

J. C. BHALLA & CO.
CHARTERED ACCOUNTANTS

BRANCH OFFICE : B-5, SECTOR-6, NOIDA - 201 301 (U.P.)
TEL. : +91 - 120 - 4241000, FAX : +91-120-4241007
E-MAIL : taxaid@jcbhalla.com

INDEPENDENT AUDITOR'S REPORT

To the Members of Triveni Industries Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Triveni Industries Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing 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 Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence 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 ICAI's 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 financial statements.



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

The Company's Board of Directors is responsible for the other Information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

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

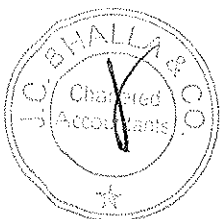
In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.



Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the 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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, 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. 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 Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".



- (g) With respect to the matter to be included in the Auditor's Report under section 197(16) of the Act, in our opinion and according to the information and explanation given to us, the Company has not paid/provided any managerial remuneration during the year. Accordingly the provisions of Section 197(16) of the Act are not applicable for the year.
- (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, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For J.C. Bhalla & Co.
Chartered Accountants
Firm's Regn. No. 001111N


Sudhir Mallick

Partner
Membership No. 80051

Place: Noida (U.P.)

Date: 13/05/2019.



Annexure A to Independent Auditors' Report

Referred to in Paragraph 1 of the Independent Auditor's Report of even date under the heading "Report on Other Legal and Regulatory Requirements" to the members of **Triveni Industries Limited** on the financial statements as of and for the year ended on March 31, 2019.

1. Since the Company does not have any items of fixed assets with it, the provisions of clauses (i)(a), (i)(b) & (i)(c) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable to the Company.
2. Since the Company does not have any inventories, the provisions of clause (ii) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable to the Company.
3. According to the information and explanations given to us and in our opinion the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clauses (iii) (a), (iii) (b) & (iii) (c) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the current year.
4. According to the information and explanations given to us and in our opinion the Company has not granted any loan, made investment, provided guarantee or security as specified under section 185 and 186 of the Companies Act, 2013. Accordingly, provisions of clause (iv) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the current year.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the provisions of sections 73 to 76 of the Companies Act, 2013 and the rules framed there under during the year. Accordingly, the provisions of clause (v) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
6. As per the information & explanation given to us, the Company is not required to maintain cost record under section 148(1) of the Companies Act, 2013.
7. (a) The Company has been regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income tax, Sales Tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Services Tax, Cess and any other statutory dues to the extent applicable to it. According to the information and explanations given to us, no undisputed amounts in respect of statutory dues were in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.



- (b) According to the information and explanation given to us there were no dues of Income Tax, Sales Tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Services Tax and other statutory dues, which have not been deposited on account of any dispute.
8. According to the information and explanations given to us, the Company has not borrowed any amount from financial institution, bank and government and has not issued any debentures. Accordingly, the provisions of clause (viii) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable.
 9. According to the information and explanation given to us, there was no money raised by way of initial public offer or further public offer (including debt instruments) nor any term loan was taken by the Company during the year. Accordingly, the provisions of clause (ix) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable.
 10. According to the information and explanation given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
 11. According to the information and explanation given to us, the Company has not paid/provided for any managerial remuneration during the year. Accordingly, the provisions of clause (xi) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable.
 12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, the provisions of clause (xii) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable.
 13. According to the information and explanations given to us and based on our examination of the records of the Company, the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with related parties and details of transactions with the related parties have been disclosed in the financial statements as required by the applicable accounting standards.
 14. According to the information and explanations give to us, the Company has not made preferential allotment or private placement of shares or fully or partly convertible debenture during the year.
 15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.



16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For J.C. Bhalla & Co.
Chartered Accountants
Firm Regn. No. 001111N


Sudhir Mallick
Partner
Membership No. 80051

Place: Noida (U.P.)
Date: 13/05/2019.



Annexure B to Independent Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of Report on Other Legal and Regulatory Requirements

We have audited the internal financial controls over financial reporting of **Triveni Industries Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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, issued by The Institute of Chartered Accountants of India and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

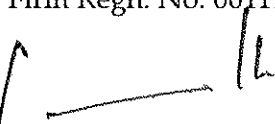
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting 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, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, 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.

For J.C. Bhalla & Co.
Chartered Accountants
Firm Regn. No. 001111N


Sudhir Mallick
Partner
Membership No. 80051

Place: Noida (U.P.)
Date: 13/05/2019.



TRIVENI INDUSTRIES LIMITED

Balance Sheet as at March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

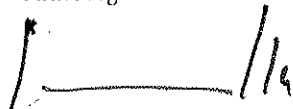
	Note No.	31-Mar-19	31-Mar-18
ASSETS			
Current assets			
Financial assets			
i. Cash and cash equivalents	2	49.52	60.20
Total current assets		49.52	60.20
Total assets		49.52	60.20
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	3	50.00	50.00
Other equity	4	(474.24)	(337.78)
Total equity		(424.24)	(287.78)
LIABILITIES			
Current liabilities			
Financial liabilities			
i. Borrowings	5	400.00	300.00
ii. Trade payables	6	-	-
(a) total outstanding dues of micro enterprises and small enterprises		13.77	11.80
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		59.99	35.08
iii. Other financial liabilities	7	-	1.10
Other current liabilities	8	-	-
Total current liabilities		473.76	347.98
Total liabilities		473.76	347.98
Total equity and liabilities		49.52	60.20

The accompanying notes 1 to 21 form an integral part of these financial statements

As per our report of even date attached

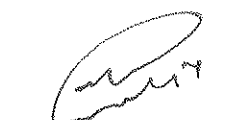
For J.C.Bhalla & Company
Chartered Accountants

Firm's registration number : 001111N



Sudhir Mallick
Partner
Membership No. 80051

For and on behalf of the Board of Directors of Triveni Industries Limited



Satvinder Singh Walia
Director
DIN : 00296589

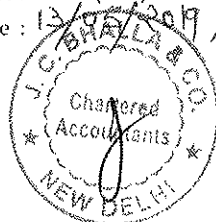


Debanjit Bagchi
Director
DIN : 02561320



Place : Noida (U.P.)

Date : 13/05/2019



TRIVENI INDUSTRIES LIMITED

Statement of Profit and Loss for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

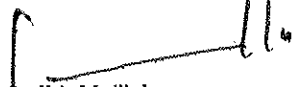
	Note No.	31-Mar-19	31-Mar-18
Income		-	-
Expenses			
Finance costs	9	27.68	19.19
Other expenses	10	108.78	90.20
Total expenses		136.46	109.39
Loss before tax		(136.46)	(109.39)
Tax expense	11	-	-
Loss for the year		(136.46)	(109.39)
Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss		-	-
A (ii) Income tax relating to items that will not be reclassified to profit & loss		-	-
B (i) Items that may be reclassified to profit or loss		-	-
B (ii) Income tax relating to items that may be reclassified to profit & loss		-	-
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		(136.46)	(109.39)
Earnings/(loss) per equity share of ₹ 1 each			
Basic	12	(2.73)	(2.19)
Diluted	12	(2.73)	(2.19)

The accompanying notes 1 to 21 form an integral part of these financial statements

As per our report of even date attached

For J.C.Bhalla & Company
Chartered Accountants

Firm's registration number : 001111N




Sudhir Mallick
Partner
Membership No. 80051

Place : Noida (U.P.)

Date : 13/05/2019



For and on behalf of the Board of Directors of Triveni Industries Limited



Satvinder Singh Walia
Director
DIN : 00296589



Debajit Bagchi
Director
DIN : 02561320



TRIVENI INDUSTRIES LIMITED

Statement of Changes in Equity for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

A. Equity share capital

Equity shares of ₹ 1 each issued, subscribed and fully paid up

As at 31 March 2017	50.00
Changes during the year	-
As at 31 March 2018	50.00
Changes during the year	-
As at 31 March 2019	50.00

B. Other equity

	Reserves and surplus	Total other equity
	Retained earnings	
Balance as at 31 March 2017	(228.39)	(228.39)
Loss for the year	(109.39)	(109.39)
Other comprehensive income, net of income tax	-	-
Total comprehensive income for the year	(109.39)	(109.39)
Balance as at 31 March 2018	(337.78)	(337.78)
Loss for the year	(136.46)	(136.46)
Other comprehensive income, net of income tax	-	-
Total comprehensive income for the year	(136.46)	(136.46)
Balance as at 31 March 2019	(474.24)	(474.24)

The accompanying notes 1 to 21 form an integral part of these financial statements

As per our report of even date attached

For J.C.Bhalla & Company

Chartered Accountants

Firm's registration number: 001111N



Sudhir Mallick

Partner

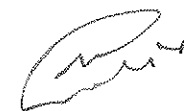
Membership No. 80051

Place : Noida (U.P.)

Date : 13/05/2019



For and on behalf of the Board of Directors of Triveni Industries Limited



Satvinder Singh Walia

Director

DIN : 00296589



Debajit Bagchi

Director

DIN : 02561320



TRIVENI INDUSTRIES LIMITED

Statement of Cash Flows for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

	31-Mar-19	31-Mar-18
Cash flows from operating activities		
Loss before tax	(136.46)	(109.39)
Adjustments for		
Finance costs	27.68	19.19
Working capital adjustments :		
Change in trade payables	1.97	0.30
Change in other liabilities	(1.10)	1.10
Cash used in operations	(107.91)	(88.80)
Income tax (paid)/ refund	-	-
Net cash outflow from operating activities	(107.91)	(88.80)
Cash flows from investing activities	-	-
Net cash inflow/(outflow) from investing activities	-	-
Cash flows from financing activities		
Proceeds from borrowings	100.00	100.00
Interest paid	(2.77)	(1.93)
Net cash inflow from financing activities	97.23	98.07
Net increase/ (decrease) in cash and cash equivalents	(10.68)	9.27
Cash and cash equivalents at the beginning of the year (refer note 2)	60.20	50.93
Cash and cash equivalents at the end of the year (refer note 2)	49.52	60.20

Reconciliation of liabilities arising from financing activities:

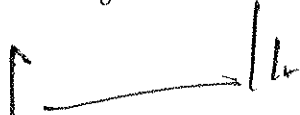
	Borrowings	Interest payable
Balance as at 31 March 2017	200.00	17.82
Cash flows	100.00	(1.93)
Finance costs accruals	-	19.19
Balance as at 31 March 2018	300.00	35.08
Cash flows	100.00	(2.77)
Finance costs accruals	-	27.68
Balance as at 31 March 2019	400.00	59.99

The accompanying notes 1 to 21 form an integral part of these financial statements

As per our report of even date attached

For **J.C.Bhalla & Company**
Chartered Accountants

Firm's registration number : 001111N


Sudhir Mallick
Partner
Membership No. 80051

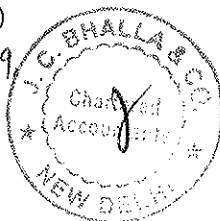
For and on behalf of the Board of Directors of Triveni Industries Limited


Satvinder Singh Walia
Director
DIN : 00296589


Debajit Bagchi
Director
DIN : 02561320

Place : Noida (U.P.)

Date : 12/05/2019



TRIVENI INDUSTRIES LIMITED

Notes to the financial statements for the year ended March 31, 2019

Corporate information

Triveni Industries Limited ("the Company") is a company limited by shares, incorporated and domiciled in India. The Holding Company, Triveni Engineering & Industries Limited owns 100% of equity share capital of the Company. The registered office of the Company is located at Deoband, District-Saharanpur, Uttar Pradesh- 247554.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation and presentation

(i) Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Historical cost convention

The financial statements have been prepared on an accrual basis under historical cost convention. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

(iii) Classification of assets and liabilities into current/non-current

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Act. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

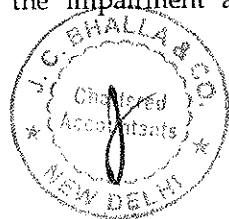
(b) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Borrowing costs are not capitalised during extended periods in which active development of qualifying assets is suspended. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

(c) Impairment of non-financial assets

Non-financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. When an impairment loss



TRIVENI INDUSTRIES LIMITED

Notes to the financial statements for the year ended March 31, 2019

subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, so however that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

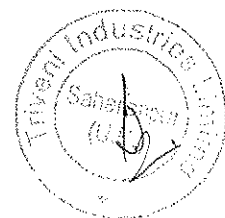
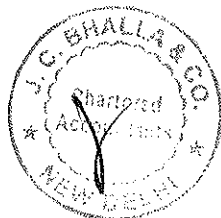
(d) Income tax

The Income tax liability is provided in accordance with the provisions of the Income-tax Act, 1961. Deferred tax assets and liabilities are recognised for all temporary differences arising between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Income tax and deferred tax are measured on the basis of the tax rates and tax laws enacted or substantively enacted by the end of the reporting period and are recognised in profit or loss except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

(e) Provisions, contingent liabilities and contingent assets

- (i) Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When the effect of the time value of money is material, provision is measured at the present value of cash flows estimated to settle the present obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.
- (ii) A contingent liability is not recognised in the standalone financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a provision is recognised in the standalone financial statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).
- (iii) A contingent asset is not recognised in the standalone financial statements, however, is disclosed, where an inflow of economic benefits is probable. When the realisation of income is virtually certain, then the asset is no longer a contingent asset, and is recognised as an asset.
- (iv) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.



TRIVENI INDUSTRIES LIMITED

Notes to the financial statements for the year ended March 31, 2019

(f) Financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is recognised using the effective interest rate method.
- **Fair value through other comprehensive income (FVTOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVTOCI.
- **Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss.

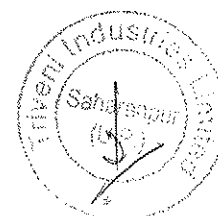
(iii) Impairment of financial assets

In accordance with Ind AS 109 *Financial Instruments*, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss associated with its financial assets carried at amortised cost and FVTOCI debt instruments.

(iv) Derecognition of financial assets

A financial asset is derecognised only when

- the Company has transferred the rights to receive cash flows from the financial asset; or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.



TRIVENI INDUSTRIES LIMITED

Notes to the financial statements for the year ended March 31, 2019

(g) Financial liabilities and equity instruments

(i) Classification

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Financial liabilities

The Company classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL, other financial liabilities are measured at amortised cost at the end of subsequent accounting periods.

(ii) Measurement

Equity instruments

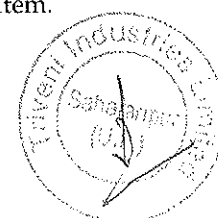
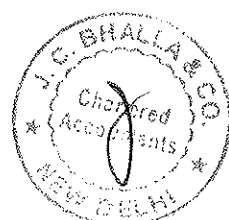
Equity instruments issued by the Company are recognised at the proceeds received. Transaction cost of equity transactions shall be accounted for as a deduction from equity.

Financial liabilities

At initial recognition, the Company measures a financial liability at its fair value net of, in the case of a financial liability not measured at fair value through profit or loss, transaction costs that are directly attributable to the issue of the financial liability. Transaction costs of financial liability carried at fair value through profit or loss are expensed in profit or loss.

Subsequent measurement of financial liabilities depends on the classification of financial liabilities. There are two measurement categories into which the Company classifies its financial liabilities:

- **Fair value through profit or loss (FVTPL):** Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL. Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss.
- **Amortised cost:** Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.



TRIVENI INDUSTRIES LIMITED

Notes to the financial statements for the year ended March 31, 2019

(iii) Derecognition

Equity instruments

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

(h) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(i) Cash flow statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(j) Cash and cash equivalents

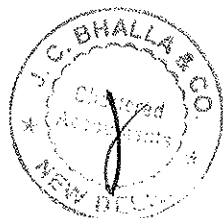
Cash and cash equivalents in the standalone balance sheet comprise of cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of change in value.

For the purpose of cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above.

(k) Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and financing costs associated with dilutive potential equity shares and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.



TRIVENI INDUSTRIES LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 2: Cash and cash equivalents

	31-Mar-19	31-Mar-18
At amortised cost		
Balances with banks - in current accounts	49.52	60.20
Total cash and cash equivalents	49.52	60.20

Note 3: Equity share capital

	31-Mar-19		31-Mar-18	
	Number of shares	Amount	Number of shares	Amount
AUTHORISED				
Equity shares of ₹ 1 each	50,000	50.00	50,000	50.00
ISSUED, SUBSCRIBED AND FULLY PAID UP				
Equity shares of ₹ 1 each	50,000	50.00	50,000	50.00

(i) Movements in equity share capital

	Number of shares	Amount
As at 31 March 2017	50,000	50.00
Movement during the year	-	-
As at 31 March 2018	50,000	50.00
Movement during the year	-	-
As at 31 March 2019	50,000	50.00

(ii) Terms and rights attached to equity shares

The Company has only one class of equity shares with a par value of ₹ 1/- per share. The holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of shares held by the holding company, its subsidiaries and associates

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	50,000	100%	50,000	100%

(iv) Details of shareholders holding more than 5% shares in the company

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	50,000	100%	50,000	100%



TRIVENI INDUSTRIES LIMITED

Notes to the financial statements for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 4: Other equity

	31-Mar-19	31-Mar-18
Retained earnings	(474.24)	(337.78)
Total other equity	(474.24)	(337.78)

(i) Retained earnings

	31-Mar-19	31-Mar-18
Opening balance	(337.78)	(228.39)
Loss for the year	(136.46)	(109.39)
Closing balance	(474.24)	(337.78)

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Companies Act, 2013.

Note 5: Current borrowings

	31-Mar-19	31-Mar-18
Unsecured- at amortised cost		
Repayable on demand		
- Loan from related party (refer note 13)	400.00	300.00
Total current borrowings	400.00	300.00

(i) The weighted average effective interest rate on loans is 8% per annum (31 March 2018: 8% per annum).

Note 6: Trade payables

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Trade payables (at amortised cost)				
- Total outstanding dues of micro enterprises and small enterprises (refer note 18)	-	-	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	13.77	-	11.80	-
Total trade payables	13.77	-	11.80	-

Note 7: Other financial liabilities

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
At amortised cost				
Interest accrued	59.99	-	35.08	-
Total other financial liabilities	59.99	-	35.08	-

Note 8: Other liabilities

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Statutory remittances	-	-	1.10	-
Total other liabilities	-	-	1.10	-



TRIVENI INDUSTRIES LIMITED

Notes to the financial statements for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 9: Finance costs

	31-Mar-19	31-Mar-18
Interest on loan	27.68	19.18
Other interest expense	-	0.01
Total finance costs	27.68	19.19

Note 10: Other expenses

	31-Mar-19	31-Mar-18
Service charges	70.80	70.35
Legal and professional expenses	23.60	4.93
Payment to Auditors (see (i) below)	11.80	11.80
Rates and taxes	1.93	0.44
Miscellaneous expenses	0.65	2.68
Total other expenses	108.78	90.20

(i) Payment to Auditors

	31-Mar-19	31-Mar-18
Statutory audit fee	11.80	11.80
Total payment to auditors	11.80	11.80

Note 11: Income tax expense

Income tax recognised in profit or loss

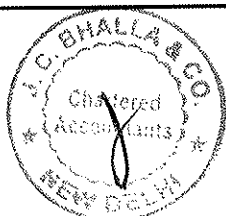
	31-Mar-19	31-Mar-18
Current tax	-	-
Deferred tax	-	-
Total income tax expense recognised in profit or loss	-	-

Reconciliation of income tax expense and the accounting profit multiplied by Company's tax rate:

	31-Mar-19	31-Mar-18
Loss before tax	(136.46)	(109.39)
Income tax calculated at 26.00% (2017-18: 25.75%)	(35.48)	(28.17)
Effect of expenses that is non-deductible in determining taxable profit	35.48	28.17
Total income tax expense recognised in profit or loss	-	-

Note 12: Earnings/(loss) per share

	31-Mar-19	31-Mar-18
Loss for the year attributable to owners of the Company [A]	(136.46)	(109.39)
Weighted average number of equity shares for the purposes of basic EPS/ diluted EPS [B]	50,000	50,000
Basic earnings/(loss) per equity share (face value of ₹ 1 per share) [A/B]	(2.73)	(2.19)
Diluted earnings/(loss) per equity share (face value of ₹ 1 per share) [A/B]	(2.73)	(2.19)



TRIVENI INDUSTRIES LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 13: Related party transactions

(i) Related parties where control exists

(a) Triveni Engineering & Industries Limited (Holding Company) (TEIL)

(ii) Related parties with whom transactions have taken place :

(a) Holding Company

Triveni Engineering & Industries Limited (TEIL)

(b) Fellow Subsidiary

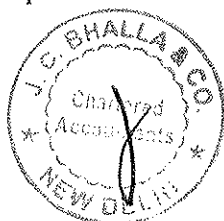
Triveni Entertainment Limited (TENL)

(iii) Details of transactions between the Company and related parties and outstanding balances:

	Financial period	Holding Company	Fellow Subsidiary	Total
		TEIL	TENL	
Nature of transactions with Related Parties				
Service charges expense	31-Mar-19	70.80	-	70.80
	31-Mar-18	70.35	-	70.35
Interest expense	31-Mar-19	-	27.68	27.68
	31-Mar-18	-	19.18	19.18
Loan taken	31-Mar-19	-	100.00	100.00
	31-Mar-18	-	100.00	100.00
Outstanding balances				
Payable	31-Mar-19	-	459.99	459.99
	31-Mar-18	-	335.08	335.08

(iv) Terms & conditions:

The transactions with related parties, including service charges/ interest expense, are made on terms which are at arm's length after taking into consideration market considerations, external benchmarks and adjustment thereof. The outstanding balances at the period-end are unsecured and settlement occurs in cash.



