose of trading

c) Expected to be realized within twelve months after the reporting period, or

d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

Liabilities

A liability is current when:

(a) It is expected to be settled in normal operating cycle

(b) It is held primarily for the purpose of trading

(c) It is due to be settled within twelve months after the reporting period, or

(d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

Operating cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

F. Foreign currencies

Functional and presentational currency

The Group's financial statements are presented in Indian Rupees (₹) which is also the Group's functional currency. Functional currency is the currency of the primary economic environment in which a company operates and is normally the currency in which a company primarily generates and expends cash. All amounts have been rounded-off to the nearest Lakhs and two decimal thereof, unless otherwise stated.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Group at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Group initially recognizes the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of advance consideration.

G. Property, plant and equipment

Capital work in progress, property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced at intervals, Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Items of stores and spares that meet the definition of plant, property and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognized.

Depreciation on property, plant and equipment

Depreciation is calculated on a straight-line basis over the estimated useful lives as estimated by the management which is in line with the Schedule II to the Companies Act, 2013. The Group has used the following useful lives to provide depreciation on its property, plant and equipment which is in line with schedule II:

Assets	Useful Lives estimated by the management (in years)
Factory Building	30
Other Building	30 to 60
Computers	3
Office equipments	5
Furniture and fixtures	10
Vehicles	5
Electrical Installation	10

The management has estimated, supported by independent assessment by professionals, the useful life of the following class of asset, which are higher/different than that indicated in Schedule II.

Assets	Useful Lives estimated by the management (in years)
Plant and Equipment	5-21
Plant and Equipment (Robots)	12
Moulds	9

Leasehold improvements are amortized on a straight line basis over the period of lease term.

The residual value of property, plant and equipment is considered at 2%.

Depreciation on additions/ (disposals) is provided on a pro-rata basis i.e. from / (upto) the date on which asset is ready for use/ (disposed of).

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at the end of each financial year and adjusted prospectively, if appropriate. In particular, the Group considers the impact of health, safety and environment legislation in its assessment of expected useful lives and estimated residual values.

H. Intangible assets

Recognition and measurement

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

Amortization and useful lives

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible assets may be impaired. The amortization period and amortization method of the intangible asset with a useful finite life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss unless such expenditure forms part of carrying value of another assets, as follows:

Intangible Assets	Estimated Useful Life (Years)
Computer Software	Over the estimated economic useful lives of 4 years
Technical Know-how	Over the period of Technical Assistance Agreement i.e., 8 years

An intangible asset is derecognized upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Gain or loss arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Customer relationships

Customer relationships acquired in business combination are initially recognized at fair value at the date of acquisition. Following initial recognition, customer relationships are carried at cost less accumulated amortization and accumulated impairment losses, if any. They are amortized on a straight-line basis over their estimated useful life of 15 years assessed by the management at the time of acquisition.

Non-Compete Fee

Non-Compete fee is recognized based on agreement with seller or competitor. It is amortized on a straight-line basis over their estimated useful life of 10 years based on agreed terms as per contract.

Right to use technology

Right to use technology acquired in business combination are initially recognized at fair value at the date of acquisition. Following initial recognition, right to use technology is carried at cost less accumulated amortization and accumulated impairment losses, if any. It is amortized on a straight-line basis over its estimated useful life of 5 years assessed by the management at the time of acquisition.

I. Investment Property

Property that is held for long term rental yields or for capital appreciation or for both, and that is not occupied by the Group, is classified as investment property. Investment property is measured initially at its cost, including related transaction cost and where applicable borrowing costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. Subsequent expenditure is capitalized to assets carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. When significant parts of investment property are required to be replaced at intervals, the Group depreciates them separately based on their respective useful lives. All other repair and maintenance cost are expensed when incurred.

The Group depreciates building component of investment property over 30 years from the date of original purchase.

Though the Group measures investment property using cost-based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an external independent valuer applying a valuation model as per Ind AS 113 “Fair value measurement”.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of recognition.

Investment properties are depreciated using straight line method over their estimated useful life.

Transfer of property from investment property to the property, plant and equipment is made when the property is no longer held for long term rental yields or for capital appreciation or both at carrying amount of the property transferred.

J. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

K. Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognizes lease liabilities to make lease payments and right-to-use assets representing the right to use the underlying assets.

i. Right-to-use assets

The Group recognizes right-to-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-to-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-to-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-to-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Land & Building: 2-12 years

Solar Power Plant: 15 years

Leasehold land: 99 years

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-to-use assets are also subject to impairment. Refer to the accounting policies in section 'Impairment of non-financial assets'.

ii. Lease Liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii. Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

L. Inventories

Inventories which comprise raw materials, components, work in progress, finished goods, traded goods, moulds and stores and spares are valued at the lower of cost and net realizable value.

The basis of determining costs for various categories of inventories is as follows:

- **Raw materials, components, stores and spares:** Cost of inventories comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted moving average basis.
- **Work-in-progress and finished goods:** Cost includes direct material plus appropriate share of labour, manufacturing overheads based on normal operating capacity. Cost is determined on a weighted moving average basis.
- **Traded goods:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on moving weighted average basis.
- **Moulds:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

Stores and spares which do not meet the definition of Property, plant and equipment are accounted as inventories.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

Scraps are valued at net realizable value

The net realizable value of work-in-progress is determined with reference to the selling prices of related finished goods. Raw materials and other supplies held for use in production of finished goods are not written down below cost, except in cases where material prices have declined, and it is estimated that the cost of the finished goods will exceed its net realizable value. The comparison of cost and net realizable value is made on an item-by-item basis.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

M. Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units' (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Goodwill is tested for impairment annually as at reporting date and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods.

Impairment losses on non-financial asset, including impairment on inventories, are recognized in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Intangible assets with indefinite useful lives are tested for impairment annually at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

N. Revenue from contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods before transferring them to the customer.

However, Goods and services tax (GST), is not received by the Group on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

O. Sale of products

Revenue from sale of products (including tools) is recognized at the point in time when the product is delivered to the customer. The normal credit term is 30 to 120 days upon delivery.

Revenue is measured by the Group at the transaction price i.e. amount of consideration received/ receivable in exchange for transferring promised goods or services to the customers. In determining the transaction price for the sale of products, the Holding Company considers the effects of variable consideration including price adjustments to be passed on to the customers based on various parameters like negotiation based on savings on material and other factors. Accordingly, revenue for the current year is net of price differences.

The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods, the Group allocated a portion of the transaction price to goods bases on its relative consolidated prices and also considers the following:

Schemes

The Group operates several sales incentive programs wherein the customers are eligible for several benefits on achievement of underlying conditions as prescribed in the scheme program such as discounts. Revenue from contracts with customers is presented deducting cost of all these schemes.

P. Sale of services

Revenue from sale of services is recognized in accordance with the terms of contract when the services are rendered, and the related costs are incurred.

Contract balances

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

Trade receivables

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section financial instruments – initial recognition and measurement.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Group performs under the contract.

Q. Interest Income

For all debt instruments measured at amortized cost or at fair value through other comprehensive income, interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instruments or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected estimated cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit loss. Interest income is included under the head "other income" in the statement of profit and loss.

Interest income on bank deposits and advances to vendors is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

R. Dividend Income

Dividend is recognized when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

S. Rental Income

Rental income arising from operating leases are accounted for on a straight-line basis over the lease terms and is included under the head "other income" in the statement of profit & loss.

T. Government grants

Government grants are recognized where there is reasonable assurance that the grant will be received and all the attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

of the benefit of the underlying asset i.e. by equal annual installments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as government grant. The loan or assistance is initially recognized and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

U. Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

The Group operates defined benefit plans for its employees, viz., gratuity. The costs of providing benefits under these plans are determined on the basis of actuarial valuation at each year-end. Separate actuarial valuation is carried out for each plan using the projected unit credit method. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purpose. Such long term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. The Group presents the leave as a current liability in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Group has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:

a) The date of the plan amendment or curtailment, and

b) The date that the Group recognizes related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognizes the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

a) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and

b) Net interest expense or income.

V. Provisions

General

A provision is recognized when the Group has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Onerous contracts

If the Group has a contract that is onerous, the present obligation under the contract is recognized and measured as a provision. However, before a separate provision for an onerous contract is established, the Group recognizes any impairment loss that has occurred on assets dedicated to that contract.

An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Group cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfill it. The cost of fulfilling a contract comprises the costs that relate directly to the contract (i.e., both incremental costs and an allocation of costs directly related to contract activities).

W. Taxes

Current income tax

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

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

  Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:
- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes.

X. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

Y. Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to the shareholders of the Group by the weighted average number of equity shares outstanding as at the end of reporting period.

Diluted EPS amounts are calculated by dividing the profit attributable to the shareholders of the Group by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Z. Contingent liabilities and contingent assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent assets are only disclosed when it is probable that the economic benefits will flow to the Group.

AA. Dividend

The Group recognises a liability to make cash dividend to equity holders of the parent when the distribution is authorized and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

AB. Assets held for sale

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The Group treats sale of the asset to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset,
- An active program to locate a buyer and complete the plan has been initiated,
- The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale to owners and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale to owners are not depreciated or amortized.

AC. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(a) In the principal market for the asset or liability, or

(b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

External valuers are involved for valuation of significant assets and significant liabilities, if any.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents, if any.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Quantitative disclosure of fair value measurement hierarchy
- Investment properties
- Financial instruments (including those carried at amortized cost).

AD. Financial instruments

A financial instrument is a contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

Financial Assets

Initial recognition and measurement

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

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section Revenue from contracts with customers.

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

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortized cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortized cost;
- Debt instruments at fair value through other comprehensive income (FVTOCI);
- Debt instruments, derivatives and equity instruments at fair value through profit and loss (FVTPL); and
- Equity instruments measured at fair value through other comprehensive income (FVTOCI).

Debt instruments at amortized cost

A debt instrument is measured at the amortized cost if both the following conditions are met:

(i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

(ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The accretion of EIR is recorded as an income or expense in statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss. This category generally applies to trade and other receivables.

Debt Instruments at fair value through OCI (FVTOCI)

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

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognized in the profit or loss and computed in the same manner as for financial assets measured at amortized cost. The remaining fair value changes are recognized in OCI. Upon derecognition, the cumulative fair value changes recognized in OCI is reclassified from the equity to profit or loss.

The Group's debt instruments at fair value through OCI includes investments in quoted debt instruments included under other non-current financial assets.

Financial assets at fair value through profit or loss

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

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

Equity investments at fair value through OCI (FVTOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading or/and contingent consideration recognized by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

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

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

De-recognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognized (i.e. removed from the Group's Balance Sheet) when:

(i) The contractual rights to receive cash flows from the asset has expired, or

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

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Financial Liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

The Group's financial liabilities include trade and other payables, lease liabilities, loans and borrowings etc.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit and loss (FVTPL); and
- Financial liabilities at amortized cost.

Financial liabilities at fair value through profit or loss

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

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

Gains or losses on liabilities held for trading are recognized in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit and loss. The Group has not designated any financial liability as at fair value through profit or loss.

Financial liabilities at Amortized cost

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in the profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

De-recognition

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

Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

AE. Impairment of financial assets

In accordance with Ind-AS 109, the Group applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Financial assets that are debt instruments, and are initially measured at fair value with subsequent measurement at amortized cost e.g., trade and other receivables, security deposits, loan to employees, etc.

The Group follows 'simplified approach' for recognition of impairment loss allowance for trade receivables.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

As a practical expedient, the Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as an expense in the statement of profit and loss.

AF. Business Combination

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognized at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefit is not probable.

Business Combinations involving entities or businesses in which all the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, and where that control is not transitory is accounted using the pooling of interests method as enumerated below:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values or recognize any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.
- The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information shall be restated only from that date.
- The identity of the reserves shall be preserved and shall appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor.

2.4 New and amended standards

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standard) Amendment Rules 2022 dated March 23, 2022, to amend the following Ind AS which are effective from April 01, 2022:

(i) Ind AS 103 – Reference to Conceptual Framework

The amendments replaced the reference to the ICAI's "Framework for the Preparation and Presentation of Financial Statements under Indian Accounting Standards" with the reference to the "Conceptual Framework for Financial Reporting

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

under Indian Accounting Standard" without significantly changing its requirements.

The amendments also added an exception to the recognition principle of Ind AS 103 Business Combinations to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets or Appendix C, Levies, of Ind AS 37, if incurred separately. The exception requires entities to apply the criteria in Ind AS 37 or Appendix C, Levies, of Ind AS 37, respectively, instead of the Conceptual Framework, to determine whether a present obligation exists at the acquisition date.

The amendments also add a new paragraph to IFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

These amendments had no impact on the financial statements of the Group as there were no contingent assets, liabilities or contingent liabilities within the scope of these amendments that arose during the period.

(ii) Ind AS 16 – Property, Plant and Equipment: Proceeds before intended use

The amendments modified paragraph 17(e) of Ind AS 16 to clarify that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognized in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

The amendments are effective for annual reporting periods beginning on or after April 01, 2022. These amendments had no impact on the financial statements of the Group as there were no sales of such items produced by property, plant and equipment made available for use on or after the beginning of the earliest period presented.

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

An onerous contract is a contract under which the unavoidable of meeting the obligations under the contract costs (i.e., the costs that the Group cannot avoid because it has the contract) exceed the economic benefits expected to be received under it.

The amendments specify that when assessing whether a contract is onerous or loss-making, an entity needs to include costs that relate directly to a contract to provide goods or services including both incremental costs (e.g., the costs of direct labor and materials) and an allocation of costs directly related to contract activities (e.g., depreciation of equipment used to fulfill the contract and costs of contract management and supervision). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

These amendments had no impact on the financial statements of the Group as there were no onerous contracts entered during the period.

(iv) Ind AS 109 Financial instruments – Fees in the '10 per cent' test for derecognition of financial liabilities

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

These amendments had no impact on the financial statements of the Group as there were no modifications of the Group's financial instruments during the period.

(v) Ind AS 41 Agriculture - Taxation in fair value measurements

The amendment removes the requirement in paragraph 22 of Ind AS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of Ind AS 41.

The amendments are effective for annual reporting periods beginning on or after April 01, 2022. The amendments had no impact on the financial statements of the Group as it did not have assets in scope of IAS 41 as at the reporting date.

2.5 Standards notified but not yet effective

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated March 31, 2023 to amend the following Ind AS which are effective from April 01, 2023.

(i) Definition of Accounting Estimates - Amendments to Ind AS 8

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

The amendments are effective for annual reporting periods beginning on or after April 01, 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period.

The amendments are not expected to have a material impact on the Group's financial statements.

(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments to Ind AS 1 are applicable for annual periods beginning on or after April 01, 2023. Consequential amendments have been made in Ind AS 107.

The Group is currently revisiting their accounting policy information disclosures to ensure consistency with the amended requirements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments to Ind AS 12 narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The amendments should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability should also be recognized for all deductible and taxable temporary differences associated with leases and decommissioning obligations. Consequential amendments have been made in Ind AS 101.

The amendments to Ind AS 12 are applicable for annual periods beginning on or after April 01, 2023. The Group is currently assessing the impact of the amendments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

3. PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK IN PROGRESS

3(a) Property, plant and equipment

The details of property, plant and equipment (net):

	As at March 31, 2023	As at March 31, 2022
Freehold Land	6,221.09	3,211.09
Buildings	10,988.98	8,521.71
Leasehold Improvement	807.07	699.09
Plant and Equipment	35,751.62	20,904.49
Furniture and Fixtures	1,012.98	891.44
Office Equipments	387.23	266.27
Vehicles	1,083.04	213.81
Computers	418.91	207.21
Total	**56,670.92**	**34,915.11**

3(b) Capital work in progress

The details of capital work in progress:

	As at March 31, 2023	As at March 31, 2022
Capital work in progress	1,285.82	1,212.89
Total	**1,285.82**	**1,212.89**

Capital work in progress (CWIP) 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
Projects in progress	1,078.46	207.36	-	-	1,285.82
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2022

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	1,156.92	55.97	-	-	1,212.89
Projects temporarily suspended	-	-	-	-	-

The projects in progress are not overdue in terms of time and cost from their original approved plan.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

3.1 Property, plant and equipment

	Freehold Land	Buildings	Leasehold Improvement	Plant and equipment	Furniture and fixtures	Office equipments	Vehicles	Computers	Total	CWIP
Gross Block										
As at April 01, 2021	2,936.30	10,485.16	327.17	37,278.86	1,381.22	786.90	1,102.46	821.93	55,120.00	932.86
Additions	-	295.96	570.83	3,134.97	125.49	64.03	114.60	125.97	4,431.85	4,711.88
Disposals	-	-	-	(83.91)	(0.31)	(0.08)	(74.00)	(1.16)	(159.46)	(4,431.85)
Adjustment*	274.79	356.45	-	-	-	-	-	-	631.24	-
Acquisition Adjustment (refer note 52)	-	-	-	14.26	-	-	12.41	6.21	32.88	-
As at March 31, 2022	**3,211.09**	**11,137.57**	**898.00**	**40,344.18**	**1,506.40**	**850.85**	**1,155.47**	**952.95**	**60,056.51**	**1,212.89**
Additions	-	969.79	108.80	5,964.32	158.87	107.24	995.38	207.84	8,512.24	8,321.39
Disposals	-	(138.35)	(6.89)	(1,304.69)	(40.12)	(9.72)	(104.61)	(21.20)	(1,625.58)	(8,512.24)
Acquisition Adjustment (refer note 39k)	3,010.00	2,014.93	388.25	15,194.60	169.60	167.48	1.40	241.20	21,187.46	263.78
As at March 31, 2023	**6,221.09**	**13,983.94**	**1,388.16**	**60,198.41**	**1,794.75**	**1,115.85**	**2,047.64**	**1,380.79**	**88,130.63**	**1,285.82**
Accumulated depreciation										
As at April 01, 2021	-	2,160.45	83.89	17,173.77	499.29	497.01	905.65	646.03	21,966.09	-
Charge for the year	-	276.02	115.02	2,311.45	115.98	87.65	98.71	97.49	3,102.32	-
Disposal	-	-	-	(48.55)	(0.31)	(0.08)	(68.19)	(0.74)	(117.87)	-
Adjustment*	-	179.39	-	-	-	-	-	-	179.39	-
Acquisition Adjustment (refer note 52)	-	-	-	3.02	-	-	5.49	2.96	11.47	-
As at March 31, 2022	**-**	**2,615.86**	**198.91**	**19,439.69**	**614.96**	**584.58**	**941.66**	**745.74**	**25,141.40**	**-**
Charge for the year	-	287.72	264.00	2,866.36	126.76	95.22	118.24	122.53	3,880.83	-
Disposal	-	(103.29)	(2.58)	(1,133.26)	(31.76)	(9.55)	(96.71)	(20.95)	(1,398.10)	-
Acquisition Adjustment (refer note 39k)	-	194.67	120.76	3,274.00	71.81	58.37	1.41	114.56	3,835.58	-
As at March 31, 2023	**-**	**2,994.96**	**581.09**	**24,446.79**	**781.77**	**728.62**	**964.60**	**961.88**	**31,459.71**	**-**
Net Block										
As at March 31, 2023	**6,221.09**	**10,988.98**	**807.07**	**35,751.62**	**1,012.98**	**387.23**	**1,083.04**	**418.91**	**56,670.92**	**1,285.82**
As at March 31, 2022	**3,211.09**	**8,521.71**	**699.09**	**20,904.49**	**891.44**	**266.27**	**213.81**	**207.21**	**34,915.11**	**1,212.89**

*Transfer from Investment property to Property, plant and equipment being assets given on lease to one of the subsidiary companies of Holding Company.

a) On transition to Ind AS (i.e. April 01, 2016), the Group has elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.

b) Refer note 19 for information on property, plant and equipment pledged as security for borrowings by the Group.

c) Refer note 41a for disclosure of contractual commitment for the acquisition of property, plant and equipment.

d) Refer note 5A for property, plant and equipment not held in the name of Group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

4. INTANGIBLE ASSETS AND GOODWILL

a) Details of intangible assets:

	As at March 31, 2023	As at March 31, 2022
Computer software	319.71	400.84
Technical know-how	91.09	107.71
Right to use technology (refer note 39k)	3,527.59	-
Customer relationship (refer note 39k)	13,454.20	-
Non compete (refer note 39k)	4,245.43	-
Total	**21,638.02**	**508.55**

b) Disclosures regarding gross block of intangible assets, accumulated amortization and net block:

	Computer software	Technical know-how	Right to use technology	Customer relationship	Non compete	Total
Gross block						
As at April 01, 2021	905.34	319.51	-	-	-	1,224.85
Additions	89.25	-	-	-	-	89.25
Acquisition adjustment (refer note 52)	200.77	-	-	-	-	200.77
Disposals	(3.06)	-	-	-	-	(3.06)
As at March 31, 2022	**1,192.30**	**319.51**	**-**	**-**	**-**	**1,511.81**
Additions	51.70	-	-	-	-	51.70
Acquisition adjustment (refer note 39k)	16.93	-	3,548.00	13,506.00	4,270.00	21,340.93
Disposals	(4.52)	-	-	-	-	(4.52)
As at March 31, 2023	**1,256.41**	**319.51**	**3,548.00**	**13,506.00**	**4,270.00**	**22,899.92**
Accumulated amortization						
As at April 01, 2021	696.61	195.18	-	-	-	891.79
Charge for the year	94.87	16.62	-	-	-	111.49
Acquisition adjustment (refer note 52)	3.04	-	-	-	-	3.04
Disposals	(3.06)	-	-	-	-	(3.06)
As at March 31, 2022	**791.46**	**211.80**	**-**	**-**	**-**	**1,003.26**
Charge for the year	142.42	16.62	20.41	51.80	24.57	255.82
Acquisition adjustment (refer note 39k)	7.34	-	-	-	-	7.34
Disposals	(4.52)	-	-	-	-	(4.52)
As at March 31, 2023	**936.70**	**228.42**	**20.41**	**51.80**	**24.57**	**1,261.90**
Net book value						
As at March 31, 2023	**319.71**	**91.09**	**3,527.59**	**13,454.20**	**4,245.43**	**21,638.02**
As at March 31, 2022	**400.84**	**107.71**	**-**	**-**	**-**	**508.55**

c) Details of Goodwill:

	As at March 31, 2023	As at March 31, 2022
Goodwill (refer note 39k)	12,185.40	16.64
Total	**12,185.40**	**16.64**

Impairment testing of goodwill

Goodwill recognized on acquisition of IAC India having indefinite useful life have been tested for impairment as at the Balance Sheet date. The recoverable amount is determined based on value in use calculation. These calculations uses management assumptions and pre tax cash flow projections based on financed budgets approved by management covering a 5 years period. Cash flow projection beyond 5 years time period are extrapolated using the estimated growth rates which is consistent with forecasts included in industry reports specific to industry in which CGU operates. Management has determined following assumptions for impairment testing of Goodwill:

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

Assumption	Rates	Approach used in determining value
Weighted Average cost of capital	23.70%	It has been determined basis risk free rate of return adjusted for equity risk premium
Long Term Growth Rate	4.00%	Long term growth rate has been taken basis financial budgets and projections approved by management

Management has performed a sensitivity analysis with respect to changes in assumptions for assessment of value-in-use of Goodwill. Based on this analysis, management believes that change in any of above assumption would not cause any material possible change in carrying value of Goodwill over and above its recoverable amount. Based on impairment assessment conducted by the management, there is no impairment required.

