



SULABH
Engineers And Services Limited
CIN : L28920MH1983PLC029879

Web : www.sulabh.org.in
E mail : sulabheng22@gmail.com
sulabhinvestorcell@gmail.com

Date: 29th May 2023

To
The General Manager
Department of Corporate Services,
Bombay Stock Exchange Limited,
1st Floor, P.J. Towers,
Dalal Street,
Mumbai-400001

(Scrip Code: 508969)

Sir,

Ref: M/s Sulabh Engineers and Services Limited

Enclosed herewith please find the following documents for your kind perusal and record:

1. Outcome of the Board Meeting held on 29th May,2023 at 1:30 pm and concluded at 03:00 p.m..

Thanking You,

For Sulabh Engineers and Services Limited

REKHA
KEJRIWAL
Date: 2023.05.29
15:19:37 +05'30'

(Rekha Kejriwal)
Company Secretary & Compliance Officer

Add: Regd. off. : 206, 2nd Floor, Apollo Complex Premises Cooperative Society Ltd.. R.K. Singh Marg,
Parsi Panchayat Road, Andheri (East), Mumbai-400069
Tel. : +91 22-67707822 **Fax** -+912267707822



Date: 29th May,2023

To,
The General Manager
Department of Corporate Services,
BSE Limited,
1st Floor, P.J. Towers, Dalal Street,
Mumbai-400001

(Scrip Code: 508969)

Sub: Outcome of Board Meeting held on 29th May, 2023

Ref: Regulation 30 and 33 read with Para A of Part A of schedule III of the SEBI Listing
Obligation and Discloser Requirements Regulation 2015

Sir,

This is to inform you that in Meeting of Board of Directors held today, i.e on 29th May,2023 the Board inter-alia took the following decisions.

1. To Considered and approved Annual Audited financial results (Standalone & Consolidated) for the Year ended 31st March 2023.

Enclosed herewith please find the following documents:

- I. Audited Financial results for the quarter and year ended 31 March, 2023.
- II. Independent Auditors report on Financial Result.
- III. Declaration that the Independent Audit reports so provided by the Auditor of the Company for the financial year ended 31st March, 2023 is UNMODIFIED.

Board Meeting commenced at 01:30 P.M. and concluded at 03 :00 P.M.

For Sulabh Engineers and Services Limited

REKHA
KEJRIWAL

Digitally signed by
REKHA KEJRIWAL
Date: 2023.05.29
15:19:54 +05'30'

(Rekha Kejriwal)
Company Secretary & Compliance Officer

ENCL: As above

SULABH ENGINEERS & SERVICES LTD

Regd. Office: 206, 2ND FLOOR, APOLLO COMPLEX PREMISES, COOP. SOCIETY, R.K. SINGH MARG, PARS PANCHAYAT ROAD, ANDHERI, MUMBAI- PIN- 400069