TRIVENI INDUSTRIES LIMITED

Notes to the financial statements for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 14: Capital management

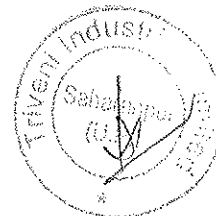
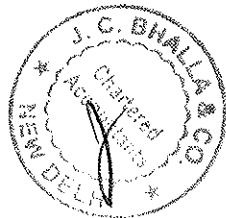
The Company is yet to start business activities and hence, gearing ratio as at the end of the reporting period is not indicative of the capital structure which the Company may like to adopt after commencement of the business. The resultant capital structure will appropriately be decided based on the business requirements and the industry benchmarks.

The Company is not subject to any externally imposed capital requirements.

Note 15: Financial risk management

The Company's financial liabilities comprise of borrowings, trade payables and other financial liabilities. The Company's financial assets are presently nominal and comprise of cash and bank balances. The Company's activities does not expose it to market risk and credit risk. The Company manages its liquidity through internal accruals and capital infusion from the Holding Company/Fellow subsidiary companies.

In view of nascent stage of business, the liquidity ratios are not relevant. Financial liabilities mainly include amount payable to the fellow subsidiary towards the loan. The operations of the Company during early stages of business will be supported by the Holding Company/Fellow subsidiary companies through loans or through equity infusion, as appropriate. In view of the aforesaid and due to the fact that the major amount of financial liabilities is due to the fellow subsidiary, the maturity of financial liabilities is flexible at this stage.



TRIVENI INDUSTRIES LIMITED

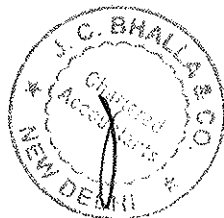
Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 16: Fair value measurements

(i) Financial instruments by category

	31-Mar-19		31-Mar-18	
	FVTPL/ FVTOCI	Amortised cost	FVTPL/ FVTOCI	Amortised cost
Financial assets				
Cash and bank balances	-	49.52	-	60.20
Total financial assets	-	49.52	-	60.20
Financial liabilities				
Borrowings	-	400.00	-	300.00
Trade payables	-	13.77	-	11.80
Other financial liabilities	-	59.99	-	35.08
Total financial liabilities	-	473.76	-	346.88

- (ii) The management considers that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values due to their short-term nature.



TRIVENI INDUSTRIES LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 17: Commitments, contingent liabilities and contingent assets

Based on management analysis, there are no material commitment, contingent liabilities and contingent assets as at 31 March 2019 (31 March 2018: ₹ Nil).

Note 18: Disclosures of Micro enterprises and Small enterprises

Based on the intimation received by the Company from its suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the relevant information is provided here below:

	31-Mar-19	31-Mar-18
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year; as at the end of the year		
(i) Principal amount	-	-
(ii) Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

Note 19: Standards issued but not yet effective

The standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards when they become effective.

Ind AS 116 Leases was notified by Ministry of Corporate Affairs (MCA) on 30 March 2019 and it replaced Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

The Company will adopt the aforesaid standard effective from April 1, 2019. As at the date of issuance of the Company's financial statements, the Company is in the process of evaluating the requirements of the aforesaid standard and the impact on its financial statements in the period of initial application.

Note 20: The accumulated losses of the Company as at 31 March 2019 are ₹ 474.24 thousands which have exceeded the paid up capital of ₹ 50 thousands. The Company is yet to commence its business. The losses till now are wholly funded by the Holding Company and its group companies. Further, the Holding Company has assured to continue providing financial support to the Company as long as the it continues to remain as subsidiary to ensure that the Company continues to operate as a going concern and is able to meet its liabilities as and when they fall due for payment over the next 12 months. Accordingly, the accounts have been prepared on going concern basis. Further there are no items of assets in respect of which provision for impairment is required.

Note 21: Approval of financial statements

The financial statements were approved for issue by the Board of Directors of the Company on 13 May 2019 subject to approval of shareholders.

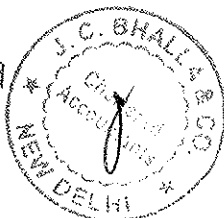
As per our report of even date attached

For J.C.Bhalla & Company
Chartered Accountants

Firm's registration number : 001111N

Sudhir Mallick
Partner
Membership No. 80051

Place : Noida (U.P.)
Date : 13/05/2019



For and on behalf of the Board of Directors of Triveni Industries Limited

Satvinder Singh Walia
Director
DIN : 00296589

Debajit Bagchi
Director
DIN : 02561320



J. C. BHALLA & CO.
CHARTERED ACCOUNTANTS

BRANCH OFFICE : B-5, SECTOR-6, NOIDA - 201 301 (U.P.)
TEL. : +91 - 120 - 4241000, FAX : +91-120-4241007
E-MAIL : taxaid@jcbhalla.com

INDEPENDENT AUDITOR'S REPORT

To the Members of Triveni Engineering Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Triveni Engineering Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing 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 Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence 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 ICAI's 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 financial statements.



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

The Company's Board of Directors is responsible for the other Information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

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

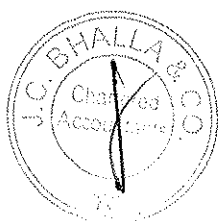
In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

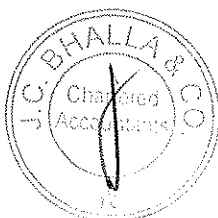


Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

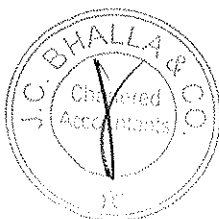


We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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.

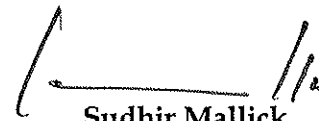
Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, 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. 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 Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to separate Report in "Annexure B".



- (g) With respect to the matter to be included in the Auditor's Report under section 197(16) of the Act, in our opinion and according to the information and explanation given to us, the Company has not paid/provided any managerial remuneration during the year. Accordingly the provisions of Section 197(16) of the Act are not applicable for the year.
- (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, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

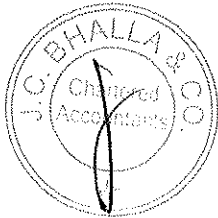
For J.C. Bhalla & Co.
Chartered Accountants
Firm's Regn. No. 001111N



Sudhir Mallick
Partner
Membership No. 80051

Place: Noida (U.P.)

Date: 13/05/2019.



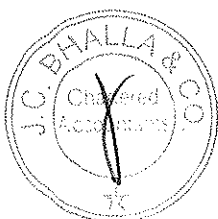
Annexure A to Independent Auditors' Report

Referred to in Paragraph 1 of the Independent Auditor's Report of even date under the heading "Report on Other Legal and Regulatory Requirements" to the members of **Triveni Engineering Limited** on the financial statements as of and for the year ended on March 31, 2019.

1. Since the Company does not have any items of fixed assets with it, the provisions of clauses (i)(a), (i)(b) & (i)(c) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable to the Company.
2. Since the Company does not have any inventories, the provisions of clause (ii) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable to the Company.
3. According to the information and explanations given to us and in our opinion the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, provisions of clauses (iii) (a), (iii) (b) & (iii) (c) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the current year.
4. According to the information and explanations given to us and in our opinion the Company has not granted any loan, made investment, provided guarantee or security as specified under section 185 and 186 of the Companies Act, 2013. Accordingly, provisions of clause (iv) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the current year.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the provisions of sections 73 to 76 of the Companies Act, 2013 and the rules framed there under during the year. Accordingly, the provisions of clause (v) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
6. As per the information & explanation given to us, the Company is not required to maintain cost record under section 148(1) of the Companies Act, 2013.
7. (a) The Company is regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Service Tax, Cess and any other statutory dues to the extent applicable to it. According to the information and explanations given to us, no undisputed amounts in respect of statutory dues were in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.



- (b) According to the information and explanation given to us there were no dues of Income Tax, Sales Tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Services Tax and other statutory dues, which have not been deposited on account of any dispute.
8. According to the information and explanations given to us, the Company has not borrowed any amount from financial institution, bank and government and has not issued any debentures. Accordingly, the provisions of clause (viii) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable.
 9. According to the information and explanation given to us, there was no money raised by way of initial public offer or further public offer (including debt instruments) nor any term loan was taken by the Company during the year. Accordingly, the provisions of clause (ix) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable.
 10. According to the information and explanation given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
 11. According to the information and explanation given to us, the Company has not paid/provided for any managerial remuneration during the year. Accordingly, the provisions of clause (xi) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable.
 12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, the provisions of clause (xii) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable.
 13. According to the information and explanations given to us and based on our examination of the records of the Company, the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with related parties and details of transactions with the related parties have been disclosed in the financial statements as required by the applicable accounting standards.
 14. According to the information and explanations give to us, the Company has not made preferential allotment or private placement of shares or fully or partly convertible debenture during the year.
 15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.



16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **J.C. Bhalla & Co.**
Chartered Accountants
Firm Regn. No. 001111N

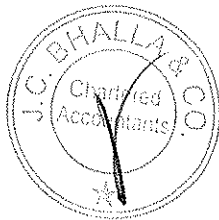

Sudhir Mallick

Partner

Membership No. 80051

Place: Noida (U.P.)

Date: 13/05/2019,



Annexure B to Independent Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of Report on Other Legal and Regulatory Requirements

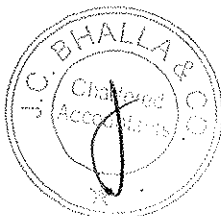
We have audited the internal financial controls over financial reporting of **Triveni Engineering Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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, issued by The Institute of Chartered Accountants of India and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting 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, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, 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.

For J.C. Bhalla & Co.
Chartered Accountants
Firm Regn. No. 001111N


Sudhir Mallick

Partner
Membership No. 80051

Place: Noida (U.P.)

Date: 13/05/2019.



TRIVENI ENGINEERING LIMITED

Balance Sheet as at March 31, 2019

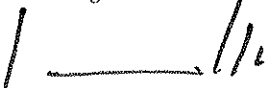
(All amounts in ₹ thousands, unless otherwise stated)

	Note No.	31-Mar-19	31-Mar-18
ASSETS			
Non-current assets			
Investment property	2	43593.78	43593.78
Financial assets			
i. Other financial assets	3	300.00	-
Income tax assets (net)	4	19.61	17.18
Total non-current assets		43913.39	43610.96
Current assets			
Financial assets			
i. Cash and cash equivalents	5 (a)	48.53	568.21
ii. Bank balances other than cash and cash equivalents	5 (b)	100.00	-
iii. Other financial assets	3	21.88	-
Total current assets		170.41	568.21
Total assets		44083.80	44179.17
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	6	26500.00	26500.00
Other equity			
i. Equity component of compound financial instruments	6	15291.74	15291.74
ii. Retained earnings	7	(2797.85)	(2350.75)
Total equity		38993.89	39440.99
LIABILITIES			
Non-current liabilities			
Financial liabilities			
i. Borrowings	8	5071.79	4717.94
Total non-current liabilities		5071.79	4717.94
Current liabilities			
Financial liabilities			
i. Trade payables	9	-	-
(a) total outstanding dues of micro enterprises and small enterprises		-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		11.80	18.95
Other current liabilities	10	-	1.29
Income tax liabilities (net)	4	6.32	-
Total current liabilities		18.12	20.24
Total liabilities		5089.91	4738.18
Total equity and liabilities		44083.80	44179.17

The accompanying notes 1 to 23 form an integral part of these financial statements

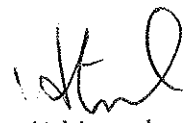
As per our report of even date attached

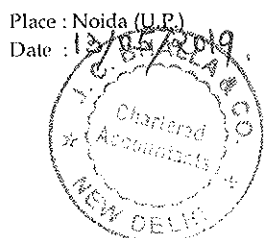
For J.C.Bhalla & Company
Chartered Accountants
Firm's registration number : 001111N

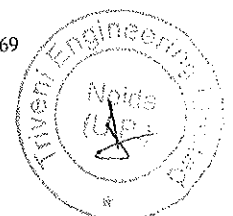

Sudhir Mallick
Partner
Membership No. 80051

For and on behalf of the Board of Directors of Triveni Engineering Limited


Debajit Bagchi
Director
DIN : 02561320


Atul Agarwal
Director
DIN: 06875769

Place : Noida (U.P.)
Date : 13/04/2019




TRIVENI ENGINEERING LIMITED

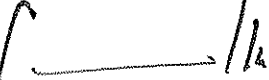
Statement of Profit and Loss for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

	Note No.	31-Mar-19	31-Mar-18
Other income	11	24.31	1.51
Total income		24.31	1.51
Expenses			
Finance costs	12	353.85	44.72
Other expenses	13	111.24	94.73
Total expenses		465.09	139.45
Loss before tax		(440.78)	(137.94)
Tax expense:			
- Current tax	14	6.32	-
- Deferred tax	14	-	-
Total tax expense		6.32	-
Loss for the year		(447.10)	(137.94)
Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss		-	-
A (ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that may be reclassified to profit or loss		-	-
B (ii) Income tax relating to items that may be reclassified to profit or loss		-	-
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		(447.10)	(137.94)
Earnings/(loss) per equity share of ₹ 1 each			
Basic	15	(0.02)	(0.01)
Diluted	15	(0.02)	(0.01)

The accompanying notes 1 to 23 form an integral part of these financial statements

As per our report of even date attached

For J.C.Bhalla & Company
Chartered Accountants
Firm's registration number : 001111N



Sudhir Mallick
Partner
Membership No. 80051

For and on behalf of the Board of Directors of Triveni Engineering Limited



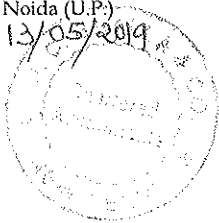
Debajit Bagchi
Director
DIN : 02561320



Atul Agarwal
Director
DIN: 06875769

Place : Noida (U.P.)

Date : 13/05/2019



TRIVENI ENGINEERING LIMITED

Statement of Changes in Equity for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

A. Equity share capital

Equity shares of ₹1 each issued, subscribed and fully paid up

As at 31 March 2017	20500.00
Equity shares issued during the year	6000.00
As at 31 March 2018	26500.00
Changes during the year	-
As at 31 March 2019	26500.00

B. Other equity

	Equity component of compound financial instruments	Reserves and surplus	Total other equity
		Retained earnings	
Balance as at 31 March 2017	-	(2212.81)	(2212.81)
Loss for the year	-	(137.94)	(137.94)
Other comprehensive income, net of income tax	-	-	-
Total comprehensive income for the year	-	(137.94)	(137.94)
Issue of compound financial instruments (Preference shares) (refer note 6 & 8)	15291.74	-	15291.74
Balance as at 31 March 2018	15291.74	(2350.75)	12940.99
Loss for the year	-	(447.10)	(447.10)
Other comprehensive income, net of income tax	-	-	-
Total comprehensive income for the year	-	(447.10)	(447.10)
Balance as at 31 March 2019	15291.74	(2797.85)	12493.89

The accompanying notes 1 to 23 form an integral part of these financial statements

As per our report of even date attached

For J.C.Bhalla & Company
Chartered Accountants
Firm's registration number : 001111N

[Signature]

Sudhir Mallick
Partner
Membership No. 80051

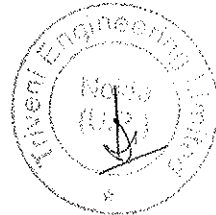
Place : Noida (U.P.)
Date : 18/05/2019.



For and on behalf of the Board of Directors of Triveni Engineering Limited

[Signature]
Debjit Bagchi
Director
DIN : 02561320

[Signature]
Atul Agarwal
Director
DIN: 06875769



TRIVENI ENGINEERING LIMITED

Statement of Cash Flows for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

	31-Mar-19	31-Mar-18
Cash flows from operating activities		
Loss before tax	(440.78)	(137.94)
Adjustments for:		
Interest income	(24.31)	(1.51)
Finance costs	353.85	44.72
Working capital adjustments:		
Change in trade payables	(7.15)	7.45
Change in other financial liabilities	-	(1376.14)
Change in other liabilities	(1.29)	1.29
Cash used in operations	(119.68)	(1462.13)
Income tax paid	(2.43)	-
Net cash outflow from operating activities	(122.11)	(1462.13)
Cash flows from investing activities		
Purchase of investment property	-	(23580.52)
Decrease/(increase) in deposits with banks	(400.00)	54.23
Interest received	2.43	4.19
Net cash outflow from investing activities	(397.57)	(23522.10)
Cash flows from financing activities		
Proceeds from issue of equity share capital	-	6000.00
Proceeds from issue of compound financial instruments (Preference shares) (refer note 6 & 8)	-	20000.00
Repayment of short term borrowings	-	(450.00)
Interest paid	(0.01)	(89.04)
Net cash inflow from financing activities	(0.01)	25,460.96
Net increase/(decrease) in cash and cash equivalents	(519.69)	476.73
Cash and cash equivalents at the beginning of the year (refer note 5 (a))	568.21	91.48
Cash and cash equivalents at the end of the year (refer note 5 (a))	48.52	568.21

Reconciliation of liabilities arising from financing activities:

	Non-current borrowings (refer note 6 & 8)	Current borrowings	Interest payable on borrowings
Balance as at 31 March 2017	-	450.00	54.00
Cash flows	4708.26	(450.00)	(89.04)
Finance costs accruals	9.68	-	35.04
Balance as at 31 March 2018	4717.94	-	-
Cash flows	-	-	-
Finance costs accruals	353.86	-	-
Balance as at 31 March 2019	5071.80	-	-

The accompanying notes 1 to 23 form an integral part of these financial statements

As per our report of even date attached

For J.C.Bhalla & Company
Chartered Accountants
Firm's registration number: 001111N

Sudhir Mallick
Partner
Membership No. 80051

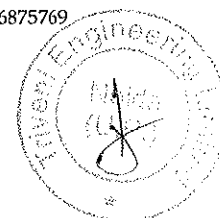
Place: Noida (U.P.)
Date: 13/05/2019



For and on behalf of the Board of Directors of Triveni Engineering Limited

Debajit Bagchi
Director
DIN: 02561320

Atul Agarwal
Director
DIN: 06875769



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019

Corporate information

Triveni Engineering Limited ("the Company") is a company limited by shares, incorporated and domiciled in India. The Holding Company, Triveni Engineering & Industries Limited owns 100% of equity share capital of the Company. The registered office of the Company is located at 8th floor, Express Trade Towers, 15-16, Sector 16A, Noida, Uttar Pradesh- 201301.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation and presentation

(i) Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Historical cost convention

The financial statements have been prepared on an accrual basis under historical cost convention. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

(iii) Classification of assets and liabilities into current/non-current

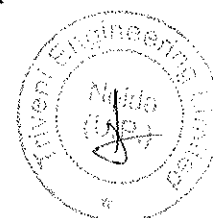
All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Act. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

(b) Revenue recognition

The Company's revenue is from interest income. Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

(c) Impairment of non-financial assets

Non-financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. When an impairment loss



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019

subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, so however that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

(d) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Borrowing costs are not capitalised during extended periods in which active development of qualifying assets is suspended. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

(e) Income tax

The Income tax liability is provided in accordance with the provisions of the Income-tax Act, 1961. Deferred tax assets and liabilities are recognised for all temporary differences arising between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

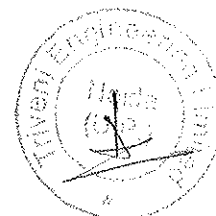
Income tax and deferred tax are measured on the basis of the tax rates and tax laws enacted or substantively enacted by the end of the reporting period and are recognised in profit or loss except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

(f) Investment property

Property that is held for long-term rental yields or for capital appreciation or both, is classified as investment property. Investment property is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's 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. All other repairs and maintenance costs are expensed when incurred.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

Investment properties are depreciated using the straight-line method over their estimated useful lives as stated in Schedule II along with residual values of 5%.



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019

(g) Provisions, contingent liabilities and contingent assets

- (i) Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When the effect of the time value of money is material, provision is measured at the present value of cash flows estimated to settle the present obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.
- (ii) A contingent liability is not recognised in the standalone financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a provision is recognised in the standalone financial statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).
- (iii) A contingent asset is not recognised in the standalone financial statements, however, is disclosed, where an inflow of economic benefits is probable. When the realisation of income is virtually certain, then the asset is no longer a contingent asset, and is recognised as an asset.
- (iv) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

(h) Financial assets

(i) Classification

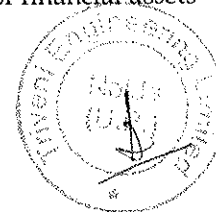
The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is recognised using the effective interest rate method.
- **Fair value through other comprehensive income (FVTOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVTOCI.
- **Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss.