5. RIGHT-TO-USE ASSETS

(i) Details of Right-to-use assets:

	As at March 31, 2023	As at March 31, 2022
Land	461.00	471.47
Solar power plant	534.39	357.28
Buildings	10,096.76	3,372.69
Total	**11,092.15**	**4,201.44**

(ii) Set out below are the carrying amounts of right-to-use assets recognized and the movements during the year:

	Land	Solar Power Plant	Buildings	Total
Gross block				
As at April 01, 2021	546.52	436.44	2,834.63	3,817.59
Additions	-	-	2,082.85	2,082.85
As at March 31, 2022	**546.52**	**436.44**	**4,917.48**	**5,900.44**
Acquisition Adjustment (refer note 39k)		-	5,020.65	5,020.65
Additions	-	211.57	4,467.95	4,679.52
Disposals	(5.27)	-	(829.57)	(834.84)
As at March 31, 2023	**541.25**	**648.01**	**13,576.51**	**14,765.77**
Accumulated Depreciation				
As at April 01, 2021	68.96	50.07	888.24	1,007.27
Amortization charge for the year	6.09	29.09	656.55	691.73
As at March 31, 2022	**75.05**	**79.16**	**1,544.79**	**1,699.00**
Acquisition Adjustment (refer note 39k)	-	-	1,707.25	1,707.25
Amortization charge for the year	6.05	34.46	1,005.91	1,046.42
Disposals	(0.85)	-	(778.20)	(779.05)
As at March 31, 2023	**80.25**	**113.62**	**3,479.75**	**3,673.62**
Net book value				
As at March 31, 2023	**461.00**	**534.39**	**10,096.76**	**11,092.15**
As at March 31, 2022	**471.47**	**357.28**	**3,372.69**	**4,201.44**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(iii) The following is the carrying value of lease liability and movement thereof during the year:

	Solar Power Plant	Buildings	Total
As at April 01, 2021	404.05	2,198.57	2,602.62
Additions	-	2,020.33	2,020.33
Finance cost accrued during the year	6.06	226.04	232.10
Payment of lease liabilities	(30.86)	(777.45)	(808.31)
As at March 31, 2022	**379.25**	**3,667.49**	**4,046.74**
Additions	211.57	4,339.64	4,551.21
Acquisition Adjustment (refer note 39k)	-	3,516.71	3,516.71
Finance cost accrued during the year	12.31	360.11	372.42
Disposals	-	(73.50)	(73.50)
Payment of lease liabilities	(39.76)	(1,185.28)	(1,225.04)
As at March 31, 2023	**563.37**	**10,625.17**	**11,188.54**
Current	**53.76**	**1,638.83**	**1,692.59**
Non-current	**509.61**	**8,986.34**	**9,495.95**
As at March 31, 2022			
Current	**25.72**	**709.84**	**735.56**
Non-current	**353.53**	**2,957.65**	**3,311.18**

(iv) The Group has applied weighted average incremental borrowing rate to lease liabilities.

(v) The following are the amounts recognized in profit or loss:

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Depreciation expense of right-to-use assets	1,046.42	691.73
Interest expense on lease liabilities	372.42	232.10
Expense relating to short-term leases (included in other expenses)	370.50	318.88
Total amount recognized in profit or loss	**1,789.34**	**1,242.71**

(vi) The Group had total cash outflows for leases of ₹ 1,225.04 Lakhs for the year ended March 31, 2023 (March 31, 2022 ₹ 808.31 Lakhs).

(vii) Extension and termination options : Extension and termination options are included in property lease agreements. These are used to maximize operational flexibility in terms of managing the assets used in the Group's operations. Extension and termination options held are exercisable only by the Group and not by the lessor.

(viii) The Group does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

(ix) Refer note 49C for maturity analysis of contractual undiscounted cashflows in respect of lease recognized under Ind AS 116.

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

5A Details of the title deeds which are not held in the name of the Holding Company

Relevant line item in the Balance sheet	Property, plant and equipment	Right-to-use assets	Right-to-use assets
Description of item of property	Land	Land	Land
Gross carrying value (₹ in Lakhs)	274.07	192.00	229.90
Title deeds held in the name of	Lumax DK Auto Industries Limited	Lumax DK Auto Industries Limited	Lumax DK Auto Industries Limited
Whether promoter, director or their relative or employee	No	No	No
Property held since	November 07, 2007	May 15, 2006	November 19, 2011

During the year ended March 31, 2020, the Subsidiary Company "Lumax DK Auto Industries Limited" was merged with the Holding Company and the Holding Company is in the process of getting the title transferred in its name.

6. INVESTMENT PROPERTY

	Freehold Land	Buildings	Total
Gross block			
As at April 01, 2021	**594.63**	**1,694.95**	**2,289.58**
Adjustment*	(274.79)	(356.45)	(631.24)
Additions	-	27.63	27.63
As at March 31, 2022	**319.84**	**1,366.13**	**1,685.97**
Additions	-	-	-
As at March 31, 2023	**319.84**	**1,366.13**	**1,685.97**
Accumulated depreciation and impairments			
As at April 01, 2021	**-**	**531.07**	**531.07**
Adjustment*		(179.39)	(179.39)
Depreciation charge for the year	-	45.05	45.05
As at March 31, 2022	**-**	**396.73**	**396.73**
Adjustment*	-	-	-
Depreciation charge for the year	-	45.96	45.96
As at March 31, 2023	**-**	**442.69**	**442.69**
Net Block			
As at March 31, 2023	**319.84**	**923.44**	**1,243.28**
As at March 31, 2022	**319.84**	**969.40**	**1,289.24**

Fair Value of Investment Property

As at April 01, 2021	**4,469.19**
Adjustment*	(1,825.19)
Increase in fair value of investment property	238.34
As at March 31, 2022	**2,882.34**
Increase in fair value of investment property	370.63
As at March 31, 2023	**3,252.97**

*Transfer from Investment property to Property, plant and equipment being assets given on lease to one of the subsidiary companies of the Holding Company

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

i) Amount recognized in statement of profit and loss from investment property

The amount of rental income pertains to the investment property rented to the fellow subsidiary and the same has been eliminated in the consolidated financials statement and hence no income from investment property has been credited to the statement of profit and loss.

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Rental Income	274.37	245.53
Direct operating expenses (including repairs and maintenance) arising from property that generated rental Income	-	-
Profit arising from Investment property before depreciation and indirect expenses	**274.37**	**245.53**
Depreciation	45.96	45.05
Profit arising from Investment properties before indirect expenses	**228.41**	**200.48**

ii) Contractual obligations

There are no contractual obligations to purchase, construct or develop investment property.

iii) Estimation of Fair Value

Fair value investment property is ascertained on the basis of market rates as determined by the independent registered valuer.

iv) Description of valuation techniques used and key inputs to valuation on investment properties:

	Valuation Technique
Land and Building situated at Plot No. 69, Bidadi Industrial area, 2nd Phase, Sector-2, Parts of 32, 56-59, Bidadi Hobli, Ramanagara Taluka, District Ramanagara, Bengaluru, Karnataka - 562109. Land Area - 15,484 sq. mt. Land Value - ₹ 1,858.08 Lakhs Building built up area - 7,132.15 sq. mt. Building Value - ₹ 1,394.89 Lakhs Valuer Name: Shivam Shrivastava (IBBI Registered Valuer & Chartered Engineer)	Market Rate

The valuation has been taken considering values arrived using the following methodologies:

(a) Current replacement cost method, which comprises of net amount of money that is required to replace an asset with a similar one in the current market; and

(b) Sales comparable method, which compares the price or price per unit area of similar properties being sold in the marketplace.

Further, inputs used in the above valuation models are as under:

(i) Market rates/ marketability of the Land in the vicinity.

(ii) Recent property deals/transactions.

(iii) Negotiation skills of the buyer/seller.

(iv) Demand and supply of properties.

(v) Locality, neighbourhood, civic amenities, its connectivity to major centres, etc.

(vi) Shape, size, prominence, plot area, topography, etc.

(vii) Need/ urgency of the seller to sell the said property.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

7. INVESTMENT IN JOINT VENTURE

	As at March 31, 2023	As at March 31, 2022
Investment measured at amortized cost (Unquoted)		
Lumax Energy Solutions Private Limited	-	1.46
Nil (As at March 31, 2022 - 50,000) equity shares of ₹10 each fully paid up		
Total		**1.46**
Aggregate value of unquoted investments	**-**	**1.46**

8(a) INCOME TAX ASSETS (NET)

	As at March 31, 2023	As at March 31, 2022
Non-current tax assets (net)	**919.66**	**676.81**

8(b) CURRENT TAX LIABILITIES (NET)

	As at March 31, 2023	As at March 31, 2022
Current tax liabilities (net)	**563.85**	**61.17**

9. INVESTMENTS

	As at March 31, 2023	As at March 31, 2022
A. Non-current investments*		
Investments measured at fair value through other comprehensive income		
Investments in equity instruments of other entities		
Lumax Industries Limited (Quoted)	9,303.26	4,648.35
5,25,000 (As at March 31, 2022 - 5,25,000) equity shares of ₹ 10 each fully paid up		
Investment in Avaada KNSolar Private Limited (Unquoted)	122.56	-
12,25,000 (As at March 31, 2022 - Nil) equity shares of ₹ 10 each fully paid up		
Lumax Ancillary Limited (Unquoted)	1,002.68	653.11
3,00,420 (As at March 31, 2022 - 3,00,420) equity shares of ₹ 10 each fully paid up		
Total	**10,428.50**	**5,301.46**
B. Current investments**		
Investments measured at fair value through Profit and loss		
(i) Investment in Non-Convertible Debentures (Quoted)		
L&T Finance Limited 50 units (As at March 31, 2022 - Nil)	509.61	-
MAS Financial Services Limited 25 units (As at March 31, 2022 - Nil)	265.74	-
Piramal Enterprises Limited 50 units (As at March 31, 2022 - Nil)	529.00	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	As at March 31, 2023	As at March 31, 2022
Shriram Transport Finance Company Limited 40 units (As at March 31, 2022 - Nil)	458.82	-
Shriram Housing Finance Limited 50 units (As at March 31, 2022 - Nil)	518.39	-
(ii) Investment in Mutual funds (Unquoted)		
SBI Liquid Fund Direct Growth Nil (As at March 31, 2022 - 92,913 units)	-	3,096.86
SBI Floating Rate Debt Fund- Direct Plan Growth 3,31,09,562 units (As at March 31, 2022 - Nil)	3,706.98	-
AXIS Liquid Fund Growth Nil (As at March 31, 2022 - 22,796 units)	-	535.70
SBI Saving Fund Direct Plan Growth 73,13,631 units (As at March 31, 2022 - 15,05,242 units)	2,747.83	535.28
SBI Arbitrage Opportunities Fund Direct Plan Growth Nil (As at March 31, 2022 - 95,27,616 units)	-	2,718.19
SBI Overnight Fund Direct Growth 17,075 units (As at March 31, 2022 - Nil)	623.10	-
(iii) Investment In India Grid Trust (InvITs) (Quoted) 2,20,300 units (As at March 31, 2022 - Nil)	296.92	-
(iv) Investment in Equity Instruments (Quoted)		
Reliance Industries Limited 433 fully paid up (As at March 31, 2022 - 433 fully paid up) equity shares of ₹ 10 each	10.09	11.41
Total	**9,666.48**	**6,897.44**
Current	**9,666.48**	**6,897.44**
Non-current	**10,428.50**	**5,301.46**
Aggregate book value/ market value of quoted investments (refer note 47)	**11,891.83**	**4,659.76**
Aggregate value of unquoted investments (refer note 47)	**8,203.15**	**7,539.14**

Non-current investments

*Investment in equity instrument where the business model of the Group is not for trading, the Group has opted for irrevocable option to present subsequent changes in the fair value of an investment in an equity instrument through Other Comprehensive income (FVTOCI).

Current investments

**Investment in current investments, the Group has opted irrevocable option to present subsequent changes in the fair value of an investment in an financial instrument through profit or loss (FVTPL).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

10. LOANS

	As at March 31, 2023	As at March 31, 2022
Unsecured and considered good (unless otherwise stated)		
Non-current		
Loan to Employees*	63.97	44.00
Total (A)	**63.97**	**44.00**
Current		
Loan to Employees*	99.39	60.10
Total (B)	**99.39**	**60.10**
Total loans carried at amortized cost (A+B)	**163.36**	**104.10**
Current	**99.39**	**60.10**
Non-current	**63.97**	**44.00**

The Group has not provided any loans which are either repayable on demand or are without specifying any terms or period of repayment.

*Includes loan to KMP of the Group ₹ 82.50 Lakhs (March 31, 2022: ₹ 52.50 Lakhs), which is in compliance of section 185 of the Companies Act 2013.

11. OTHER FINANCIAL ASSETS

	As at March 31, 2023	As at March 31, 2022
Unsecured and considered good (unless otherwise stated)		
Non-current		
Security deposits	1,170.95	750.52
Government grant receivable*	689.76	517.78
Deposits with remaining maturity for more than 12 months	809.83	-
Total (A)	**2,670.54**	**1,268.30**
Current		
Security Deposits	85.33	5.61
Unbilled revenue	2,649.55	-
Interest accrued but not due	99.30	175.31
Other recoverables**	1,519.61	65.29
Total (B)	**4,353.79**	**246.21**
Total (A+B)	**7,024.33**	**1,514.51**
Current	**4,353.79**	**246.21**
Non-current	**2,670.54**	**1,268.30**

*Government grant receivables represent amount of subsidy claim receivable on the capital investment made by the holding Company in the state of Maharashtra.

**Includes ₹ 1,100.00 Lakhs receivable from IAC International Services Private Limited on account of sale of financial shared services division by IAC India (refer note 39k and 42).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

Break up of financial assets carried at:

	As at March 31, 2023	As at March 31, 2022
Amortized cost:		
Trade receivables (refer note 14)	46,117.71	26,638.64
Cash and cash equivalents (refer note 15)	7,463.20	4,840.83
Other Bank Balance (refer note 16)	8,215.32	8,998.86
Loans (refer note 10)	163.36	104.10
Other financial assets (refer note 11)	7,024.33	1,514.51
Fair value through other comprehensive income:		
Non-current Investments (refer note 9)	10,428.50	5,301.46
Fair value through Profit and loss:		
Current Investments (refer note 9)	9,666.48	6,897.44
Total financial assets	**89,078.90**	**54,295.84**
Current	**75,915.89**	**47,682.08**
Non-current	**13,163.01**	**6,613.76**

12. OTHER ASSETS

	As at March 31, 2023	As at March 31, 2022
(Unsecured, considered good, unless otherwise stated)		
Non-current		
Advances for property, plant and equipment	562.80	874.67
Balances with statutory/government authorities*	612.43	612.43
Deposit under protest	0.78	0.78
Total (A)	**1,176.01**	**1,487.88**
Current		
Balance with statutory/government authorities	2,834.11	1,631.64
Advance to suppliers	2,707.67	2,030.31
Prepaid expenses	698.64	256.58
Export benefits receivable	5.24	7.46
Others advances	258.73	175.42
Total (B)	**6,504.39**	**4,101.41**
Total (A+B)	**7,680.40**	**5,589.29**
Current	**6,504.39**	**4,101.41**
Non-current	**1,176.01**	**1,487.88**

*Represents amount paid under protest to Debt Recovery Appellate Tribunal (DRAT). Refer note 41(d).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

13. INVENTORIES (AT LOWER OF COST AND NET REALIZABLE VALUE)

	As at March 31, 2023	As at March 31, 2022
Raw materials and components	7,910.24	4,432.76
(includes material in transit ₹ 319.35 Lakhs (As at March 31, 2022 ₹ 361.00 Lakhs)		
Work-in-progress	955.89	583.96
Finished goods	1,765.90	1,078.26
(includes sales in transit ₹ 722.78 Lakhs (As at March 31, 2022 ₹ 526.00 Lakhs)		
Traded goods	1,820.62	2,037.00
Moulds	3,103.29	2,587.21
Stores and spares*	553.75	456.50
Total inventories	**16,109.69**	**11,175.69**

* Stores and spares are capitalised if they met the definition of Property, plant and equipment as per Ind AS 16, otherwise they are classified as inventory.

14. TRADE RECEIVABLES

a) Details of trade receivables:

	As at March 31, 2023	As at March 31, 2022
Trade receivables	39,953.05	22,373.24
Receivables from related parties (refer note 42)	6,164.66	4,265.40
Total Trade receivables	**46,117.71**	**26,638.64**

b) Break-up for security details:

	As at March 31, 2023	As at March 31, 2022
Trade receivables		
Secured, considered good	404.22	434.51
Unsecured, considered good	45,713.49	26,204.13
Trade receivable - credit impaired	175.19	130.11
Total	**46,292.90**	**26,768.75**
Impairment allowance for trade receivables - credit impaired	(175.19)	(130.11)
Total (net)	**46,117.71**	**26,638.64**

c) No trade or other receivable are due from directors or other officers of the Group either severally or jointly with any other person. Further no trade or other receivable are due from firms or private companies in which any director is a partner, a director or a member.

d) Trade receivables are non-interest bearing and are generally on terms of not more than 30-120 days.

e) For terms and conditions relating to related party receivables, refer Note 42.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

f) Trade receivables Ageing Schedule

As at March 31, 2023

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	38,501.93	6,789.47	719.88	72.83	10.98	22.62	**46,117.71**
(ii) Undisputed Trade receivables – which have significant increase in credit risk	-	12.06	25.10	3.96	2.36	2.70	**46.18**
(iii) Undisputed Trade receivables – credit impaired	-	-	-	-	48.11	13.40	**61.51**
(iv) Disputed Trade receivables considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade receivables - credit impaired	-	-	-	1.79	-	65.71	**67.50**
Total	**38,501.93**	**6,801.53**	**744.98**	**78.58**	**61.45**	**104.43**	**46,292.90**

As at March 31, 2022

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	18,253.67	8,243.31	34.18	81.49	3.41	22.58	**26,638.64**
(ii) Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed Trade receivables – credit impaired	-	-	-	5.64	42.47	14.50	**62.61**
(iv) Disputed Trade receivables considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade receivables - credit impaired	-	-	1.79	-	11.04	54.67	**67.50**
Total	**18,253.67**	**8,243.31**	**35.97**	**87.13**	**56.92**	**91.75**	**26,768.75**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

15. CASH AND CASH EQUIVALENTS

	As at March 31, 2023	As at March 31, 2022
Balances with banks:		
- On current accounts	5,512.48	1,173.89
- Deposits with original maturity of 3 months or less*	1,939.21	3,655.00
Cash on hand	11.51	11.94
Total	**7,463.20**	**4,840.83**

*Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates.

16. OTHER BANK BALANCES

	As at March 31, 2023	As at March 31, 2022
Other bank balances:		
- Deposits with original maturity of more than 3 months but remaining maturity of less than 12 months	8,189.91	8,975.54
- On unpaid dividend account *	25.41	23.32
Total	**8,215.32**	**8,998.86**

*The Group can utilise the balance only towards settlement of unclaimed dividend.

Note: The Group has pledged part of its short-term deposits in order to fulfill various requirements. As at March 31, 2023 the fair values of the short-term deposits pledged were ₹ 2,939.57 Lakhs.

a) For the purpose of the statement of cash flow, cash and cash equivalents comprise of the following:

	As at March 31, 2023	As at March 31, 2022
Balances with banks:		
- On current accounts	5,512.48	1,173.89
- Deposits with original maturity of 3 months or less	1,939.21	3,655.00
Cash on hand	11.51	11.94
Total	**7,463.20**	**4,840.83**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

b) Changes in liabilities arising from financing activities:

	As at April 01, 2022	Cash flows/Others Proceeds /(repayment) (net)	Acquisition adjustment /Addition of new lease and disposal	Unamortized upfront fees on term loans	As at March 31, 2023
Long term borrowings (including current maturities)	1,575.97	37,923.33	1,814.81	(580.08)	40,734.03
Short term borrowings	10,877.95	3,611.95	-	-	14,489.90
Lease liabilities	4,046.74	(852.62)	7,994.42	-	11,188.54
Total liabilities from financing activities	**16,500.66**	**40,682.66**	**9,809.23**	**(580.08)**	**66,412.47**

	As at April 01, 2021	Cash flows/Others Proceeds /(repayment) (net)	Addition of new lease and disposal	Other adjustments	As at March 31, 2022
Long term borrowings (including current maturities)	2,553.00	(977.03)	-	-	1,575.97
Short term borrowings	4,684.45	6,193.50	-	-	10,877.95
Lease liabilities	2,602.62	(576.21)	2,020.33	-	4,046.74
Total liabilities from financing activities	**9,840.07**	**4,640.26**	**2,020.33**	**-**	**16,500.66**

17. EQUITY SHARE CAPITAL

a) Details of equity share capital:

	As at March 31, 2023	As at March 31, 2022
Authorized equity share capital		
23,05,00,000 (As at March 31, 2022: 23,05,00,000) equity shares of ₹ 2 each	4,610.00	4,610.00
	4,610.00	**4,610.00**
Issued, subscribed and fully paid up capital		
6,81,57,705 (As at March 31, 2022: 6,81,57,705) equity shares of ₹ 2 each	1,363.15	1,363.15
	1,363.15	**1,363.15**

Authorized share capital of the Holding Company has been increased, pursuant to the scheme of merger approved by National Company Law Tribunal, by merging the authorised share capital of transferor Company, resulting in increase in authorised equity share capital by ₹ 1,000 Lakhs. Accordingly, the Authorized Capital of the Holding Company post merger stands to ₹ 4,610 Lakhs divided into 2,305 Lakhs equity Shares of ₹ 2/- each (refer note 56).

b) Reconciliation of authorized share capital

	Equity Shares	
	No. of shares	**Amount**
As at April 01, 2021	18,05,00,000	3,610.00
Change due to merger (refer note 56)	5,00,00,000	1,000.00
As at March 31, 2022	**23,05,00,000**	**4,610.00**
Increase during the year	-	-
As at March 31, 2023	**23,05,00,000**	**4,610.00**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

c) Reconciliation of issued, subscribed and paid up share capital

	Equity Shares	
	No. of shares	Amount
Equity shares of ₹ 2 each issued, subscribed and fully paid		
As at April 01, 2021	6,81,57,705	1,363.15
Issued during the year	-	-
As at March 31, 2022	**6,81,57,705**	**1,363.15**
Issued during the year	-	-
As at March 31, 2023	**6,81,57,705**	**1,363.15**

d) Terms/ rights attached to equity shares:

The holding Company has only one class of equity shares having a par value of ₹ 2 per share. Each holder of equity is entitled to one vote per share.

The Group declares and pays dividends in Indian rupees. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the Annual General Meeting.