Corp. Office: 17/11, The Mall, Kanpur- 208 001

CIN: L28920MH1983PLC029879

Statement of Audited Results for the Quarter/Year Ended on 31st March 2023

No.	Particulars	Standalone					Consolidated			(in lakhs)	
		Quarter			Year to date		Quarter			Year Ended	
		31.03.2023	31.12.2022	31.03.2022	31.03.2023	31.03.2022	31.03.2023	31.12.2022	31.03.2022	31.03.2023	31.03.2022
		Audited	Un-Audited	Un-Audited	Un-Audited	Un-Audited	Audited	Un-Audited	Un-Audited	Audited	Audited
	Revenue From Operations										
(i)	Interest Income	30.77	36.41	31.46	142.72	118.66	34.09	36.41	31.46	142.72	118.66
(ii)	Dividend Income	-	-	-	-	-	-	-	-	-	-
(iii)	Net Gain on fair value changes	5.94	-	-	5.94	-	-	-	-	-	-
(iv)	Sale of Products/Investment	-	-	-	-	39.50	92.66	24.84	112.79	220.34	216.24
I	Total Revenue from Operations	36.71	36.41	31.46	148.66	158.16	126.75	61.25	144.25	363.06	334.90
II	Other Income	0.03	-	-	0.03	-	(0.62)	0.67	39.39	0.64	39.39
III	Total Income (I+II)	36.74	36.41	31.46	148.69	158.16	126.13	61.92	183.64	363.70	374.29
	Expenses										
(i)	Purchases of stock-in-trade	-	-	-	-	-	-	-	(2.01)	-	-
(ii)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-	7.02	(40.30)	99.63	3.90	54.83
(iii)	Finance Costs	(0.03)	0.01	(0.02)	-	-	(0.03)	0.01	(0.02)	-	-
(iv)	Impairment on Financial Instruments	-	-	-	-	-	(5.95)	-	-	(5.95)	-
(v)	Employee benefit expenses	2.55	2.64	2.60	10.29	8.15	6.25	(12.34)	6.59	25.23	21.25
(vi)	Depreciation, amortization and impairment	0.65	1.75	0.90	5.90	7.17	5.21	3.50	1.36	15.71	15.13
(vii)	Other expenses	5.69	5.73	25.86	19.94	63.63	50.50	33.71	52.49	146.07	159.77
IV	Total Expenses	8.86	10.13	29.34	36.12	78.95	63.00	(15.42)	158.04	184.96	250.98
V	Profit (Loss) before tax (III - IV)	27.88	26.28	2.12	112.57	79.21	63.13	77.34	25.60	178.74	123.31
VI	Tax Expense										
	(1) Current Tax	8.00	8.00	1.21	30.00	15.21	8.00	8.00	3.62	30.00	17.62
	(2) Deferred Tax	2.95	-	(3.71)	2.95	(3.71)	1.23	-	(5.33)	1.23	(5.33)
VII	Profit (Loss) for the period (V - VI)	16.93	18.28	4.62	79.62	67.71	53.90	69.34	27.31	147.51	111.02
VIII	Other Comprehensive Income	-	-	-	-	-	-	-	-	-	-
	(A)(i) Items that will not be reclassified to Profit or loss remeasurement of the										
IX	Total Comprehensive Income (VII + VIII)	16.93	18.28	4.62	79.62	67.71	53.90	69.34	27.31	147.51	111.02
X	Paid up Equity Share capital (Face Value o	1,004.75	1,004.75	1,004.75	1,004.75	1,004.75	1,004.75	1,004.75	1,004.75	1,004.75	1,004.75
XI	Other Equity	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00




XII	Earning per equity Share (*not annualised)										
a)	Basic (Rs.)	0.017	0.018	0.010	0.079	0.070	0.054	0.069	0.030	0.147	0.110
b)	Diluted (Rs.)	0.017	0.018	0.010	0.079	0.070	0.054	0.069	0.030	0.147	0.110

- 1 These Financial Results have been prepared in accordance with the recognition and measurement principles of Indian Accounting Standard (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India.
- 2 The above results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on 29.05.2023. The Statutory Auditor of the Company have carried out limited review of the aforesaid results.
- 3 The Company is a Non Banking Financial Company. As such, there are no separate reportable segments as per the Ind AS 108 on operating segment.
- 4 Previous year figures have been regrouped, reclassified to make them comparable with those of current period.