(iii) Impairment of financial assets

In accordance with Ind AS 109 *Financial Instruments*, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss associated with its financial assets carried at amortised cost and FVTOCI debt instruments.

(iv) Derecognition of financial assets

A financial asset is derecognised only when

- the Company has transferred the rights to receive cash flows from the financial asset; or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

(i) Financial liabilities and equity instruments

(i) Classification

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

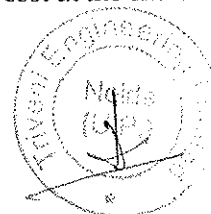
An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Financial liabilities

The Company classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL, other financial liabilities are measured at amortised cost at the end of subsequent accounting periods.



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019

(ii) Measurement

Equity instruments

Equity instruments issued by the Company are recognised at the proceeds received. Transaction cost of equity transactions shall be accounted for as a deduction from equity.

Financial liabilities

At initial recognition, the Company measures a financial liability at its fair value net of, in the case of a financial liability not measured at fair value through profit or loss, transaction costs that are directly attributable to the issue of the financial liability. Transaction costs of financial liability carried at fair value through profit or loss are expensed in profit or loss.

Subsequent measurement of financial liabilities depends on the classification of financial liabilities. There are two measurement categories into which the Company classifies its financial liabilities:

- **Fair value through profit or loss (FVTPL):** Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL. Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss.
- **Amortised cost:** Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

(iii) Derecognition

Equity instruments

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

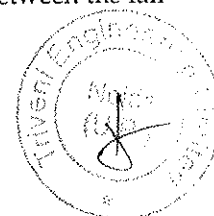
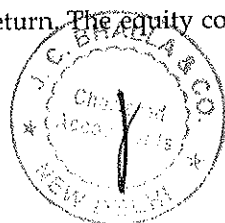
Financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

(j) Compound financial instruments

Compound financial instruments issued by the Company comprise preference shares redeemable at par at the end of 20 years from the date of allotment, however after 3 years of allotment the Company shall have the option to (to be exercised at the beginning of each year) to redeem these preference shares at any time. The preference shares shall be non-convertible. The preference shares have a coupon rate of 10% and shall be non-cumulative.

The liability component of a compound financial instrument is initially recognised at the fair value which is determined as the present value of the eventual redemption amount discounted at the market rate of return. The equity component is initially recognised at the difference between the fair



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019

value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest rate method. The equity component of a compound financial instruments is not remeasured subsequently.

Interest related to the financial liability is recognised in profit or loss, unless it qualifies for inclusion in the cost of an asset.

(k) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(l) Cash flow statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(m) Cash and cash equivalents

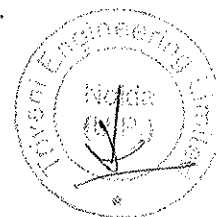
Cash and cash equivalents in the standalone balance sheet comprise of cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of change in value.

For the purpose of cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above.

(n) Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and financing costs associated with dilutive potential equity shares and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 2: Investment property

	31-Mar-19	31-Mar-18
Gross carrying amount		
Opening gross carrying amount	43593.78	43593.78
Additions	-	-
Deletions	-	-
Closing gross carrying amount	43593.78	43593.78
Accumulated depreciation and impairment		
Opening accumulated depreciation and impairment	-	-
Depreciation charge/impairment losses	-	-
Closing accumulated depreciation and impairment	-	-
Net carrying amount	43593.78	43593.78

(i) Description about investment property

The Company's investment property consist of parcel of land at Dibal, District Bulandshahar (Uttar Pradesh), India.

(ii) Amount recognised in statement of profit and loss

There is no amount related to investment property which is recognised in statement of profit and loss (31 March 2018: ₹ Nil)

(iii) Restrictions on realisability and contractual obligations

The Company has no restrictions on the realisability of its investment property and no contractual obligations to either purchase, construct or develop investment property or for repairs, maintenance and enhancements.

(iv) Fair value

The investment property owned by the Company is situated in the vicinity of sugarcane growings areas. The property was purchased in the year 2015-16 at the circle rate from the Holding Company. In view of slowdown in real estate and industrial activities, the fair value cannot be determined realistically in the absence of transactions of similar properties (including size) in the vicinity of the subject property.

Note 3: Other financial assets

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
At amortised cost				
Interest accrued on bank deposits	21.88	-	-	-
Other balances:				
- Fixed deposits (original maturity more than one year)	-	300.00	-	-
Total other financial assets	21.88	300.00	-	-

Note 4: Income tax balances

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Income tax assets				
Tax refund receivable (net)	-	19.61	-	17.18
	-	19.61	-	17.18
Income tax liabilities				
Provision for income tax (net)	6.32	-	-	-
	6.32	-	-	-

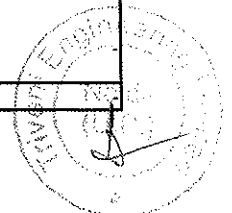
Note 5: Cash and bank balances

(a) Cash and cash equivalents

	31-Mar-19	31-Mar-18
At amortised cost		
Balances with banks		
- in current accounts	48.53	568.21
Cash on hand	0.00	0.00
Total cash and cash equivalents	48.53	568.21

(b) Bank balances other than cash and cash equivalents

	31-Mar-19	31-Mar-18
At amortised cost		
Balances with banks		
- in fixed deposits (original maturity exceeding three months but upto one year)	100.00	-
Total bank balances other than cash and cash equivalents	100.00	-



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 6: Share capital

	31-Mar-19		31-Mar-18	
	Number of shares	Amount	Number of shares	Amount
AUTHORISED				
Equity shares of ₹ 1 each	20,00,00,000	200000.00	20,00,00,000	200000.00
Preference shares of ₹ 1 each	5,00,00,000	50000.00	5,00,00,000	50000.00
ISSUED, SUBSCRIBED AND FULLY PAID UP				
Equity shares of ₹ 1 each	2,65,00,000	26500.00	2,65,00,000	26500.00
10% Non-Cumulative Redeemable Preference shares of ₹ 1 each - Equity component of compound financial instruments	20,00,000 *	15291.74	20,00,000 *	15291.74

(i) Movements in share capital

Movements in equity share capital

	Number of shares	Amount
As at 31 March 2017	2,05,00,000	20500.00
Equity shares issued during the year	60,00,000	6000.00
As at 31 March 2018	2,65,00,000.00	26500.00
Movement during the year	-	-
As at 31 March 2019	2,65,00,000.00	26500.00

Movements in equity component of compound financial instruments- 10% Non-Cumulative Redeemable Preference shares

	Number of shares	Amount
As at 31 March 2017	-	-
Equity component of compound financial instruments issued during the year	20,00,000 *	15291.74
As at 31 March 2018	20,00,000 *	15291.74
Movement during the year	-	-
As at 31 March 2019	20,00,000 *	15291.74

(ii) Terms and rights attached to shares

Terms and rights attached to equity shares

The Company has only one class of equity shares with a par value of ₹ 1/- per share. The holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

Terms and rights attached to preference shares

Each preference share has a par value of ₹ 1/- each and is redeemable at par at the end of 20 years from the date of allotment, however after 3 years of allotment the Company shall have the option (to be exercised at the beginning of each year) to redeem these preference shares at any time. The preference shares shall be non-convertible. The preference shares have a coupon rate of 10% and are non-cumulative. The preference shares rank ahead of the equity shares in the event of liquidation.

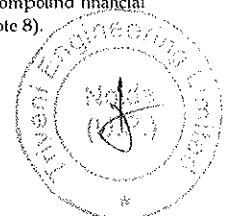
(iii) Details of shares held by the holding company, its subsidiaries and associates

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Equity shares of ₹ 1 each				
Triveni Engineering & Industries Limited (Holding Company)	2,65,00,000	100%	2,65,00,000	100%
10% Non-Cumulative Redeemable Preference shares of ₹ 1 each				
Svastida Projects Limited (Fellow subsidiary)	20,00,000 *	100%	20,00,000 *	100%

(iv) Details of shareholders holding more than 5% shares in the Company

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Equity shares of ₹ 1 each				
Triveni Engineering & Industries Limited (Holding Company)	2,65,00,000	100%	2,65,00,000	100%
10% Non-Cumulative Redeemable Preference shares of ₹ 1 each				
Svastida Projects Limited (Fellow subsidiary)	20,00,000 *	100%	20,00,000 *	100%

* This represents total number of 10% Non-Cumulative Redeemable Preference shares of ₹ 1 each issued. The equity component of such compound financial instruments is reflected in this note and the liability component of such financial instruments is reflected in non-current borrowings (refer note 8).



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands unless otherwise stated)

Note 7: Retained earnings

	31-Mar-19	31-Mar-18
Opening balance	(2350.75)	(2212.81)
Loss for the year	(447.10)	(137.94)
Closing balance	(2797.85)	(2350.75)

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Companies Act, 2013.

Note 8: Non-Current borrowings

	31-Mar-19	31-Mar-18
Unsecured- at amortised cost		
Liability component of compound financial instruments		
- 10% Non-Cumulative Redeemable Preference shares of ₹ 1 each (refer note 6)	5071.79	4717.94
Total Non-current borrowings	5071.79	4717.94

(i) The compound financial instruments (Preference shares) are presented in the balance sheet as follows:

	31-Mar-19	31-Mar-18
Face value of compound financial instruments (Preference shares) issued	20000.00	20000.00
Equity component of compound financial instruments (Preference shares) (refer note 6)	(15291.74)	(15291.74)
	4708.26	4708.26
Interest accrued	363.53	9.68
Liability component of compound financial instruments (Preference shares)- Non-current borrowings	5071.79	4717.94

(ii) The effective interest rate of above borrowings is 7.5% per annum (31 March 2018: 7.5%).

Note 9: Trade payables

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Trade payables (at amortised cost)				
- Total outstanding dues of micro enterprises and small enterprises (refer note 21)	-	-	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	11.80	-	18.95	-
Total trade payables	11.80	-	18.95	-



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands unless otherwise stated)

Note 10: Other liabilities

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Statutory remittances	-	-	1.29	-
Total other liabilities	-	-	1.29	-

Note 11: Other income

	31-Mar-19	31-Mar-18
Interest income from bank deposits (at amortised cost)	24.31	1.51
Total other income	24.31	1.51

Note 12: Finance costs

	31-Mar-19	31-Mar-18
Interest on Borrowings	353.85	44.72
Total finance costs	353.85	44.72

Note 13: Other expenses

	31-Mar-19	31-Mar-18
Service charges	70.80	70.35
Rates and taxes	6.13	2.44
Legal and professional expenses	21.26	9.15
Payment to Auditors (see (i) below)	12.24	11.80
Miscellaneous expenses	0.81	0.99
Total other expenses	111.24	94.73

(i) Payment to Auditors

	31-Mar-19	31-Mar-18
Statutory audit fee	11.80	11.80
Reimbursement of expenses	0.44	-
Total payment to auditors	12.24	11.80

Note 14: Income tax expense

Income tax recognised in profit or loss

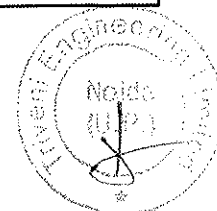
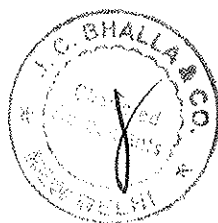
	31-Mar-19	31-Mar-18
Current tax	6.32	-
Deferred tax	-	-
Total income tax expense recognised in profit or loss	6.32	-

Reconciliation of income tax expense and the accounting profit multiplied by Company's tax rate:

	31-Mar-19	31-Mar-18
Loss before tax	(440.78)	(137.94)
Income tax calculated at 26.00% (2017-18: 25.75%)	(114.60)	(35.52)
Effect of expenses that is non-deductible in determining taxable profit	120.92	35.52
Total income tax expense recognised in profit or loss	6.32	-

Note 15: Earnings/(loss) per share

	31-Mar-19	31-Mar-18
Loss for the year attributable to owners of the Company [A]	(447.10)	(137.94)
Weighted average number of equity shares for the purposes of basic EPS/ diluted EPS [B]	2,65,00,000	2,06,64,384
Basic earnings/ (loss) per equity share (face value of ₹ 1 per share) [A/B]	(0.02)	(0.01)
Diluted earnings/ (loss) per equity share (face value of ₹ 1 per share) [A/B]	(0.02)	(0.01)



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 16: Related party transactions

(i) Related parties where control exists

(a) Triveni Engineering & Industries Limited (TEIL), Holding Company

(ii) Related parties with whom transactions have taken place :

(a) Holding Company

Triveni Engineering & Industries Limited (TEIL)

(b) Fellow Subsidiaries

Triveni Entertainment Limited (TENL)

Svastida Projects Limited (SPL)

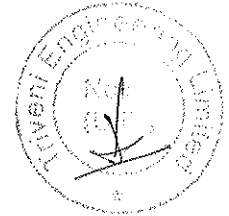
(iii) Details of transactions between the Company and related parties and outstanding balances:

	Financial year	Holding Company	Fellow Subsidiaries		Total
		TEIL	TENL	SPL	
Nature of transactions with Related Parties					
Service charges expense	31-Mar-19	70.80	-	-	70.80
	31-Mar-18	70.35	-	-	70.35
Interest expense	31-Mar-19	-	-	-	-
	31-Mar-18	-	35.01	-	35.01
Issue of equity share capital	31-Mar-19	-	-	-	-
	31-Mar-18	6000.00	-	-	6000.00
Issue of compound financial instruments (preference shares)	31-Mar-19	-	-	-	-
	31-Mar-18	-	-	20000.00	20000.00
Repayments of capital creditors (for purchase of investment property)	31-Mar-19	-	-	-	-
	31-Mar-18	23580.52	-	-	23580.52
Repayment of advances	31-Mar-19	-	-	-	-
	31-Mar-18	1376.14	-	-	1376.14
Repayment of borrowings (Principal)	31-Mar-19	-	-	-	-
	31-Mar-18	-	450.00	-	450.00
Outstanding balances					
Receivables/ Payables	31-Mar-19	-	-	-	-
	31-Mar-18	-	-	-	-

(iv) Terms & conditions:

The transactions with related parties, including service charges/ interest expense, are made on terms which are at arm's length after taking into consideration market considerations, external benchmarks and adjustment thereof. The outstanding balances at the year-end are ₹ Nil.

(v) The amount of transactions/balances as stated above are without giving effect to the Ind AS adjustments on account of fair valuation/amortisation.



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 17: Capital management

For the purpose of capital management, capital includes total equity of the Company. The primary objective of the capital management is to maximize shareholder value. The Company does not have significant borrowings.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions. The Company may resort to further issue of capital to fund expansion of business. The Company monitors capital structure through gearing ratio which at the end of reporting period was as follows:

	31-Mar-19	31-Mar-18
Non-current borrowings (note 8)	5071.79	4717.94
Trade payables (note 9)	11.80	18.95
Total debt	5083.59	4736.89
Less: Cash and cash equivalents (note 5(a))	(48.53)	(568.21)
Net debt (A)	5035.06	4168.69
Total equity (note 6 & note 7)	38993.89	39440.99
Total equity and net debt (B)	44028.95	43609.68
Gearing ratio (A/B)	11%	10%

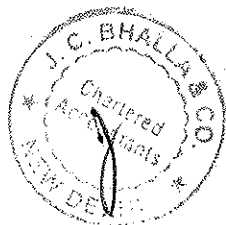
No changes were made in the objectives, policies or process for managing capital during the years ended 31 March 2019 and 31 March 2018.

The Company is not subject to any externally imposed capital requirements.

Note 18: Financial risk management

The Company's financial liabilities comprise of borrowings and trade payables. The Company's financial assets are presently nominal and comprise of cash and bank balances. The Company's activities does not expose it to market risk and credit risk. The Company manages its liquidity through internal accruals and capital infusion from the Holding Company/Fellow subsidiary companies.

In view of nascent stage of business, the liquidity ratios are not relevant. The operations of the Company during early stages of business will be supported by the Holding Company/Fellow subsidiary companies through loans or through equity infusion, as appropriate. Borrowings shall mature as per terms mentioned in note 6(ii), all other financial liabilities shall mature within one year from the reporting date.



TRIVENI ENGINEERING LIMITED

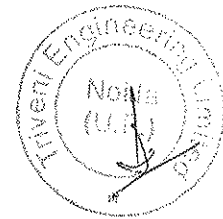
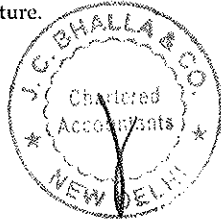
Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 19: Fair value measurements

(i) Financial instruments by category

	31-Mar-19		31-Mar-18	
	FVTPL/ FVTOCI	Amortised cost	FVTPL/ FVTOCI	Amortised cost
Financial assets				
Cash and bank balances	-	448.53	-	568.21
Other financial assets	-	21.88	-	-
Total financial assets	-	470.41	-	568.21
Financial liabilities				
Borrowings	-	5071.79	-	4717.94
Trade payables	-	11.80	-	18.95
Total financial liabilities	-	5083.59	-	4736.89

- (ii) The liability component of compound financial instruments is carried in books based on discounted cash flows (refer note 6 & 8). The carrying amount of remaining financial assets and financial liabilities are considered to be at their fair values, by the management, due to their short-term nature.



TRIVENI ENGINEERING LIMITED

Notes to the financial statements for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 20: Commitments, contingent liabilities and contingent assets

Based on management analysis, there are no material commitments, contingent liabilities and contingent assets as at 31 March 2019 (31 March 2018: ₹ Nil).

Note 21: Disclosures of Micro enterprises and Small enterprises

Based on the intimation received by the Company from its suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the relevant information is provided here below:

	31-Mar-19	31-Mar-18
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year; as at the end of the year		
(i) Principal amount	-	-
(ii) Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

Note 22: Standards issued but not yet effective

The standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards when they become effective.

Ind AS 116 Leases was notified by Ministry of Corporate Affairs (MCA) on 30 March 2019 and it replaced Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will also be required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.


The Company will adopt the aforesaid standard effective from April 1, 2019. As at the date of issuance of the Company's financial statements, the Company is in the process of evaluating the requirements of the aforesaid standard and the impact on its financial statements in the period of initial application.

Note 23: Approval of financial statements

The financial statements were approved for issue by the Board of Directors of the Company on 13 May 2019 subject to approval of shareholders.

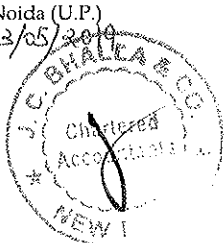
As per our report of even date attached

For J.C.Bhalla & Company
Chartered Accountants
Firm's registration number: 001111N




Sudhir Mallick
Partner
Membership No. 80051

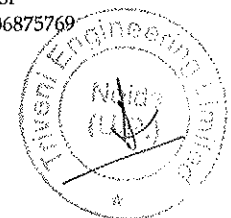
Place : Noida (U.P.)
Date : 13/05/2019



For and on behalf of the Board of Directors of Triveni Engineering Limited


Debajit Bagchi
Director
DIN : 02561320


Atul Agarwal
Director
DIN: 06875769



J. C. BHALLA & CO.
CHARTERED ACCOUNTANTS

BRANCH OFFICE : B-5, SECTOR-6, NOIDA - 201 301 (U.P.)
TEL. : +91 - 120 - 4241000, FAX : +91-120-4241007
E-MAIL : taxaid@jcbhalla.com

INDEPENDENT AUDITOR'S REPORT

To the Members of Triveni Energy Systems Limited

Report on the Audit of the Financial Statements

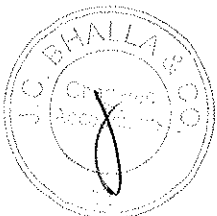
Opinion

We have audited the accompanying financial statements of **Triveni Energy Systems Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing 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 Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence 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 ICAI's 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 financial statements.



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

The Company's Board of Directors is responsible for the other Information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.



Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the 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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, 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. 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 Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".



- (g) With respect to the matter to be included in the Auditor's Report under section 197(16) of the Act, in our opinion and according to the information and explanation given to us, the Company has not paid/provided any managerial remuneration during the year. Accordingly the provisions of Section 197(16) of the Act are not applicable for the year.
- (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, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

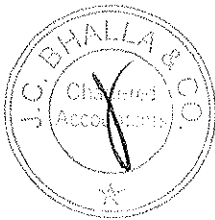
For J.C. Bhalla & Co.
Chartered Accountants
Firm's Regn. No. 001111N


Sudhir Mallick
Partner

Membership No. 80051

Place: Noida (U.P.)

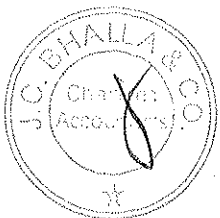
Date: 13/05/2019.



Annexure A to Independent Auditors' Report

Referred to in Paragraph 1 of the Independent Auditor's Report of even date under the heading "Report on Other Legal and Regulatory Requirements" to the members of **Triveni Energy Systems Limited** on the financial statements as of and for the year ended on March 31, 2019.