In the event of liquidation, the holders of equity shares will be entitled to receive remaining assets of the Group, after distribution of any preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

e) Details of shareholders holding more than 5% shares in the holding Company (representing legal and beneficial ownership)

Name of the shareholder	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% holding in the equity shares	No. of shares	% holding in the equity shares
Equity shares of ₹ 2 (March 31, 2022: ₹ 2) each fully paid				
Mr Deepak Jain, Director	1,29,21,047	18.96%	1,29,21,047	18.96%
Mr Anmol Jain, Managing Director	1,29,18,113	18.95%	1,29,18,113	18.95%
Lumax Finance Private Limited	1,21,11,320	17.77%	1,21,11,320	17.77%
Albula Investment Fund Limited	61,58,135	9.04%	61,58,135	9.04%

There is no movement in holding of shareholders holding more than 5% shares during the year ended March 31, 2023 and year ended March 31, 2022.

f) Details of Shareholding of Promoters in the holding Company (representing legal and beneficial ownership)

Name of the shareholder	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% holding in the equity shares	No. of shares	% holding in the equity shares
Equity shares of ₹ 2 (March 31, 2022: ₹ 2) each fully paid				
Mr Deepak Jain, Director	1,29,21,047	18.96%	1,29,21,047	18.96%
Mr Anmol Jain, Managing Director	1,29,18,113	18.95%	1,29,18,113	18.95%
Lumax Finance Private Limited	1,21,11,320	17.77%	1,21,11,320	17.77%
Mr Dhanesh Kumar Jain Family Trust	2,03,950	0.30%	2,03,950	0.30%

There is no movement in holding of promoters during the year ended March 31, 2023 and year ended March 31, 2022.

g) The Holding Company does not have any equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

18. OTHER EQUITY

Reconciliation of Other Equity

	Retained Earnings	Capital Reserve	Securities Premium	General Reserve	FVTOCI Reserve	Total
As at April 01, 2021	**38,547.93**	**321.36**	**4,528.55**	**1,726.40**	**6,584.50**	**51,708.74**
Profit for the year	6,940.90	-	-	-	-	6,940.90
Other comprehensive income for the year (net of tax)	36.89	-	-	-	(3,612.47)	(3,575.58)
Dividend paid	(2,044.74)	-	-	-	-	(2,044.74)
As at March 31, 2022	**43,480.98**	**321.36**	**4,528.55**	**1,726.40**	**2,972.03**	**53,029.32**
Profit for the year	9,287.53	-	-	-	-	9,287.53
Contribution from/adjustment of non-controlling interest	(164.42)	-	-	-	-	(164.42)
Other comprehensive income for the year (net of tax)	87.15	-	-	-	4,943.80	5,030.95
Dividend paid	(2,385.52)	-	-	-	-	(2,385.52)
As at March 31, 2023	**50,305.72**	**321.36**	**4,528.55**	**1,726.40**	**7,915.83**	**64,797.86**

18.1 Nature and purpose of reserves

a) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilized only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

b) FVTOCI Reserve

The Group has elected to recognize changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI Reserve within equity. The Group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognized.

c) General reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilized only in accordance with the specific requirements of Companies Act, 2013.

d) Retained Earnings

Retained earnings are the profits/(loss) that the Group has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

e) Capital reserve

Capital reserve are the reserve created for gain on bargain purchase related to business combinations.

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

18.2 Distributions made and proposed

	As at March 31, 2023	As at March 31, 2022
Cash dividend on equity shares declared and paid		
Holding Company		
Final cash dividend for the year ended March 31, 2022: ₹ 3.5 per share (March 31, 2021: ₹ 3 per share) on face value of ₹ 2 each	2,385.52	2,044.74
Subsidiary company		
Final cash dividend (share of minority) for the year ended March 31, 2022: ₹ 21 per share (March 31, 2021: ₹ 15 per share)	328.90	234.93
Proposed dividend on Equity shares *		
Holding Company		
Final cash dividend for the year ended March 31, 2023: ₹ 4.5 per share (March 31, 2022: ₹ 3.5 per share) on face value of ₹ 2 each	3,067.10	2,385.52
Subsidiary company		
Final cash dividend (share of minority) for the year ended March 31, 2023: ₹ 32 per share (March 31, 2022: ₹ 21 per share)	501.18	328.90

* Proposed dividend on equity shares are subject to approval at the annual general meeting and are not recognized as a liability at the year end.

19. BORROWINGS

a) Details of long term borrowings:

	As at March 31, 2023	As at March 31, 2022
Term Loans		
Rupee Term Loan from banks (secured)*	9,641.55	1,212.86
Rupee Term Loan from financial institutions (secured)#	29,779.68	-
Vehicle loan from banks (secured)**	836.13	78.89
Foreign currency loan (unsecured)***	476.67	284.22
Less: current maturity disclosed under short term borrowings		
- Rupee term loan	(940.30)	(491.53)
- Vehicle loan	(242.87)	(33.13)
- Foreign currency loan	(81.56)	(28.42)
Total borrowings	**39,469.30**	**1,022.89**
Total current (disclosed under short term borrowings)	**1,264.73**	**553.08**
Total Non-current	**39,469.30**	**1,022.89**
Aggregate secured loans	**40,257.36**	**1,291.75**
Aggregate unsecured loans	**476.67**	**284.22**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

Loan taken by the Holding Company

*Term loan amounting ₹ 7,140.24 Lakhs (after netting off ₹ 359.76 Lakhs outstanding upfront fees to be charged off over the period of loan through Effective Interest Rate (EIR) method) (as at March 31, 2022: NIL) from banks carrying interest @ 8.85% per annum are secured by way of first pari pasu equitable/registered mortgage charge on immovable properties of the holding Company both present and future. This loan is repayable in equal quarterly installment of ₹ 375 Lakhs each over a period of five years after one year of moratorium from the date of availment.

#Term loan amounting ₹ 4,779.68 Lakhs (after netting off ₹ 220.32 Lakhs outstanding upfront fees to be charged off over the period of loan through Effective Interest Rate (EIR) method) (as at March 31, 2022: NIL) from financial institution carrying interest @ 9.60% per annum are secured by way of first and exclusive charge in favour of the security trustee (inter se first pari pasu charge with Kotak Mahindra Bank Limited) (by way of registered/equitable mortgage) on identified land and building and structures thereon of the immovable assets and by way of hypothecation on all the moveable fixed assets of the holding Company, both present and future. This loan is repayable in equal quarterly installment of ₹ 250 Lakhs each over a period of five years after one year of moratorium from the date of availment.

**Vehicle loan amounting ₹ 521.03 Lakhs (as at March 31, 2022: ₹ 44.02 Lakhs) from banks carrying interest @ 7.60% to 8.85% per annum are secured by way of hypothecation of the respective vehicles acquired out of proceeds thereof. These loans are repayable over a period of thirty nine months from the date of availment.

Loan taken by the subsidiary Companies

*Term loan amounting ₹ 1,777.77 Lakhs (as at March 31, 2022: NIL) from banks carrying interest @ 9.04% per annum are secured by way of first charge over the immovable fixed assets, immovable properties and pari passu charge on all current assets (Present & Future) of one of the subsidiary Company. This loan is repayable in equal monthly installment of ₹ 37.04 Lakhs each over a period of four years.

*Term loan amounting ₹ 219.38 Lakhs (as at March 31, 2022: ₹ 364.04 Lakhs) from Bank repayable in 5 equal quarterly installments of ₹ 36.17 Lakhs each and balance ₹ 38.53 Lakhs will be paid in 6th installment. This loan is secured by hypothecation on Plant and equipment and carries interest @ 7.50% per annum.

*Term loan amounting ₹ 504.16 Lakhs (as at March 31, 2022: ₹ 848.82 Lakhs) from Bank carrying interest ranging @ 7.20% to 9.80% per annum and secured by way of hypothecation of Plant & Machinery, Stocks & Receivables. These loans are repayable in quarterly equal installments over the period of four/ five years from the date of availment. Last installment will be paid by August 2024.

#Term loan amounting ₹ 25,000 Lakhs (as at March 31, 2022: NIL) from financial institution carrying interest @ 10.10% per annum are secured by way of hypothecation over Interest service reserve account equivalent to 3 months of Interest on facility and Corporate Guarantee of the holding Company. This loan is repayable in equal quarterly installment of ₹ 1,250 Lakhs each over a period of five years after one year of moratorium from the date of availment.

**Vehicle loan amounting ₹ 315.10 Lakhs (as at March 31, 2022: ₹ 34.87 Lakhs) from bank at interest @ 8.00% to 8.75% per annum are secured by way of hypothecation of the respective vehicles acquired out of proceeds thereof. These loans are repayable over a period of 39 months from the date of availment.

***Foreign currency loan from Joint venture partner amounting ₹ 277.32 Lakhs (as at March 31, 2022: ₹ 284.22 Lakhs) carrying interest ranging @ 2.89% to 6.95% per annum, repayable in 10 half yearly equal installments starting from March 31, 2023.

***Foreign currency loan from Joint venture partner amounting ₹ 199.35 Lakhs (as at March 31, 2022: NIL) carrying interest @ 6.95% per annum, repayable in 10 half yearly equal installments starting from March 31, 2024.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

b) Details of short term borrowings:

	As at March 31, 2023	As at March 31, 2022
Current Maturities of Long term borrowings		
Current maturity of rupee term loan from bank (refer note above)	940.30	491.53
Current maturity of vehicle loan from bank (refer note above)	242.87	33.13
Current maturity of foreign currency loan (refer note above)	81.56	28.42
Loan repayable On Demand		
Working capital loan repayable on demand (Secured)*	12,100.00	8,300.00
Working capital loan repayable on demand (Unsecured)**	2,000.00	2,200.00
On cash credit accounts (Secured)***	153.26	-
Customer finance facility from Banks (Unsecured)#	236.64	377.95
Total	**15,754.63**	**11,431.03**
Aggregate Secured loan	**13,517.99**	**8,853.08**
Aggregate Unsecured loan	**2,236.64**	**2,577.95**

WCDL taken by the Holding Company

*Working capital demand loan ₹ 8,500 Lakhs (as at March 31, 2022: ₹ 6,000 Lakhs) from Bank is repayable in 90-180 days from respective drawdown and carries interest @ 4.40% to 8.85% per annum, secured by way of Pari-passu first charge on entire current assets of the holding Company both present and future.

*Working capital demand loan ₹ 1,500 Lakhs (as at March 31, 2022: ₹ NIL) from financial institution is repayable in 90-180 days from respective drawdown and carries interest @ 5.75% to 8.05% per annum secured against the first pari pasu charge on current assets of the holding company.

*Working capital demand loan ₹ 1,300 Lakhs (as at March 31, 2022: ₹ 1,500 Lakhs) from financial institution is repayable in 90-180 days from respective drawdown and carries interest @ 5.75% to 8.25% per annum secured against the exclusive charge on current and moveable fixed assets of the holding company.

**Working capital demand loan ₹ 2,000 Lakhs (as at March 31, 2022: ₹ 2,000 Lakhs) from Bank is repayable in 90-180 days from respective drawdown and carries interest @ 5.25% to 9.25% per annum, unsecured.

Cash Credit taken by the Holding Company

***Cash Credit ₹ 112.62 Lakhs (as at March 31, 2022: NIL) secured by way of Pari-passu charge on stocks and book debts of the holding Company and carries interest @ 6.50% to 9.00% per annum.

WCDL taken by the subsidiary Company

*Working capital demand loan ₹ 800.00 Lakhs (as at March 31, 2022: ₹ 800.00 Lakhs) from Bank is repayable in 180 days from respective drawdown and carries interest ranging @ 5.25% to 7.80% per annum, secured by way of Pari-passu first charge on entire current assets of one of the subsidiary Company both present and future.

**Working capital demand loan ₹ NIL (as at March 31, 2022: ₹ 200 Lakhs) from financial institution is repayable in 180 days from respective drawdown and carried interest @ 5.75% per annum, unsecured.

Cash Credit taken by the subsidiary Company

***Cash Credit ₹ 40.64 Lakhs (as at March 31, 2022: NIL) secured by way of Pari-passu first charge of hypothecation on entire stocks consisting of raw material, work in progress and finished goods kept at godown, factories and book debts along with receivables of one of the subsidiary Company, both present and future and carries Interest @ 7.70% to 9.57% per annum.

Customer Finance Facility taken by subsidiary Company

#Customer finance includes sale invoice discounting from financial institution is repayable in 180 days from respective customer account, the above does not attract any interest from one of the subsidiary Company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

Undrawn committed borrowing facility

The Group has availed fund based and non fund based working capital limits amounting to ₹ 33,833.73 Lakhs (March 31, 2022: ₹ 25,200.00 Lakhs) from banks and financial institutions. An amount of ₹ 17,477.07 Lakhs remain undrawn as at March 31, 2023 (March 31, 2022: ₹ 13,680.24 Lakhs).

Loan covenants

The Group has satisfied all debt covenants prescribed in the terms of loans.

The Group has not defaulted on any loans payable.

Wilful defaulter

The Group have not been declared wilful defaulter by any bank or financial institutions or government or any government authority.

The Group has been sanctioned working capital limit in excess or ₹ 500 Lakhs in aggregate from banks or financial institutions during the year on the basis of security or current assets of the Group. The quarterly returns/statements filed by the Group with such banks or financial institutions are in agreement with the books of accounts of the Group.

Term loans have been applied for the purpose for which they were obtained.

20. LEASE LIABILITY

	As at March 31, 2023	As at March 31, 2022
Non-current		
Lease liability	9,495.95	3,311.18
Total (A)	**9,495.95**	**3,311.18**
Current		
Lease liability	1,692.59	735.56
Total (B)	**1,692.59**	**735.56**
Total (A+B) (refer note 5(iii))	**11,188.54**	**4,046.74**
Non-current	**9,495.95**	**3,311.18**
Current	**1,692.59**	**735.56**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

21. EMPLOYEE BENEFIT LIABILITIES

	As at March 31, 2023	As at March 31, 2022
Non-current		
Provision for gratuity (refer note 40)	302.92	120.07
Provision for compensated absences	578.32	572.68
Total (A)	**881.24**	**692.75**
Current		
Provision for gratuity (refer note 40)	1,080.67	937.65
Provision for compensated absences	1,179.54	774.35
Total (B)	**2,260.21**	**1,712.00**
Total (A+B)	**3,141.45**	**2,404.75**
Current	**2,260.21**	**1,712.00**
Non-current	**881.24**	**692.75**

22. INCOME TAX

(a) Profit or loss section

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Current income tax:		
Current income tax charge	3,457.85	3,117.11
Adjustments in respect of current income tax of previous year	16.32	(34.69)
Deferred tax :		
Relating to origination and reversal of temporary differences	58.58	20.76
Income tax expense reported in the statement of profit and loss	**3,532.75**	**3,103.18**

(b) OCI section

Deferred tax related to items recognized in Other Comprehensive Income during the year:

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Tax effect on gain on remeasurements of defined benefit plans	(15.29)	(15.73)
Tax effect on (gain)/loss on financial assets	(60.68)	26.21
Deferred tax charged to Other Comprehensive Income	**(75.97)**	**10.48**

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2023 and March 31, 2022

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Accounting profit before income tax	**14,678.53**	**11,584.08**
Tax at the Income tax rate of 25.168% (March 31, 2022: 25.168%)	3,694.29	3,185.94
Adjustments		
Permanent difference	39.76	-
Income Taxable at different income tax rate/ different tax base	(87.34)	-
Dividend deduction u/s 80M	(119.57)	(81.52)
Others	5.61	(1.24)
As at the effective income tax rate of 24.07% (March 31, 2022: 26.79%)	**3,532.75**	**3,103.18**
Income tax expense reported in the statement of profit and loss	**3,532.75**	**3,103.18**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(d) Deferred tax Liabilities (net):

	Balance sheet		Statement of profit and loss and OCI	
	As at March 31, 2023	As at March 31, 2022	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Deferred tax assets relates to the following:				
Impact of expenditures charged to statement of profit and loss but allowed for tax purposes on payment basis	787.67	711.60	76.07	143.26
Impact of impairment allowance for doubtful debts	32.47	32.75	(0.28)	(16.63)
Deferred tax on lease liabilities (net of Right-to-use asset)	166.34	138.47	27.87	67.22
Others	-	7.71	(7.71)	(33.21)
Total (A)	**986.48**	**890.53**	**95.95**	**160.64**
Deferred tax liability relates to the following:				
Accelerated depreciation for tax purposes	2,228.43	2,178.52	49.91	158.19
Unamortized upfront fees on term loans	146.00	-	146.00	-
Un-realized gain on current investments	98.35	68.45	29.90	39.58
On fair valuation of tangible and intangible assets	6,327.15	-	6,327.15	
Total (B)	**8,799.93**	**2,246.97**	**6,552.96**	**197.77**
Less: recognized on fair valuation of tangible and intangible assets acquired (refer note 39k)			6,365.78	-
Less: Tax on Re-measurement Gain on defined benefit plans (OCI)			15.29	15.73
Deferred tax expense charged to statement of profit and loss			**75.95**	**21.40**
Deferred tax on financial assets (OCI)	120.98	60.30	60.68	(26.21)
Deferred tax expense charged to statement of profit and loss and OCI			**151.92**	**10.92**
Total deferred tax liability (Net)	**7,934.43**	**1,416.74**		

(e) Deferred tax assets (net):

	Balance sheet		Statement of profit and loss and OCI	
	As at March 31, 2023	As at March 31, 2022	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Deferred tax assets relates to the following :				
Impact of expenditures charged to statement of profit and loss but allowed for tax purposes on payment basis	298.67	0.53	(298.14)	137.90
Deferred tax on lease liability (net of Right-to-use assets)	6.35	-	(6.35)	-
Accelerated depreciation for tax purposes	98.05	3.98	(94.07)	(3.98)
Others	174.31	3.31	(171.00)	(2.61)
Total (A)	**577.38**	**7.82**	**(569.56)**	**131.31**
Deferred tax liability relates to the following :				
Others			-	130.59
Total (B)	**-**	**-**	**-**	**130.59**
Acquisition adjustment (refer note 39k)	-	-	552.19	(1.36)
Deferred tax income charged to statement of profit and loss and OCI			**(17.37)**	**(0.64)**
Total deferred tax asset (Net)	**577.38**	**7.82**		

Note: Deferred Tax Assets and Deferred Tax Liabilities of the Group are set off to the extent the respective Company has legal rights.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

23. OTHER LIABILITIES

	As at March 31, 2023	As at March 31, 2022
Current		
Statutory dues	2,642.73	1,626.13
Advance from customers	4,961.95	1,972.46
Other liabilities (refer note 51)	2,404.62	3,064.67
Total	**10,009.30**	**6,663.26**
Current	**10,009.30**	**6,663.26**
Non-current	**-**	**-**

24. PROVISION

	As at March 31, 2023	As at March 31, 2022
Non-current		
Provision for decommissioning liability	249.09	-
Total	**249.09**	**-**

25. TRADE PAYABLES

	As at March 31, 2023	As at March 31, 2022
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises (refer note below for details of due to micro and small enterprises)	6,505.88	2,780.14
- Total outstanding dues of creditors other than micro enterprises and small enterprises	31,891.07	20,321.95
	38,396.95	**23,102.09**
- Trade payables	35,187.82	21,067.20
- Trade payables to related parties (refer note 42)	3,209.13	2,034.89
Total	**38,396.95**	**23,102.09**

Terms and conditions of the above financial liabilities:

- Trade payables are non-interest bearing and are normally settled on 30 to 90 day terms.

For explanations on the Group's credit risk management processes, refer note 49.

For terms and conditions with related parties, refer to Note 42.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

a) Information as required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for the year ended March 31, 2023 is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the Group.

	As at March 31, 2023	As at March 31, 2022
Principal amount and interest due there on remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	6,505.88	2,780.14
Interest due on above	11.52	0.48
	6,517.40	**2,780.62**
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	3.60	7.99
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	3.50	8.10
The amount of interest accrued and remaining unpaid at the end of each accounting year (including amount related to acquisition of IAC India amounting to ₹ 221.52 Lakhs (refer note 39k)).	284.26	62.84
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-

b) **Trade Payable Ageing Schedule**

As at March 31, 2023

	Unbilled/ Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Total outstanding dues of micro enterprises and small enterprises	6,199.04	296.03	8.39	1.13	1.29	**6,505.88**
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	24,613.03	6,971.92	188.54	41.49	76.09	**31,891.07**
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	**-**
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	**-**
Total	**30,812.07**	**7,267.95**	**196.93**	**42.62**	**77.38**	**38,396.95**

As at March 31, 2022

	Unbilled/ Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Total outstanding dues of micro enterprises and small enterprises	2,771.23	8.91	-	-	-	**2,780.14**
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	14,257.86	5,836.64	116.00	41.58	69.87	**20,321.95**
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	**-**
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	**-**
Total	**17,029.09**	**5,845.55**	**116.00**	**41.58**	**69.87**	**23,102.09**

26. OTHER FINANCIAL LIABILITIES

	As at March 31, 2023	As at March 31, 2022
Other financial liabilities at amortized cost		
Current		
Amount payable for property, plant and equipment	1,117.77	1,103.20
Employee related payable*	2,508.79	1,623.57
Unsecured deposits from customers	525.04	508.64
Unpaid dividends**	25.41	23.32
Interest accrued but not due	264.56	13.47
Other Liabilities#	2,465.20	-
Total	**6,906.77**	**3,272.20**
Current	**6,906.77**	**3,272.20**
Non-current	**-**	**-**

*Includes payable to directors of ₹ 766.89 Lakhs (March 31, 2022: ₹ 721.43 Lakhs) (refer note 42).

**Investor Education and Protection Fund is being credited by the amount of unclaimed dividend after seven years from the due date. Accordingly, the holding Company has transferred ₹ 1.67 Lakhs during the current year (March 31, 2022: ₹ 1.54 Lakhs) to the Investor Education and Protection Fund.

#Other liabilities represents liabilities towards incentives / discounts payable to dealers of the Holding Company ₹ 790.75 Lakhs, and Payable on account of acquisition of IAC India ₹ 1,674.45 Lakhs (refer note 39k).

Breakup of financial liabilities at amortized cost:

	As at March 31, 2023	As at March 31, 2022
Borrowings (refer note 19)	55,223.93	12,453.92
Lease liabilities (refer note 20)	11,188.54	4,046.74
Trade payables (refer note 25)	38,396.95	23,102.09
Other financial liabilities (refer note 26)	6,906.77	3,272.20
Total financial liabilities carried at amortized cost	**1,11,716.19**	**42,874.95**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

27. REVENUE FROM CONTRACTS WITH CUSTOMERS

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Sale of products		
Finished goods (refer note 51)	1,38,073.81	1,16,187.59
Traded goods	36,868.71	29,218.42
Total sale of products (A)	**1,74,942.52**	**1,45,406.01**
Sale of services		
Sale of service	3,293.84	2,228.04
Job work income	370.01	347.09
Total Sale of services (B)	**3,663.85**	**2,575.13**
Other operating revenue		
Scrap sale	182.36	152.97
Mould and tool sale	5,957.27	2,658.32
Total other operating revenue (C)	**6,139.63**	**2,811.29**
Total revenue from contracts with customers (A+B+C)	**1,84,746.00**	**1,50,792.43**

27.1 Contract Balances

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Trade receivables (refer note 14)	46,117.71	26,638.64
Contract liabilities (refer note 23)	4,961.95	1,972.46
Contract assets (refer note 11)	2,649.55	-

27.2 Timing of revenue recognition

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Goods transferred at a point in time	1,81,082.15	1,48,217.30
Services transferred over time	3,663.85	2,575.13
	1,84,746.00	**1,50,792.43**

27.3 Performance obligation

The performance obligation is satisfied upon delivery of the goods to the customer and payment is generally due within 30 to 120 days from delivery.

The performance obligation is satisfied over time and payment is generally due upon completion of service as per the contract with customers.