For and on behalf of the Board of Directors

Place: Kanpur
Date:29.05.2023


Vimal Kumar Sharma
(Managing Director)
DIN: 00954083

SULABH ENGINEERS & SERVICES LIMITED				
STANDALONE/CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES				
	Amt. in Lakhs			
	Standalone	Standalone	Consolidated	Consolidated
Particulars	As at 31.03.2023	As at 31.03.2022	As at 31.03.2023	As at 31.03.2022
	Audited	Audited	Audited	Audited
ASSETS				
Financial Assets:				
(a) Cash & Cash Equivalent	235.69	20.31	250.93	105.79
(b) Bank Balance other than (a) above	0.00	0.00	0.00	0.00
Receivables				
(i) Trade Receivables	0.00	0.00	42.83	82.61
(ii) Other Receivables	0.00	0.00	0.00	0.00
Loan	1509.71	1565.55	1324.12	1205.46
Investment	543.90	401.28	288.90	146.28
Other Financial Assets	1.83	14.84	11.34	21.99
Sub-Total	2291.12	2001.98	1918.12	1562.14
Non Financial Assets				
Inventories			57.40	61.30
Current Tax Assets (Net)	4.31	5.77	0.00	0.00
Deffered Tax Assets (Net)	0.00	0.00	7.45	7.19
Investment Property	0.00	0.00	0.00	0.00
Property, Plant and Equipment	334.04	339.95	2319.29	2334.16
Other Non Financial Assets	0.00	200.99	0.00	200.99
Sub-Total	338.35	546.70	2384.14	2603.63
TOTAL ASSETS	2629.47	2548.68	4302.25	4165.76
EQUITY AND LIABILITIES				
EQUITY				
Equity Share Capital	1004.75	1004.75	1004.75	1004.75
Other Equity	1599.84	1520.22	2153.18	2038.94
Minority Interest			776.65	743.39
Total Equity	2604.59	2524.97	3934.59	3787.08
LIABILITIES				
Financial Liabilities				
Derivative Financial Instruments	0.00	0.00	0.00	0.00
Payables				
(i) Trade Payables	0.00	0.00	0.00	0.00
(i) total outstanding dues of micro enterprises and small enterprises	0.00	0.00	0.00	0.00
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	0.00	0.00	0.00	0.00
II) Other Payables	0.00	0.00	2.84	15.73
(i) total outstanding dues of micro enterprises and small enterprises	0.00	0.00	0.00	0.00
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	2.00	3.41	2.84	15.73
Borrowings (Other than Debt Securities)	0.00	0.00	338.00	338.00
Other Financial Liabilities	0.00	0.00	0.00	0.00
	2.00	3.41	340.84	353.73
Non Financial Liabilities				
Current Tax Liabilities (Net)	16.08	15.00	16.08	15.00
Provisions	5.30	5.30	9.24	9.94
Deffered Tax Liabilities (Net)	1.50	0.00	1.50	0.00
	22.88	20.30	26.82	24.94
TOTAL LIABILITIES AND EQUITY	2629.47	2548.68	4302.25	4165.76

1. The above results were reviewed by Audit Committee, the Board of Directors at its meeting held on 29th May, 2023 approved the above result and its release.

2. The Company is engaged in the business of NBFC. The Company has one reportable segment. As such there are no separate reportable segment as per As per the Accounting Standards

Place: Kanpur
Date: 29/05/2023

For Sulabh Engineers & Services Limited


MAL KUMAR SHARMA
(MANAGING DIRECTOR)
DIN: 00954083

Sulabh Engineers & Services Limited

Statement of Cash Flow

(Rs. In Lakhs)

Particulars	For the year ended 31 March	
	2023	2022
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax as per statement of Profit and loss	112.57	79.22
Adjustments for :		
Depreciation & amortisation	5.90	7.17
Investment fair value adjustment	-	-
Impairment on Financial Instruments	-	0.08
Others	-	-
Operating profit before working capital changes	118.47	86.46
Adjustment for:		
(Increase) /Decrease in Loans	55.85	-233.01
(Increase) /Decrease in Other financial and Non-Financial Assets	214.00	1.99
(Increase) /Decrease in Investments	-142.62	113.63
(Decrease)/Increase in Other Financial and Non-Financial Liabilities	-0.33	-2.34
Cash generated from operations	245.38	-33.27
Income Tax	-30.00	-15.21
NET CASH FLOWS FROM OPERATING ACTIVITIES	215.38	-48.48
Cash flow from investing activities		
Payment for purchase and construction of property, plant and equipment		
Purchase of Property, Plant and Equipment including WIP, Investments etc	-	-4.40
Others	-	-0.08
(B) NET CASH FLOWS FROM INVESTING ACTIVITIES	-	-4.48
Cash flow from financing activities		
	-	-
(C) NET CASH FLOWS FROM FINANCING ACTIVITIES	-	-
Net increase / (decrease) in cash and cash equivalents	215.38	-52.96
Cash and cash equivalents at the beginning of the year	20.31	73.27
Cash and cash equivalents at the end of the year	235.69	20.31

For and on behalf of Board of Directors



MAL KUMAR SHARMA
MAL KUMAR SHARMA
 (MANAGING DIRECTOR)

DIN: 00954083


Sulabh Engineers & Services Limited

Consolidated Statement of Cash Flow

(Rs. In Lakhs)