1. Since the Company does not have any items of fixed assets with it, the provisions of clauses (i)(a), (i)(b) & (i)(c) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable to the Company.
2. Since the Company does not have any inventories, the provisions of clause (ii) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable to the Company.
3. According to the information and explanations given to us and in our opinion the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, clauses (iii) (a), (iii) (b) & (iii) (c) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the current year.
4. According to the information and explanations given to us and in our opinion the Company has not granted any loan, made investment, provided guarantee or security as specified under section 185 and 186 of the Companies Act, 2013. Accordingly, provisions of clause (iv) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the current year.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the provisions of sections 73 to 76 of the Companies Act, 2013 and the rules framed there under during the year. Accordingly, the provisions of clause (v) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
6. As per the information & explanation given to us, the Company is not required to maintain cost record under section 148(1) of the Companies Act, 2013.
7. (a) The Company is regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Services Tax, Cess and any other statutory dues to the extent applicable to it. According to the information and explanations given to us, no undisputed amounts in respect of statutory dues were in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.



- (b) According to the information and explanation given to us there were no dues of Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Services Tax and other statutory dues, which have not been deposited on account of any dispute.
8. According to the information and explanations given to us, the Company has not borrowed any amount from financial institution, bank and government and has not issued any debentures. Accordingly, the provisions of clause (viii) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable.
 9. According to the information and explanation given to us, there was no money raised by way of initial public offer or further public offer (including debt instruments) nor any term loan was taken by the Company during the year. Accordingly, the provisions of clause (ix) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable.
 10. According to the information and explanation given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
 11. According to the information and explanation given to us, the Company has not paid / provided for any managerial remuneration during the year. Accordingly, the provisions of clause (xi) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable.
 12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, the provisions of clause (xii) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable.
 13. According to the information and explanations given to us and based on our examination of the records of the Company, the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with related parties and details of transactions with the related parties have been disclosed in the financial statements as required by the applicable accounting standards.
 14. According to the information and explanations give to us, the Company has not made preferential allotment or private placement of shares or fully or partly convertible debenture during the year.
 15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.

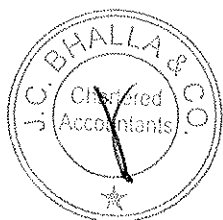


16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **J.C. Bhalla & Co.**
Chartered Accountants
Firm Regn. No. 001111N


Sudhir Mallick
Partner
Membership No. 80051

Place: Noida (U.P.)
Date: 13/05/2019.



Annexure B to Independent Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of Report on Other Legal and Regulatory Requirements

We have audited the internal financial controls over financial reporting of **Triveni Energy Systems Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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, issued by The Institute of Chartered Accountants of India and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

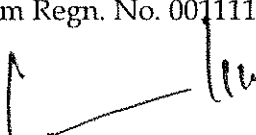
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting 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, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, 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.

For **J.C. Bhalla & Co.**
Chartered Accountants
Firm Regn. No. 001111N


Sudhir Mallick
Partner
Membership No. 80051

Place: Noida (U.P.)

Date: 13/05/2019.



TRIVENI ENERGY SYSTEMS LIMITED

Balance Sheet as at March 31, 2019


(All amounts in ₹ thousands, unless otherwise stated)

	Note No.	31-Mar-19	31-Mar-18
ASSETS			
Non-current assets			
Investment property	2	36928.08	36928.08
Financial assets			
i. Other financial assets	3	400.00	-
Income tax assets (net)	4	5.96	3.13
Total non-current assets		37334.04	36931.21
Current assets			
Financial assets			
i. Cash and cash equivalents	5	109.30	618.84
ii. Other financial assets	3	22.38	-
Total current assets		131.68	618.84
Total assets		37465.72	37550.05
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	6	38500.00	38500.00
Other equity	7	(1053.43)	(965.42)
Total equity		37446.57	37534.58
LIABILITIES			
Current liabilities			
Financial liabilities			
i. Trade payables	8	-	-
(a) total outstanding dues of micro enterprises and small enterprises		-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		11.80	14.18
Other current liabilities	9	-	1.29
Income tax liabilities (net)	4	7.35	-
Total current liabilities		19.15	15.47
Total liabilities		19.15	15.47
Total equity and liabilities		37465.72	37550.05


The accompanying notes 1 to 22 form an integral part of these financial statements

As per our report of even date attached

For J.C.Bhalla & Company
Chartered Accountants
Firm's registration number : 001111N


Sudhir Mallick
Partner
Membership No. 80051

For and on behalf of the Board of Directors of Triveni Energy Systems Limited


Suresh Taneja
Director
DIN: 00028332


Atul Agarwal
Director
DIN: 06875769



Place : Noida (U.P.)
Date : 12/05/2019



TRIVENI ENERGY SYSTEMS LIMITED

Statement of Profit and Loss for the year ended March 31, 2019

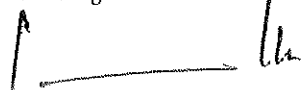
(All amounts in ₹ thousands, unless otherwise stated)

	Note No.	31-Mar-19	31-Mar-18
Other income	10	28.30	1.53
Total income		28.30	1.53
Expenses			
Finance costs	11	-	35.04
Other expenses	12	108.95	89.96
Total expenses		108.95	125.00
Loss before tax		(80.65)	(123.47)
Tax expense			
- Current tax	13	7.36	-
- Deferred tax	13	-	-
Total tax expense		7.36	-
Loss for the year		(88.01)	(123.47)
Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss		-	-
A (ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that may be reclassified to profit or loss		-	-
B (ii) Income tax relating to items that may be reclassified to profit or loss		-	-
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		(88.01)	(123.47)
Earnings/(loss) per equity share of ₹ 1 each			
Basic	14	(0.00)	(0.01)
Diluted	14	(0.00)	(0.01)

The accompanying notes 1 to 22 form an integral part of these financial statements

As per our report of even date attached

For J.C.Bhalla & Company
Chartered Accountants
Firm's registration number 001111N


Sudhir Mallick
Partner
Membership No. 80051

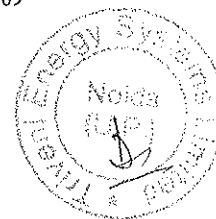
For and on behalf of the Board of Directors of Triveni Energy Systems Limited


Suresh Taneja
Director
DIN: 00028332


Atul Agarwal
Director
DIN: 06875769

Place : Noida (U.P.)

Date : 13/05/2019



TRIVENI ENERGY SYSTEMS LIMITED

Statement of Changes in Equity for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

A. Equity share capital

Equity shares of ₹ 1 each issued, subscribed and fully paid up

As at 31 March 2017	20500.00
Equity shares issued during the year	18000.00
As at 31 March 2018	38500.00
Changes during the year	0.00
As at 31 March 2019	38500.00

B. Other equity

	Reserves and surplus	Total other equity
	Retained earnings	
Balance as at 31 March 2017	(841.95)	(841.95)
Loss for the year	(123.47)	(123.47)
Other comprehensive income, net of income tax	-	-
Total comprehensive income for the year	(123.47)	(123.47)
Balance as at 31 March 2018	(965.42)	(965.42)
Loss for the year	(88.01)	(88.01)
Other comprehensive income, net of income tax	-	-
Total comprehensive income for the year	(88.01)	(88.01)
Balance as at 31 March 2019	(1053.43)	(1053.43)

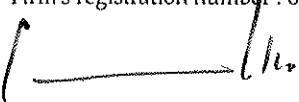
The accompanying notes 1 to 22 form an integral part of these financial statements

As per our report of even date attached

For J.C.Bhalla & Company

Chartered Accountants


Firm's registration number : 001111N


Sudhir Mallick

Partner

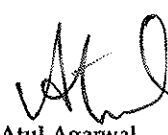
Membership No. 80051

For and on behalf of the Board of Directors of Triveni Energy Systems Limited


Suresh Taneja

Director

DIN: 00028332


Atul Agarwal

Director

DIN: 06875769

Place : Noida (U.P.)

Date : 13/05/2019



TRIVENI ENERGY SYSTEMS LIMITED

Statement of Cash Flows for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

	31-Mar-19	31-Mar-18
Cash flows from operating activities		
Loss before tax	(80.65)	(123.47)
Adjustments for		
Interest income	(28.30)	(1.53)
Finance costs	-	35.04
Working capital adjustments :		
Change in trade payables	(2.38)	2.68
Change in other liabilities	(1.29)	1.29
Cash used in operations	(112.62)	(85.99)
Income tax paid	(2.83)	-
Net cash outflow from operating activities	(115.45)	(85.99)
Cash flows from investing activities		
Purchase of investment property	-	(16914.82)
Decrease/(increase) in deposits with banks	(400.00)	54.23
Interest received	5.91	4.18
Net cash outflow from investing activities	(394.09)	(16856.41)
Cash flows from financing activities		
Proceeds from issue of equity share capital	-	18000.00
Repayment of borrowings	-	(450.00)
Interest paid	-	(89.04)
Net cash inflow from financing activities	-	17,460.96
Net increase/(decrease) in cash and cash equivalents	(509.54)	518.56
Cash and cash equivalents at the beginning of the year (refer note 5)	618.84	100.28
Cash and cash equivalents at the end of the year (refer note 5)	109.30	618.84

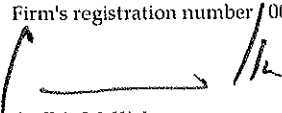
Reconciliation of liabilities arising from financing activities:

	Borrowings	Interest payable
Balance as at 31 March 2017	450.00	54.00
Cash flows	(450.00)	(89.04)
Finance costs accruals	-	35.04
Balance as at 31 March 2018	-	-
Cash flows	-	-
Finance costs accruals	-	-
Balance as at 31 March 2019	-	-

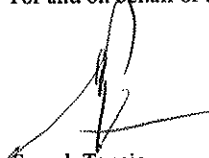
The accompanying notes 1 to 22 form an integral part of these financial statements

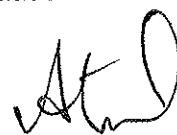
As per our report of even date attached

For J.C.Bhalla & Company
Chartered Accountants
Firm's registration number /001111N

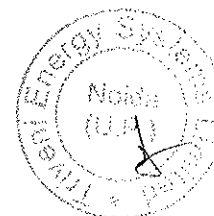
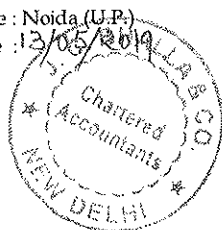

Sudhir Mallick
Partner
Membership No. 80051

For and on behalf of the Board of Directors of Triveni Energy Systems Limited


Suresh Taneja
Director
DIN: 00028332


Atul Agarwal
Director
DIN: 06875769

Place : Noida (U.P.)
Date : 12/05/2019



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year ended March 31, 2019

Corporate information

Triveni Energy Systems Limited ("the Company") is a company limited by shares, incorporated and domiciled in India. The Holding Company, Triveni Engineering & Industries Limited owns 100% of equity share capital of the Company. The registered office of the Company is located at 8th floor, Express Trade Towers, 15-16, Sector 16A, Noida, Uttar Pradesh- 201301.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation and presentation

(i) Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Historical cost convention

The financial statements have been prepared on an accrual basis under historical cost convention. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

(iii) Classification of assets and liabilities into current/non-current

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Act. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

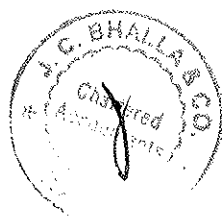
(b) Revenue recognition

The Company's revenue is from interest income. Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

(c) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year ended March 31, 2019

(d) Impairment of non-financial assets

Non-financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, so however that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

(e) Income tax

The Income tax liability is provided in accordance with the provisions of the Income-tax Act, 1961. Deferred tax assets and liabilities are recognised for all temporary differences arising between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Income tax and deferred tax are measured on the basis of the tax rates and tax laws enacted or substantively enacted by the end of the reporting period and are recognised in profit or loss except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

(f) Investment property

Property that is held for long-term rental yields or for capital appreciation or both, is classified as investment property. Investment property is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's 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. All other repairs and maintenance costs are expensed when incurred.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

Investment properties are depreciated using the straight-line method over their estimated useful lives as stated in Schedule II along with residual values of 5%.



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year ended March 31, 2019

(g) Provisions, contingent liabilities and contingent assets

- (i) Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When the effect of the time value of money is material, provision is measured at the present value of cash flows estimated to settle the present obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.
- (ii) A contingent liability is not recognised in the standalone financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a provision is recognised in the standalone financial statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).
- (iii) A contingent asset is not recognised in the standalone financial statements, however, is disclosed, where an inflow of economic benefits is probable. When the realisation of income is virtually certain, then the asset is no longer a contingent asset, and is recognised as an asset.
- (iv) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

(h) Financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

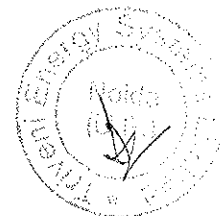
(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year ended March 31, 2019

cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is recognised using the effective interest rate method.

- **Fair value through other comprehensive income (FVTOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVTOCI.
- **Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss.

(iii) Impairment of financial assets

In accordance with Ind AS 109 *Financial Instruments*, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss associated with its financial assets carried at amortised cost and FVTOCI debt instruments.

(iv) Derecognition of financial assets

A financial asset is derecognised only when

- the Company has transferred the rights to receive cash flows from the financial asset; or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

(i) Financial liabilities and equity instruments

(i) Classification

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Financial liabilities

The Company classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL, other financial liabilities are measured at amortised cost at the end of subsequent accounting periods.

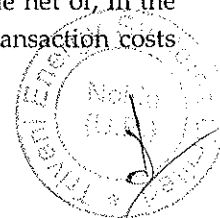
(ii) Measurement

Equity instruments

Equity instruments issued by the Company are recognised at the proceeds received. Transaction cost of equity transactions shall be accounted for as a deduction from equity.

Financial liabilities

At initial recognition, the Company measures a financial liability at its fair value net of, in the case of a financial liability not measured at fair value through profit or loss, transaction costs



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year ended March 31, 2019

that are directly attributable to the issue of the financial liability. Transaction costs of financial liability carried at fair value through profit or loss are expensed in profit or loss.

Subsequent measurement of financial liabilities depends on the classification of financial liabilities. There are two measurement categories into which the Company classifies its financial liabilities:

- **Fair value through profit or loss (FVTPL):** Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL. Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss.
- **Amortised cost:** Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

(iii) Derecognition

Equity instruments

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

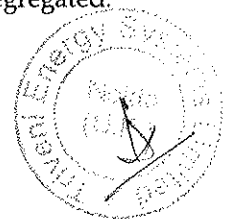
The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

(j) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(k) Cash flow statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year ended March 31, 2019

(l) Cash and cash equivalents

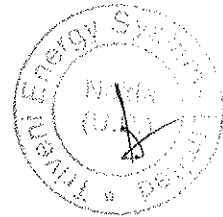
Cash and cash equivalents in the standalone balance sheet comprise of cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of change in value.

For the purpose of cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above.

(m) Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and financing costs associated with dilutive potential equity shares and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 2: Investment property

	31-Mar-19	31-Mar-18
Gross carrying amount		
Opening gross carrying amount	36928.08	36928.08
Additions	-	-
Deletions	-	-
Closing gross carrying amount	36928.08	36928.08
Accumulated depreciation and impairment		
Opening accumulated depreciation and impairment	-	-
Depreciation charge/impairment losses	-	-
Closing accumulated depreciation and impairment	-	-
Net carrying amount	36928.08	36928.08

(i) Description about Investment property

The Company's investment property consist of parcel of land at Dibai, District Bulandshahar (Uttar Pradesh), India.

(ii) Amount recognised in statement of profit and loss

There is no amount related to investment property which is recognised in statement of profit and loss (31 March 2018: ₹ Nil)

(iii) Restrictions on realisability and contractual obligations

The Company has no restrictions on the realisability of its investment property and no contractual obligations to either purchase, construct or develop investment property or for repairs, maintenance and enhancements.

(iv) Fair value

The investment property owned by the Company is situated in the vicinity of sugarcane growings areas. The property was purchased in the year 2015-16 at the circle rate from the Holding Company. In view of slowdown in real estate and industrial activities, the fair value cannot be determined realistically in the absence of transactions of similar properties (including size) in the vicinity of the subject property.

Note 3: Other financial assets

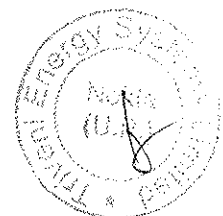
	31-Mar-19		31-Mar-18	
	Current	Non- current	Current	Non- current
At amortised cost				
Interest accrued on bank deposits	22.38	-	-	-
Other balances:				
- Fixed deposits (original maturity more than one year)	-	400.00	-	-
Total other financial assets	22.38	400.00	-	-

Note 4: Income tax balances

	31-Mar-19		31-Mar-18	
	Current	Non- current	Current	Non- current
Income tax assets				
Tax refund receivable (net)	-	5.96	-	3.13
	-	5.96	-	3.13
Income tax liabilities				
Provision for income tax (net)	7.35	-	-	-
	7.35	-	-	-

Note 5: Cash and cash equivalents

	31-Mar-19	31-Mar-18
At amortised cost		
Balances with banks		
- in current accounts	109.29	618.83
Cash on hand	0.01	0.01
Total cash and cash equivalents	109.30	618.84



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 6: Equity share capital

	31-Mar-19		31-Mar-18	
	Number of shares	Amount	Number of shares	Amount
AUTHORISED				
Equity shares of ₹ 1 each	5,00,00,000	50000.00	5,00,00,000	50000.00
ISSUED, SUBSCRIBED AND FULLY PAID UP				
Equity shares of ₹ 1 each	3,85,00,000	38500.00	3,85,00,000	38500.00

(i) Movements in equity share capital

	Number of shares	Amount
As at 31 March 2017	2,05,00,000	20500.00
Equity shares issued during the year	1,80,00,000	18000.00
As at 31 March 2018	3,85,00,000	38500.00
Movement during the year	-	-
As at 31 March 2019	3,85,00,000	38500.00

(ii) Terms and rights attached to equity shares

The Company has only one class of equity shares with a par value of ₹ 1/- per share. The holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of shares held by the holding company, its subsidiaries and associates

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	3,85,00,000	100%	3,85,00,000	100%

(iv) Details of shareholders holding more than 5% shares in the Company

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	3,85,00,000	100%	3,85,00,000	100%

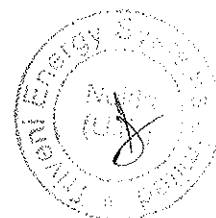
Note 7: Other equity

	31-Mar-19	31-Mar-18
Retained earnings	(1053.43)	(965.42)
Total other equity	(1053.43)	(965.42)

(i) Retained earnings

	31-Mar-19	31-Mar-18
Opening balance	(965.42)	(841.95)
Loss for the year	(88.01)	(123.47)
Closing balance	(1053.43)	(965.42)

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Companies Act, 2013.



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 8: Trade payables

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Trade payables (at amortised cost)				
- Total outstanding dues of micro enterprises and small enterprises (refer note 20)	-	-	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	11.80	-	14.18	-
Total trade payables	11.80	-	14.18	-

Note 9: Other liabilities

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Statutory remittances	-	-	1.29	-
Total other liabilities	-	-	1.29	-

Note 10: Other income

	31-Mar-19	31-Mar-18
Interest income from bank deposits (at amortised cost)	28.30	1.53
Total other income	28.30	1.53

Note 11: Finance costs

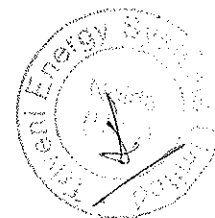
	31-Mar-19	31-Mar-18
Interest on loan	-	35.01
Other interest expense	-	0.03
Total finance costs	-	35.04

Note 12: Other expenses

	31-Mar-19	31-Mar-18
Service charges	70.80	70.35
Legal and professional expenses	20.06	5.61
Payment to Auditors (see (i) below)	12.24	11.80
Rates and taxes	3.34	1.24
Miscellaneous expenses	2.51	0.96
Total other expenses	108.95	89.96

(i) Payment to Auditors

	31-Mar-19	31-Mar-18
Statutory audit fee	11.80	11.80
Reimbursement of expenses	0.44	-
Total payment to auditors	12.24	11.80



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 13: Income tax expense

Income tax recognised in profit or loss

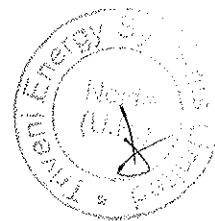
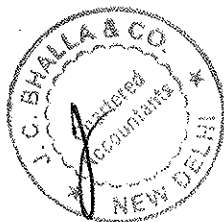
	31-Mar-19	31-Mar-18
Current tax	7.36	-
Deferred tax	-	-
Total income tax expense recognised in profit or loss	7.36	-

Reconciliation of income tax expense and the accounting profit multiplied by Company's tax rate:

	31-Mar-19	31-Mar-18
Loss before tax	(80.65)	(123.47)
Income tax calculated at 26.00% (2017-18: 25.75%)	(20.97)	(31.79)
Effect of expenses that is non-deductible in determining taxable profit	28.33	31.79
Total income tax expense recognised in profit or loss	7.36	-

Note 14: Earnings/(loss) per share

	31-Mar-19	31-Mar-18
Loss for the year attributable to owners of the Company [A]	(88.01)	(123.47)
Weighted average number of equity shares for the purposes of basic EPS/ diluted EPS [B]	3,85,00,000	2,09,93,151
Basic earnings/(loss) per equity share (face value of ₹ 1 per share) [A/B]	(0.00)	(0.01)
Diluted earnings/(loss) per equity share (face value of ₹ 1 per share) [A/B]	(0.00)	(0.01)



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 15: Related party transactions

(i) Related parties where control exists

(a) Triveni Engineering & Industries Limited (TEIL), Holding Company

(ii) Related parties with whom transactions have taken place :

(a) Holding Company

Triveni Engineering & Industries Limited (TEIL)

(b) Fellow Subsidiary

Triveni Entertainment Limited (TENL)

(iii) Details of transactions between the Company and related parties and outstanding balances:

	Financial year	Holding Company	Fellow Subsidiary	Total
		TEIL	TENL	
Nature of transactions with Related Parties				
Service charges expense	31-Mar-19	70.80	-	70.80
	31-Mar-18	70.35	-	70.35
Interest expense	31-Mar-19	-	-	-
	31-Mar-18	-	35.01	35.01
Issue of equity share capital	31-Mar-19	-	-	-
	31-Mar-18	18,000.00	-	18,000.00
Repayments of capital creditors (for purchase of investment property)	31-Mar-19	-	-	-
	31-Mar-18	16,914.82	-	16,914.82
Repayment of borrowings (Principal)	31-Mar-19	-	-	-
	31-Mar-18	-	450.00	450.00
Outstanding balances				
Receivables/ Payables	31-Mar-19	-	-	-
	31-Mar-18	-	-	-

(iv) Terms & conditions:

The transactions with related parties, including service charges/ interest expense, are made on terms which are at arm's length after taking into consideration market considerations, external benchmarks and adjustment thereof. The outstanding balances at the year-end are ₹ Nil.