27.4 Reconciling the amount of revenue recognized in the statement of profit and loss with the contracted price

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Revenue as per contracted price	**1,87,764.71**	**1,53,265.42**
Adjustments		
Discounts	(3,018.71)	(2,472.99)
	1,84,746.00	**1,50,792.43**
India	1,82,685.83	1,49,009.34
Outside India	2,060.17	1,783.09
Total Revenue from Contracts with Customers	**1,84,746.00**	**1,50,792.43**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

28. OTHER INCOME

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Interest income		
- On fixed deposits	489.97	383.47
- Others	95.59	20.69
Liabilities/ provisions no longer required written back	46.03	43.60
Rental Income	307.57	324.16
Dividend Income	73.08	36.77
Net gain on foreign currency fluctuation	11.02	1.55
Net change in fair value of investment held at FVTPL	536.09	158.57
Government grant (including export incentives)	366.62	180.07
Profit on sale of Property, plant and equipment	372.17	83.02
Miscellaneous income	88.50	49.39
Total	**2,386.64**	**1,281.29**

29. COST OF RAW MATERIALS AND COMPONENTS CONSUMED

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Inventory at the beginning of the year	4,432.76	3,195.02
Add: Purchases	96,585.42	81,081.33
Less: Inventory at the end of the year	(7,910.24)	(4,432.76)
Cost of raw materials and components consumed	**93,107.94**	**79,843.59**

29(a) PURCHASE OF TRADED GOODS

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Automotive components	25,935.69	21,282.11
Purchase of traded goods	**25,935.69**	**21,282.11**

30. COST OF MOULDS CONSUMED

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Inventory at the beginning of the year	2,587.21	1,680.41
Add: Purchases	5,545.03	3,123.67
Less: Inventory at the end of the year	(3,103.29)	(2,587.21)
Cost of moulds consumed	**5,028.95**	**2,216.87**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

31. (INCREASE)/DECREASE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND TRADED GOODS

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Opening stock		
- Finished goods	1,078.26	871.62
- Traded goods	2,037.00	1,834.97
- Work-in-progress	583.96	443.05
Total (A)	**3,699.22**	**3,149.64**
Acquisition adjustment (refer note 39k)		
- Finished goods	461.73	-
- Work-in-progress	418.12	-
Total (B)	**879.85**	**-**
Closing stock		
- Finished goods	1,765.90	1,078.26
- Traded goods	1,820.62	2,037.00
- Work-in-progress	955.89	583.96
Total (C)	**4,542.41**	**3,699.22**
Changes in inventories		
- Finished goods	(225.91)	(206.64)
- Traded goods	216.38	(202.03)
- Work-in-progress	46.19	(140.91)
Decrease/(Increase) in inventories of finished goods, work-in-progress and traded goods (A+B-C)	**36.66**	**(549.58)**

32. EMPLOYEE BENEFITS EXPENSE

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Salaries, wages and bonus	17,837.21	14,740.17
Contributions to provident and other funds	754.24	576.37
Gratuity expense (refer note 40)	283.32	252.40
Staff welfare expense	973.96	706.25
Total	**19,848.73**	**16,275.19**

The Code on Social Security 2020 (Code), which received the Presidential Assent on September 28, 2020, subsumes nine laws relating to social security, retirement and employee benefits, including the Employees Provident Fund and Miscellaneous Provisions Act, 1952 and the Payment of Gratuity Act, 1972. The effective date of the Code is yet to be notified and related rules are yet to be framed. The impact of the change, if any, will be assessed and recognized post notification of the relevant provisions.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

33. FINANCE COSTS

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Interest on term loans	338.18	137.88
Interest on working capital	879.18	521.29
Interest on lease liability	372.42	232.10
Interest paid to others	37.49	41.76
Total	**1,627.27**	**933.03**

34. DEPRECIATION AND AMORTIZATION EXPENSE

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Depreciation on Property, plant and equipment (refer note 3.1)	3,880.83	3,102.32
Amortization of intangible assets (refer note 4(b))	255.82	111.49
Depreciation on right-to-use assets (refer note 5)	1,046.42	691.73
Depreciation of investment property (refer note 6)	45.96	45.05
Total	**5,229.03**	**3,950.59**

35. OTHER EXPENSES

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Freight and forwarding charges	3,221.44	2,406.77
Job work charges	3,375.09	2,920.84
Power and fuel	2,360.59	2,016.92
Consumption of stores and spares	2,104.97	1,677.80
Travelling and conveyance	1,118.38	637.15
Packing material consumed	1,478.18	1,214.53
Rent	370.50	318.88
Legal and professional fees	1,110.51	685.55
Repairs and maintenance		
- Plant and machinery	1,357.83	1,219.55
- Building	177.07	277.42
- Others	670.85	510.59
Communication cost	116.53	102.13
Bank Charges	45.23	24.11
Design, support and testing charges	472.28	258.38
Rates and taxes	201.54	121.38
Payment to auditors (refer details below)*	92.65	69.77
Insurance	207.38	176.65
CSR expenditure (refer details below)**	195.36	168.52
Donation	-	5.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Printing and stationery	97.95	71.71
Advertisement and sales promotion	429.55	122.45
Director's sitting fees	47.20	37.40
Management fees	-	258.57
Exchange difference (net)	24.66	33.91
Provision for doubtful debts	2.61	1.98
Provision for investments in joint venture	1.46	4.15
Outstanding balances written off	11.06	0.27
Royalty	610.88	502.64
Warranty	43.41	56.37
Miscellaneous expenses	814.68	697.51
Total	**20,759.84**	**16,598.90**

***Payment to Auditor (excluding applicable taxes)**

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
As Auditor#:		
Audit Fee	42.75	34.35
Tax Audit Fee	1.75	3.15
Limited Review	9.90	9.00
In other Capacity:		
Certification fees	0.50	0.50
Reimbursement of expenses	3.51	2.55
Auditor of Subsidiaries:		
Audit Fee	26.87	16.26
Tax Audit Fee	1.04	1.04
Limited Review	1.30	1.30
In other Capacity:		
Certification fees	2.13	1.57
Reimbursement of expenses	2.90	0.05
Total	**92.65**	**69.77**

includes ₹ 0.90 Lakhs (March 31, 2022: ₹ 5.00 Lakhs) paid to erstwhile Statutory Auditor of entity merged with the Holding Company (refer note 56).

****Details of CSR expenditure:**

			For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
(a)	Gross amount required to be spent by the Group during the year		179.68	162.22
(b)	Amount approved by the Board to be spent during the year		179.68	162.22
(c)	**Amount spent during the year ending on March 31, 2023:**	**In Cash**	**Yet to be paid in Cash**	**Total**
	i) Construction/acquisition of any asset	-	-	-
	ii) On purposes other than (i) above in cash	195.36	-	195.36

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

(d) Amount spent during the year ending on March 31, 2022:		In Cash	Yet to be paid in Cash	Total
i) Construction/acquisition of any asset		-	-	-
ii) On purposes other than (i) above in cash		168.52	-	168.52
(e) Details related to spent / unspent obligations:			For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
i) Contribution to Public Trust			-	-
ii) Contribution to Charitable Trust			195.36	168.52
iii) Unspent amount in relation to:				
Ongoing project			-	-
Other than ongoing project			-	-
In case of Section 135(5) Excess amount spent				
Opening Balance with Group		Amount required to be spent during the year	Amount spent during the year from Bank A/c	Closing Balance Short/ (excess) with Group
(12.29)		179.68	195.36	(27.97)

36. EXCEPTIONAL ITEM

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Employee separation cost*	-	175.05
Acquisition cost (refer note 39k)	880.00	-
Total	**880.00**	**175.05**

*Exceptional loss for the year ended March 31, 2022 represents final payment made to workers under settlement agreement in respect of the closure of one of the manufacturing units of the holding Company in the earlier year.

37. COMPONENTS OF OTHER COMPREHENSIVE INCOME (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Re-measurement gains/ (losses) on defined benefit plans	116.99	62.46
Deferred tax thereon	(15.29)	(15.73)
Gain/ (loss) on FVTOCI financial asset	5,004.48	(3,638.68)
Deferred tax thereon	(60.68)	26.21
	5,045.50	**(3,565.74)**

38. EARNINGS PER SHARE (EPS)

a) Basic EPS amounts are calculated by dividing the profit/ (loss) for the year attributable to equity holders of the Group by the weighted average number of equity shares outstanding during the year. Basic and diluted EPS are same as there are no convertible financial instruments outstanding as on March 31, 2023

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

b) The following reflects the income and share data used in the basic and diluted EPS computations:

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Profit attributable to the equity holders of the Group	9,287.53	6,940.90
Weighted average number of equity shares for basic and diluted EPS	6,81,57,705	6,81,57,705
Basic and diluted earnings per share (face value ₹ 2 per share, March 31, 2022: ₹ 2 per share) (₹)	13.63	10.18

c) There has not been any transactions involving equity shares or potential equity shares between the reporting date and the date of authorization of these consolidated financial statements.

39. GROUP INFORMATION

(a) Information about subsidiaries and Joint Venture

The Consolidated financial statements of the Group includes subsidiaries and Joint venture listed in the below table:

Name	Relationship	Principal activities	Country of incorporation	% Equity interest	
				For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Lumax Mannoh Allied Technologies Limited	Subsidiary	Manufacturing of Automobile Components	India	55%	55%
Lumax Integrated Ventures Private Limited	Subsidiary	Manufacturing of Automobile Components	India	100%	100%
Lumax Management Services Private Limited	Subsidiary	Service provider	India	100%	100%
Lumax Cornaglia Auto Technologies Private Limited	Subsidiary	Manufacturing of Automobile Components	India	50%	50%
Lumax FAE Technologies Private Limited	Subsidiary	Manufacturing of Automobile Components	India	84%	84%
Lumax JOPP Allied Technologies Private Limited	Subsidiary	Manufacturing of Automobile Components	India	50%	50%
Lumax Yokowo Technologies Private Limited	Subsidiary	Manufacturing of Automobile Components	India	50%	50%
Lumax Alps Alpine India Private Limited	Subsidiary#	Manufacturing of Automobile Components	India	50%	50%
Lumax Ituran Telematics Private Limited	Subsidiary*	Manufacturing of Automobile Components	India	50%	50%
IAC International Automotive India Private Limited	Step down Subsidiary (refer note 39k)	Manufacturing of Automobile Components	India	75%	-

#During the previous year, the Holding Company entered into a Joint Venture with Alps Alpine Co. Limited, Japan to establish a Joint Venture company "Lumax Alps Alpine India Private Limited" for manufacturing and sale of automotive components.
*Subsidiary w.e.f. January 01, 2022. Joint venture till December 31, 2021 (refer note 52)

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

(b) Material partly-owned subsidiaries

Financial information of subsidiaries that have material non-controlling interests is provided below:

Proportion of equity interest held by non-controlling interests:

Name	Principal activities	Country of incorporation	% Equity interest held by non-controlling parties	
			March 31, 2023	March 31, 2022
Lumax Mannoh Allied Technologies Limited	Manufacturing of Automobile Components	India	45%	45%
Lumax Cornaglia Auto Technologies Private Limited	Manufacturing of Automobile Components	India	50%	50%
Lumax Alps Alpine India Private Limited	Manufacturing of Automobile Components	India	50%	50%
Lumax FAE Technologies Private Limited	Manufacturing of Automobile Components	India	16%	16%
Lumax JOPP Allied Technologies Private Limited	Manufacturing of Automobile Components	India	50%	50%
Lumax Yokowo Technologies Private Limited	Manufacturing of Automobile Components	India	50%	50%
Lumax Ituran Telematics Private Limited*	Manufacturing of Automobile Components	India	50%	50%
IAC International Automotive India Private Limited	Manufacturing of Automobile Components	India	25%	-

*Subsidiary w.e.f. January 01, 2022. Joint venture till December 31, 2021 (refer note 52)

(c) Information regarding non-controlling interest

	As at March 31, 2023	As at March 31, 2022
Accumulated balances of material non-controlling interest	18,706.30	6,077.44
Total Comprehensive income allocated to material non-controlling interest		
- Lumax Mannoh Allied Technologies Limited	1,413.23	878.68
- Lumax Cornaglia Auto Technologies Private Limited	722.53	637.17
- IAC International Automotive India Private Limited (refere note 39k)	97.90	-
- Lumax FAE Technologies Private Limited	(80.38)	(174.35)
- Lumax JOPP Allied Technologies Private Limited	(73.12)	(51.06)
- Lumax Alps Alpine India Private Limited	(22.01)	(11.76)
- Lumax Yokowo Technologies Private Limited	(88.86)	(2.68)
- Lumax Ituran Telematics Private Limited*	(96.49)	(19.68)

*With effect from January 01, 2022, became the subsidiary of the Holding Company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(d) Summarised statement of profit and loss for the year ended March 31, 2023

	Lumax Mannoh Allied Technologies Limited	IAC International Automotive India Private Limited (refer note 39k)	Lumax Integrated Ventures Private Limited**	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
Total Income	30,236.78	5,142.34	5.05	3,518.08	301.00	952.52	13,527.82	149.33	3,136.32	241.42
Consumption*	19,936.77	3,291.23	-	-	173.12	534.28	8,079.47	142.36	2,578.08	175.83
Other expenses (including Employee benefit and depreciation)	6,016.10	1,312.30	3.93	2,647.24	435.68	565.37	3,408.53	182.45	582.53	219.40
Finance costs	82.39	9.01	159.22	10.41	190.95	0.49	110.17	1.59	30.80	39.58
Profit/(loss) before tax	**4,201.52**	**529.80**	**(158.10)**	**860.43**	**(498.75)**	**(147.62)**	**1,929.65**	**(177.07)**	**(55.09)**	**(193.39)**
Income tax	1,091.77	137.28	-	217.36	-	(1.35)	487.31	-	(11.00)	-
Profit/(loss) for the year	**3,109.75**	**392.52**	**(158.10)**	**643.07**	**(498.75)**	**(146.27)**	**1,442.34**	**(177.07)**	**(44.09)**	**(193.39)**
Total comprehensive income for the year, net of tax (comprising net profit/(loss) for the year and other comprehensive income)	**3,140.50**	**391.59**	**(158.10)**	**655.85**	**(501.02)**	**(146.24)**	**1,445.05**	**(177.71)**	**(44.02)**	**(192.98)**
Attributable to non-controlling interests	1,413.23	97.70	-	-	(80.38)	(73.12)	722.53	(88.86)	(22.01)	(96.49)
Dividends paid to non-controlling interests	(328.90)	-	-	-	-	-	-	-	-	-

*Consumption include cost of raw material consumed , cost of mould consumed and changes in finished goods, raw material and work in progress and purchase of traded goods.

**During the year, the liquidation of Lumax Energy Solutions Private Limited and Sipal Engineering Private Limited, Subsidiary and associate of Lumax Integrated Ventures Private Limited, respectively has been approved by the National Company Law Tribunal (NCLT).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(e) Summarized statement of profit and loss for the year ended March 31, 2022

	Lumax Mannoh Allied Technologies Limited	Lumax Integrated Ventures Private Limited**	Velomax Mobility Private Limited ^	Lumax Energy Solutions Private Limited ^	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited #
Total Income	20,176.40	0.83	-	-	2,978.84	280.58	411.88	9,965.16	2.57	982.88	26.92
Consumption*	13,057.11	-	-	-	-	205.03	299.33	6,000.64	0.01	799.66	23.42
Other expenses (including Employee benefit and depreciation)	4,410.29	23.67	0.17	1.56	2,354.68	394.26	215.77	2,159.34	21.94	202.40	40.66
Finance costs	75.83	-	-	-	21.73	182.62	0.13	100.79	0.01	11.56	3.55
Profit/(loss) before tax	**2,633.17**	**(22.84)**	**(0.17)**	**(1.56)**	**602.43**	**(501.33)**	**(103.35)**	**1,704.39**	**(19.39)**	**(30.74)**	**(40.71)**
Income tax	692.11	-	-	-	143.80	(49.12)	1.18	437.37	-	(7.67)	(1.36)
Profit/(loss) for the year	**1,941.06**	**(22.84)**	**(0.17)**	**(1.56)**	**458.63**	**(452.21)**	**(104.53)**	**1,267.02**	**(19.39)**	**(23.07)**	**(39.35)**
Total comprehensive income for the year, net of tax (comprising net profit/(loss) for the year and other comprehensive income)	**1,952.61**	**(22.84)**	**(0.17)**	**(1.56)**	**479.89**	**(452.21)**	**(102.13)**	**1,274.33**	**(19.39)**	**(23.52)**	**(39.35)**
Attributable to non-controlling interests	878.68	-	-	-	-	(174.35)	(51.06)	637.17	(2.68)	(11.76)	(19.68)
Dividends paid to non-controlling interests	(234.93)	-	-	-	-	-	-	-	-	-	-

*Consumption include cost of raw material consumed, cost of mould consumed and changes in finished goods, raw material and work in progress and purchase of traded goods.

^Velomax Mobility Private Limited was voluntarily strike off during the previous year and Lumax Energy Solutions Private Limited was under process of liquidation with National Company Law Tribunal (NCLT).

**Sipal Engineering Private Limited, an associate of Lumax Integrated Ventures Private Limited was under process of voluntary liquidation with NCLT and had not been presented as a part of the above disclosure.

#for the period January 01, 2022 to March 31, 2022

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(f) Summarized balance sheet as at March 31, 2023

	Lumax Mannoh Allied Technologies Limited	IAC International Automotive India Private Limited (refer note 39k)	Lumax Integrated Ventures Private Limited	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
Inventories and cash and cash equivalents, other bank balance	6,677.85	8,532.61	1,021.25	100.07	134.26	488.90	2,242.17	473.57	1,071.84	248.38
Non current assets and current assets except shown above	9,342.45	42,055.37	44,208.07	8,027.93	2,626.69	486.10	10,340.41	1,116.94	1,214.22	782.87
Trade and other payable and current liability, provisions	(7,019.16)	(25,815.45)	(1,834.38)	(936.89)	(389.05)	(489.34)	(6,281.83)	(443.99)	(1,143.61)	(262.98)
Interest-bearing loans and borrowing and deferred tax liabilities (non-current)	(236.64)	(1,777.78)	(25,000.00)	(263.55)	(2,435.33)	(14.93)	(281.69)	-	-	(821.67)
Total equity	**8,764.50**	**22,994.75**	**18,394.94**	**6,927.56**	**(63.43)**	**470.73**	**6,019.06**	**1,146.52**	**1,142.45**	**(53.40)**
Attributable to:										
Equity holders of parent	4,819.19	12,585.01	18,394.94	6,927.56	(41.80)	235.37	3,009.53	563.06	571.23	(26.70)
Non-controlling interest	3,945.31	10,409.74	-	-	(21.63)	235.36	3,009.53	583.46	571.22	(26.70)

(g) Summarized balance sheet as at March 31, 2022

	Lumax Mannoh Allied Technologies Limited	Lumax Integrated Ventures Private Limited	Lumax Energy Solutions Private Limited	Elimination	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
Inventories and cash and cash equivalents, other bank balance	5,139.60	51.28	0.11	-	138.12	143.91	201.84	2,356.72	307.88	1,346.02	435.38
Non current assets and current assets except shown above	7,407.38	2.29	-	1.29	7,186.55	2,505.57	236.51	5,532.13	268.96	1,141.90	424.94
Trade and other payable and current liability, provisions	(6,167.89)	(0.54)	-	-	(972.28)	(1,707.73)	(79.32)	(2,867.91)	(152.61)	(1,301.44)	(217.43)
Interest-bearing loans and borrowing and deferred tax liabilities (non-current)	(24.18)	-	-	-	(80.67)	(504.15)	(2.06)	(446.93)	-	-	(503.30)
Total equity	**6,354.91**	**53.03**	**0.11**	**1.29**	**6,271.72**	**437.60**	**356.97**	**4,574.01**	**424.23**	**1,186.48**	**139.59**
Attributable to:											
Equity holders of parent	3,493.91	53.03	0.11	1.29	6,271.72	572.00	178.49	2,287.01	201.91	593.24	69.79
Non-controlling interest	2,861.00	-	-	-	-	(134.40)	178.49	2,287.00	222.32	593.24	69.79

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

(h) Summarized Cash flow for the year ended March 31, 2023

	Lumax Mannoh Allied Technologies Limited	IAC International Automotive India Private Limited (refer note 39k)	Lumax Integrated Ventures Private Limited	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
Operating activities	2,509.86	1,349.28	(2.35)	237.14	(180.68)	72.12	1,207.37	(380.16)	138.90	(108.08)
Investing activities	(1,161.22)	(1,276.24)	(42,484.69)	(295.64)	9.31	(119.75)	(1,266.33)	(614.20)	(177.90)	(174.13)
Financing activities	(1,268.28)	(97.65)	43,500.00	20.46	139.60	274.44	(420.73)	892.56	(110.58)	220.65
Net increase/(decrease) in cash and cash equivalents	**80.36**	**(24.61)**	**1,012.96**	**(38.04)**	**(31.77)**	**226.81**	**(479.69)**	**(101.80)**	**(149.58)**	**(61.56)**

(i) Summarized Cash flow for the year ended March 31, 2022

	Lumax Mannoh Allied Technologies Limited	Lumax Integrated Ventures Private Limited	Velomax Mobility Private Limited	Lumax Energy Solutions Private Limited	Elimination	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
Operating activities	1,979.58	(24.47)	(0.78)	(0.65)	19.39	276.55	(514.88)	(157.06)	1,805.40	(39.50)	(305.93)	(150.30)
Investing activities	(195.07)	30.53	-	-	(19.39)	(235.04)	19.87	(29.62)	(5.61)	(99.97)	(167.73)	(372.63)
Financing activities	(581.70)	-	0.75	-	-	(256.91)	164.59	199.87	(1,096.28)	428.99	1,173.15	750.88
Net increase/(decrease) in cash and cash equivalents	**1,202.81**	**6.06**	**(0.03)**	**(0.65)**	**-**	**(215.40)**	**(330.42)**	**13.19**	**703.51**	**289.52**	**699.49**	**227.95**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(j) Interest in joint venture

The holding Company has a 50% interest in Lumax Ituran Telematics Private Limited, a joint venture till December 31, 2021 (became Subsidiary w.e.f. January 01, 2022 for details refer note 52) engaged in the manufacturing of some of the Group's main product lines in automotive equipment in India. The holding Company's interest in Lumax Ituran Telematics Private Limited is accounted for using the equity method in the consolidated financial statements till December 31, 2021. Summarised financial information of the joint venture, based on its Ind AS financial statements for the year ended March 31, 2022.

Summarized statement of profit and loss of the Lumax Ituran Telematics Private Limited:

	For the Period Ended December 31, 2021
Total Income	155.76
Cost of raw material and components consumed	133.46
Depreciation & amortization	7.47
Employee benefit	65.54
Other expense	20.75
Loss before tax	**(71.46)**
Income tax expense	1.87
Loss for the year	**(73.33)**
Group's share of loss for the year	**(36.67)**

The Group's share of loss in Joint venture of one of the subsidiary companies, Sipal Engineering Private Limited was ₹ (20.74) Lakhs for year ended March 31, 2022.

(k). Acquisition of IAC International Automotive India Private Limited ("IAC India") during the year ended March 31, 2023

On March 10, 2023, the Group acquired 75% of the voting shares of IAC India, a non-listed company incorporated in India specialized in the manufacturing of Interior auto parts, against cash consideration amounting to ₹ 43,528.03 Lakhs from its existing shareholder i.e. IACNA Mauritius Limited ("IAC"). The acquisition was accounted as per the acquisition method prescribed under Ind AS 103 - Business Combinations.

Acquisition of IAC India will help the Group in delivering industry leading solutions to its customers and enhance its kit value per vehicle as the automotive sector is moving towards higher value added and niche content in interior systems. Further, it will help in growing strengths to drive IAC India's business forward in the coming years and work towards unlocking potential synergies across products, customers, technology and manufacturing excellence. This will also give technological advantage to the Company and will help it to improve its presence in passenger vehicle segment which is showing a tremendous growth.

The Group has elected to measure the non-controlling interests in the acquiree at fair value.