Particulars	For the year ended 31 March	
	2023	2022
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax as per statement of Profit and loss	178.74	123.34
Adjustments for :		
Depreciation & amortisation	15.71	15.13
Investment fair value adjustment	-	-
Impairment on Financial Instruments	-	0.08
Others	-	-
Operating profit before working capital changes	194.45	138.53
Adjustment for:		
(Increase) /Decrease in Loans	-118.65	-323.01
(Increase) /Decrease in Other financial and Non-Financial Assets	255.32	115.49
(Increase) /Decrease in Investments	-142.62	113.63
(Decrease)/Increase in Other Financial and Non-Financial Liabilities	-12.51	-2.62
Cash generated from operations	175.99	42.01
Income Tax	-30.00	-17.62
NET CASH FLOWS FROM OPERATING ACTIVITIES	145.99	24.39
Cash flow from investing activities		
Payment for purchase and construction of property, plant and equipment		
Purchase of Property, Plant and Equipment including WIP, Investments etc	-0.84	-14.34
Others	-	0.00
(B) NET CASH FLOWS FROM INVESTING ACTIVITIES	-0.84	-14.34
Cash flow from financing activities		
	-	-0.08
(C) NET CASH FLOWS FROM FINANCING ACTIVITIES	-	-0.08
Net increase / (decrease) in cash and cash equivalents	145.15	9.97
Cash and cash equivalents at the beginning of the year	105.79	95.82
Cash and cash equivalents at the end of the year	250.93	105.79
Summary of significant accounting policies		
The accompanying notes are an integral part of the financial statements.		

For and on behalf of Board of Directors


VIMAL KUMAR SHARMA
 (MANAGING DIRECTOR)

DIN: 00954083



Reconciliation Table for Net Profit/Loss as per IND AS and IGAAP

(Rs. in lacs)

S. No.	Particular	Year Ended on 31-03-2023 Standalone	Year Ended on 31-03-2023 Consolidated
<u>1</u>	Net Profit/(Loss) after tax for the period	79.62	147.51
<u>2</u>	Impact of IND AS on comprehensive income	-	-
<u>3</u>	Impact of IND AS on Other comprehensive income	-	-
<u>4</u>	Total comprehensive income for the period as per IND AS	79.62	147.51

For Sulabh Engineers and Services Limited



Vimal Kumar Sharma

(Vimal Kumar Sharma)
Managing Director
DIN: 00954083



SULABH
Engineers And Services Limited
CIN : L28920MH1983PLC029879

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Reconciliation Table for Equity as per IND AS and IGAAP

(Rs. in lacs)		
Particular	Year Ended on 31-03-2023 Standalone	Year Ended on 31-03-2023 Consolidated
Equity as per GAAP Provisions	1004.75	1004.75
Adjustments in relation to application of Ind AS	-	-
Equity as per Ind AS	1004.75	1004.75

For Sulabh Engineers and Services Limited




(Vimal Kumar Sharma)
Managing Director
DIN: 00954083

Add: Regd. off. : 206, 2nd Floor, Apollo Complex Premises Cooperative Society Ltd.. R.K. Singh Marg,
Parsi Panchayat Road, Andheri (East), Mumbai-400069
Tel. : +91 22-67707822 **Fax** -+912267707822

INDEPENDENT AUDITORS' REPORT

To the Members of Sulabh Engineers & Services Limited Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Sulabh Engineers & Services Limited ("the Company"), which comprise the standalone balance sheet as at 31 March 2023, the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs 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 standalone 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 obtained by us is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon. The annual report is expected to be made available to us after the date of this auditors' report.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.



Sulabh Engineers & Services Limited
INDEPENDENT AUDITORS' REPORT (continued)

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's management and Board of Directors are 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 state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. 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 design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or have 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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to 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 and Board of Directors.
- Conclude on the appropriateness of management's and Board of Directors' use of the going concern basis of accounting in preparation of standalone financial statements 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 auditors' 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 auditors' 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.



Sulabh Engineers & Services Limited
INDEPENDENT AUDITORS' REPORT (continued)

Auditor's Responsibilities for the Audit of the Standalone Financial Statements (continued)

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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 section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. (A) 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 standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31 March 2023, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 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 standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (a) The Company does not have any pending litigations which would impact its financial position.
 - (b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.



Satish Soni & Co.

Sulabh Engineers & Services Limited

INDEPENDENT AUDITORS' REPORT (continued)

- (d) (i) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in note 4.12 b to the accounts, 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ii) The Management has represented that, to the best of its knowledge and belief, as disclosed in note 4.12 b to the accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
- (e) No dividend is declared by the company during the year
- (C) With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act:
In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limits laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) of the Act which are required to be commented upon by us.

For Satish Soni & Co.