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 16: Capital management

For the purpose of capital management, capital includes total equity of the Company. The primary objective of the capital management is to maximize shareholder value. The Company does not have significant borrowings.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions. The Company may resort to further issue of capital to fund expansion of business. The Company monitors capital structure through gearing ratio which at the end of reporting period was as follows:

	31-Mar-19	31-Mar-18
Trade payables (note 8)	11.80	14.18
Total debt	11.80	14.18
Less: Cash and cash equivalents (note 5)	(109.30)	(618.84)
Net debt (A)	-	-
Total equity (note 6 & note 7)	37,446.57	37,534.58
Total equity and net debt (B)	37,446.57	37,534.58
Gearing ratio (A/B)	0.00%	0.00%

No changes were made in the objectives, policies or process for managing capital during the years ended 31 March 2019 and 31 March 2018.

The Company is not subject to any externally imposed capital requirements.

Note 17: Financial risk management

The Company's financial liabilities comprise of trade payables. The Company's financial assets are presently nominal and comprise of cash and bank balances. The Company's activities does not expose it to market risk and credit risk. The Company manages its liquidity through internal accruals and capital infusion from the Holding Company.

In view of nascent stage of business, the liquidity ratios are not relevant. The operations of the Company during early stages of business will be supported by the Holding Company through loans or through equity infusion, as appropriate. All financial liabilities shall mature within one year from the reporting date.



TRIVENI ENERGY SYSTEMS LIMITED

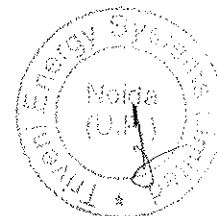
Notes to the financial statements for the year March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 18: Fair value measurements

(i) Financial instruments by category

	31-Mar-19		31-Mar-18	
	FVTPL/ FVTOCI	Amortised cost	FVTPL/ FVTOCI	Amortised cost
Financial assets				
Cash and bank balances	-	509.30	-	618.84
Other financial assets	-	22.38	-	-
Total financial assets	-	531.68	-	618.84
Financial liabilities				
Trade payables	-	11.80	-	14.18
Total financial liabilities	-	11.80	-	14.18

(ii) The management considers that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values due to their short-term nature.



TRIVENI ENERGY SYSTEMS LIMITED

Notes to the financial statements for the year March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 19: Commitments, contingent liabilities and contingent assets

Based on management analysis, there are no material commitments, contingent liabilities and contingent assets as at 31 March 2019 (31 March 2018: ₹ Nil).

Note 20: Disclosures of Micro enterprises and Small enterprises

Based on the intimation received by the Company from its suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the relevant information is provided here below:

	31-Mar-19	31-Mar-18
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year; as at the end of the year		
(i) Principal amount	-	-
(ii) Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

Note 21: Standards issued but not yet effective

The standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards when they become effective.

Ind AS 116 Leases was notified by Ministry of Corporate Affairs (MCA) on 30 March 2019 and it replaced Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees - leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

The Company will adopt the aforesaid standard effective from April 1, 2019. As at the date of issuance of the Company's financial statements, the Company is in the process of evaluating the requirements of the aforesaid standard and the impact on its financial statements in the period of initial application.

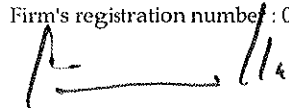
Note 22: Approval of financial statements

The financial statements were approved for issue by the Board of Directors of the Company on 13 May 2019 subject to approval of shareholders.

As per our report of even date attached

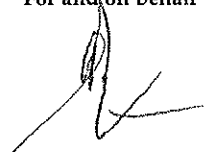
For J.C.Bhalla & Company
Chartered Accountants

Firm's registration number: 001111N



Sudhir Mallick
Partner
Membership No. 80051

For and on behalf of the Board of Directors of Triveni Energy Systems Limited



Suresh Taneja
Director
DIN: 00028332



Atul Agarwal
Director
DIN: 06875769

Place: Noida (U.P.)

Date: 13/05/2019





INDEPENDENT AUDITOR'S REPORT

To
THE MEMBERS OF TRIVENI ENTERTAINMENT LIMITED
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Triveni Entertainment Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the 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 financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing 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 Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence 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 ICAI's 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 financial statements.

Information other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other Information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Responsibilities of Management and those charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

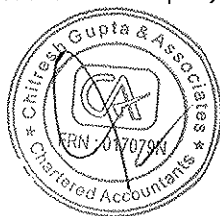
The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the 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.


Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, 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. 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 Other Comprehensive income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - (g) With respect to the matter to be included in the Auditor's Report under section 197(16) of the Act, in our opinion and according to the information and explanation given to us, the Company has not paid/provided any managerial remuneration during the year. Accordingly the provisions of Section 197(16) of the Act are not applicable for the year.
 - (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, 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 as at March 31, 2019 on its financial position in its financial statements - refer note 21 to the 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Chitresh Gupta & Associates
Chartered Accountants
Firm Registration Number: 017079N


CA Chitresh Gupta

Partner

M. No. 098247

Place: Noida

Date: 13.05.2019

Annexure A to Independent Auditor's Report

Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Triveni Entertainment Limited on the financial statements as of and for the year ended March 31, 2019

1. The Company does not have any fixed assets and hence reporting under clause 3(i) of the Order is not applicable to the Company.
2. The Company does not have any inventory and hence reporting under clause 3(ii) of the Order is not applicable to the Company.
3. According to the information and explanations given to us, the Company has granted loan to a company covered in the register maintained under Section 189 of the Act, in respect of which:
 - (a) The terms and condition of the grant of such loan are, in our opinion, prima facie, not prejudicial to the Company's interest.
 - (b) The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest have been regular as per stipulations.
 - (c) There is no overdue amount remaining outstanding as at year-end.
4. The Company has not made any investment nor provided any guarantee or security. In respect of loans granted provisions of Sections 185 and 186 of the Act, where applicable, have been complied with.
5. According to the information and explanations given to us, the Company has not accepted any deposits and hence reporting under clause 3(v) of the Order is not applicable to the Company.
6. The Company is not required to maintain any cost records under sub-section (1) of section 148 of the Act.
7. (a) The Company is regular in depositing undisputed statutory dues including Income Tax with the appropriate authority. According to the information and explanations given to us, the Company's operation did not give rise to any dues on account of Provident Fund, Employees' State Insurance, Sales Tax, Service Tax, Duty of Customs, Excise Duty, Value added tax, Goods and Services Tax, Cess and other material statutory dues. There are no undisputed amounts outstanding and payable as at March 31, 2019 for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, there are no dues of Income-Tax, Sales Tax, Service Tax, Duty of Customs, Excise Duty, Value added tax and Goods and Services Tax as at March 31, 2019 on account of any dispute except as under:

Name of Statute	Nature of Dues	Assessment Year	Amount in Rs.	Forum where Dispute is pending
Income Tax Act, 1961	Income Tax	1993-94	2,83,065	Assessing Officer
Income Tax Act, 1961	Income Tax	1999-00	5,331	Assessing Officer
Income Tax Act, 1961	Income Tax	2001-02	46,203	Assessing Officer
Income Tax Act, 1961	Income Tax	2001-02	1,13,508	Assessing Officer

8. The Company has not taken any loan or borrowing from Financial Institutions, Banks and Government and has not issued any debenture. Accordingly, reporting under clause 3(viii) of the Order is not applicable to the Company.
9. The Company has not raises any money by way of initial public offer or further public offer (including debt instruments) or term loans during the year. Accordingly, reporting under clause 3 (ix) of the Order is not applicable to the Company.



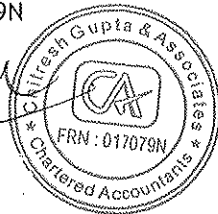
10. During the course of our examination of the books and records of the Company carried out in accordance with generally accepted auditing practice in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have been informed of such case by the management.
11. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid/provided for managerial remuneration during the year. Accordingly, reporting under clause 3(xi) of the Order is not applicable to the Company.
12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. According to the information and explanations give to us and based on 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.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Chitresh Gupta & Associates**

Chartered Accountants

Firm Registration Number: 017079N

Chitresh Gupta



CA Chitresh Gupta

Partner

M. No. 098247

Place: Noida

Date: 13.05.2019

(i) of Sub-section 3 of Section 143 of the paragraph 2(f) of Report on Other Legal and

ial reporting of Triveni Entertainment Limited h our audit of the financial statements of the

and maintaining internal financial controls based lished by the Company considering the essential te on Audit of Internal Financial Controls over ountants of India. These responsibilities include internal financial controls that were operating its business, including adherence to company's detection of frauds and errors, the accuracy and reparation of reliable financial information, as

internal financial controls over financial reporting ith the Guidance Note on Audit of Internal Financial d the Standards on Auditing, issued by The Institute rided under section 143(10) of the Companies Act, ial controls, both applicable to an audit of Internal red Accountants of India. Those Standards and the ements and plan and perform the audit to obtain financial controls over financial reporting was ctively in all material respects.

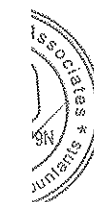
idence about the adequacy of the internal financial ng effectiveness. Our audit of internal financial standing of internal financial controls over financial and testing and evaluating the design and operating The procedures selected depend on the auditor's misstatement of the financial statements, whether

fficient and appropriate to provide a basis for our tem over financial reporting.

ting

ting is a process designed to provide reasonable the preparation of financial statements for external rinciples.

ng includes those policies and procedures that (1) etail, accurately and fairly reflect the transactions easonable assurance that transactions are recorded in accordance with generally accepted accounting mpany are being made only in accordance with y; and (3) provide reasonable assurance regarding se, or disposition of the company's assets that could



TRIVENI ENTERTAINMENT LIMITED

Balance Sheet as at March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

	Note No.	31-Mar-19	31-Mar-18
ASSETS			
Non-current assets			
Investment property	2	38336.70	38336.70
Income tax assets (net)	3	113.86	97.57
Total non-current assets		38450.56	38434.27
Current assets			
Financial assets			
i. Cash and cash equivalents	4(a)	331.57	976.40
ii. Bank balances other than cash and cash equivalents	4(b)	300.00	-
iii. Loans	5	400.00	300.00
iv. Other financial assets	6	60.52	35.08
Total current assets		1092.09	1311.48
Total assets		39542.65	39745.75
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	7	41700.00	41700.00
Other equity	8	(2174.49)	(1969.50)
Total equity		39525.51	39730.50
LIABILITIES			
Current liabilities			
Financial liabilities			
i. Trade payables	9	-	-
(a) total outstanding dues of micro enterprises and small enterprises		17.14	14.75
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		-	0.50
Other current liabilities	10	-	-
Total current liabilities		17.14	15.25
Total liabilities		17.14	15.25
Total equity and liabilities		39542.65	39745.75

The accompanying notes 1 to 24 form an integral part of these financial statements

As per our report of even date attached

For Chitresh Gupta & Associates
Chartered Accountants
Firm's registration number : 017079N

Chitresh
Chitresh Gupta
Partner

Membership No. 98247

Place : Noida (U.P.)

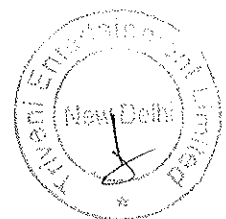
Date : 13-05-2019



For and on behalf of the Board of Directors of Triveni Entertainment Limited

Suresh Taneja
Suresh Taneja
Director
DIN: 00028332

Debajit Bagchi
Debajit Bagchi
Director
DIN : 02561320



TRIVENI ENTERTAINMENT LIMITED

Statement of Profit and Loss for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

	Note No.	31-Mar-19	31-Mar-18
Other income	11	59.24	437.96
Total income		59.24	437.96
Expenses			
Finance costs	12	1.14	-
Other expenses	13	263.09	261.43
Total expenses		264.23	261.43
Profit/(loss) before tax		(204.99)	176.53
Tax expense:			
- Current tax	14	-	64.63
- Deferred tax	14	-	-
Total tax expense		-	64.63
Profit/(loss) for the year		(204.99)	111.90
Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss		-	-
A (ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that may be reclassified to profit or loss		-	-
B (ii) Income tax relating to items that may be reclassified to profit or loss		-	-
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		(204.99)	111.90
Earnings per equity share of ₹ 10 each			
Basic	15	(0.05)	0.04
Diluted	15	(0.05)	0.04

The accompanying notes 1 to 24 form an integral part of these financial statements

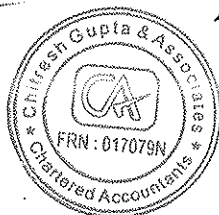
As per our report of even date attached

For Chitresh Gupta & Associates
Chartered Accountants
Firm's registration number : 017079N




Chitresh Gupta
Partner
Membership No. 98247

Place : Noida (U.P.)
Date : 13-05-2019



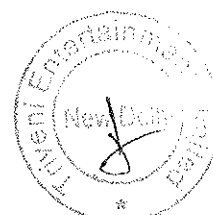
For and on behalf of the Board of Directors of Triveni Entertainment Limited



Suresh Taneja
Director
DIN: 00028332



Debajit Bagchi
Director
DIN : 02561320



TRIVENI ENTERTAINMENT LIMITED

Statement of Changes in Equity for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

A. Equity share capital

Equity shares of ₹ 10 each issued, subscribed and fully paid up

As at 31 March 2017	28700.00
Equity shares issued during the year	13000.00
As at 31 March 2018	41700.00
Changes during the year	-
As at 31 March 2019	41700.00

B. Other equity

	Reserves and surplus	Total other equity
	Retained earnings	
Balance as at 31 March 2017	(2081.40)	(2081.40)
Profit for the year	111.90	111.90
Other comprehensive income, net of income tax	-	-
Total comprehensive income for the year	111.90	111.90
Balance as at 31 March 2018	(1969.51)	(1969.51)
Loss for the year	(204.99)	(204.99)
Other comprehensive income, net of income tax	-	-
Total comprehensive income for the year	(204.99)	(204.99)
Balance as at 31 March 2019	(2174.49)	(2174.49)

The accompanying notes 1 to 24 form an integral part of these financial statements

As per our report of even date attached

For Chitresh Gupta & Associates
Chartered Accountants
Firm's registration number : 017079N

Chitresh Gupta

Chitresh Gupta
Partner
Membership No. 98247

Place : Noida (U.P.)
Date : 13-05-2019



For and on behalf of the Board of Directors of Triveni Entertainment Limited

Suresh Taneja

Suresh Taneja
Director
DIN: 00028332

Debajit Bagchi

Debajit Bagchi
Director
DIN : 02561320



TRIVENI ENTERTAINMENT LIMITED

Statement of Cash Flows for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

	31-Mar-19	31-Mar-18
Cash flows from operating activities		
Profit/(loss) before tax	(204.99)	176.53
Adjustments for		
Interest income	(59.24)	(437.96)
Finance costs	1.14	-
Working capital adjustments :		
Change in trade payables	2.38	0.38
Change in other liabilities	(0.50)	0.50
Cash used in operations	(261.21)	(260.55)
Income tax paid	(16.28)	(93.16)
Net cash outflow from operating activities	(277.49)	(353.71)
Cash flows from investing activities		
Purchase of investment property	-	(18323.44)
Repayment of loans given	-	1,350.00
Loans given	(100.00)	(100.00)
Decrease/(increase) in deposits with banks	(300.00)	4323.81
Interest received	33.80	961.17
Net cash outflow from investing activities	(366.20)	(11788.46)
Cash flows from financing activities		
Proceeds from issue of equity share capital	-	13000.00
Interest paid	(1.14)	-
Net cash inflow/ (outflow) from financing activities	(1.14)	13000.00
Net increase/(decrease) in cash and cash equivalents	(644.83)	857.83
Cash and cash equivalents at the beginning of the year (refer note 4 (a))	976.40	118.57
Cash and cash equivalents at the end of the year (refer note 4 (a))	331.57	976.40


Reconciliation of liabilities arising from financing activities:

	Interest payable
Balance as at 31 March 2017	-
Cash flows	-
Finance costs accruals	-
Balance as at 31 March 2018	-
Cash flows	(1.14)
Finance costs accruals	1.14
Balance as at 31 March 2019	-

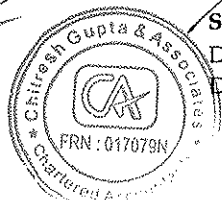
The accompanying notes 1 to 24 form an integral part of these financial statements

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For Chitresh Gupta & Associates
Chartered Accountants
Firm's registration number : 017079N



Chitresh Gupta
Partner
Membership No. 98247

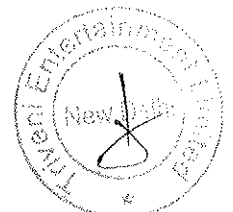
Place : Noida (U.P.)
Date : 13-05-2019



For and on behalf of the Board of Directors of Triveni Entertainment Limited


Suresh Taneja
Director
DIN: 00028332


Debajit Bagchi
Director
DIN : 02561320



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019

Corporate information

Triveni Entertainment Limited ("the Company") is a company limited by shares, incorporated and domiciled in India. The Holding Company, Triveni Engineering & Industries Limited owns 100% of equity share capital of the Company. The registered office of the Company is located at House no. 100, Street no. 2, Uttranchal enclave, Kamalpur, Burari, Delhi- 110084.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation and presentation

(i) Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Historical cost convention

The financial statements have been prepared on an accrual basis under historical cost convention. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

(iii) Classification of assets and liabilities into current/non-current

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Act. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

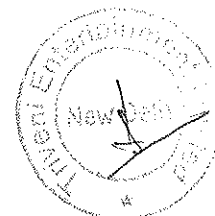
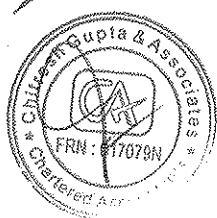
(b) Revenue recognition

The Company's revenue is from interest income. Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

(c) Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases in which case lease expenses are charged to profit or loss on the basis of actual payments to the lessors.



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019

(d) Impairment of non-financial assets

Non-financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, so however that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

(e) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Borrowing costs are not capitalised during extended periods in which active development of qualifying assets is suspended. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

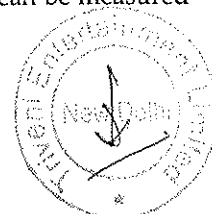
(f) Income tax

The Income tax liability is provided in accordance with the provisions of the Income-tax Act, 1961. Deferred tax assets and liabilities are recognised for all temporary differences arising between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Income tax and deferred tax are measured on the basis of the tax rates and tax laws enacted or substantively enacted by the end of the reporting period and are recognised in profit or loss except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

(g) Investment property

Property that is held for long-term rental yields or for capital appreciation or both, is classified as investment property. Investment property is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's 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. All other repairs and maintenance costs are expensed when incurred.



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

Investment properties are depreciated using the straight-line method over their estimated useful lives as stated in Schedule II along with residual values of 5%.

(h) Provisions, contingent liabilities and contingent assets

- (i) Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When the effect of the time value of money is material, provision is measured at the present value of cash flows estimated to settle the present obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.
- (ii) A contingent liability is not recognised in the standalone financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a provision is recognised in the standalone financial statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).
- (iii) A contingent asset is not recognised in the standalone financial statements, however, is disclosed, where an inflow of economic benefits is probable. When the realisation of income is virtually certain, then the asset is no longer a contingent asset, and is recognised as an asset.
- (iv) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

(i) Financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is recognised using the effective interest rate method.
- **Fair value through other comprehensive income (FVTOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVTOCI.
- **Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss.