A) Assets acquired and liabilities assumed

The Provisional fair values of the identifiable assets and liabilities of IAC India as at the date of acquisition were:

ASSETS	As at March 10, 2023
Property, plant and equipment (refer note 3)	17,351.88
Capital work in progress (refer note 3)	263.78
Intangible assets* (refer note 4)	21,333.59
Right-to-use assets (refer note 5)	3,313.40
Income tax assets (net)	139.62
Other financial assets	3,850.08
Deferred tax assets (net) (refer note 22)	552.19
Other non-current assets	67.33
Cash and cash equivalents	2,370.24
Other bank balances	260.26
Trade receivables (net of credit impaired ₹ 43.24 Lakhs)	17,971.80

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

ASSETS	As at March 10, 2023
Inventories	4,825.78
Other current assets	3,266.20
Total (A)	**75,566.15**
Liabilities	
Trade payables	(15,167.82)
Lease liabilities	(3,516.71)
Borrowings	(1,814.81)
Provision for decommissioning costs	(247.75)
Employee benefit Liabilities	(554.33)
Other non-current liabilities	(277.62)
Other financial liabilities	(1,462.37)
Other current liabilities	(3,704.04)
Current tax liabilities (net)	(755.10)
Total (B)	**(27,500.55)**
Total identifiable net assets at fair value (A+B)	**48,065.60**
Non-controlling interests measured at fair value (C)	(10,340.55)
Deferred tax liabilities arising on fair valuation of tangible and intangible assets acquired (D)	(6,365.78)
Goodwill arising on acquisition* (refer note 4) (E)	12,168.76
Purchase consideration (A+B+C+D+E)	**43,528.03**

*** Intangible assets includes following assets valued by an independent valuer:**

	As at March 10, 2023
Customer relationship (IAC India has existing business relationship with its key customers wherein it has order in hand for existing products and certain products are in pipeline. Group believes that these assets will generate future revenue)	13,506.00
Non-compete fee (Group has entered into an agreement with IAC wherein both the parties have mutually agreed that IAC will not enter into competition at least till five years from the date of completion of lock in period of five years).	4,270.00
Technology know how (IAC India has technology experience obtained from its ultimate holding company International Automotive Components Group S.A. and the Group believes that these assets will generate future revenue to the Group)	3,548.00
Total	**21,324.00**
Goodwill represents purchase consideration paid by the Company over and above the value of net assets acquired by the Company as per share purchase agreement entered with IAC dated February 18, 2023. Goodwill is not expected to be deductible for income tax purposes. This comprises the value of expected synergies arising from the acquisition which is not separately recognized.	**12,168.76**

B) Prior to the acquisition, IAC India decided to discontinue its division of financial shared services. The said division was discontinued before the date of acquisition and it was mutually agreed between the Group and IAC that said financial shared service division would not be acquired by the Group. Accordingly, it doesn't have any impact on the purchase consideration paid or assets acquired by the Group.

C) The deferred tax assets mainly comprises the tax effect of the accelerated depreciation in books of account of tangible and intangible assets.

D) The fair value of the non-controlling interest in IAC India, has been estimated by applying a discounted earnings technique. The fair value measurements are based on significant inputs that are not observable in the market. The fair value estimate is based on:

- An assumed discount rate of 23.7% (Weighted Average cost of capital)
- A terminal value calculated based on long term growth rate (on the basis of financial budgets and projections approved by management) of 4%, which has been used to determine income for the future years

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

E) Details of purchase consideration and cash outflow

PURCHASE CONSIDERATION	Amount	
Cash paid on March 10, 2023		41,853.58
Pending Consideration to be paid as mutually agreed between the parties in share purchase agreement dated February 18, 2023		1,674.45
Total consideration		**43,528.03**
Analysis of cash flows on acquisition:		
Transaction costs of the acquisition (included in cash flows from operating activities and charged as exceptional item in the statement of profit and loss)		(880.00)
Net cash acquired with the subsidiary (included in cash flows from investing activities)	2,370.24	
Purchased consideration paid (included in investing activity)	(41,853.58)	(39,483.34)
Net cash inflow/(outflow) on acquisition		(40,363.34)

F) For disclosure related to revenue and profit of the acquiree from the date of acquisition till the reporting date, refer note 39d.

40. GRATUITY AND OTHER POST-EMPLOYMENT BENEFIT PLANS

A) Defined contribution plans

During the year, the Group has recognized the following amounts in the statement of profit and loss :

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Employer's contribution to provident fund and other funds	754.24	576.37

B) Defined Benefit Plans:

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. The scheme is funded with an insurance company in the form of qualifying insurance policy.

a) The following table summarize the components of net benefit expense recognized in the Statement of profit or loss.

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
	Gratuity	Gratuity
Cost for the year included under employee benefit		
Current service cost	212.20	196.13
Interest cost	71.12	56.31
Transfer in /out	-	(0.04)
Net benefit expense	**283.32**	**252.40**

b) Amounts recognized in statement of other comprehensive income

	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
	Gratuity	Gratuity
Opening amount recognized in OCI	**(16.40)**	**46.06**
Remeasurement for the year - Obligation gain	(118.84)	(58.99)
Remeasurement for the year - Plan assets loss/(gain)	1.85	(3.47)
Total remeasurement gain for the year recognized in OCI	**(116.99)**	**(62.46)**
Closing amount recognized in OCI	**(133.39)**	**(16.40)**

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

c) Mortality table

	For the Year Ended March 31, 2023 Gratuity	For the Year Ended March 31, 2022 Gratuity
Economic assumptions		
1 Discount rate	7.50%	7.00%
2 Rate of increase in compensation levels	8.00%	8.00%
3 Rate of return on plan assets	7.00%	6.30%
Demographic assumptions		
1 Expected average remaining working lives of employees (years)	9.14	9.29
2 Retirement Age (years)	58	58
3 Mortality Rate	Indian Assured Lives Mortality (2012-14) ultimate	
Withdrawal Rate		
1 upto 30 years	8.00%	8.00%
2 Ages from 31-40 years	8.00%	8.00%
3 Ages from 41-50 years	8.00%	8.00%
4 Above 50 years	8.00%	8.00%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

d) Net (assets) / liabilities recognized in the Balance Sheet and experience adjustments on actuarial gain / (loss) for defined benefit obligation and plan assets

	As at March 31, 2023	As at March 31, 2022
Benefit obligation as at the beginning of the year	1,710.60	1,631.63
Obligation assumed on acquisition of IAC India (refer note 39k)	833.17	-
Transfer in/(out)	(37.83)	0.15
Current service cost	212.20	196.13
Interest cost	117.73	99.14
Benefit paid	(165.86)	(157.46)
Actuarial gain	(118.84)	(58.99)
Benefit obligation as at the end of the year	**2,551.17**	**1,710.60**

e) Table showing changes in the fair value of plan assets:

	As at March 31, 2023	As at March 31, 2022
Opening fair value of plan assets	652.88	710.71
Fair Value of plant asset assumed on acquisition of IAC India (refer note 39k)	526.07	-
Expected return on plan assets	46.61	42.01
Contribution made during the year	50.55	57.46
Benefits paid	(97.58)	(154.33)
Morality charges	(9.10)	(7.46)
Actuarial gain on plan assets	(1.85)	4.49
Closing fair Value of Plan asset	**1,167.58**	**652.88**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

f) Benefit (asset) / liability:

	As at March 31, 2023	As at March 31, 2022
Present value of Defined Benefit Obligation ("DBO")	2,551.17	1,710.60
Fair value of plan assets	1,167.58	652.88
Net liability	**1,383.59**	**1,057.72**
Current	1,080.67	937.65
Non-current	302.92	120.07
Total	**1,383.59**	**1,057.72**

g) Major category of plan assets (as a % of total plan assets)

	As at March 31, 2023	As at March 31, 2022
Investment with the insurer	100%	100%

h) A quantitative sensitivity analysis for significant assumption is as shown below:

	As at March 31, 2023	As at March 31, 2022
	Gratuity	Gratuity
A. Discount rate		
Effect on DBO due to 1% increase in discount rate	2,376.67	1,607.44
Effect on DBO due to 1% decrease in discount rate	2,751.71	1,826.01
B. Salary escalation rate		
Effect on DBO due to 1% increase in salary escalation rate	2,714.70	1,801.73
Effect on DBO due to 1% decrease in salary escalation rate	2,402.57	1,625.62
C. Withdrawal rate		
Effect on DBO due to 1% increase in withdrawal rate	2,538.55	1,705.50
Effect on DBO due to 1% decrease in withdrawal rate	2,565.43	1,715.37

i) The expected benefit payments in future years is as follows:

	As at March 31, 2023	As at March 31, 2022
Within 1 year	303.85	267.21
1 - 5 Years	1,282.37	844.94
More than 5 years	1,965.41	1,234.16
Total	**3,551.63**	**2,346.31**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

41. COMMITMENTS AND CONTINGENCIES

a) Capital and other commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for:

Capital commitments are ₹ 1,216.07 Lakhs (As at March 31, 2022 ₹ 2,091.62 Lakhs), net of advances.

(b) Contingent liabilities

	As at March 31, 2023	As at March 31, 2022
Claims against the Group not acknowledged as debts		
Holding Company:		
Demand from Employee State Insurance Department	0.90	0.90
The holding Company received income tax order under Section 143(3) dated December 30, 2019 related to A.Y. 2018-19 on account of search and seizure operation for which holding Company had received demand of ₹ 1,033.28 Lakhs including interest u/s 234ABC in respect of above matter for which the holding Company had filed the appeal to income tax authorities. During the previous year, the hodling Company has received a favorable order in this regard from CIT(A) and the department has filed an appeal against the said order of CIT(A). The holding Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favor of the holding Company and hence, no provision has been made in the books of accounts.	1,033.28	1,033.28
During the earlier year, the holding Company received demand cum show cause notice from the Indirect Tax department alleged that the holding company availed the duty drawback on the basis of unrealised sale proceeds. The holding Company filed the reply to the assistant commissioner of customs Inland Container Depot (ICD), Tughlakabad, dated February 07, 2020 against the above show cause notice and the response is awaited as on date. The holding Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the holding Company and hence, no provision has been made in the books of accounts.	19.24	19.24
During the earlier year, the holding Company has received show cause notice dated June 08, 2020 from the Indirect tax department alleged that the holding company has availed the Excise Duty of ₹ 32.14 Lakhs on amortization of Drawing & Design sent by one of the customer of the holding Company on FOC basis. The holding Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the holding Company and hence, no provision has been made in the books of accounts.	32.14	32.14
Subsidiaries: During the previous year, one of the subsidiary Company had received demand cum show cause notice from the custom department regarding custom classification dispute. The same has been concluded during the current financial year and the said company has deposited the final demand of ₹ 4.42 Lakhs (including interest and penalty).	-	15.24
In respect of assessment year 2013-14, 2014-15 and 2015-16 one of the subsidiary Company has received assessment order under section 143(3) of the Income tax Act, 1961 the "Act"), demanding a total adjustment of ₹ 953.27 Lakhs, of which tax impact is ₹ 333.11 Lakhs on account of transfer pricing and other disallowance matters under the Act. The said Company has filed appeal with the respective appellate authority. Further the carried forward losses and MAT credits in the respective assessment years has been excluded from the amounts stated above.	308.86	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

(c) The Holding Company entered into an agreement with the Bhosari Unit Workmen Union on September 13, 2003, vide which option for VRS was given to the workers of the Holding Company. Accordingly, benefits under the said scheme were paid to 27 workmen who opted for the scheme. Out of these 27 workmen, 20 workmen later filed a case against the Holding Company on the grounds of Unfair Labour Practices at the Labour court. The Court has passed an order in the favour of the workmen on June 26, 2019. Further, the Holding Company has challenged the said order and filed revision application dated July 26, 2019 in the Industrial Court, Pune on the grounds that the said order is defective and bad at law. Out of those 20 cases, the matter has been decided by the Industrial court in favour of the Holding Company for 17 cases vide order dated March 28, 2022. For remaining 3 cases, the Holding Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the Holding Company and hence, no provision has been made in these consolidated financial statements.

(d) In regard to the bill discounting of invoices with bank by one of the Holding Company's vendor (Transporter), the bank had filed an application under Section 19 of the Recovery of Debts due to Banks and Financial Institution Act, 1993 before the Ld. DRT-II, Chandigarh for recovery of ₹ 999.76 Lakhs and interest thereon @ 13.75% p.a. from Holding Company, vendor and other parties. The Holding Company and other parties including vendor has received an order dated February 25, 2019 from Debts Recovery Tribunal- II, Chandigarh for demanding the above amount jointly and severally. The Holding Company has filed an appeal before Debt Recovery Appellate Tribunal (DRAT) dated March 13, 2020 against ₹ 782.24 Lakhs (decretal amount to which the Holding Company is a defendant party) along with interest 13.75% p.a. and deposited 50% of decretal amount in previous/earlier years. The Holding Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the Holding Company and hence, no provision has been made in the books of accounts.

42. RELATED PARTY DISCLOSURES

Names of related parties and related party relationship

S. No.	Relationship	Name of Related Parties
1	Key Management Personnel of Holding Company	Mr D.K. Jain (Chairman)
		Mr Anmol Jain (Managing Director)
		Mr Vikas Marwah (Chief Executive Officer)
		Mr Ashish Dubey (Chief Financial Officer)
		Mr Pankaj Mahendru (Company Secretary) (w.e.f. May 30, 2023)
		Mr Raajesh Kumar Gupta (Company Secretary) (w.e.f. May 13, 2022 till May 26, 2023)
		Mr Anil Tyagi (Company Secretary) (till May 12, 2022)
2	Key Management Personnel of Subsidiary Companies	Mr Deepak Jain (Director)
		Mr Tomoki Mori (Director) (till February 07, 2022)
		Mr Jai Kishan Taneja (Director)
		Mr Raajesh Kumar Gupta (Company Secretary) (till May 10, 2022)
		Mr Anil Tyagi (Company Secretary) (w.e.f. June 01, 2022 till March 31, 2023)
		Mr Rishi Gupta (Company Secretary) (till November 19, 2022)
		Mr Sukhvir bhardwaj (Company Secretary) (w.e.f. February 07, 2022)
		Mr Pawan Kumar (Company Secretary)
		Mr Manoj Kumar Gupta (Chief Financial Officer) (w.e.f. March 30, 2022 till September 08, 2022)
		Mr Yogesh Jaitly (w.e.f. March 30, 2022)
		Mr Nobuo Tamura (Director) (w.e.f. May 11, 2022)
		Mr Deepak Kumar (Chief Financial Officer) (w.e.f. Febraury 03, 2023)
		Mr Mukesh Kumar (Chief Financial Officer) (w.e.f. May 09, 2022)
		Mr Yasuhiro Katoh (Director) (w.e.f. May 09, 2022)
		Mr Chandan Kshirsagar (Company Secretary)
		Mr Sunil S Koparkar (Director)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

S. No.	Relationship	Name of Related Parties
3	Relatives of Key Management Personnel	Mrs Shivani Jain (wife of Mr Anmol Jain)
		Mrs Poysha Goyal Jain (wife of Mr Deepak Jain)
4	Non Executive Director	Mr Arun Kumar Malhotra
		Mr Avinash Parkash Gandhi
		Mr Roop Salotra
		Mr Milap Jain
		Ms Diviya Chanana
		Mr Naval Khanna
		Mr Sanjay Mehta
5	Joint Venture	Lumax Ituran Telematics Private Limited (till December 31, 2021)
6	Associate of subsidiary (Associate of Lumax Integrated Ventures Private Limited)	Sipal Engineering Private Limited (till July 05, 2021)
7	Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives	Lumax Industries Limited
		Lumax Finance Private Limited
		Lumax Ancillary Limited
		Mahavir Udyog
		Bharat Enterprises
		D.K. Jain Family Trust
		Lumax Tours & Travels Limited
		Lumax Charitable Foundation
8	Entities under common control (entities which exercise significant influence over the subsidiary companies and other companies)	Mannoh Industrial Co. Limited
		Francisco Albero S.A.U.
		PT MTAT Indonesia
		Officine Mettalurgiche G. Cornaglia SPA
		Cornaglia Centro Ricerche
		Cor-Filters
		M&T Allied Technologies Co. Limited
		Alps Alpine Co Limited
		Alps Electric India Private Limited
		Alps Logicom India Private Limited
		Alps Logistics India Private Limited
		Ituran Location & Controls Limited
		Jopp Automotive GMBH
		Jopp Holding GMBH
		Yokowo Co. Limited
		IAC APM Automotive Systems Ltd, Thailand
		IAC Canada Admin ULC.
		IAC Group S.R.O.
		IAC Group (Slovakia) S.R
		IAC Group Scunthorpe, E
		IAC Shanghai Management Company Limited
		International Automotive Components (Wauseon)
		International Automotive Components Group GMBH, Germany
		International Automotive Components Group Limited (U.K.)
		International Automotive Components Group North America, Inc

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel or their relatives and Entities under common control		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
TRANSACTIONS								
Sale of Raw Materials and Components (Inclusive of taxes)								
Lumax Industries Limited	-	-	219.98	186.98	-	-	219.98	186.98
Lumax Ancillary Limited	-	-	293.16	414.80	-	-	293.16	414.80
M&T Allied Technologies Co. Limited	-	-	-	9.31	-	-	-	9.31
Mannoh Industrial Co. Limited	-	-	0.12	65.01	-	-	0.12	65.01
Yokowo Co. Limited	-	-	-	0.50	-	-	-	0.50
PT MTAT Indonesia	-	-	-	2.83	-	-	-	2.83
Total	**-**	**-**	**513.26**	**679.43**	**-**	**-**	**513.26**	**679.43**
Sale of Finished Goods (Inclusive of taxes)								
Lumax Industries Limited	-	-	14,991.37	14,116.90	-	-	14,991.37	14,116.90
Lumax Ancillary Limited	-	-	241.24	704.27	-	-	241.24	704.27
Mannoh Industrial Co. Limited	-	-	0.28	-	-	-	0.28	-
Alps Alpine Co Limited	-	-	0.27	-	-	-	0.27	-
M&T Allied Technologies Co. Limited	-	-	4.15	-	-	-	4.15	-
Bharat Enterprises	-	-	-	0.12	-	-	-	0.12
IAC Group (Slovakia) S.R	-	-	2.16	-	-	-	2.16	-
IAC Group S.R.O.	-	-	3.54	-	-	-	3.54	-
International Automotive Components Group Limited (U.K.)	-	-	36.81	-	-	-	36.81	-
Lumax Ituran Telematics Private Limited	-	-	-	-	-	0.02	-	0.02
Cor-Filters	-	-	47.78	172.40	-	-	47.78	172.40
Total	**-**	**-**	**15,327.60**	**14,993.69**	**-**	**0.02**	**15,327.60**	**14,993.71**
Sale of Capital Goods (Inclusive of taxes)								
Lumax Industries Limited	-	-	38.04	-	-	-	38.04	-
Total	**-**	**-**	**38.04**	**-**	**-**	**-**	**38.04**	**-**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel or their relatives and Entities under common control		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Sale of Others (Inclusive of taxes)								
Lumax Ituran Telematics Private Limited	-	-	-	-	-	1.07	-	1.07
Francisco Albero S.A.U.	-	-	-	1.06	-	-	-	1.06
Lumax Industries Limited	-	-	-	1.77	-	-	-	1.77
Total	**-**	**-**	**-**	**2.83**	**-**	**1.07**	**-**	**3.90**
Availing of Services (Inclusive of taxes)								
Lumax Industries Limited	-	-	141.45	196.91	-	-	141.45	196.91
Lumax Tours & Travels Limited	-	-	415.82	121.23	-	-	415.82	121.23
Ituran Location & Controls Limited	-	-	-	6.04	-	-	-	6.04
PT MTAT Indonesia	-	-	3.66	-	-	-	3.66	-
Mannoh Industrial Co. Limited	-	-	162.35	-	-	-	162.35	-
Alps Electric India Private Limited	-	-	-	0.13	-	-	-	0.13
Alps Logistics India Private Limited	-	-	83.26	9.56	-	-	83.26	9.56
Alps Logicom India Private Limited	-	-	25.66	4.26	-	-	25.66	4.26
Mr Naval Khanna	76.49	-	-	-	-	-	76.49	-
Officine Mettalurgiche G. Cornaglia SPA	-	-	-	6.77	-	-	-	6.77
JOPP Holding GMBH	-	-	304.79	-	-	-	304.79	-
Yokowo Co. Limited	-	-	-	97.07	-	-	-	97.07
Lumax Ancillary Limited	-	-	-	27.41	-	-	-	27.41
Total	**76.49**	**-**	**1,136.99**	**469.38**	**-**	**-**	**1,213.48**	**469.38**
Rendering of Services (Inclusive of taxes)								
Lumax Ancillary Limited	-	-	-	0.71	-	-	-	0.71
Lumax Industries Limited	-	-	2,231.47	2,021.42	-	-	2,231.47	2,021.42
Bharat Enterprises	-	-	0.06	0.05	-	-	0.06	0.05
Alps Electric India Private Limited	-	-	-	12.25	-	-	-	12.25
Sipal Engineering Private Limited	-	-	-	-	-	2.95	-	2.95
Alps Logicom India Private Limited	-	-	0.89	-	-	-	0.89	-
International Automotive Components Group North America, Inc.	-	-	20.60	-	-	-	20.60	-
International Automotive Components Group GMBH, Germany	-	-	34.35	-	-	-	34.35	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel or their relatives and Entities under common control		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
International Automotive Components Group Limited (U.K.)	-	-	2.33	-	-	-	2.33	-
Total	**-**	**-**	**2,289.70**	**2,034.43**	**-**	**2.95**	**2,289.70**	**2,037.38**
Rent Income (Inclusive of taxes)								
Lumax Tours & Travels Limited	-	-	3.54	3.47	-	-	3.54	3.47
Lumax Ituran Telematics Private Limited	-	-	-	-	-	10.42	-	10.42
Alps Electric India Private Limited	-	-	-	33.01	-	-	-	33.01
Lumax Industries Limited	-	-	329.41	296.99	-	-	329.41	296.99
Total	**-**	**-**	**332.95**	**333.47**	**-**	**10.42**	**332.95**	**343.89**
Rent Expense (Inclusive of taxes)								
Lumax Industries Limited	-	-	17.94	6.27	-	-	17.94	6.27
Mr D.K. Jain	36.40	32.16	-	-	-	-	36.40	32.16
Total	**36.40**	**32.16**	**17.94**	**6.27**	**-**	**-**	**54.34**	**38.43**
Purchases of Raw Materials and Components (Inclusive of taxes)								
Bharat Enterprises	-	-	427.36	510.83	-	-	427.36	510.83
Lumax Industries Limited	-	-	3,270.93	1,645.38	-	-	3,270.93	1,645.38
Lumax Ancillary Limited	-	-	6,167.50	8,142.59	-	-	6,167.50	8,142.59
Mahavir Udyog	-	-	11.47	1.13	-	-	11.47	1.13
Francisco Albero S.A.U.	-	-	69.85	138.79	-	-	69.85	138.79
Bharat Enterprises	-	-	2.59	2.34	-	-	2.59	2.34
Mahavir Udyog	-	-	11.47	0.24	-	-	11.47	0.24
Yokowo Co. Limited	-	-	-	1.14	-	-	-	1.14
Alps Electric India Private Limited	-	-	13.72	1,227.32	-	-	13.72	1,227.32
Alps Alpine Co Limited	-	-	1,949.86	216.68	-	-	1,949.86	216.68
M&T Allied Technologies Co. Limited	-	-	5.88	195.56	-	-	5.88	195.56
PT MTAT Indonesia	-	-	69.80	113.95	-	-	69.80	113.95
Mannoh Industrial Co. Limited	-	-	2.29	6.83	-	-	2.29	6.83
Jopp Automotive GMBH	-	-	116.20	12.95	-	-	116.20	12.95
Officine Mettalurgiche G. Cornaglia SPA	-	-	63.43	114.15	-	-	63.43	114.15
Total	**-**	**-**	**12,182.35**	**12,329.88**	**-**	**-**	**12,182.35**	**12,329.88**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel or their relatives and Entities under common control		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Purchases of Finished Goods (Inclusive of taxes)								
Lumax Industries Limited	-	-	11,397.11	9,127.14	-	-	11,397.11	9,127.14
Alps Electric India Private Limited	-	-	-	108.50	-	-	-	108.50
Lumax Ancillary Limited	-	-	815.43	1,619.70	-	-	815.43	1,619.70
Total	**-**	**-**	**12,212.54**	**10,855.34**	**-**	**-**	**12,212.54**	**10,855.34**
Purchases of other (Inclusive of taxes)								
Lumax Industries Limited	-	-	1.94	9.19	-	-	1.94	9.19
Alps Electric India Private Limited	-	-	-	6.67	-	-	-	6.67
Lumax Ancillary Limited	-	-	0.22	0.11	-	-	0.22	0.11
Total	**-**	**-**	**2.16**	**15.97**	**-**	**-**	**2.16**	**15.97**
Purchase of Capital Goods (Inclusive of taxes)								
Alps Electric India Private Limited	-	-	0.24	181.60	-	-	0.24	181.60
Cor-Filters	-	-	-	91.75	-	-	-	91.75
Francisco Albero S.A.U.	-	-	14.22	-	-	-	14.22	-
Total	**-**	**-**	**14.46**	**273.35**	**-**	**-**	**14.46**	**273.35**
Purchase of Packing Material (Inclusive of taxes)								
Mahavir Udyog	-	-	-	5.18	-	-	-	5.18
Total	**-**	**-**	**-**	**5.18**	**-**	**-**	**-**	**5.18**
Other Reimbursement paid to/ (received from) (Inclusive of taxes)								
Bharat Enterprises	-	-	0.68	0.21	-	-	0.68	0.21
Lumax Industries Limited	-	-	(204.90)	133.10	-	-	(204.90)	133.10
Lumax Ancillary Limited	-	-	(19.01)	26.47	-	-	(19.01)	26.47
Lumax Finance Private Limited	-	-	(0.12)	-	-	-	(0.12)	-
Lumax Charitable Foundation	-	-	(0.12)	5.00	-	-	(0.12)	5.00
Lumax Tours & Travels Limited	-	-	35.06	(4.26)	-	-	35.06	(4.26)
Mannoh Industrial Co. Limited	-	-	28.55	30.63	-	-	28.55	30.63
Mahavir Udyog	-	-	(0.55)	-	-	-	(0.55)	-
Alps Alpine Co Limited	-	-	37.05	-	-	-	37.05	-
Lumax Ituran Telematics Private Limited	-	-	-	-	-	0.40	-	0.40
Alps Logistics India Private Limited	-	-	38.77	-	-	-	38.77	-
IAC APM Automotive Systems Ltd, Thailand	-	-	(20.90)	-	-	-	(20.90)	-
International Automotive Components Group North America, Inc	-	-	70.72	-	-	-	70.72	-
Total	**-**	**-**	**(34.77)**	**191.15**	**-**	**0.40**	**(34.77)**	**191.55**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel or their relatives and Entities under common control		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
CSR Expenditure								
Lumax Charitable Foundation	-	-	195.36	158.52	-	-	195.36	158.52
Total	**-**	**-**	**195.36**	**158.52**	**-**	**-**	**195.36**	**158.52**
Royalty Expense (Exclusive of taxes)								
Lumax Industries Limited	-	-	300.00	300.00	-	-	300.00	300.00
Mannoh Industrial Co. Limited	-	-	311.24	202.29	-	-	311.24	202.29
Total	**-**	**-**	**611.24**	**502.29**	**-**	**-**	**611.24**	**502.29**
Interest Income								
Lumax Ituran Telematics Private Limited	-	-	-	-	-	0.32	-	0.32
Total	**-**	**-**	**-**	**-**	**-**	**0.32**	**-**	**0.32**
Interest Expense								
Ituran Location & Controls Limited	-	-	-	0.28	-	-	-	0.28
Total	**-**	**-**	**-**	**0.28**	**-**	**-**	**-**	**0.28**
Loan Taken								
Ituran Location & Controls Limited	-	-	199.34	284.22	-	-	199.34	284.22
Total	**-**	**-**	**199.34**	**284.22**	**-**	**-**	**199.34**	**284.22**
Loan Given During the Year								
Mr Vikas Marwah	-	60.00	-	-	-	-	-	60.00
Mr Sanjay Mehta	50.00	-	-	-	-	-	50.00	-
Total	**50.00**	**60.00**	**-**	**-**	**-**	**-**	**50.00**	**60.00**
Loan given Received back								
Mr Sanjay Mehta	5.00	-	-	-	-	-	5.00	-
Mr Vikas Marwah	15.00	7.50	-	-	-	-	15.00	7.50
Total	**20.00**	**7.50**	**-**	**-**	**-**	**-**	**20.00**	**7.50**
Technical Fees								
Mannoh Industrial Co. Limited	-	-	-	15.23	-	-	-	15.23
Total	**-**	**-**	**-**	**15.23**	**-**	**-**	**-**	**15.23**
Managerial Remuneration								
Mr Anmol Jain	139.59	140.65	-	-	-	-	139.59	140.65
Mr D.K. Jain	147.89	155.24	-	-	-	-	147.89	155.24
Mr Deepak Jain	15.48	15.48	-	-	-	-	15.48	15.48
Mrs Shivani Jain	187.34	185.74	-	-	-	-	187.34	185.74