Chartered Accountants

FRN: 109333W

MUMBAI

M. No. 044391

CA Satish Omprakash Soni

Partner

Membership No. : 044391

UDIN : 23044391BGXMUY1186

Mumbai, May 29, 2023

Sulabh Engineers & Services Limited

Annexure A to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2023, we report the following:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its property, plant and equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of all the immovable properties (Other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or 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 Company is a Non-Banking Financial Company(NBFC) under section 45-IAof the Reserve Bank of India Act, 1934 and primarily engaged in lending and related activities. Accordingly, it does not hold any physical inventories. Accordingly, clause 3(ii)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of the security of current assets at any point of time during the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in or provided security to companies, firms, limited liability partnerships or any other parties during the year. The Company has provided guarantees, granted loans and advances in the nature of loans during the year to companies and other parties, details of which are stated below. The Company has not provided guarantees or granted loans or advances in the nature of loans during the year to firms or limited liability partnerships.
- (a) The Company is a Non-Banking Financial Company(NBFC) under section 45-IAof the Reserve Bank of India Act, 1934 and primarily engaged in lending and related activitiesAccordingly, clause 3(iii)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the guarantees provided during the year and the terms and conditions of the grant of loans and advances in the nature of loans during the year are, prima facie, not prejudicial to the interest of the Company.



- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, in the case of loans and advances in the nature of loans given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans and advances in the nature of loans given.
- (e) The Company is a Non-Banking Financial Company(NBFC) under section 45-IAof the Reserve Bank of India Act, 1934 and primarily engaged in lending and related activitiesAccordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security as specified under Section 185 of the Companies Act, 2013 ("the Act") and the Company has not provided any security as specified under Section 186 of the Act. Further, in our opinion, the Company has complied with the provisions of Section 186 of the Act in relation to loans given, guarantees provided and investments made.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into Goods and Services Tax ("GST")

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues have been regularly deposited by the Company with the appropriate authorities;

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues were in arrears as at 31 March 2023 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to GST, Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Value Added Tax or Cess or other statutory dues which have not been deposited on account of any dispute, except as mentioned below:

Name of the statute	Nature of dues	Amount* (Rs. In Lakhs)	Period to which the amount relates (Financial	Forum where
Income Tax Act, 1961	Income tax	Nil		
Finance Act, 1994	Service tax	Nil		

* Net of amounts paid under protest amounting to Rs. Nil

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of loans or borrowings or in the payment of interest thereon to any lender.



- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, as defined in the Act. The Company does not hold any investment in any associate or joint venture (as defined in the Act) during the year ended 31 March 2023.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is a Non-banking Financial Company (NBFC) registered under section 45-IA of the Reserve Bank of India Act 1934.
- (b) According to the information and explanations provided to us during the course of audit the Company has conducted Non-banking Financial activities with a valid Certificate of Registration from the RBI as per the RBI Act 1934.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations provided to us during the course of audit, the Company does not have any CICs.



- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the 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 the 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) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For Satish Soni & Co.
Chartered Accountants

FBN : 109338W

MUMBAI
C.A. No. 044391

CA Satish Omprakash Soni
Proprietor

Membership No. : 044391

UDIN : 23044391BGXMUY1186

Mumbai, May 29, 2023

Satish Soni & Co.

Sulabh Engineers & Services Limited

Annexure B to the Independent Auditors' report on the standalone financial statements of Sulabh Engineers & Services Limited for the year ended 31 March 2023

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

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

Opinion

We have audited the internal financial controls with reference to standalone financial statements of Sulabh Engineers & Services Limited ("the Company") as of 31 March 2023 in conjunction with our audit of the standalone financial statements of the Company as at and for the year ended on that date.

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 were operating effectively as at 31 March 2023, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Act.

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, 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 standalone financial statements.



Satish Soni & Co.

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements include 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.

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.

For Satish Soni & Co.

Chartered Accountants

Firm's Registration No. 109333W

MUMBAI

M. No. 044391

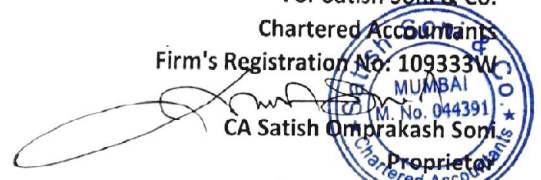
CA Satish Omprakash Soni

Proprietor

Membership No. : 044391

UDIN : 23044391BGXMUY1186

Mumbai, May 29, 2023





INDEPENDENT AUDITORS' REPORT

To the Members of Sulabh Engineers & Services Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of Sulabh Engineers & Services Limited ("the Company") and its subsidiary (the Company and its subsidiary together referred to as the "Group"), which comprise the Consolidated balance sheet as at 31 March 2023, the Consolidated statement of profit and loss (including other comprehensive income), Consolidated statement of changes in equity and Consolidated statement of cash flows for the year then ended, and notes to the Consolidated financial statements, including a summary of the 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, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rule, 2015 as amended ("Ind AS) 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 31 March 2023, and their consolidated profit and consolidated other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs 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 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 Consolidated financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the Consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Other Information

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, standalone 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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.