(iii) Impairment of financial assets

In accordance with Ind AS 109 *Financial Instruments*, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss associated with its financial assets carried at amortised cost and FVTOCI debt instruments.

(iv) Derecognition of financial assets

A financial asset is derecognised only when

- the Company has transferred the rights to receive cash flows from the financial asset; or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

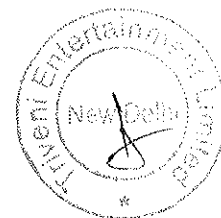
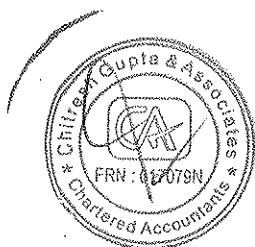
(j) Financial liabilities and equity instruments

(i) Classification

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019

Financial liabilities

The Company classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL, other financial liabilities are measured at amortised cost at the end of subsequent accounting periods.

(ii) Measurement

Equity instruments

Equity instruments issued by the Company are recognised at the proceeds received. Transaction cost of equity transactions shall be accounted for as a deduction from equity.

Financial liabilities

At initial recognition, the Company measures a financial liability at its fair value net of, in the case of a financial liability not measured at fair value through profit or loss, transaction costs that are directly attributable to the issue of the financial liability. Transaction costs of financial liability carried at fair value through profit or loss are expensed in profit or loss.

Subsequent measurement of financial liabilities depends on the classification of financial liabilities. There are two measurement categories into which the Company classifies its financial liabilities:

- **Fair value through profit or loss (FVTPL):** Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL. Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss.
- **Amortised cost:** Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

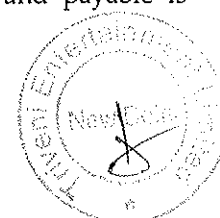
(iii) Derecognition

Equity instruments

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019

(k) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(l) Cash flow statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(m) Cash and cash equivalents

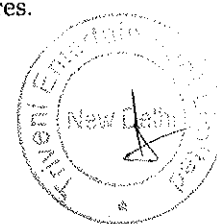
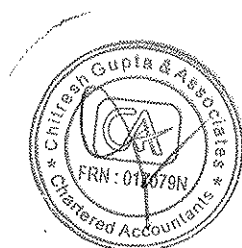
Cash and cash equivalents in the standalone balance sheet comprise of cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of change in value.

For the purpose of cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above.

(n) Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and financing costs associated with dilutive potential equity shares and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 2: Investment property

	31-Mar-19	31-Mar-18
Gross carrying amount		
Opening gross carrying amount	38336.70	38336.70
Additions	-	-
Deletions	-	-
Closing gross carrying amount	38336.70	38336.70
Accumulated depreciation and impairment		
Opening accumulated depreciation and impairment	-	-
Depreciation charge/impairment losses	-	-
Closing accumulated depreciation and impairment	-	-
Net carrying amount	38336.70	38336.70

(i) Description about investment property

The Company's investment property consist of parcel of land at Dibai, District Bulandshahar (Uttar Pradesh), India.

(ii) Amount recognised in statement of profit and loss

There is no amount related to investment property which is recognised in statement of profit and loss (31 March 2018: ₹ Nil)

(iii) Restrictions on realisability and contractual obligations

The Company has no restrictions on the realisability of its investment property and no contractual obligations to either purchase, construct or develop investment property or for repairs, maintenance and enhancements.

(iv) Fair value

The investment property owned by the Company is situated in the vicinity of sugarcane growings areas. The property was purchased in the year 2015-16 at the circle rate from the Holding Company. In view of slowdown in real estate and industrial activities, the fair value cannot be determined realistically in the absence of transactions of similar properties (including size) in the vicinity of the subject property.

Note 3: Income tax balances

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Income tax assets				
Tax refund receivable (net)	-	113.86	-	97.57
	-	113.86	-	97.57
Income tax liabilities				
Provision for income tax (net)	-	-	-	-
	-	-	-	-

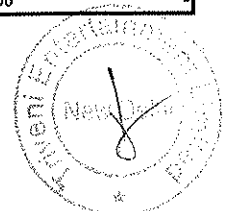
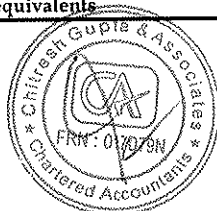
Note 4: Cash and bank balances

(a) Cash and cash equivalents

	31-Mar-19	31-Mar-18
At amortised cost		
Balances with banks		
- in current accounts	331.53	976.36
Cash on hand	0.04	0.04
Total cash and cash equivalents	331.57	976.40

(b) Bank balances other than cash and cash equivalents

	31-Mar-19	31-Mar-18
At amortised cost		
Balances with banks		
- in fixed deposits (original maturity exceeding three months but upto one year)	300.00	-
Total bank balances other than cash and cash equivalents	300.00	-



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 5: Loans

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
At amortised cost				
Loan to related parties (refer note 16)				
- Loans receivables considered good - Unsecured	400.00	-	300.00	-
Total loans	400.00	-	300.00	-

Note 6: Other financial assets

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
At amortised cost				
Accrued interest	60.52	-	35.08	-
Total other financial assets	60.52	-	35.08	-

Note 7: Equity share capital

	31-Mar-19		31-Mar-18	
	Number of shares	Amount	Number of shares	Amount
AUTHORISED				
Equity shares of ₹ 10/- each	43,05,000	43050.00	43,05,000	43050.00
ISSUED, SUBSCRIBED AND FULLY PAID UP				
Equity shares of ₹ 10/- each	41,70,000	41700.00	41,70,000	41700.00

(i) Movements in equity share capital

	Number of shares	Amount
As at 31 March 2017	28,70,000	28700.00
Equity shares issued during the year	13,00,000	13000.00
As at 31 March 2018	41,70,000	41700.00
Movement during the year	-	-
As at 31 March 2019	41,70,000	41700.00

(ii) Terms and rights attached to equity shares

The Company has only one class of equity shares with a par value of ₹ 10/- per share. The holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

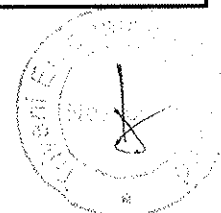
In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of shares held by the holding company, its subsidiaries and associates

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	41,70,000	100%	41,70,000	100%

(iv) Details of shareholders holding more than 5% shares in the Company

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	41,70,000	100%	41,70,000	100%



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 8: Other equity

	31-Mar-19	31-Mar-18
Retained earnings	(2174.49)	(1969.50)
Total other equity	(2174.49)	(1969.50)

(i) Retained earnings

	31-Mar-19	31-Mar-18
Opening balance	(1969.50)	(2081.40)
Profit/(loss) for the year	(204.99)	111.90
Closing balance	(2174.49)	(1969.50)

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Companies Act, 2013.

Note 9: Trade payables

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Trade payables (at amortised cost)				
- Total outstanding dues of micro enterprises and small enterprises (refer note 22)	-	-	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	17.14	-	14.75	-
Total trade payables	17.14	-	14.75	-

Note 10: Other liabilities

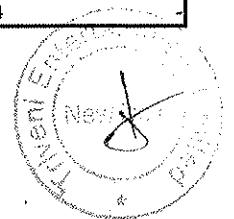
	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Statutory remittances	-	-	0.50	-
Total other liabilities	-	-	0.50	-

Note 11: Other income

	31-Mar-19	31-Mar-18
Interest income from bank deposits (at amortised cost)	31.56	313.75
Interest income from loans (at amortised cost)	27.68	124.21
Total other income	59.24	437.96

Note 12: Finance costs

	31-Mar-19	31-Mar-18
Interest on TDS	1.14	-
Total finance costs	1.14	-



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 13: Other expenses

	31-Mar-19	31-Mar-18
Rent	138.60	132.00
Service charges	70.80	70.35
Legal and professional expenses	30.68	10.65
Payment to Auditors (see (i) below)	14.75	15.12
Rates and taxes	4.54	29.89
Miscellaneous expenses	3.72	3.42
Total other expenses	263.09	261.43

(i) Payment to Auditors

	31-Mar-19	31-Mar-18
Statutory audit fee	14.75	15.12
Total payment to auditors	14.75	15.12

Note 14: Income tax expense

Income tax recognised in profit or loss

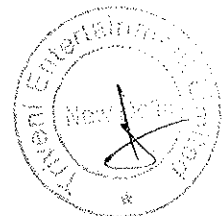
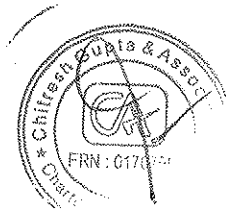
	31-Mar-19	31-Mar-18
Current tax		
In respect of the current year	-	54.35
In respect of the prior years	-	10.28
	-	64.63
Deferred tax	-	-
Total income tax expense recognised in profit or loss	-	64.63

Reconciliation of income tax expense and the accounting profit multiplied by Company's tax rate:

	31-Mar-19	31-Mar-18
Profit before tax	(204.99)	176.53
Income tax calculated at 26% (2017-18: 25.75%)	(53.30)	45.46
Effect of expenses that are non-deductible in determining taxable profit	53.30	8.89
Changes in estimates related to prior years	-	10.28
Total income tax expense recognised in profit or loss	-	64.63

Note 15: Earnings per share

	31-Mar-19	31-Mar-18
Profit/(loss) for the year attributable to owners of the Company [A]	(204.99)	111.90
Weighted average number of equity shares for the purposes of basic EPS/ diluted EPS [B]	41,70,000	28,87,808
Basic earnings per equity share (face value of ₹ 10 per share) [A/B]	(0.05)	0.04
Diluted earnings per equity share (face value of ₹ 10 per share) [A/B]	(0.05)	0.04



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 16: Related party transactions

(i) Related parties where control exists

(a) Triveni Engineering & Industries Limited (TEIL), Holding Company

(ii) Related parties with whom transactions have taken place :

(a) Holding Company

Triveni Engineering & Industries Limited (TEIL)

(b) Fellow Subsidiaries

Svastida Projects Limited (SPL)

Triveni Industries Limited (TIL)

Triveni Engineering Limited (TEL)

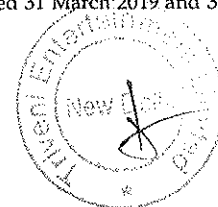
Triveni Energy Systems Limited (TESL)

(iii) Details of transactions between the Company and related parties and outstanding balances:

	Financial year	Holding Company		Fellow Subsidiaries			Total
		TEIL	SPL	TIL	TEL	TESL	
Nature of transactions with Related Parties							
Service charges expense	31-Mar-19	70.80	-	-	-	-	70.80
	31-Mar-18	70.35	-	-	-	-	70.35
Interest income	31-Mar-19	-	-	27.68	-	-	27.68
	31-Mar-18	-	35.01	19.17	35.01	35.01	124.21
Issue of equity share capital	31-Mar-19	-	-	-	-	-	-
	31-Mar-18	13000.00	-	-	-	-	13000.00
Loan given	31-Mar-19	-	-	100.00	-	-	100.00
	31-Mar-18	-	-	100.00	-	-	100.00
Repayment of loans given	31-Mar-19	-	-	-	-	-	-
	31-Mar-18	-	450.00	-	450.00	450.00	1350.00
Repayments of capital creditors (for purchase of investment property)	31-Mar-19	-	-	-	-	-	-
	31-Mar-18	18323.44	-	-	-	-	18323.44
Outstanding balances							
Receivable	31-Mar-19	-	-	460.52	-	-	460.52
	31-Mar-18	-	-	335.08	-	-	335.08

(iv) Terms & conditions:

The transactions with related parties, including service charges/ interest income, are made on terms which are at arm's length after taking into consideration market considerations, external benchmarks and adjustment thereof. The outstanding balances at the year-end are unsecured and settlement occurs in cash. The Company has not recorded any impairment of receivables relating to amounts owed by related parties for the year ended 31 March 2019 and 31 March 2018.



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 17: Capital management

For the purpose of capital management, capital includes total equity of the Company. The primary objective of the capital management is to maximize shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions. The Company may resort to further issue of capital to fund expansion of business. The Company monitors capital structure through gearing ratio which at the end of reporting period was as follows:

	31-Mar-19	31-Mar-18
Trade payables (note 9)	17.14	14.75
Total debt	17.14	14.75
Less: Cash and cash equivalents (note 4(a))	(331.57)	(976.40)
Net debt (A)	-	-
Total equity (note 7 & 8)	39525.51	39730.50
Total equity and net debt (B)	39525.51	39730.51
Gearing ratio (A/B)	0%	0%

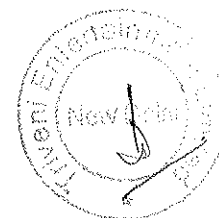
No changes were made in the objectives, policies or process for managing capital during the years ended 31 March 2019 and 31 March 2018.

The Company is not subject to any externally imposed capital requirements.

Note 18: Financial risk management

The Company's financial liabilities comprise of trade payables. The Company's financial assets comprise of cash and bank balances and loans. The Company's activities does not expose it to market risk and credit risk. The Company manages its liquidity through internal accruals and capital infusion from the Holding Company.

In view of nascent stage of business, the liquidity ratios are not relevant. The operations of the Company have been from time to time been supported by the Holding Company through loans or through equity infusion, as appropriate. All financial liabilities shall mature within one year from the reporting date.



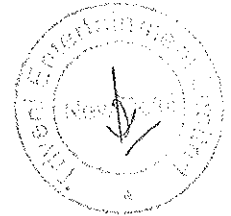
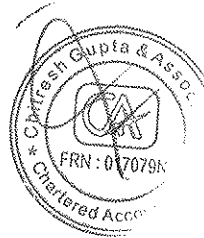
TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 19 : Fair value measurements**(i) Financial instruments by category**

	31-Mar-19		31-Mar-18	
	FVTPL/ FVTOCI	Amortised cost	FVTPL/ FVTOCI	Amortised cost
Financial assets				
Cash and bank balances	-	631.57	-	976.40
Loans	-	400.00	-	300.00
Other financial assets	-	60.52	-	35.08
Total financial assets	-	1092.09	-	1311.48
Financial liabilities				
Trade payables	-	17.14	-	14.75
Total financial liabilities	-	17.14	-	14.75

- (ii) The management considers that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values due to their short-term nature.



TRIVENI ENTERTAINMENT LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 20 : Commitments

Based on management analysis, there are no material commitments as at 31 March 2019 (31 March 2018: ₹ Nil).

Note 21: Contingent liabilities and contingent assets

Contingent liabilities

	31-Mar-19	31-Mar-18
Claims against the Company not acknowledged as debts (excluding interest and penalty):		
Income tax	448.11	448.11

Contingent assets

Based on management analysis, there are no material contingent assets as at 31 March 2019 (31 March 2018: ₹ Nil).

Note 22: Disclosures of Micro enterprises and Small enterprises

Based on the intimation received by the Company from its suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the relevant information is provided here below:

	31-Mar-19	31-Mar-18
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year; as at the end of the year		
(i) Principal amount	-	-
(ii) Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

Note 23: Standards issued but not yet effective

The standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards when they become effective.

Ind AS 116 Leases was notified by Ministry of Corporate Affairs (MCA) on 30 March 2019 and it replaced Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees - leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

The Company will adopt the aforesaid standard effective from April 1, 2019. As at the date of issuance of the Company's financial statements, the Company is in the process of evaluating the requirements of the aforesaid standard and the impact on its financial statements in the period of initial application.

Note 24: Approval of financial statements

The financial statements were approved for issue by the Board of Directors of the Company on 13 May 2019 subject to approval of shareholders.

As per our report of even date attached

For Chitresh Gupta & Associates

Chartered Accountants

Firm's registration number : 017079N



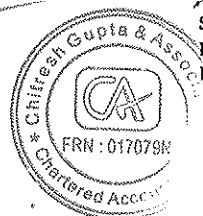
Chitresh Gupta

Partner

Membership No. 98247

Place : Noida (U.P.)

Date : 13-05-2019



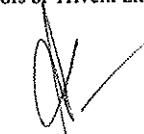
For and on behalf of the Board of Directors of Triveni Entertainment Limited



Suresh Taneja

Director

DIN: 00028332



Debajit Bagchi

Director

DIN : 02561320



J. C. BHALLA & CO.
CHARTERED ACCOUNTANTS

BRANCH OFFICE : B-5, SECTOR-6, NOIDA - 201 301 (U.P.)
TEL. : +91 - 120 - 4241000, FAX : +91-120-4241007
E-MAIL : taxaid@jcbhalla.com

INDEPENDENT AUDITOR'S REPORT

To the Members of Triveni Sugar Limited

Report on the Audit of the Financial Statements

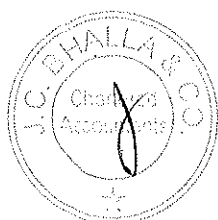
Opinion

We have audited the accompanying financial statements of **Triveni Sugar Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing 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 Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence 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 ICAI's 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 financial statements.



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

The Company's Board of Directors is responsible for the other Information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.



Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

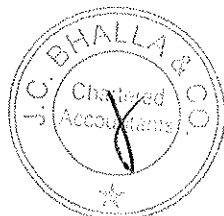


We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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.

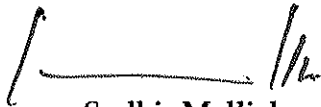
Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, 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. 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 Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".



- (g) With respect to the matter to be included in the Auditor's Report under section 197(16) of the Act, in our opinion and according to the information and explanation given to us, the Company has not paid/provided any managerial remuneration during the year. Accordingly the provisions of Section 197(16) of the Act are not applicable for the year.
- (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, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For J.C. Bhalla & Co.
Chartered Accountants
Firm's Regn. No. 001111N



Sudhir Mallick
Partner
Membership No. 80051

Place: Noida (U.P.)

Date: 13/05/2019.



Annexure A to Independent Auditors' Report

Referred to in Paragraph 1 of the Independent Auditor's Report of even date under the heading "Report on Other Legal and Regulatory Requirements" to the members of **Triveni Sugar Limited** on the financial statements as of and for the year ended on March 31, 2019.

1. Since the Company does not have any items of fixed assets with it, the provisions of clauses (i)(a), (i)(b) & (i)(c) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable to the Company.
2. Since the Company does not have any inventories, the provisions of clause (ii) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable to the Company.
3. According to the information and explanations given to us and in our opinion the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 during the year. Accordingly, clauses (iii) (a), (iii) (b) & (iii) (c) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the current year.
4. According to the information and explanations given to us and in our opinion the Company has not granted any loan, made investment, provided guarantee or security as specified under section 185 and 186 of the Companies Act, 2013. Accordingly, provisions of clause (iv) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the current year.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the provisions of sections 73 to 76 of the Companies Act, 2013 and the rules framed there under during the year. Accordingly, the provisions of clause (v) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
6. As per the information & explanation given to us, the Company is not required to maintain cost record under section 148(1) of the Companies Act, 2013.
7. (a) The Company is regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income tax, Sales Tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Services Tax, Cess and any other statutory dues to the extent applicable to it. According to the information and explanations given to us, no undisputed amounts in respect of statutory



dues were in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

- (b) According to the information and explanation given to us there were no dues of Income Tax, Sales Tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Services Tax and other statutory dues, which have not been deposited on account of any dispute.
8. According to the information and explanations given to us, the Company has not borrowed any amount from financial institution, bank and government and has not issued any debentures. Accordingly, the provisions of clause (viii) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable.
 9. According to the information and explanation given to us, there was no money raised by way of initial public offer or further public offer (including debt instruments) nor any term loan was taken by the Company during the year. Accordingly, the provisions of clause (ix) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable
 10. According to the information and explanation given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
 11. According to the information and explanation given to us, the Company has not paid / provided for any managerial remuneration during the year. Accordingly, the provisions of clause (xi) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable
 12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, the provisions of clause (xii) of paragraph 3 of the Companies (Auditors Report) Order, 2016 are not applicable.
 13. According to the information and explanations given to us and based on our examination of the records of the Company, the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with related parties and details of transactions with the related parties have been disclosed in the financial statements as required by the applicable accounting standards.
 14. According to the information and explanations give to us, the Company has not made preferential allotment or private placement of shares or fully or partly convertible debenture during the year.
 15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.



16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **J.C. Bhalla & Co.**
Chartered Accountants
Firm Regn. No. 001111N



Sudhir Mallick
Partner
Membership No. 80051

Place: Noida (U.P.)
Date: 13/05/2019.



Annexure B to Independent Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of Report on Other Legal and Regulatory Requirements

We have audited the internal financial controls over financial reporting of **Triveni Sugar Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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, issued by The Institute of Chartered Accountants of India and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

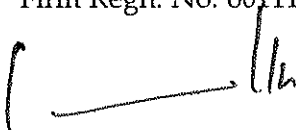
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting 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, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, 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.

For J.C. Bhalla & Co.
Chartered Accountants
Firm Regn. No. 001111N



Sudhir Mallick
Partner
Membership No. 80051

Place: Noida (U.P.)
Date: 13/05/2019.