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel or their relatives and Entities under common control		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Mrs Poysha Goyal Jain	187.34	185.74	-	-	-	-	187.34	185.74
Mr Sanjay Mehta	164.13	151.02	-	-	-	-	164.13	151.02
Mr Naval Khanna	-	91.43	-	-	-	-	-	91.43
Mr Raajesh Kumar Gupta	61.15	55.19	-	-	-	-	61.15	55.19
Mr Rishi Gupta	4.99	7.56	-	-	-	-	4.99	7.56
Mr Jai Kishan Taneja	26.63	41.58	-	-	-	-	26.63	41.58
Mr Tomoki Mori	-	70.47	-	-	-	-	-	70.47
Mr Deepak kumar	2.30	-	-	-	-	-	2.30	-
Mr Yogesh Jaitly	46.68	0.24	-	-	-	-	46.68	0.24
Mr Manoj Kumar Gupta	6.31	0.07	-	-	-	-	6.31	0.07
Mr Vikas Marwah	133.34	122.77	-	-	-	-	133.34	122.77
Mr Yasuhiro Katoh	96.94	-	-	-	-	-	96.94	-
Mr Ashish Dubey	78.31	71.11	-	-	-	-	78.31	71.11
Mr Pawan Kumar	8.14	7.92	-	-	-	-	8.14	7.92
Mr Nobuo Tamura	18.63	-	-	-	-	-	18.63	-
Mr Anil Tyagi	17.79	19.92	-	-	-	-	17.79	19.92
Mr Mukesh Kumar	24.01	-	-	-	-	-	24.01	-
Mr Sunil S Koparkar	40.82	-	-	-	-	-	40.82	-
Mr Chandan Kshirsagar	1.55	-	-	-	-	-	1.55	-
Mr Sukhvir Bhardwaj	6.55	1.08	-	-	-	-	6.55	1.08
Total	**1,415.91**	**1,323.21**	**-**	**-**	**-**	**-**	**1,415.91**	**1,323.21**
Director Sitting Fees								
Mr Arun Kumar Malhotra	10.40	8.00	-	-	-	-	10.40	8.00
Mr Avinash Parkash Gandhi	10.20	9.00	-	-	-	-	10.20	9.00
Mr Roop Salotra	10.80	9.60	-	-	-	-	10.80	9.60
Mr Milap Jain	9.20	7.60	-	-	-	-	9.20	7.60
Ms Diviya Chanana	3.60	3.20	-	-	-	-	3.60	3.20
Total	**44.20**	**37.40**	**-**	**-**	**-**	**-**	**44.20**	**37.40**
Director Commission								
Mr Anmol Jain	211.62	198.28	-	-	-	-	211.62	198.28
Mr D.K. Jain	455.30	426.46	-	-	-	-	455.30	426.46
Mr Deepak Jain	91.06	87.94	-	-	-	-	91.06	87.94
Total	**757.98**	**712.68**	**-**	**-**	**-**	**-**	**757.98**	**712.68**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel or their relatives and Entities under common control		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Remuneration to Chairman Emeritus								
Mr D.K. Jain	42.91	2.21	-	-	-	-	42.91	2.21
Total	**42.91**	**2.21**	**-**	**-**	**-**	**-**	**42.91**	**2.21**
Dividend Paid								
Mr Anmol Jain	452.13	387.54	-	-	-	-	452.13	387.54
Mr Deepak Jain	452.24	387.63	-	-	-	-	452.24	387.63
D.K. Jain Family Trust	-	-	7.14	6.12	-	-	7.14	6.12
Mr Sanjay Mehta	0.05	0.05	-	-	-	-	0.05	0.05
Mr Ashish Dubey	0.01	0.01	-	-	-	-	0.01	0.01
Lumax Finance Private Limited	-	-	423.90	363.34	-	-	423.90	363.34
Mannoh Industrial Co. Limited	-	-	328.91	234.93	-	-	328.91	234.93
Total	**904.43**	**775.23**	**759.95**	**604.39**	**-**	**-**	**1,664.38**	**1,379.62**
Dividend Received								
Lumax Industries Limited	-	-	70.88	36.75	-	-	70.88	36.75
Total	**-**	**-**	**70.88**	**36.75**	**-**	**-**	**70.88**	**36.75**
BALANCE AT THE YEAR END								
Receivables								
Lumax Industries Limited	-	-	4,501.80	4,207.18	-	-	4,501.80	4,207.18
Lumax Ancillary Limited	-	-	8.54	-	-	-	8.54	-
Mannoh Industrial Co. Limited	-	-	-	39.45	-	-	-	39.45
M&T Allied Technologies Co. Limited	-	-	-	0.19	-	-	-	0.19
PT MTAT Indonesia	-	-	-	0.16	-	-	-	0.16
Cor-Filters	-	-	33.48	16.39	-	-	33.48	16.39
International Automotive Components Group North America, Inc	-	-	599.23	-	-	-	599.23	-
International Automotive Components Group GMBH, Germany	-	-	536.07	-	-	-	536.07	-
IAC APM Automotive Systems Ltd, Thailand	-	-	18.63	-	-	-	18.63	-
IAC Group Scunthorpe, E	-	-	137.05	-	-	-	137.05	-
IAC Group (Slovakia) S.R	-	-	70.80	-	-	-	70.80	-
IAC Group S.R.O.	-	-	28.10	-	-	-	28.10	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel or their relatives and Entities under common control		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
International Automotive Components Group Limited (U.K.)	-	-	215.40	-	-	-	215.40	-
Alps Alpine Co Limited	-	-	15.56	-	-	-	15.56	-
Alps Electric India Private Limited	-	-		1.53	-	-	-	1.53
Yokowo Co. Limited	-	-	-	0.50	-	-	-	0.50
Total	**-**	**-**	**6,164.66**	**4,265.40**	**-**	**-**	**6,164.66**	**4,265.40**
Loan Receivable								
Mr Vikas Marwah	37.50	52.50	-	-	-	-	37.50	52.50
Mr Sanjay Mehta	45.00	-	-	-	-	-	45.00	-
Total	**82.50**	**52.50**	**-**	**-**	**-**	**-**	**82.50**	**52.50**
Loan Payable								
Ituran Location & Controls Limited	-	-	476.67	284.22	-	-	476.67	284.22
Total	**-**	**-**	**476.67**	**284.22**	**-**	**-**	**476.67**	**284.22**
Investment								
Lumax Industries Limited	-	-	9,303.26	4,648.35	-	-	9,303.26	4,648.35
Lumax Ancillary Limited	-	-	1,002.68	653.11	-	-	1,002.68	653.11
Total	**-**	**-**	**10,305.94**	**5,301.46**	**-**	**-**	**10,305.94**	**5,301.46**
Payables								
Bharat Enterprises	-	-	0.68	77.75	-	-	0.68	77.75
Lumax Ancillary Limited	-	-	640.19	913.14	-	-	640.19	913.14
Lumax Industries Limited	-	-	316.00	130.64	-	-	316.00	130.64
Lumax Tours & Travels Limited	-	-	14.41	12.53	-	-	14.41	12.53
Mahavir Udyog	-	-	-	1.94	-	-	-	1.94
JOPP Holding GMBH	-	-	274.31	-	-	-	274.31	-
Ituran Location & Controls Limited	-	-	-	5.48	-	-	-	5.48
Officine Mettalurgiche G. Cornaglia SPA	-	-	34.64	-	-	-	34.64	-
Cor-Filters	-	-	-	15.14	-	-	-	15.14
Yokowo Co. Limited	-	-	71.45	78.80	-	-	71.45	78.80
Mannoh Industrial Co. Limited	-	-	193.20	17.35	-	-	193.20	17.35
M&T Allied Technologies Co. Limited	-	-	-	2.52	-	-	-	2.52
PT MTAT Indonesia	-	-	14.62	34.19	-	-	14.62	34.19
Francisco Albero S.A.U.	-	-	20.39	49.70	-	-	20.39	49.70

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel or their relatives and Entities under common control		Joint Venture		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Alps Electric India Private Limited	-	-	-	474.50	-	-	-	474.50
Alps Logistics India Private Limited	-	-	8.72	2.83	-	-	8.72	2.83
Alps Logicom India Private Limited	-	-	4.35	1.70	-	-	4.35	1.70
International Automotive Components Group North America, Inc	-	-	300.77	-	-	-	300.77	-
IAC Canada Admin ULC.	-	-	609.60	-	-	-	609.60	-
International Automotive Components (Wauseon)	-	-	16.16	-	-	-	16.16	-
IAC Shanghai Management Company Limited	-	-	20.12	-	-	-	20.12	-
Alps Alpine Co Limited	-	-	669.52	216.68		-	669.52	216.68
Total	**-**	**-**	**3,209.13**	**2,034.89**	**-**	**-**	**3,209.13**	**2,034.89**
Other Financial Liabilities								
Mr Anmol Jain	211.62	198.28	-	-	-	-	211.62	198.28
Mr D.K. Jain	455.30	426.46	-	-	-	-	455.30	426.46
Mr Deepak Jain	91.06	87.94	-	-	-	-	91.06	87.94
Mr Pawan Kumar	0.22	-	-	-	-	-	0.22	-
Mr Naval Khanna	5.63	8.49	-	-	-	-	5.63	8.49
Mr Yogesh Jaitly	2.46	-	-	-	-	-	2.46	-
Mr Nobuo Tamura	0.60	-	-	-	-	-	0.60	-
Mr Sanjay Mehta	-	0.26	-	-	-	-	-	0.26
International Automotive Components Group GMBH, Germany	-	-	1,328.15	-	-	-	1,328.15	-
Total	**766.89**	**721.43**	**1,328.15**	**-**	**-**	**-**	**2,095.04**	**721.43**

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2023, the Group has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

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

43. EVENT AFTER THE REPORTING DATE

The Board of Directors of the Holding Company and one of the subsidiary companies have proposed dividend subsequent to the Balance Sheet date, which is subject to shareholder's approval in forthcoming annual general meetings (Refer note 18.2).

44. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

I Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements:

a) Operating lease commitments – Group as lessor

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined, based on valuation of the terms and conditions of the arrangements, such as the lease term not constituting a substantial portion of the economic life of the commercial property, and that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

b) Assessment of lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the lessee.

c) Revenue from contracts with customers

The Group applied the following judgments that significantly affect the determination of the amount and timing of revenue from contracts with customers:

- Determining method to estimate variable consideration and assessing the constraint

  Certain contracts for the sale of products include a right of price revision on account of change of commodity prices/purchase price that give rise to variable consideration. In estimating the variable consideration, The Group is required to use either the expected value method or the most likely amount method based on which method better predicts the amount of consideration to which it will be entitled.

d) Consolidation of companies in which the Holding Company holds less than majority of the voting rights

In below mentioned companies, the Holding Company holds 50% of the voting rights, but considered the same as its subsidiary companies based on following:

- Casting voting rights entitled to the Chairman appointed by the Holding Company, or
- Based on entitlement to hold majority of board members on the board of the subsidiary Company, or
- By appointing Managing director representing the Holding Company having substantial powers of management
  1. Lumax Cornaglia Auto Technologies Private Limited
  2. Lumax Yokowo Technologies Private Limited
  3. Lumax JOPP Allied Technologies Private Limited
  4. Lumax Alps Alpine India Private Limited
  5. Lumax Ituran Telematics Private Limited

II Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year,

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of The Group. Such changes are reflected in the assumptions when they occur.

a) Property, plant and equipment

The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by the management. The Group believes that the derived useful life best represents the period over which The Group expects to use these assets.

b) Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority.

Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

c) Gratuity benefit

The cost of defined benefit plans (i.e. Gratuity benefit) is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. In determining the appropriate discount rate, management considers the interest rates of long term government bonds with extrapolated maturity corresponding to the expected duration of the defined benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in Note 40.

d) Fair value measurement of financial instrument

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

e) Impairment of financial assets

The impairment provisions of financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

f) Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use.

The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not

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

include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are also relevant to other intangibles. During the year the Group has done the impairment assessment of non-financial assets and have concluded that there is no impairment in value of non-financial assets as appearing in the financial statements.

g) Lease incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease, therefore its incremental borrowing rate (IBR) is used to measure lease liability. The IBR is the rate of interest that the Group would have to pay to borrow over similar term, and with a similar security, the fund necessary to obtain an asset of a similar value to the Right-to-use assets in as similar economic environments. The IBR therefore effects what the Group "would have to pay" which requires estimates when no observable rates are available or when they need to be adjusted to reflect the term and conditions of the lease. the Group estimates the IBR using observable inputs such as market interest rates when available.

h) Revenue recognition - Estimating variable consideration for returns and volume rebates

The Group estimates variable considerations to be included in the transaction price for the sale of traded goods (after-market) with volume rebates.

The Group's expected volume rebates are analyzed on a per customer basis for contracts that are subject to a single volume threshold. Determining whether a customer will be likely entitled to rebate will depend on the customer's historical rebates entitlement and accumulated purchases to date. The Group applied a statistical model for estimating expected volume rebates for contracts with more than one volume threshold. The model uses the historical purchasing patterns and rebates entitlement of customers to determine the expected rebate percentages and the expected value of the variable consideration. Any significant changes in experience as compared to historical purchasing patterns and rebate entitlements of customers will impact the expected rebate percentages estimated by the Group.

45. CAPITAL MANAGEMENT

For the purpose of the Group's capital management, capital includes issued equity capital, all equity reserves attributable to the equity holders of the Group. The primary objective of the Group's capital management is to maximize the shareholders' value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants, if any. To maintain or adjust the capital structure, The Group reviews the fund management at regular intervals and take necessary actions to maintain the requisite capital structure. The Group monitors capital using gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents. No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2023 and March 31, 2022.

	As at March 31, 2023	As at March 31, 2022
Total Borrowings*	55,223.93	12,453.92
Less: cash and cash equivalents	(7,463.20)	(4,840.83)
Net debts (A)	**47,760.73**	**7,613.09**
Capital components		
Equity Share capital	1,363.15	1,363.15
Other equity	64,797.86	53,029.32
Total equity (B)	**66,161.01**	**54,392.47**
Capital and net debt (C) = (A+B)	**1,13,921.74**	**62,005.56**
Gearing ratio (%) (A)/ (C)	**41.92%**	**12.28%**

* Excluding lease liability

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

46. FAIR VALUES

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments:

a) Fair value of financial assets:

	Carrying values		Fair values	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Financial assets measured at fair value				
Investments in quoted equity instruments of other entities (valued at fair value through other comprehensive income)*	9,303.26	4,648.35	9,303.26	4,648.35
Investments in unquoted equity instruments of other entities (valued at fair value through other comprehensive income)	1,125.24	653.11	1,125.24	653.11
Short term investments (valued at fair value through Profit & loss)	9,666.48	6,897.44	9,666.48	6,897.44
Total	**20,094.98**	**12,198.90**	**20,094.98**	**12,198.90**
Financial Instruments where carrying amounts that are reasonable approximations of fair values:				
Trade receivables	46,117.71	26,638.64	46,117.71	26,638.64
Cash and cash equivalents	7,463.20	4,840.83	7,463.20	4,840.83
Other Bank balances	8,215.32	8,998.86	8,215.32	8,998.86
Loans	163.36	104.10	163.36	104.10
Other financial assets	7,024.33	1,514.51	7,024.33	1,514.51
Total	**68,983.92**	**42,096.94**	**68,983.92**	**42,096.94**

* The fair values of the FVTOCI financial assets are derived from quoted market prices in active markets.

b) Fair value of financial liabilities:

	Carrying values		Fair values	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Financial liabilities measured at amortized cost				
Borrowings	55,223.93	12,453.92	55,223.93	12,453.92
Lease liabilities	11,188.54	4,046.74	11,188.54	4,046.74
Trade payables	38,396.95	23,102.09	38,396.95	23,102.09
Other financial liabilities	6,906.77	3,272.20	6,906.77	3,272.20
Total	**1,11,716.19**	**42,874.95**	**1,11,716.19**	**42,874.95**

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

47. FAIR VALUE HIERARCHY

All financial instruments for which fair value is recognized or disclosed are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

Level 2: Valuation techniques for which the lowest level input that has a significant effect on the fair value measurement are observable, either directly or indirectly.

Level 3: Valuation techniques for which the lowest level input which has a significant effect on the fair value measurement is not based on observable market data.

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

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities.