Sulabh Engineers & Services Limited

INDEPENDENT AUDITORS' REPORT (continued)

Management's and Board of Directors' Responsibilities for the Consolidated 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 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 changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Boards 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 the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 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 Company, as aforesaid.

In preparing the consolidated financial statements, the respective Boards of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and Board of Directors.
- 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 within the Group to express an opinion on the consolidated financial statements.

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.



Sulabh Engineers & Services Limited
INDEPENDENT AUDITORS' REPORT (continued)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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. (A) 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 Consolidated balance sheet, the Consolidated statement of profit and loss (including other comprehensive income), the Consolidated statement of changes in equity and the Consolidated statement of cash flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Consolidated financial statements comply with the Ind AS specified under section 133 of the Act.
 - (e) On the basis of the written representations received from the directors of the Company as on March 31, 2023 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls with reference to Consolidated financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (a) The Group does not have any pending litigations which would impact its financial position.
 - (b) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.



Sulabh Engineers & Services Limited

INDEPENDENT AUDITORS' REPORT (continued)

- (d) (i) The respective Management has represented that, to the best of its knowledge and belief, other than as disclosed in note 4.12 b to the accounts, 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ii) The respective Management has represented that, to the best of its knowledge and belief, as disclosed in note 4.12 b to the accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us on the Company and its subsidiary which are incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
- (e) No dividend is declared by the company during the year
- (C) With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act:
In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limits laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) of the Act which are required to be commented upon by us.
2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For Satish Soni & Co.
Chartered Accountants
FRN : 109333W
M. No. 044391
CA Satish Omprakash Soni
Proprietor
Membership No. : 044391
UDIN : 23044391BGXMUZ1747
Mumbai, May 29, 2023

Satish Soni & Co.

Sulabh Engineers & Services Limited

Annexure B to the Independent Auditors' report on the Consolidated financial statements of Sulabh Engineers & Services Limited for the year ended 31 March 2023

Report on the internal financial controls with reference to the aforesaid Consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

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

Opinion

We have audited the internal financial controls with reference to Consolidated financial statements of Sulabh Engineers & Services Limited ("the Company") as of 31 March 2023 in conjunction with our audit of the Consolidated financial statements of the Company as at and for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to Consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to Consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The respective Boards of Directors of the Company and its subsidiary companies, 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 respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to Consolidated Financial Statements of the Company and its subsidiary companies, which are companies incorporated in India, 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") issued by the Institute of Chartered Accountants of India ("ICAI") and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Consolidated Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls of the Company and its subsidiary companies, with reference to Consolidated financial statements.



Satish Soni & Co.

Meaning of Internal Financial Controls with Reference to 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 include 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.

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.

For Satish Soni & Co.
Chartered Accountants
Firm's Registration No: 109333W


CA Satish Chirprakash Soni
Proprietor
Memberships No. : 04439
UDIN : 2304439186
Mumbai, May 29, 2023





SULABH
Engineers And Services Limited
CIN : L28920MH1983PLC029879

Web : www.sulabh.org.in
E mail : sulabheng22@gmail.com
sulabhinvestorcell@gmail.com

Date: 29th May,2023

To,

The General Manager
Department of Corporate Relations,
BSE Limited,
1st Floor, P.J. Towers,
Dalal Street, Mumbai-400001

(Scrip Code: 508969)

SUB: - Declaration With respect to Audit Report with unmodified Opinion

Sir,

Pursuant to Regulation 33(3)(d) of SEBI (Listing Obligation and Discloser Requirements) Regulations 2015, we hereby declare that the Audit Reports so provided by the statutory auditors of the Company on the financial statement of the company (Both Standalone and Consolidated) for the financial year ended 31st March 2023 is **UNMODIFIED**.

For Sulabh Engineers and Services Limited



Vimal Kumar Sharma
(Vimal Kumar Sharma)
Managing Director
DIN: 00954083

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