TRIVENI SUGAR LIMITED

Balance Sheet as at March 31, 2019

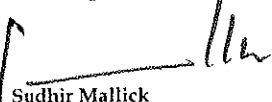
(all amounts in ₹ thousands, unless otherwise stated)

	Note No.	31-Mar-19	31-Mar-18
ASSETS			
Current assets			
Financial assets			
i. Cash and cash equivalents	2 (a)	7.58	61.45
ii. Bank balances other than cash and cash equivalents	2 (b)	-	50.00
iii. Other financial assets	3	-	2.23
Total current assets		7.58	113.68
Total assets		7.58	113.68
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	4	500.00	500.00
Other equity	5	(504.67)	(399.96)
Total equity		(4.67)	100.04
LIABILITIES			
Current liabilities			
Financial liabilities			
i. Trade payables	6	-	-
(a) total outstanding dues of micro enterprises and small enterprises		-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		11.80	11.80
Other current liabilities	7	-	0.50
Income tax liabilities (net)	8	0.45	1.34
Total current liabilities		12.25	13.64
Total liabilities		12.25	13.64
Total equity and liabilities		7.58	113.68

The accompanying notes 1 to 21 form an integral part of these financial statements

As per our report of even date attached

For J.C.Bhalla & Company
Chartered Accountants
Firm's registration number : 001111N



Sudhir Mallick
Partner
Membership No. 80051

For and on behalf of the Board of Directors of Triveni Sugar Limited



Debajit Bagchi
Director
DIN : 02561320



S. S. Walia
Director
DIN : 00296589



Place : Noida (U.P.)
Date : 13/05/2019.



TRIVENI SUGAR LIMITED

Statement of Profit and Loss for the year ended March 31, 2019

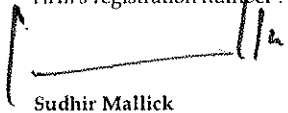
(All amounts in ₹ thousands, unless otherwise stated)

	Note No.	31-Mar-19	31-Mar-18
Other income	9	1.72	5.19
Total income		1.72	5.19
Expenses			
Other expenses	10	105.98	87.28
Total expenses		105.98	87.28
Loss before tax		(104.26)	(82.09)
Tax expense:			
- Current tax	11	0.45	1.48
- Deferred tax	11	-	-
Total tax expense		0.45	1.48
Loss for the year		(104.71)	(83.57)
Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss		-	-
A (ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that may be reclassified to profit or loss		-	-
B (ii) Income tax relating to items that may be reclassified to profit or loss		-	-
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		(104.71)	(83.57)
Earnings/(loss) per equity share of ₹ 1 each			
Basic	12	(0.21)	(0.17)
Diluted	12	(0.21)	(0.17)

The accompanying notes 1 to 21 form an integral part of these financial statements

As per our report of even date attached

For J.C.Bhalla & Company
Chartered Accountants
Firm's registration number : 001111N



Sudhir Mallick
Partner
Membership No. 80051

Place : Noida (U.P.)
Date : 13/05/2019.



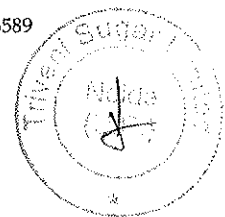
For and on behalf of the Board of Directors of Triveni Sugar Limited



Debajit Bagchi
Director
DIN : 02561320



S. S. Walia
Director
DIN : 00296589



TRIVENI SUGAR LIMITED

Statement of Changes in Equity for the year ended March 31, 2019
 (All amounts in ₹ thousands, unless otherwise stated)

A. Equity share capital

Equity shares of ₹ 1 each issued, subscribed and fully paid up

As at 31 March 2017	500.00
Changes during the year	-
As at 31 March 2018	500.00
Changes during the year	-
As at 31 March 2019	500.00

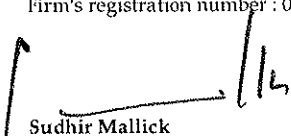
B. Other equity

	Reserves and surplus	Total other equity
	Retained earnings	
Balance as at 31 March 2017	(316.39)	(316.39)
Loss for the year	(83.57)	(83.57)
Other comprehensive income, net of income tax	-	-
Total comprehensive income for the year	(83.57)	(83.57)
Balance as at 31 March 2018	(399.96)	(399.96)
Loss for the year	(104.71)	(104.71)
Other comprehensive income, net of income tax	-	-
Total comprehensive income for the year	(104.71)	(104.71)
Balance as at 31 March 2019	(504.67)	(504.67)

The accompanying notes 1 to 21 form an integral part of these financial statements


As per our report of even date attached

For J.C.Bhalla & Company
 Chartered Accountants
 Firm's registration number : 001111N


 Sudhir Mallick
 Partner
 Membership No. 80051

For and on behalf of the Board of Directors of Triveni Sugar Limited


 Debajit Bagchi
 Director
 DIN : 02561320


 S. S. Walia
 Director
 DIN : 00296589



Place : Noida (U.P.)

Date : 13/05/2019



TRIVENI SUGAR LIMITED

Statement of Cash Flows for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

	31-Mar-19	31-Mar-18
Cash flows from operating activities		
Loss before tax	(104.26)	(82.09)
Adjustments for:		
Interest income	(1.72)	(5.19)
Working capital adjustments:		
Change in other liabilities	(0.50)	0.50
Change in trade payables	-	0.30
Cash used in operations	(106.48)	(86.48)
Income tax paid	(1.34)	(2.96)
Net cash outflow from operating activities	(107.82)	(89.44)
Cash flows from investing activities		
Decrease/(increase) in deposits with banks	50.00	57.38
Interest received	3.95	8.28
Net cash inflow from investing activities	53.95	65.66
Cash flows from financing activities	-	-
Net cash inflow/(outflow) from financing activities	-	-
Net increase/(decrease) in cash and cash equivalents	(53.87)	(23.78)
Cash and cash equivalents at the beginning of the year (refer note 2(a))	61.45	85.23
Cash and cash equivalents at the end of the year (refer note 2(a))	7.58	61.45

There are no changes in liabilities arising from financing activities during the year, including both changes from cash flows and non-cash changes.

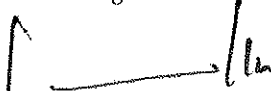
The accompanying notes 1 to 21 form an integral part of these financial statements

As per our report of even date attached

For J.C.Bhalla & Company

Chartered Accountants


Firm's registration number : 001111N

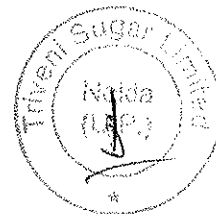


Sudhir Mallick
Partner
Membership No. 80051

For and on behalf of the Board of Directors of Triveni Sugar Limited


Debajit Bagchi
Director
DIN : 02561320


S. S. Walia
Director
DIN : 00296589



Place : Noida (U.P.)

Date : 13/05/2019



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019

Corporate information

Triveni Sugar Limited ("the Company") is a company limited by shares, incorporated and domiciled in India. The Holding Company, Triveni Engineering & Industries Limited owns 100% of equity share capital of the Company. The registered office of the Company is located at A-44, Hosiery Complex, Phase II extension, Noida, Uttar Pradesh- 201305.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation and presentation

(i) Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Historical cost convention

The financial statements have been prepared on an accrual basis under historical cost convention. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

(iii) Classification of assets and liabilities into current/non-current

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Act. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

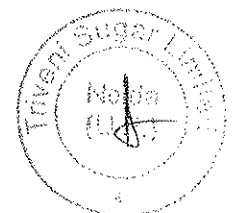
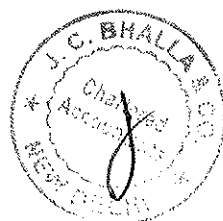
(b) Revenue recognition

The Company's revenue is from interest income. Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

(c) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Borrowing costs are not capitalised during extended periods in which active development of qualifying assets is suspended. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019

(d) Impairment of non-financial assets

Non-financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, so however that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

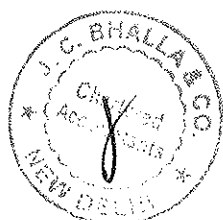
(e) Income tax

The Income tax liability is provided in accordance with the provisions of the Income-tax Act, 1961. Deferred tax assets and liabilities are recognised for all temporary differences arising between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Income tax and deferred tax are measured on the basis of the tax rates and tax laws enacted or substantively enacted by the end of the reporting period and are recognised in profit or loss except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

(f) Provisions, contingent liabilities and contingent assets

- (i) Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When the effect of the time value of money is material, provision is measured at the present value of cash flows estimated to settle the present obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.
- (ii) A contingent liability is not recognised in the standalone financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a provision is recognised in the standalone financial



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019

statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).

- (iii) A contingent asset is not recognised in the standalone financial statements, however, is disclosed, where an inflow of economic benefits is probable. When the realisation of income is virtually certain, then the asset is no longer a contingent asset, and is recognised as an asset.
- (iv) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

(g) Financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

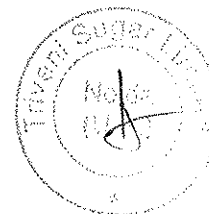
Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is recognised using the effective interest rate method.
- **Fair value through other comprehensive income (FVTOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVTOCI.
- **Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss.

(iii) Impairment of financial assets

In accordance with Ind AS 109 *Financial Instruments*, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss associated with its financial assets carried at amortised cost and FVTOCI debt instruments.



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019

(iv) Derecognition of financial assets

A financial asset is derecognised only when

- the Company has transferred the rights to receive cash flows from the financial asset; or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

(h) Financial liabilities and equity instruments

(i) Classification

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Financial liabilities

The Company classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL, other financial liabilities are measured at amortised cost at the end of subsequent accounting periods.

(ii) Measurement

Equity instruments

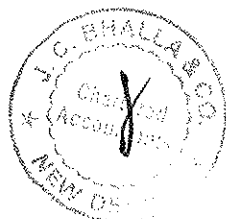
Equity instruments issued by the Company are recognised at the proceeds received. Transaction cost of equity transactions shall be accounted for as a deduction from equity.

Financial liabilities

At initial recognition, the Company measures a financial liability at its fair value net of, in the case of a financial liability not measured at fair value through profit or loss, transaction costs that are directly attributable to the issue of the financial liability. Transaction costs of financial liability carried at fair value through profit or loss are expensed in profit or loss.

Subsequent measurement of financial liabilities depends on the classification of financial liabilities. There are two measurement categories into which the Company classifies its financial liabilities:

- **Fair value through profit or loss (FVTPL):** Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL. Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss.
- **Amortised cost:** Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019

are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

(iii) Derecognition

Equity instruments

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

(i) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(j) Cash flow statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(k) Cash and cash equivalents

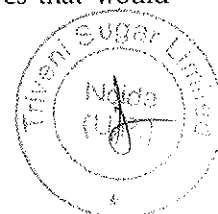
Cash and cash equivalents in the standalone balance sheet comprise of cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of change in value.

For the purpose of cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above.

(l) Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and financing costs associated with dilutive potential equity shares and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 2: Cash and bank balances

(a) Cash and cash equivalents

	31-Mar-19	31-Mar-18
At amortised cost		
Balances with banks - in current accounts	7.58	61.45
Total cash and cash equivalents	7.58	61.45

(b) Bank balances other than cash and cash equivalents

	31-Mar-19	31-Mar-18
At amortised cost		
Balances with banks - in fixed deposits (original maturity exceeding three months but upto one year)	-	50.00
Total bank balances other than cash and cash equivalents	-	50.00

Note 3: Other financial assets

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
At amortised cost				
Interest accrued	-	-	2.23	-
Total other financial assets	-	-	2.23	-

Note 4: Equity share capital

	31-Mar-19		31-Mar-18	
	Number of shares	Amount	Number of shares	Amount
AUTHORISED				
Equity shares of ₹ 1 each	5,00,000	500.00	5,00,000	500.00
ISSUED, SUBSCRIBED AND FULLY PAID UP				
Equity shares of ₹ 1 each	5,00,000	500.00	5,00,000	500.00

(i) Movements in equity share capital

	Number of shares	Amount
As at 31 March 2017	5,00,000	500.00
Movement during the year	-	-
As at 31 March 2018	5,00,000	500.00
Movement during the year	-	-
As at 31 March 2019	5,00,000	500.00



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

(ii) Terms and rights attached to equity shares

The Company has only one class of equity shares with a par value of ₹ 1/- per share. The holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of shares held by the holding company, its subsidiaries and associates

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	5,00,000	100.00%	4,99,950	99.99%

(iv) Details of shareholders holding more than 5% shares in the company

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	5,00,000	100.00%	4,99,950	99.99%

Note 5: Other equity

	31-Mar-19	31-Mar-18
Retained earnings	(504.67)	(399.96)
Total other equity	(504.67)	(399.96)

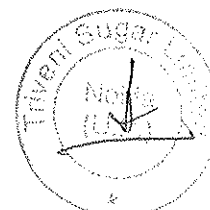
(i) Retained earnings

	31-Mar-19	31-Mar-18
Opening balance	(399.96)	(316.39)
Loss for the year	(104.71)	(83.57)
Closing balance	(504.67)	(399.96)

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Companies Act, 2013.

Note 6 : Trade payables

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Trade payables (at amortised cost)				
- Total outstanding dues of micro enterprises and small enterprises (refer note 18)	-	-	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	11.80	-	11.80	-
Total trade payables	11.80	-	11.80	-



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 7 : Other liabilities

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Statutory remittances	-	-	0.50	-
Total other liabilities	-	-	0.50	-

Note 8: Income tax balances

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Income tax assets				
Tax refund receivable (net)	-	-	-	-
Income tax liabilities				
Provision for income tax (net)	0.45	-	1.34	-
	0.45	-	1.34	-

Note 9 : Other income

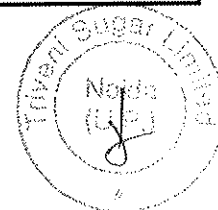
	31-Mar-19	31-Mar-18
Interest income from bank deposits (at amortised cost)	1.72	5.19
Total other income	1.72	5.19

Note 10: Other expenses

	31-Mar-19	31-Mar-18
Service charges	70.80	70.35
Legal and professional expenses	20.06	3.63
Payment to Auditors (see (i) below)	12.22	11.80
Rates and taxes	2.14	0.44
Miscellaneous expenses	0.76	1.06
Total other expenses	105.98	87.28

(i) Payment to Auditors

	31-Mar-19	31-Mar-18
Statutory audit fee	11.80	11.80
Reimbursement of expenses	0.42	-
Total payment to auditors	12.22	11.80



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 11 : Income tax expense

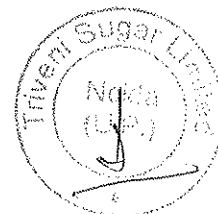
	31-Mar-19	31-Mar-18
Current tax		
In respect of the current year	0.45	1.34
In respect of the prior years	-	0.14
	<u>0.45</u>	<u>1.48</u>
Deferred tax	-	-
Total income tax expense recognised in profit or loss	0.45	1.48

Reconciliation of income tax expense and the accounting profit multiplied by Company's tax rate:

	31-Mar-19	31-Mar-18
Loss before tax	(104.26)	(82.09)
Income tax expense calculated at 26.00% (2017-18: 25.75%)	(27.11)	(21.13)
Effect of expenses that is non-deductible in determining taxable profit	27.56	22.47
Changes in estimates related to prior years	-	0.14
Total income tax expense recognised in profit or loss	0.45	1.48

Note 12: Earnings/(loss) per share

	31-Mar-19	31-Mar-18
Loss for the year attributable to owners of the Company [A]	(104.71)	(83.57)
Weighted average number of equity shares for the purposes of basic EPS/ diluted EPS [B]	5,00,000	5,00,000
Basic earnings/ (loss) per equity share (face value of ₹ 1 per share) [A/B]	(0.21)	(0.17)
Diluted earnings/(loss) per equity share (face value of ₹ 1 per share) [A/B]	(0.21)	(0.17)



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 13: Related party transactions

(i) Related parties where control exists

(a) Triveni Engineering & Industries Limited (TEIL), Holding Company

(ii) Related parties with whom transactions have taken place :

(a) Holding Company

Triveni Engineering & Industries Limited (TEIL)

(iii) Details of transactions between the Company and related parties and outstanding balances:

	Financial year	Holding Company	Total
		TEIL	
Nature of transactions with Related Parties			
Service charges expense	31-Mar-19	70.80	70.80
	31-Mar-18	70.35	70.35
Outstanding balances			
Receivables/ Payables	31-Mar-19	-	-
	31-Mar-18	-	-

(iv) Terms & conditions:

The transactions with related parties (viz. service charges) are made on terms which are at arm's length after taking into consideration market considerations, external benchmarks and adjustment thereof. The outstanding balances at the year-end are ₹ Nil.



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 14: Capital management

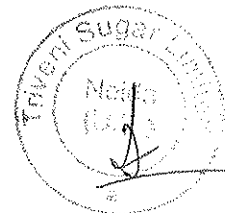
The Company is yet to start business activities and hence, gearing ratio as at the end of the reporting period is not indicative of the capital structure which the Company may like to adopt after commencement of the business. The resultant capital structure will appropriately be decided based on the business requirements and the industry benchmarks.

The Company is not subject to any externally imposed capital requirements.

Note 15: Financial risk management

The Company's financial liabilities comprise of trade payables. The Company's financial assets comprise of cash and bank balances. The Company's activities does not expose it to market risk and credit risk. The Company manages its liquidity through internal accruals and capital infusion from the Holding Company.

In view of nascent stage of business, the liquidity ratios are not relevant. The operations of the Company during early stages of business will be supported by the Holding Company through loans or through equity infusion, as appropriate. The Company's financial liabilities comprise of trade payables which is expected to be settled within one year from the end of reporting year.



TRIVENI SUGAR LIMITED

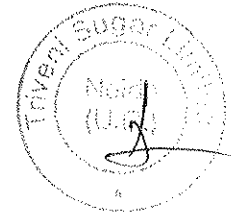
Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 16: Fair value measurements

(i) Financial instruments by category

	31-Mar-19		31-Mar-18	
	FVTPL/FVTOCI	Amortised cost	FVTPL/FVTOCI	Amortised cost
Financial assets				
Cash and bank balances	-	7.58	-	111.45
Other financial assets	-	-	-	2.23
Total financial assets	-	7.58	-	113.68
Financial liabilities				
Trade payables	-	11.80	-	11.80
Total financial liabilities	-	11.80	-	11.80

- (ii) The management considers that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values due to their short-term nature.



TRIVENI SUGAR LIMITED

Notes to the financial statements for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 17: Commitments, contingent liabilities and contingent assets

Based on management analysis, there are no material commitment, contingent liabilities and contingent assets as at 31 March 2019 (31 March 2018: ₹ Nil).

Note 18 : Disclosures of Micro enterprises and Small enterprises

Based on the intimation received by the Company from its suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the relevant information is provided here below:

	31-Mar-19	31-Mar-18
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year; as at the end of the year		
(i) Principal amount	-	-
(ii) Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

Note 19 : Standards issued but not yet effective

The standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards when they become effective.

Ind AS 116 Leases was notified by Ministry of Corporate Affairs (MCA) on 30 March 2019 and it replaced Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees - leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

The Company will adopt the aforesaid standard effective from April 1, 2019. As at the date of issuance of the Company's financial statements, the Company is in the process of evaluating the requirements of the aforesaid standard and the impact on its financial statements in the period of initial application.

Note 20: The accumulated losses of the Company as at 31 March 2019 are ₹ 504.67 thousands which have exceeded the paid up capital of ₹ 500 thousands. The Company is yet to commence its business. The losses till now are wholly funded by the Holding Company and it has further assured to continue providing financial support to the Company as long as it continues to remain as subsidiary to ensure that the Company continues to operate as a going concern and is able to meet its liabilities as and when they fall due for payment over the next 12 months. Accordingly, the accounts have been prepared on going concern basis. Further there are no items of assets in respect of which provision for impairment is required.

Note 21: Approval of financial statements

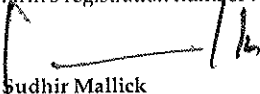
The financial statements were approved for issue by the Board of Directors of the Company on 13 May 2019 subject to approval of shareholders.

As per our report of even date attached

For J.C.Bhalla & Company

Chartered Accountants

Firm's registration number : 001111N


Sudhir Mallick

Partner

Membership No. 80051

Place : Noida (U.P.)

Date : 13/05/2019



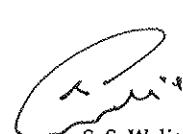
For and on behalf of the Board of Directors of Triveni Sugar Limited



Debajit Bagchi

Director

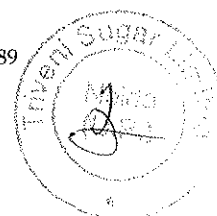
DIN : 02561320



S. S. Walia

Director

DIN : 00296589





INDEPENDENT AUDITOR'S REPORT

To

THE MEMBERS OF SVASTIDA PROJECTS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Svastida Projects Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the 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 financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing 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 Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence 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 ICAI's 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 financial statements.