(a) Quantitative disclosures of fair value measurement hierarchy for assets as at March 31, 2023:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value					
Quoted equity shares					
Long term Investments in equity instruments of other entities (at fair value through other comprehensive income "FVTOCI")	March 31, 2023	9,303.26	9,303.26	-	-
Short term Investments in equity instruments of other entities (at fair value through Profit & loss "FVTPL")	March 31, 2023	10.09	10.09	-	-
Unquoted equity shares					
Long term Investments in equity instruments of other entities (at fair value through other comprehensive income "FVTOCI")	March 31, 2023	1,125.24	-	-	1,125.24
Other Investment					
Quoted short term investments (at fair value through Profit & loss "FVTPL")	March 31, 2023	2,578.48	2,578.48		
Unquoted short term investments (at fair value through Profit & loss "FVTPL")	March 31, 2023	7,077.91	-	7,077.91	-
Others					
Trade receivables	March 31, 2023	46,117.71	-	-	46,117.71
Cash and cash equivalents	March 31, 2023	7,463.20	-	-	7,463.20
Other Bank balances	March 31, 2023	8,215.32	-	-	8,215.32
Loans	March 31, 2023	163.36	-	-	163.36
Other financial assets	March 31, 2023	7,024.33	-	-	7,024.33
Total		**89,078.90**	**11,891.83**	**7,077.91**	**70,109.16**

(b) Quantitative disclosures of fair value measurement hierarchy for liabilities as at March 31, 2023:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Liabilities measured at fair value					
Borrowings	March 31, 2023	55,223.93	-	-	55,223.93
Lease liabilities	March 31, 2023	11,188.54	-	-	11,188.54
Trade payables	March 31, 2023	38,396.95	-	-	38,396.95
Other financial liabilities	March 31, 2023	6,906.77	-	-	6,906.77
Total		**1,11,716.19**	**-**	**-**	**1,11,716.19**

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

(c) Quantitative disclosures of fair value measurement hierarchy for assets as at March 31, 2022:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value					
Quoted equity shares					
Long term Investments in equity instruments of other entities (at fair value through other comprehensive income "FVTOCI")	March 31, 2022	4,648.35	4,648.35	-	-
Short term Investments in equity instruments of other entities (at fair value through Profit & loss "FVTPL")	March 31, 2022	11.41	11.41	-	-
Unquoted equity shares					
Long term Investments in equity instruments of other entities (at fair value through other comprehensive income "FVTOCI")	March 31, 2022	653.11	-	-	653.11
Other Investment					
Unquoted short term investments (at fair value through Profit & loss "FVTPL")	March 31, 2022	6,886.03	-	6,886.03	-
Others					
Trade receivables	March 31, 2022	26,638.64	-	-	26,638.64
Cash and cash equivalents	March 31, 2022	4,840.83	-	-	4,840.83
Other bank balance	March 31, 2022	8,998.86	-	-	8,998.86
Loans	March 31, 2022	104.10	-	-	104.10
Other financial assets	March 31, 2022	1,514.51	-	-	1,514.51
Total		**54,295.84**	**4,659.76**	**6,886.03**	**42,750.05**

(d) Quantitative disclosures of fair value measurement hierarchy for liabilities as at March 31, 2022:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Borrowings	March 31, 2022	12,453.92	-	-	12,453.92
Lease liabilities	March 31, 2022	4,046.74	-	-	4,046.74
Trade payables	March 31, 2022	23,102.09	-	-	23,102.09
Other financial liabilities	March 31, 2022	3,272.20	-	-	3,272.20
Total		**42,874.95**	**-**	**-**	**42,874.95**

There have been no transfers between Level 1 & 2 during the year ended March 31, 2023 and March 31, 2022.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

48.

(a) Additional information pursuant to Schedule III of Companies Act 2013, "General instructions for the preparation of consolidated financial statements" for financial year ending March 31, 2023:

S. No.	Name of the Entity	Net Assets, i.e., total assets minus total liabilities		Share in Statement of Profit or (loss) (net of tax)		Share in other comprehensive income (net of tax)		Share in total comprehensive income for the year, net of tax (comprising net profit for the year and other comprehensive income)	
		As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated Other Comprehensive Income	Amount	As % of consolidated total Comprehensive Income	Amount
1	**Holding Company ***								
	Lumax Auto Technologies Limited	88.08%	58,276.63	65.96%	7,352.04	98.86%	4,987.80	76.21%	12,339.84
2	**Subsidiaries ***								
	1. Lumax Mannoh Allied Technologies Limited	13.25%	8,764.50	27.90%	3,109.74	0.61%	30.76	19.40%	3,140.50
	2. Lumax Integrated Ventures Private Limited	27.80%	18,394.94	(1.42%)	(158.10)	0.00%	-	(0.98%)	(158.10)
	3. Lumax Management Services Private Limited	10.47%	6,927.56	5.77%	643.08	0.25%	12.77	4.05%	655.85
	4. IAC International Automotive India Private Limited (refer note 39k)	34.76%	22,994.75	3.52%	392.52	(0.02%)	(0.93)	2.42%	391.59
	5. Lumax FAE Technologies Private Limited	(0.10%)	(63.43)	(4.47%)	(498.75)	(0.05%)	(2.27)	(3.09%)	(501.02)
	6. Lumax JOPP Allied Technologies Private Limited	0.71%	470.72	(1.31%)	(146.27)	0.00%	0.03	(0.90%)	(146.24)
	7. Lumax Cornaglia Auto Technologies Private Limited	9.10%	6,019.06	12.94%	1,442.34	0.05%	2.71	8.92%	1,445.05
	8. Lumax Yokowo Technologies Private Limited	1.73%	1,146.52	(1.59%)	(177.07)	(0.01%)	(0.64)	(1.10%)	(177.71)
	9. Lumax Ituran Telematics Private Limited	(0.08%)	(53.39)	(1.74%)	(193.39)	0.01%	0.41	(1.19%)	(192.98)
	10. Lumax Alps Alpine India Private Limited	1.73%	1,142.44	(0.40%)	(44.09)	0.00%	0.07	(0.27%)	(44.02)
	Less : Intercompany Eliminations	(87.45%)	(57,859.29)	(5.16%)	(576.27)	0.30%	14.79	(3.47%)	(561.48)
3	**Lumax Auto Technologies Limited (Consolidated)**	**100.00%**	**66,161.01**	**100.00%**	**11,145.78**	**100.00%**	**5,045.50**	**100.00%**	**16,191.28**

* The above figures shown are before inter company eliminations/adjustments.

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(b) Additional information pursuant to Schedule III of Companies Act 2013, "General instructions for the preparation of consolidated financial statements" for financial year ending March 31, 2022:

S. No.	Name of the Entity	Net Assets, i.e., total assets minus total liabilities		Share in Statement of Profit or (loss) (net of tax)		Share in other comprehensive income (net of tax)		Share in total comprehensive income for the year, net of tax (comprising net profit for the year and other comprehensive income)	
		As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated Other Comprehensive Income	Amount	As % of consolidated total Comprehensive Income	Amount
1	**Holding Company ***								
	Lumax Auto Technologies Limited	88.84%	48,322.31	66.95%	5,481.11	101.19%	(3,607.81)	40.53%	1,873.30
2	**Subsidiaries ***								
	1. Lumax Mannoh Allied Technologies Limited	11.68%	6,354.91	23.71%	1,941.06	(0.32%)	11.55	42.25%	1,952.61
	2. Lumax Integrated Ventures Private Limited	0.10%	52.89	(0.30%)	(24.57)	0.00%	-	(0.53%)	(24.57)
	3. Lumax Management Services Private Limited	11.53%	6,271.72	5.60%	458.63	(0.60%)	21.27	10.38%	479.90
	4. Lumax FAE Technologies Private Limited	0.80%	437.60	(5.52%)	(452.21)	0.00%	-	(9.78%)	(452.21)
	5. Lumax JOPP Allied Technologies Private Limited	0.66%	356.96	(1.28%)	(104.52)	(0.07%)	2.39	(2.21%)	(102.13)
	6. Lumax Cornaglia Auto Technologies Private Limited	8.41%	4,574.01	15.48%	1,267.02	(0.21%)	7.31	27.57%	1,274.33
	7. Lumax Yokowo Technologies Private Limited	0.78%	424.23	(0.24%)	(19.39)	0.00%	-	(0.42%)	(19.39)
	8. Lumax Ituran Telematics Private Limited	0.26%	139.60	(0.48%)	(39.35)	0.00%	-	(0.85%)	(39.35)
	9. Lumax Alps Alpine India Private Limited	2.18%	1,186.47	(0.28%)	(23.09)	0.01%	(0.45)	(0.51%)	(23.54)
3	**Joint Ventures (Investment as per the equity method)**								
	Sipal Engineering Private Limited	0.00%	-	(0.25%)	(20.74)	0.00%	-	(0.45%)	(20.74)
	Lumax Ituran Telematics Private Limited	0.00%	-	(0.45%)	(36.67)	0.00%	-	(0.79%)	(36.67)
	Less : Intercompany Eliminations	(25.24%)	(13,728.23)	(2.94%)	(239.90)	0.00%	-	(5.19%)	(239.90)
	Lumax Auto Technologies Limited (Consolidated)	**100.00%**	**54,392.47**	**100.00%**	**8,187.38**	**100.00%**	**(3,565.74)**	**100.00%**	**4,621.64**

* The above figures shown are before inter company eliminations/adjustments.

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

49. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities comprize of trade and other payables, borrowings, lease liabilities, security deposits and payables for property, plant and equipment. The main purpose of these financial liabilities is to finance The Group's operations. The Group's principal financial assets include trade and other receivables, cash, fixed deposits and security deposits that derive directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. The Group's senior management is supported by Finance department that advises on financial risks and the appropriate financial risk governance framework for the Group. The Finance department provides assurance to the Group's senior management that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below:

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instrument effected by market risk include loans and borrowings, deposits, FVTOCI instrument.

The sensitivity analyses in the following sections relate to the position as at March 31, 2023 and March 31, 2022.

The following assumptions have been made in calculating the sensitivity analysis:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2023 and March 31, 2022 including the effect of hedge accounting.

i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's interest bearing financial liabilities includes borrowings with fixed interest rates.

The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Group's variable rate borrowing is subject to interest rate fluctuations. Below is the overall exposure of the borrowing:

	As at March 31, 2023	As at March 31, 2022
Variable rate borrowing	54,387.80	12,375.03
Fixed rate borrowing	836.13	78.89
Total borrowings	**55,223.93**	**12,453.92**

Sensitivity

Profit or loss and equity is sensitive to higher/ (lower) interest expense from borrowings as a result of changes in interest rates.

	As at March 31, 2023	As at March 31, 2022
Interest sensitivity		
Increase by 1% (March 31, 2022: 1%)	543.88	123.75
Decrease by 1% (March 31, 2022: 1%)	(543.88)	(123.75)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to The Group's operating activities (when revenue or expense is denominated in a foreign currency).

The Group transacts business in local currency as well as in foreign currency. The Group has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives.

Exposure gain/(loss)	As at March 31, 2023		As at March 31, 2022	
	Change +5%	Change -5%	Change +5%	Change -5%
Trade Payable	(66.17)	66.17	(33.37)	33.37
Trade Receivable	90.49	(90.49)	11.93	(11.93)

iii) Equity Price Risk

The Group's listed and non-listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Group's management on a regular basis. The Group's Board of Directors reviews and approves all equity investment decisions.

At the reporting date, the exposure to listed equity securities at fair value was ₹ 9,313.35 Lakhs. A decrease of 10% on the NSE market index could have an impact of approximately ₹ 931.33 Lakhs on the OCI or equity attributable to the Group. An increase of 10% in the value of the listed securities would also impact OCI and equity. These changes would not have an effect on profit or loss.

At the reporting date, the exposure to unlisted equity securities at fair value was ₹ 1,125.24 Lakhs. A decrease of 10% in fair value could have an impact of approximately ₹ 112.52 Lakhs on the OCI or equity attributable to the Group. An increase of 10% in the value of the listed securities would also impact OCI and equity. These changes would not have an effect on profit or loss.

B. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks and other financial instruments.

Trade receivables

Customer credit risk is managed by the Group subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of financial assets (trade receivable). The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located and being operated in India.

Further, the Group's customer base majorly includes Original Equipment Manufacturers (OEMs), Large Corporates and Tier-1 vendors of OEMs and dealers. Based on the past trend of recoverability of outstanding trade receivables, the Group has not incurred material losses on account of bad debts. Hence, no adjustment has been made on account of Expected Credit Loss (ECL).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

C. Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans from banks at an optimized cost.

The table below summarizes the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

As at March 31, 2023	On Demand	Less than 1 year	1 to 5 years	> 5 years	Total
Borrowings	14,489.90	1,264.73	34,199.37	5,269.93	**55,223.93**
Trade payables	-	38,396.95	-	-	**38,396.95**
Other financial liabilities	-	6,906.77	-	-	**6,906.77**
Lease liabilities*	-	2,293.40	9,026.06	3,251.96	**14,571.42**
Total	**14,489.90**	**48,861.85**	**43,225.43**	**8,521.89**	**1,15,099.07**

As at March 31, 2022	On demand	Less than 1 year	1 to 5 years	> 5 years	Total
Borrowings	10,877.95	553.08	994.47	28.42	**12,453.92**
Trade payables	-	23,102.09	-	-	**23,102.09**
Other financial liabilities	-	3,272.20	-	-	**3,272.20**
Lease liabilities*	-	1,066.96	3,220.89	1,129.72	**5,417.57**
Total	**10,877.95**	**27,994.33**	**4,215.36**	**1,158.14**	**44,245.78**

*Maturity profile of contractual undiscounted cashflows in respect of lease recognized under Ind AS 116.

D. Commodity risk

The Group is affected by the price volatility of certain commodities. Its operating activities require the ongoing purchases of steel & plastic granuals which are volatile products and are major component of end product. The prices in these purchase contracts are linked to the price of raw steel & plastic granuals and demand supply matrix. However, at present, the Group do not hedge its raw material procurements, as the price of the final product of the Group also vary with the price of underlying commodity which mitigate the risk of price volatility.

50. The management has analysed that no significant warranty claim is received by the Group in earlier years against the goods manufactured by the Group and further, the seller of traded goods warrants the Group that products will be free from defects in materials and workmanship under normal use and service and agrees to replace any defective parts under the conditions of standard warranty accompanying the products. Therefore, the Group has not made any provision for warranties and claims in its books of accounts for the year ended March 31, 2023.

51. Revenue from contracts with customers is measured by the Group at the transaction price i.e. amount of consideration received/ receivable in exchange of transferring goods or services to the customers. In determining the transaction price for the sale of goods, the Group considers the effect of price adjustments, to be claimed/ passed on to the customers, based on various cost parameters like raw material and other costs.

The Group is required to pass on the savings in variable cost from the billed sales price for which the final negotiations with the customer is ongoing and will be settled in near future. The total estimated liabilities outstanding as at March 31, 2023 is ₹ 2,404.62 Lakhs (as at March 31, 2022: ₹ 3,064.67 Lakhs), which management believes is sufficient to discharge liabilities.

52. During the previous year, the Holding Company amended the joint venture agreement with "Lumax Ituran Telematics Private Limited (LITPL)", wherein the casting vote has been given to the Chairman of the LITPL appointed by the Holding Company. By virtue of this, the Holding Company has acquired management control of LITPL and therefore, LITPL has become subsidiary of the Holding Company w.e.f. January 01, 2022.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023 (Contd.)

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

53. The Group's business research and development concentrates on the development of Automotive equipment. Research and development costs that are not eligible for capitalization have been expensed during the year ended March 31, 2023 amounting ₹ 490.28 Lakhs (March 31, 2022: ₹ 404.43 Lakhs), and they are recognized in Employee benefits expense & other expenses.

54. OTHER STATUTORY INFORMATION

(i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(ii) The Group does not have transactions with struck off companies.

(iii) The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that The Group shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(vii) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

55. The Group's business activity falls within a single business segment i.e. manufacturing and trading of Automotive Components and therefore, segment reporting in terms of Ind AS 108 on Segmental Reporting is not applicable.

56. On May 03, 2022, the Holding Company had filed the Scheme of Amalgamation and Merger ("Scheme"), with Hon'ble National Company Law Tribunal, New Delhi Bench (NCLT), of its wholly owned subsidiary Lumax Mettalics Private Limited (transferor) with the Holding Company for efficient utilisation & synergy of resources. The aforesaid scheme, inter-alia envisaged merger of the transferor into the Holding Company. The Scheme was approved by NCLT on March 01, 2023. Consequent to the amalgamation and merger prescribed by the Scheme, all the assets and liabilities of the transferor were transferred to and vested in the Holding Company with effect from April 01, 2022 ("the Appointed Date"). The amalgamation was accounted under the "pooling of interest" method prescribed under Ind AS 103 - Business Combinations, as prescribed by the Scheme. Accordingly all the assets, liabilities, and other reserves of the transferor as on April 01, 2022 were transferred to the Holding Company as per the Scheme. As prescribed by the Scheme, no consideration was paid as the transferor is a wholly owned subsidiary of the Holding Company.

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

Place : Gurugram
Date : May 30, 2023

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

AOC- 1

Statement containing salient features of the financial statement of Subsidiaries (Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

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

	Name of the Subsidiaries									
	Lumax Mannoh Allied Technologies Limited	**IAC International Automotive India Private Limited^**	**Lumax Integrated Ventures Private Limited**	**Lumax Cornaglia Auto Technologies Private Limited**	**Lumax Management Services Private Limited**	**Lumax FAE Technologies Private Limited**	**Lumax JOPP Allied Technologies Private Limited**	**Lumax Yokowo Technologies Private Limited**	**Lumax Alps Alpine India Private Limited**	**Lumax Ituran Telematics Private Limited**
	1	**2**	**3**	**4**	**5**	**6**	**7**	**8**	**9**	**10**
A. Financial year ending on	**March 31, 2023**	**March 31, 2023**	**March 31, 2023**	**March 31, 2023**	**March 31, 2023**	**March 31, 2023**	**March 31, 2023**	**March 31, 2023**	**March 31, 2023**	**March 31, 2023**
B. Equity Share capital	348.05	9,687.43	85.40	683.76	112.50	1,200.79	911.00	1,350.00	1,210.00	459.20
C. Other Equity	8,416.45	13,307.32	18,309.54	5,335.30	6,815.06	(1,264.22)	(440.27)	(203.48)	(67.55)	(512.60)
D. Total assets	16,020.30	50,587.98	45,229.32	12,582.58	8,128.00	2,760.95	975.00	1,590.51	2,286.06	1,031.25
E. Total Liabilities	7,255.80	27,593.23	26,834.38	6,563.52	1,200.44	2,824.38	504.27	443.99	1,143.61	1,084.65
F. Investments	-	-	-	-	-	-	-	-	-	-
G. Revenue from Contracts with Customers	30,078.16	5,122.18	-	13,481.21	3,493.58	266.56	947.86	147.45	3,096.77	237.11
H. Profit before taxation	4,201.52	529.80	(158.10)	1,929.65	860.43	(498.75)	(147.62)	(177.07)	(55.09)	(193.39)
I. Provision for taxation	1,091.77	137.28	-	487.31	217.36	-	(1.35)	-	(11.00)	-
J. Profit after taxation	3,109.75	392.52	(158.10)	1,442.34	643.07	(498.75)	(146.27)	(177.07)	(44.09)	(193.39)
K. Proposed Dividend	1,113.76	-	-	-	-	-	-	-	-	-
L. % of shareholding	55%	75%	100%	50%	100%	84%	50%	50%	50%	50%

^ Stepdown subsidiary company.

Notes:

a. Lumax Energy Solutions Private Limited (subsidiary of Lumax Integrated Ventures Private Limited) has been voluntarily liquidated with the National Company Law Tribunal (NCLT).

b. Sipal Engineering Private Limited (associate of Lumax Integrated Ventures Private Limited) has been voluntarily liquidated with the NCLT.

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 30, 2023

Notice of Annual General Meeting

Notice is hereby given that the Forty Second (42nd) Annual General Meeting (AGM) of the Members of **Lumax Auto Technologies Limited** ('Company') will be held as per below mentioned schedule:

Day : **Tuesday**

Date : **August 22, 2023**

Time : **12.30 P.M. (IST)**

via two-ways communication i.e. Video Conferencing ("VC") or Other Audio-Visual means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
   a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon; and
   b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Report of Auditors thereon.
2. To declare a dividend of ₹ 4.50/- per equity share as recommended by the Board of Directors for the Financial Year ended March 31, 2023.
3. To re-appoint a Director in place of Mr Anmol Jain (DIN: 00004993), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

To consider and if thought fit, with or without modification(s) to pass the following resolution:

4. AS AN ORDINARY RESOLUTION

RATIFICATION OF REMUNERATION OF COST AUDITORS FOR FY 2023-24

"Resolved that pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s), or re-enactment thereof, for the time being in force), the consent of Members of the Company be and is hereby accorded to the ratification of the remuneration of ₹ 2.00 Lakhs (Rupees Two Lakhs Only) excluding taxes and reimbursement of out-of-pocket expenses at actuals payable to M/s Jitender, Navneet & Co., Cost Accountants (Firm Registration No. 000119), appointed as the Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the FY 2023-24.

Resolved further that the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution"

By Order of the Board
For Lumax Auto Technologies Limited

Pankaj Mahendru
Company Secretary
(ICSI Membership No.: A28161)

Place: Gurugram
Dated: July 28, 2023

Registered Office:
2nd Floor, Harbans Bhawan-II,
Commercial Complex,
Nangal Raya, New Delhi-110046.
Website: www.lumaxworld.in/lumaxautotech
Email: shares@lumaxmail.com
CIN: L31909DL1981PLC349793

Notice of Annual General Meeting (Contd.)

NOTES FOR AGM NOTICE:

1. The Ministry of Corporate Affairs, Government of India ("MCA") vide its General Circular no. 20/2020 dated May 05, 2020 and circular no. 10/2022 dated December 28, 2022, and other circulars in this respect ("MCA Circulars") allowed, inter-alia, conduct of AGMs through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility on or before September 30, 2023, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No.20/2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In compliance with these Circulars, provisions of the Act and the Listing Regulations, the 42nd AGM of the Company is being conducted through VC/OAVM facility, which does not require physical presence of members at a common venue. The registered office of the Company shall be deemed to be the venue for the 42nd AGM.
2. Company has appointed National Securities Depository Limited ("NSDL"), to provide Video Conferencing facility/ Other Audio Visual Means (VC/OAVM) for conducting the AGM.
3. Since this AGM is being held through VC/OAVM pursuant to the MCA circulars, the requirement of physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice.
4. The Members can join the AGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The detailed instructions for joining the Meeting through VC/OAVM form part of the Notes to this Notice.
5. Institutional Investors, who are Members of the Company, are encouraged to attend the AGM through VC/OAVM mode and vote electronically. **Corporate Members intending to appoint their authorized representatives pursuant to Section 113 of the Act to attend the AGM through VC/OAVM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution** to Bigshare Services Private Limited, Registrar and Share Transfer Agent of the Company, by e-mail at vinod.y@bigshareonline.com with a copy marked to the Company at shares@lumaxmail.com.
6. The attendance of the Members (Members logins) attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 ("the Act").
7. An Explanatory Statement setting out Material Facts pursuant to Section 102 (1) of the Act, in respect of Special Business at item no. 4 of the Notice is furnished hereunder. The relevant details of the Directors seeking appointment/ re-appointment at the AGM as required by Regulation 36(3) of Listing Regulations and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") is annexed as **Annexure - I**.
8. **Remote e-Voting:** Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations and as required under SS-2 and the MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM.

   Only those Members who will be present in the AGM through VC/OAVM facility and have not cast their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system during the AGM.
9. In line with the MCA Circulars and SEBI Circular the Notice of the AGM along with the Annual Report for FY 2022-23 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/RTA/ Depositories. Further, the Notice of the AGM has been uploaded on the website of the Company at https://www.lumaxworld.in/lumaxautotech.

   The AGM Notice can be accessed from the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, the same will also be available on the website of NSDL (agency for providing the remote e-Voting facility) i.e. https://www.evoting.nsdl.com
10. The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose name appears in the Register of Members / list of beneficiaries received from the Depositories/RTA as on **Friday, July 21, 2023.**

Notice of Annual General Meeting (Contd.)

11. **Book Closure:** The Register of Members and Share Transfer Books of the Company will remain closed from **Friday, August 11, 2023 to Tuesday, August 22, 2023** (both days inclusive) for determining the entitlement of shareholders to the Final Dividend for the FY 2022-23, as may be approved by the Members at the AGM.

12. **Dividend Entitlement:** Dividend on Equity Shares, as recommended by the Board of Directors, if approved at the AGM, will be payable to those Members whose names appear in the Register of Members of the Company, in the case of beneficial owners as at the close of **Thursday, August 10, 2023 (the Record Date)** as per the beneficial ownership data to be furnished by NSDL/CDSL/RTA for the purpose and in respect of shares held in physical form after giving effect to all valid shares transfers/transmission(s), which are lodged with the Company / RTA before the Record Date.

    The Board of Directors had recommended a dividend of ₹ 4.50 per equity share of the face value of ₹ 2 each (@ 225%), payable to those Shareholders whose names appear in the Register of Members as on the Record Date (subject to the approval of the same by the Shareholders in the AGM).

    Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of the Shareholders w.e.f. April 01, 2020 and the Company is required to deduct TDS from dividend paid to the Members at prescribed rates as per Income Tax Act, 1961 ('the IT Act'). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants ('DPs') or in case shares are held in physical form, with the Company by sending documents through e-mail by **Thursday, August 10, 2023.**

    The note for '**Communication on Tax Deduction on Dividend'** is annexed with this notice.

    Dividend amount for Members holding shares in Electronic Form and to those Members holding in Physical Form, who have given their Bank details, will be credited to their respective Bank Account through Electronic Clearing Service (ECS), wherever such facilities are available, soon after the declaration of the Dividend in the AGM, subject to deduction of income-tax at source ('TDS'). For others, Dividend Warrants/Demand Drafts (DD's) will be posted at their latest available address with RTA/Company. In order to avoid any fraudulent encashment, such Members are requested to furnish their Bank Account Number and Bank's name so as to incorporate the same in the Dividend Warrants/ DD, immediately, if not submitted earlier. If there is any change in the Bank Account of Demat Members, they are requested to intimate the same to their respective Dp's for their further action.

    Further, in order to receive dividend(s) in a timely manner, members holding shares in physical form who have not updated their mandate for receiving the dividends directly in their bank accounts through ECS or any other means ("Electronic Bank Mandate"), can register their Electronic Bank Mandate, by sending the below mentioned documents to the RTA of Company viz. Kind Attn: Mr. Vinod Yadav, Bigshare Services Private Limited, Unit: Lumax Auto Technologies Limited, Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri East, Mumbai – 400093, Maharashtra

    a. a signed request letter mentioning the name, folio number, complete address and following details relating to bank account in which the dividend is to be received:
        (i) Name and Branch of Bank and Bank Account type;
        (ii) Bank Account Number allotted by your bank after implementation of Core Banking Solutions;
        (iii) 11 digit IFSC Code;
    b. self-attested scanned copy of cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly;
    c. self-attested scanned copy of the PAN Card; and
    d. self-attested scanned copy of any document (such as AADHAAR Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

    In the event the Company is unable to pay the dividend to any Member directly in their bank accounts through ECS or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/ Bankers' cheque/ demand draft to such Member, at the earliest possible.

13. **Transfer of Unclaimed/Unpaid dividend amounts to the Investor Education and Protection Fund (IEPF):**

    Members are requested to note that pursuant to the provisions of Sections 124, 125 and other applicable provisions, if any, of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time), the amount of dividend which remains unclaimed or unpaid for a period of 7 (Seven) years from the date of transfer of the amount to Unpaid dividend

Notice of Annual General Meeting (Contd.)

account, shall be transferred to the IEPF set up by Government of India.

It may be noted that the due date for transfer of the Unpaid/Unclaimed Dividend lying in the Unpaid Dividend Account of the Company for the FY 2014-15, which was declared on August 21, 2015, was transferred to IEPF on October 20, 2022 and also the Interim dividend for FY 2015-16, which was declared on March 12, 2016, was transferred to IEPF on May 03, 2023 and accordingly the shares lying unclaimed for the respective Financial Years were also transferred to IEPF within stipulated timelines.

The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application in Form no. IEPF-5 to the IEPF Authority after complying with the procedure prescribed under the IEPF Rules.

14. Members are requested to support Green Initiative by choosing to receive the Company's communication through e-mail and are requested to update their email addresses with their DPs.

15. **Change/Updation of details by Shareholders and availability of Dispute Resolution Mechanism:**

SEBI via Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 Dated March 16, 2023 (the "SEBI Circular") HAS MANDATED FURNISHING/UPDATING OF PAN, KYC DETAILS AND NOMINATION DETAILS

SEBI vide the captioned circular dated March 16, 2023 mandated:

A. furnishing of PAN, email address, mobile number, bank account details and nomination by holders of physical securities;

B. any service request shall be entertained only upon registration of the PAN, Bank details and the nomination;

C. to ensure that your PAN is linked to Aadhaar by June 30, 2023 or any other date as may be specified by the Central Board of Direct Taxes to avoid freezing of your folio.

The Shareholders who have not furnished the mandatory documents are requested to furnish the documents/ details, as per the table below, to the Registrar and Share Transfer Agent of the Company i.e. Bigshare Services Private Limited.

S. No.	Purpose	Form No.
1	Request for registering PAN, KYC details or changes/updation thereof	Form ISR-1
2	Confirmation of Signature of securities holder by the Banker	Form ISR-2
3	Registration of Nomination (Nomination Form)*	Form SH-13
4	Declaration Form for Opting-out of Nomination*	Form ISR -3
5	Cancellation or Variation of Nomination	Form SH-14

*In case Shareholder is opting out for giving nomination, submit Form ISR-3 and in such case the Form SH-13 need not be submitted.

Furthermore, the aforesaid forms for submission of various documents as aforesaid may be downloaded from the Company's website at https://www.lumaxworld.in/lumaxautotech/agm.html.

Freezing of Folios without PAN, KYC details and Nomination:

A. Folios wherein any one of the said document / details are not available on or after October 01, 2023, shall be frozen and the Shareholder will not be eligible to lodge grievance or avail service request from the RTA until the Shareholder furnishes the complete documents/details as mentioned above. Further, effective April 01, 2024 the Shareholder will be eligible for receiving dividend in electronic mode only.

B. After December 31, 2025, the frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002.

You are requested to forward the duly filled in documents along with the related proofs as mentioned in the respective forms to the following address:

Bigshare Services Private Limited,

Unit: Lumax Auto Technologies Limited

S6-2, 6th Floor, Pinnacle Business Park,
Next to Ahura Centre, Mahakali Caves Road,
Andheri East, Mumbai - 400093, Maharashtra

The scanned copies of the documents may also be mailed through your registered email id with RTA at the mail id vinod.y@bigshareonline.com duly e-Signed on the forms and all proofs.

Notice of Annual General Meeting (Contd.)

E-Sign is an integrated service which facilitates issuing a Digital Signature Certificate and performing signing of requested data by eSign user. The holder/claimant may approach any of the empaneled eSign Service provider, details of which are available on the website of Controller of Certifying Authorities (CCA), Ministry of Communications and Information Technology (https://cca.gov.in/) for the purpose of obtaining an e-sign.

AVAILABILITY OF DISPUTE RESOLUTION MECHANISM

SEBI vide its circular No. SEBI /HO/ MIRSD/ MIRSD_RTAMB/P/CIR/ 2022/76 dated May 30, 2022 read with Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has laid down Standard Operating Procedures (SOP) to be followed for dispute resolution under the Stock Exchange arbitration mechanism for disputes between a Listed Company and/or Registrars to an Issue and Share Transfer Agents (RTAs) and its Shareholder(s)/Investor(s) pertaining to disputes emanating from investor service requests such as transfer/transmission of shares, demat/remat, issue of duplicate shares, transposition of holders, investor entitlements like corporate benefits, dividend, bonus shares, rights entitlements, credit of securities in public issue, interest /coupon payments on securities and delay in processing/wrongful rejection of aforesaid investor service.

Further to the aforesaid circular, SEBI vide its circular No. SEBI/ HO /OIAE/2023/03391 dated January 27, 2023 has advised every listed company to intimate to all investors/ Members who hold shares in physical form that Members can file for Arbitration with stock exchange(s) if they have any dispute against the Company and/or its RTA on delay or default in processing requests as per the circular dated May 30, 2022. Accordingly the Company had intimated the Shareholders vide intimation letter dated May 08, 2023.

For more details, Members can refer below web links of the stock exchanges:

BSE – http://tiny.cc/m1l2vz

NSE – http://tiny.cc/s1l2vz

16. **Transfer, Transmission, Transposition, Dematerialisation of shares and all other investor related matters are attended to and processed by the Company's RTA.**

Further, in terms of the requirements of Regulation 40 of the Listing Regulations, the request for transfer of securities shall not be processed unless the securities are held in the dematerialized form with Depositories. Further, the request for transmission or transposition of securities held in physical or dematerialized form shall be effected only in dematerialized form. Further, SEBI in continuation of its efforts to enhance ease of dealing in securities market by investors vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2022/8 dated 25 January 2022, has mandated the listed entities to issue securities for the following service requests only in dematerialized form:

i. Issue of duplicate securities certificate;
ii. Claim from Unclaimed Suspense Account;
iii. Renewal/ Exchange of securities certificate;
iv. Endorsement;
v. Sub-division/Splitting of securities certificate;
vi. Consolidation of securities certificates/folios;
vii. Transmission; and
viii. Transposition.

In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

The Members are requested to make service requests by submitting a duly filled and signed Form ISR-4. The said form(s) can be downloaded from the Company's website under Investors section at https://www.lumaxworld.in/lumaxautotech/agm.html. It may be noted that any service request can be processed only after the folio is KYC Compliant.

17. The Securities and Exchange Board of India has mandated that the transfer of securities would be carried out in dematerialized form only, therefore the members holding shares in physical form are requested to convert their holding into dematerialized form to eliminate all risk associated with the physical shares. Members can contact the Company or RTA for any further assistance in this regard.

18. As per the provisions of Section 89 read with Section 90 of the Act the combined effect of both the Sections is that every person who is holding a beneficial interest in the shares of the Company shall submit his/her declaration to the Company in the prescribed form and thereafter the Company shall intimate to the Registrar of Companies in the prescribed form along with such declaration.

Every member(s) of the Company is requested to provide the declaration(s) regarding their beneficial interest, if any in the shares of the Company under the aforesaid provisions of the Act. The shareholders are further advised to refer Companies (Significant

Beneficial Owners) Amendment Rules, 2019 before making declaration in respect of Beneficial Owner and Significant Beneficial Owner.

19. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible.

20. The Securities and Exchange Board of India (SEBI) has mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company RTA.

    Electronic copy of all the documents referred to in the accompanying Notice of the AGM and the Explanatory Statement shall be available for inspection in the Investor Section of the website of the Company at https://www.lumaxworld.in/lumaxautotech

    During the AGM, Members may access the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, upon Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com.

21. Members, who would like to ask questions during the AGM with regard to the financial statements or any other matter to be placed at the AGM, need to register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number/folio number and mobile number, to reach the Company's email address shares@lumaxmail.com atleast 7 days in advance before the start of the AGM i.e. by **Tuesday, August 15, 2023 by 5.00 P.M. (IST).** Only those Members who have registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

22. **Voting through electronic means:** In terms of the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and Regulation 44 of the Listing Regulations read with SEBI Circular dated December 09, 2020, the Company is providing remote e-Voting facility to exercise votes on the items of business given in the Notice through electronic voting system, to Members holding shares as on **Wednesday, August 16, 2023, being the Cut-off date** for the purpose of Rule 20(4)(vii) of the Rules fixed for determining voting rights of Members, entitled to participate in the remote e-Voting process, through the e-Voting platform provided by National Securities Depository Limited (NSDL) i.e. https://www.evoting.nsdl.com/ or to vote at the AGM.

23. The e-Voting period shall be from **Saturday, August 19 2023 (09.00 A.M.) to Monday, August 21, 2023 (05.00 P.M.).** During this period, members holding shares either in physical or dematerialized form, as on the Cut-off date may cast votes electronically. A person, whose name appears in the Register of Members or in the Register of Beneficial Owners maintained by the RTA as on the Cut-off date, shall be entitled to avail the facility of remote e-Voting.

    The remote e-Voting module will be disabled by NSDL for voting thereafter. A shareholder shall not be allowed to vote again on any resolution on which vote has already been cast.

24. During the AGM, the Chairman shall, after response to the questions raised by the Members in advance or as a speaker at the AGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the AGM and announce the start of the casting of vote(s) through the e-Voting system. After the Members participating through VC/OAVM facility, eligible and interested to cast votes, who have cast their votes, the e-Voting will be closed with the formal announcement of closure of the AGM.

25. The recorded transcript of the AGM shall also be made available on the website of the Company https://www.lumaxworld.in/lumaxautotech in the Investors Section, as soon as possible after the conclusion of Meeting.

26. The Board has appointed Mr. Maneesh Gupta, Practicing Company Secretary, FCS No. 4982, New Delhi as the scrutinizer to scrutinize the e-Voting during the AGM and remote e-Voting process in a fair and transparent manner.

27. The Scrutinizer shall, after the conclusion of e-Voting at the AGM, first download the votes cast at the AGM and thereafter unlock the votes cast through remote e-Voting, and shall submit a consolidated Scrutinizer's report of the total votes cast in favor or against, invalid votes, if any, to the Chairman of the Company or any authorized person who shall countersign the same, within 48 hours of the conclusion of the meeting.

Notice of Annual General Meeting (Contd.)

The Scrutinizer shall submit his report to the Chairman/ Authorized Person who shall declare the result of the voting. The results declared along with the Scrutinizer's report shall be placed on the Company's website https://www.lumaxworld.in/lumaxautotech and National Securities Depository Limited (NSDL) i.e. https://www.evoting.nsdl.com and shall also be communicated to the Stock Exchanges.

28. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the meeting i.e. **Tuesday, August 22, 2023**.

29. Notice of this AGM, Audited Financial Statements for FY 2022-23 together with Board's Report and Auditors' Report are also available on the website of the Company https://www.lumaxworld.in/lumaxautotech. Person who is not a member as on the Cut-off date should treat this Notice for information purposes only.

30. Instructions for attending the AGM through VC/OAVM and remote e-Voting are given below:

    A. Instructions for Members attending the AGM through VC/OAVM are as under:

    1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same by following the steps mentioned below for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/ OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

    2. Members are encouraged to join the Meeting through Laptops for better experience.

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

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

    B. The instructions for remote e-Voting and Joining Annual General Meeting are as under:

    The remote e-Voting period begins on Saturday, August 19, 2023 at 09:00 A.M. and ends on Monday, August 21, 2023 at 05:00 P.M. The remote e-Voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the Cut-off Date i.e. Wednesday, August 16, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date.

    How do I vote electronically using NSDL e-Voting system?

    The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

    Step 1: Access to NSDL e-Voting system

    A) **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

    In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Notice of Annual General Meeting (Contd.)

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

Notice of Annual General Meeting (Contd.)

Type of shareholders	Login Method
	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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at https://eservices.nsdl.com/ with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

Notice of Annual General Meeting (Contd.)

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the Initial Password or have forgotten your password:
   a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to guptamaneeshcs@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/Password?"** or **"Physical User Reset Password?"** option available on www.evoting.nsdl.com to reset the password.

Notice of Annual General Meeting (Contd.)

3. Any person holding shares in physical form and non individual shareholders, who becomes member of the Company after Friday, July 21, 2023 and hold shares as on Cut-off Date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Company/ RTA. However, if you are already registered with NSDL for remote e-Voting, then you can use your existing user ID and password for casting your vote. In case, you forgot your password, you can reset your password by using "Forgot User Details/ Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call at 022 28867000 and 022 24997000.

   In case of Individual Shareholders holding securities in demat mode who becomes member of the Company after July 21, 2023 and hold shares as on Cut-off Date, may follow steps mentioned in the Notice of the AGM under **"Access to NSDL e-Voting system."**

4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.co.in

Process for procuring user ID, Password and registration of e-mail IDs for e-Voting on the resolutions by the shareholders, whose email ids are not registered with the depositories:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to shares@lumaxmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to shares@lumaxmail.com If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholders/Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-Voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE ANNUAL GENERAL MEETING ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-Voting.
   - Mr Amit Vishal, Assistant Vice President, NSDL at the designated email ID: evoting@nsdl.co.in or AmitV@nsdl.co.in or at telephone number :+91-22-2499 4360.
   - Ms Pallavi Mhatre, Senior Manager, NSDL at the designated email ID: evoting@nsdl.co.in, pallavid@nsdl.co.in or at telephone number +91 22 2499 4545.

By Order of the Board
For Lumax Auto Technologies Limited

Pankaj Mahendru
Company Secretary
(ICSI Membership No.: A28161)

Place: Gurugram
Dated: July 28, 2023

Registered Office:
2nd Floor, Harbans Bhawan-II,
Commercial Complex,
Nangal Raya, New Delhi-110046.
Website: www.lumaxworld.in/lumaxautotech
Email: shares@lumaxmail.com
CIN: L31909DL1981PLC349793

Notice of Annual General Meeting (Contd.)

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

Item No. 4

The Board on the recommendation of the Audit Committee, in its Meeting held on May 30, 2023 have approved the appointment of M/s Jitender, Navneet & Co., Cost Accountants (Firm Regn. No. 000119) as the Cost Auditor of the Company for audit of cost accounting records of the Company for the FY 2023-24 and fixed their fee at ₹ 2.00 Lakhs (Rupees Two Lakh Only) excluding taxes and reimbursement of out-of-pocket expenses at actuals, if any, in connection with the audit.

M/s Jitender, Navneet & Co., Cost Accountants (Firm Regn. No.000119) have confirmed that they hold a valid certificate of practice under Sub-section (1) of Section 6 of the Cost and Works Accountants Act, 1959.

In accordance with the provisions of Section 148 of the Act and the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor has to be ratified by the Members of the Company.

Accordingly, ratification by the Members is sought to the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company for the Financial Year ending March 31, 2024.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the agenda as set out at Item No. 4 of the Notice.

The Board recommends the resolution set forth in Item No. 4 for approval of the Members as an Ordinary Resolution

By Order of the Board
For Lumax Auto Technologies Limited

Pankaj Mahendru
Company Secretary
(ICSI Membership No.: A28161)

Place: Gurugram
Dated: July 28, 2023

Registered Office:
2nd Floor, Harbans Bhawan-II,
Commercial Complex,
Nangal Raya, New Delhi-110046.
Website: www.lumaxworld.in/lumaxautotech
Email: shares@lumaxmail.com
CIN: L31909DL1981PLC349793

DK JAIN GROUP

Notice of Annual General Meeting (Contd.)

ANNEXURE - I

PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS 2 ISSUED BY ICSI, INFORMATION ABOUT THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AND FIXATION OF REMUNERATION IS FURNISHED BELOW:

Particulars	Mr. Anmol Jain (DIN: 00004993)
Age/ Date of Birth	April 29, 1979
Qualification	Bachelors in Business Administration in Finance & Supply Chain Management (Double major) from Michigan State University, U.S.A.
Brief Resume, Experience & Expertise	He worked as a management Trainee with GHSP, U.S.A. & subsequently, joined Lumax Group in 2000 & has over 22 years of experience. He is currently holding various industry positions: • The President of the Honda Cars India Supplier's Club • Management Committee member Bajaj Auto Vendor Association • Executive Council member of ACMA • Holding the Co-Chairperson positions for both the Northern Region & Business Development vertical - ACMA He has held various positions in Industry associations like: • The National Coordinator of ACMA-YBLF from 2014-16 • The Chairman CII Haryana State Council in 2012-13
Terms and Conditions of Re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Mr. Anmol Jain is liable to retire by rotation at forthcoming Annual General Meeting.
Remuneration Proposed to be paid	The re-appointment is based on retirement by rotation.
Remuneration last drawn	₹ 307.41 Lakhs
Directorship on the Board of other Companies	1. Lumax Industries Limited (Listed Company) 2. Lumax Integrated Ventures Private Limited 3. Lumax Mannoh Allied Technologies Limited 4. Lumax Finance Private Limited 5. Lumax FAE Technologies Private Limited 6. Lumax Ituran Telematics Private Limited 7. Lumax Jopp Allied Technologies Private Limited 8. Lumax Alps Alpine India Private Limited 9. SL Lumax Limited 10. IAC International Automotive India Private Limited 11. Lumax Cornaglia Auto Technologies Private Limited
Date of first appointment on the Board.	April 03, 2004
Shareholding	1,29,18,113
Relationship with Directors Inter-se	Mr. Anmol Jain is Son of Mr. D.K. Jain and Brother of Mr. Deepak Jain, Directors of the Company.
Chairman/Member of the Committee of the Board of other Companies	i. Lumax Industries Limited Member - Corporate Social Responsibility Committee ii. Lumax Mannoh Allied Technologies Limited Member - Corporate Social Responsibility Committee, Nomination and Remuneration Committee
Number of meetings of the Board attended during the FY 2022-23	Seven (7)
Listed entities from which the person has resigned in the past three years	-

Notes:

1. The Directorships and Chairmanships/Memberships of Section 8 Companies and Private Company is not included in above table.

Notice of Annual General Meeting (Contd.)

COMMUNICATION ON TAX DEDUCTION AT SOURCE (TDS) ON DIVIDEND DISTRIBUTION

Members may note that the Income-tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that Dividend paid or distributed by a company after April 01, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents, as specified in the below paragraphs, in accordance with the provisions of the IT Act.

For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows:

- Members having valid Permanent Account Number ("PAN"): 10% or as notified by the Government of India if he is not a specified person to be checked by Company based on Valid PAN provided by the member.
- Members not having PAN / valid PAN: 20% or as notified by the Government of India
- Further the Finance Act, 2021 inserted section 206AB in the Income-tax Act 1961 (hereinafter referred to as "the Act") which takes effect from 1st day of July, 2021.
- This section mandate tax deduction at higher rate in case of certain non-filers (specified persons) with respect to tax deductions twice the prescribed rate or 5%, whichever is higher. Specified person means a person who satisfies both the following conditions:
    - (i) he/she has not furnished the return of income for the assessment year relevant to the previous year immediately preceding the financial year in which tax is required to be deducted/collected. The previous year to be counted is required to be the one whose return filing date under sub-section (l) of section 139 has expired.
    - (ii) Aggregate of tax deducted at source and tax collected at source is rupees fifty thousand or more in said immediate previous year.

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend paid by the Company during the FY 2023-24 does not exceed ₹ 5,000 and also in cases where members provide Form 15G / Form 15H (Form 15H is applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower / nil withholding tax. PAN is mandatory for members providing Form 15G / 15H or any other document as mentioned above.

For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA"), read with Multilateral Instrument ("MLI") between India and the country of tax residence of the member, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA read with MLI, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian income tax authorities duly attested by the member or details as prescribed under rule 37BC of Income-tax Rules, 1962.
- Copy of Tax Residency Certificate (TRC) for FY 2023-24 obtained from the revenue authorities of the country of tax residence, duly attested by member.
- Form 10F filed electronically on the Indian Income Tax web portal pursuant to Notification no. 03/2022 dated 16th July 2022 and a subsequent notification dated December 12, 2022 issued by the Central Board of Direct Taxes (CBDT), as required under the Income-tax Act, 1961. (Please note that the shareholders who have PAN may not be eligible for DTAA benefit if the e-filed Form 10F is not furnished. However, pursuant to the Notification dated March 28, 2023, CBDT exempted those non residents who are not having PAN and are not required to have PAN as per the law from mandatory e-filing of Form 10F online until September 30, 2023, and such non residents may make this statutory compliance of filing Form 10F in manual form as was being done prior to issuance of the Notification No. 3/2022 till September 30, 2023 only).
- Self-declaration by the member of having no permanent establishment in India in accordance with the applicable tax treaty.
- Self-declaration of beneficial ownership by the non-resident shareholder.
- Any other documents as prescribed under the IT Act for lower withholding of taxes if applicable, duly attested by the member.

In case of Foreign Institutional Investors / Foreign Portfolio Investors, tax will be deducted under Section 196D of the IT Act @ 20% (plus applicable surcharge and cess) or the rate provided in relevant DTAA, read with MLI, whichever is more beneficial, subject to the submission of the above documents.

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