Information other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other Information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Responsibilities of Management and those charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

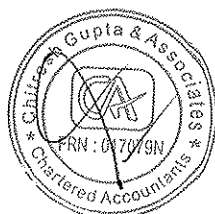
The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



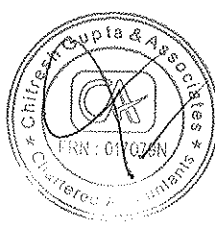
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, 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. 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 Other Comprehensive income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - (g) With respect to the matter to be included in the Auditor's Report under section 197(16) of the Act, in our opinion and according to the information and explanation given to us, the Company has not paid/provided any managerial remuneration during the year. Accordingly the provisions of Section 197(16) of the Act are not applicable for the year.
 - (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, in our opinion and to the best of our information and according to the explanations given to us:



- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Chitresh Gupta & Associates

Chartered Accountants

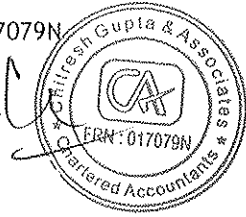
Firm Registration Number: 017079N

Chitresh

CA Chitresh Gupta

Partner

M. No. 098247



Place: Noida

Date: 13.05.2019

Annexure A to Independent Auditor's Report

Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Svastida Projects Limited on the financial statements as of and for the year ended March 31, 2019

1. The Company does not have any fixed assets and hence reporting under clause 3(i) of the Order is not applicable to the Company.
2. The Company does not have any inventory and hence reporting under clause 3(ii) of the Order is not applicable to the Company.
3. According to the information and explanations given to us and in our opinion, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, reporting under clause (iii)(a), clause (iii)(b) and clause (iii)(c) of the Order is not applicable to the Company.
4. The Company has not granted any loans nor provided any guarantee or security and hence provisions of section 185 of the Act are not applicable. In respect of investments made, provisions of section 186 of the Act have been complied with.
5. According to the information and explanations given to us, the Company has not accepted any deposits and hence reporting under clause 3(v) of the Order is not applicable to the Company.
6. The Company is not required to maintain any cost records under sub-section (1) of section 148 of the Act.
7. (a) The Company is regular in depositing undisputed statutory dues including Income Tax with the appropriate authority. According to the information and explanations given to us, the Company's operation did not give rise to any dues on account of Provident Fund, Employees' State Insurance, Sales Tax, Service Tax, Duty of Customs, Excise Duty, Value added tax, Goods and Services Tax, Cess and other material statutory dues. There are no undisputed amounts outstanding and payable as at March 31, 2019 for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, there are no dues of Income-Tax, Sales Tax, Service Tax, Duty of Customs, Excise Duty, Value added tax and Goods and Services Tax as at March 31, 2019 on account of any dispute.
8. The Company has not taken any loan or borrowing from Financial Institutions, Banks and Government and has not issued any debenture. Accordingly, reporting under clause 3(viii) of the Order is not applicable to the Company.
9. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or term loans during the year. Accordingly, reporting under clause 3 (ix) of the Order is not applicable to the Company.
10. During the course of our examination of the books and records of the Company carried out in accordance with generally accepted auditing practice in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have been informed of such case by the management.
11. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid/provided for managerial remuneration during the year. Accordingly, reporting under clause 3(xi) of the Order is not applicable to the Company.
12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.



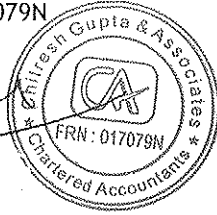
14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Chitresh Gupta & Associates**

Chartered Accountants

Firm Registration Number: 017079N


CA Chitresh Gupta



Partner

M. No. 098247

Place: Noida

Date: 13.05.2019

Annexure B to Independent Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of Report on Other Legal and Regulatory Requirements

We have audited the internal financial controls over financial reporting of Svastida Projects Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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, issued by The Institute of Chartered Accountants of India and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



SVASTIDA PROJECTS LIMITED

Balance Sheet as at March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

	Note No.	31-Mar-19	31-Mar-18
ASSETS			
Non-current assets			
Financial assets			
i. Investments	2	20000.00	20000.00
Income tax assets (net)	3	2.92	1.14
Total non-current assets		20002.92	20001.14
Current assets			
Financial assets			
i. Cash and cash equivalents	4 (a)	127.56	496.30
ii. Bank balances other than cash and cash equivalents	4 (b)	369.62	114.52
iii. Other financial assets	5	22.82	5.10
Total current assets		520.00	615.92
Total assets		20522.92	20617.06
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	6	21500.00	21500.00
Other equity	7	(996.80)	(900.79)
Total equity		20503.20	20599.21
LIABILITIES			
Current liabilities			
Financial liabilities			
i. Trade payables	8	-	-
(a) total outstanding dues of micro enterprises and small enterprises		-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		12.10	16.56
Other current liabilities	9	-	1.29
Income tax liabilities (net)	3	7.62	-
Total current liabilities		19.72	17.85
Total liabilities		19.72	17.85
Total equity and liabilities		20522.92	20617.06

The accompanying notes 1 to 22 form an integral part of these financial statements

As per our report of even date attached

For Chitresh Gupta & Associates

Chartered Accountants

Firm's registration number : 017079N

Chitresh Gupta

Chitresh Gupta

Partner

Membership No. 98247

Place : Noida (U.P.)

Date : 13-05-2019



For and on behalf of the Board of Directors of Svastida Projects Limited

Satvinder Singh Walia

Satvinder Singh Walia

Director

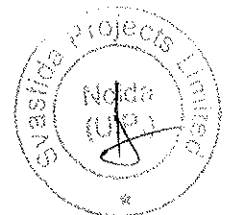
DIN : 00296589

Debjit Bagchi

Debjit Bagchi

Director

DIN : 02561320



SVASTIDA PROJECTS LIMITED

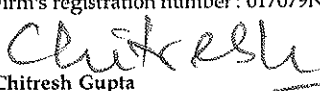
Statement of Profit and Loss for the year ended March 31, 2019

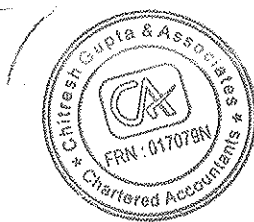
(All amounts in ₹ thousands, unless otherwise stated)

	Note No.	31-Mar-19	31-Mar-18
Other income	10	29.30	8.23
Total income		29.30	8.23
Expenses			
Finance costs	11	-	35.04
Other expenses	12	117.69	92.41
Total expenses		117.69	127.45
Loss before tax		(88.39)	(119.22)
Tax expense:			
- Current tax	13	7.62	-
- Deferred tax	13	-	-
Total tax expense		7.62	-
Loss for the year		(96.01)	(119.22)
Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss		-	-
A (ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that may be reclassified to profit or loss		-	-
B (ii) Income tax relating to items that may be reclassified to profit or loss		-	-
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		(96.01)	(119.22)
Earnings/(loss) per equity share of ₹ 1 each			
Basic	14	(0.00)	(0.01)
Diluted	14	(0.00)	(0.01)


The accompanying notes 1 to 22 form an integral part of these financial statements

As per our report of even date attached

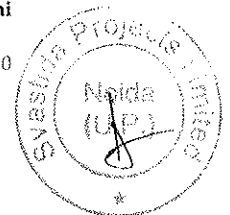
For Chitresh Gupta & Associates
Chartered Accountants
Firm's registration number : 017079N

Chitresh Gupta
Partner
Membership No. 98247



For and on behalf of the Board of Directors of Svastida Projects Limited


Satvinder Singh Walia
Director
DIN : 00296589


Debanjit Bagchi
Director
DIN : 02561320



Place : Noida (U.P.)
Date : 13-05-2019

SVASTIDA PROJECTS LIMITED

Statement of Changes in Equity for the year ended March 31, 2019
 (All amounts in ₹ thousands, unless otherwise stated)

A. Equity share capital

Equity shares of ₹ 1 each issued, subscribed and fully paid up

As at 31 March 2017	20500.00
Changes during the year	1000.00
As at 31 March 2018	21500.00
Changes during the year	-
As at 31 March 2019	21500.00

B. Other equity

	Reserves and surplus	Total other equity
	Retained earnings	
Balance as at 31 March 2017	(781.57)	(781.57)
Loss for the year	(119.22)	(119.22)
Other comprehensive income, net of income tax	-	-
Total comprehensive income for the year	(119.22)	(119.22)
Balance as at 31 March 2018	(900.79)	(900.79)
Loss for the year	(96.01)	(96.01)
Other comprehensive income, net of income tax	-	-
Total comprehensive income for the year	(96.01)	(96.01)
Balance as at 31 March 2019	(996.80)	(996.80)

The accompanying notes 1 to 22 form an integral part of these financial statements

As per our report of even date attached

For Chitresh Gupta & Associates

Chartered Accountants

Firm's registration number : 017079N

Chitresh
Chitresh Gupta
 Partner
 Membership No. 98247



Place : Noida (U.P.)

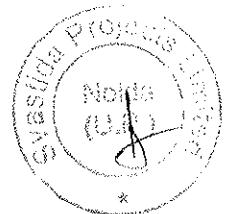
Date : 13-05-2019

For and on behalf of the Board of Directors of Svastida Projects Limited

Satvinder Singh Walia

Satvinder Singh Walia
 Director
 DIN : 00296589

Debajit Bagchi
Debajit Bagchi
 Director
 DIN : 02561320



SVASTIDA PROJECTS LIMITED

Statement of Cash Flows for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

	31-Mar-19	31-Mar-18
Cash flows from operating activities		
Loss before tax	(88.39)	(119.22)
Adjustments for		
Interest income	(29.30)	(8.23)
Finance costs	-	35.04
Working capital adjustments :		
Change in trade payables	(4.46)	5.06
Change in other liabilities	(1.29)	1.29
Cash generated from / (used in) operations	(123.44)	(86.06)
Income tax (paid)/ refund	(1.69)	2.16
Net cash outflow from operating activities	(125.13)	(83.90)
Cash flows from investing activities		
Investment in preference shares (Fellow Subsidiary)	-	(20000.00)
Capital advance received back	-	20000.00
Decrease/ (increase) in deposits with banks	(255.10)	(7.14)
Interest received	11.49	7.28
Net cash inflow from investing activities	(243.61)	0.14
Cash flows from financing activities		
Proceeds from issue of equity share capital	-	1000.00
Repayment of short term borrowings	-	(450.00)
Interest paid	-	(89.04)
Net cash inflow/ (outflow) from financing activities	-	460.96
Net increase/ (decrease) in cash and cash equivalents	(368.74)	377.20
Cash and cash equivalents at the beginning of the year (refer note 4 (a))	496.30	119.10
Cash and cash equivalents at the end of the year (refer note 4 (a))	127.56	496.30

Reconciliation of liabilities arising from financing activities:

	Borrowings	Interest payable
Balance as at 31 March 2017	450.00	54.00
Cash flows	(450.00)	(89.04)
Finance costs accruals	-	35.04
Balance as at 31 March 2018	-	-
Cash flows	-	-
Finance costs accruals	-	-
Balance as at 31 March 2019	-	-

The accompanying notes 1 to 22 form an integral part of these financial statements

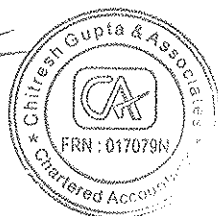
As per our report of even date attached

For Chitresh Gupta & Associates
Chartered Accountants
Firm's registration number : 017079N

Chitresh Gupta
Partner
Membership No. 98247

Place : Noida (U.P.)

Date : 13-05-2019



For and on behalf of the Board of Directors of Svastida Projects Limited

Satvinder Singh Walia
Director
DIN : 00296589



Debajit Bagchi
Director
DIN : 02561320

SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019

Corporate information

Svastida Projects Limited ("the Company") is a company limited by shares, incorporated and domiciled in India. The Holding Company, Triveni Engineering & Industries Limited owns 100% of equity share capital of the Company. The registered office of the Company is located at A-44, Hosiery Complex, Phase II extension, Noida, Uttar Pradesh- 201305.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation and presentation

(i) Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Historical cost convention

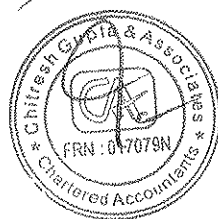
The financial statements have been prepared on an accrual basis under historical cost convention except for investments that are measured at fair values at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for value in use in Ind AS 36 *Impairment of Assets* (see note 1(c)).

(iii) Classification of assets and liabilities into current/non-current

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Act. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

(b) Revenue recognition

The Company's revenue is from interest income. Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019

(c) Impairment of non-financial assets

Non-financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, so however that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

(d) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Borrowing costs are not capitalised during extended periods in which active development of qualifying assets is suspended. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

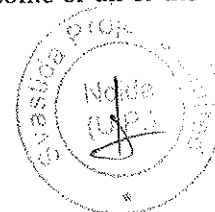
(e) Income tax

The Income tax liability is provided in accordance with the provisions of the Income-tax Act, 1961. Deferred tax assets and liabilities are recognised for all temporary differences arising between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Income tax and deferred tax are measured on the basis of the tax rates and tax laws enacted or substantively enacted by the end of the reporting period and are recognised in profit or loss except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

(f) Provisions, contingent liabilities and contingent assets

- (i) Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When the effect of the time value of money is material, provision is measured at the present value of cash flows estimated to settle the present obligation. When some or all of the



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019

economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

- (ii) A contingent liability is not recognised in the standalone financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a provision is recognised in the standalone financial statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).
- (iii) A contingent asset is not recognised in the standalone financial statements, however, is disclosed, where an inflow of economic benefits is probable. When the realisation of income is virtually certain, then the asset is no longer a contingent asset, and is recognised as an asset.
- (iv) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

(g) Financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For assets in the nature of debt instruments, this will depend on the business model.

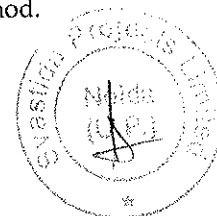
(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is recognised using the effective interest rate method.



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019

- **Fair value through other comprehensive income (FVTOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVTOCI.
- **Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises.

(iii) Impairment of financial assets

In accordance with Ind AS 109 *Financial Instruments*, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss associated with its financial assets carried at amortised cost and FVTOCI debt instruments.

(iv) Derecognition of financial assets

A financial asset is derecognised only when

- the Company has transferred the rights to receive cash flows from the financial asset; or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

(h) Financial liabilities and equity instruments

(i) Classification

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Financial liabilities

The Company classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL, other financial liabilities are measured at amortised cost at the end of subsequent accounting periods.

(ii) Measurement

Equity instruments

Equity instruments issued by the Company are recognised at the proceeds received. Transaction cost of equity transactions shall be accounted for as a deduction from equity.



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019

Financial liabilities

At initial recognition, the Company measures a financial liability at its fair value net of, in the case of a financial liability not measured at fair value through profit or loss, transaction costs that are directly attributable to the issue of the financial liability. Transaction costs of financial liability carried at fair value through profit or loss are expensed in profit or loss.

Subsequent measurement of financial liabilities depends on the classification of financial liabilities. There are two measurement categories into which the Company classifies its financial liabilities:

- **Fair value through profit or loss (FVTPL):** Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL. Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss.
- **Amortised cost:** Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

(iii) Derecognition

Equity instruments

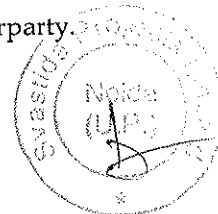
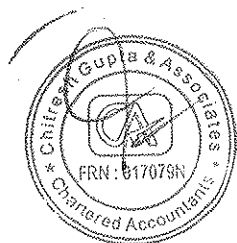
Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

(i) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019

(j) Fair value of financial instruments

Fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

(k) Cash flow statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(l) Cash and cash equivalents

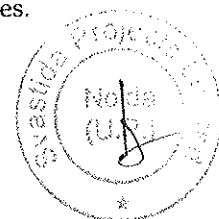
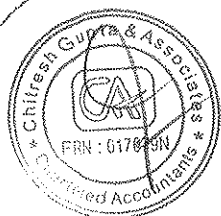
Cash and cash equivalents in the standalone balance sheet comprise of cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of change in value.

For the purpose of cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above.

(m) Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and financing costs associated with dilutive potential equity shares and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 2: Non-current investments

	31-Mar-19	31-Mar-18
At Fair value through Profit or Loss (FVTPL)		
Unquoted Investments (fully paid-up)		
Investments in Preference shares 2,00,00,000 (31 March 2018 : 2,00,00,000) 10 % Non-Cumulative Redeemable Preference share of ₹ 1/- each of Triveni Engineering Limited (Fellow Subsidiary)	20000.00	20000.00
Total non-current investments	20000.00	20000.00
Total non-current investments		
Total non-current investments	20000.00	20000.00
Aggregate amount of quoted investments	-	-
Aggregate amount of market value of quoted investment	-	-
Aggregate amount of unquoted investments	20000.00	20000.00
Aggregate amount of impairment in the value of investments	-	-

Note 3: Income tax balances

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Income tax assets				
Tax refund receivable (net)	-	2.92	-	1.14
	-	2.92	-	1.14
Income tax liabilities				
Provision for income tax (net)	7.62	-	-	-
	7.62	-	-	-

Note 4: Cash and bank balances

(a) Cash and cash equivalents

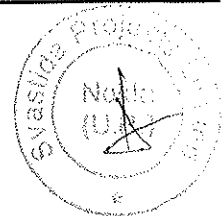
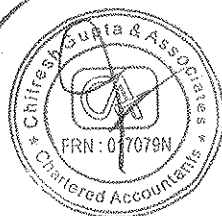
	31-Mar-19	31-Mar-18
At amortised cost		
Balances with banks - in current accounts	127.56	496.30
Total cash and cash equivalents	127.56	496.30

(b) Bank balances other than cash and cash equivalents

	31-Mar-19	31-Mar-18
At amortised cost		
Balances with banks - in fixed deposits (original maturity exceeding three months but upto one year)	369.62	114.52
Total bank balances other than cash and cash equivalents	369.62	114.52

Note 5: Other financial assets

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
At amortised cost				
Interest accrued on bank deposits	22.82	-	5.10	-
Total other financial assets	22.82	-	5.10	-



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 6: Equity share capital

	31-Mar-19		31-Mar-18	
	Number of shares	Amount	Number of shares	Amount
AUTHORISED				
Equity shares of ₹ 1 each	4,00,00,000	40000.00	4,00,00,000	40000.00
ISSUED, SUBSCRIBED AND FULLY PAID UP				
Equity shares of ₹ 1 each	2,15,00,000	21500.00	2,15,00,000	21500.00

(i) Movements in equity share capital

	Number of shares	Amount
As at 31 March 2017	2,05,00,000	20500.00
Equity shares issued during the year	10,00,000	1000.00
As at 31 March 2018	2,15,00,000	21500.00
Movement during the year	-	-
As at 31 March 2019	2,15,00,000	21500.00

(ii) Terms and rights attached to equity shares

The Company has only one class of equity shares with a par value of ₹ 1/- per share. The holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of shares held by the holding company, its subsidiaries and associates

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	2,15,00,000	100%	2,15,00,000	100%

(iv) Details of shareholders holding more than 5% shares in the Company

	31-Mar-19		31-Mar-18	
	Number of shares	% holding	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	2,15,00,000	100%	2,15,00,000	100%

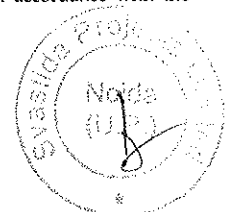
Note 7: Other equity

	31-Mar-19	31-Mar-18
Retained earnings	(996.80)	(900.79)
Total other equity	(996.80)	(900.79)

(i) Retained earnings

	31-Mar-19	31-Mar-18
Opening balance	(900.79)	(781.57)
Loss for the year	(96.01)	(119.22)
Closing balance	(996.80)	(900.79)

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Companies Act, 2013.



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 8: Trade payables

	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Trade payables (at amortised cost)				
- Total outstanding dues of micro enterprises and small enterprises (refer note 20)	-	-	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	12.10	-	16.56	-
Total trade payables	12.10	-	16.56	-

Note 9: Other liabilities

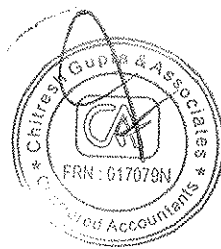
	31-Mar-19		31-Mar-18	
	Current	Non-current	Current	Non-current
Statutory remittances	-	-	1.29	-
Total other liabilities	-	-	1.29	-

Note 10: Other income

	31-Mar-19	31-Mar-18
Interest income from bank deposits (at amortised cost)	29.21	8.23
Interest income from others	0.09	-
Total other income	29.30	8.23

Note 11: Finance costs

	31-Mar-19	31-Mar-18
Interest on loan	-	35.01
Other interest expense	-	-0.03
Total finance costs	-	35.04



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 12: Other expenses

	31-Mar-19	31-Mar-18
Service charges	70.80	70.35
Legal and professional expenses	28.91	7.38
Payment to Auditors (see (i) below)	12.10	12.10
Rates and taxes	5.14	1.84
Miscellaneous expenses	0.75	0.74
Total other expenses	117.69	92.41

(i) Payment to Auditors

	31-Mar-19	31-Mar-18
Statutory audit fee	12.10	12.10
Total payment to auditors	12.10	12.10

Note 13: Income tax expense

Income tax recognised in profit or loss

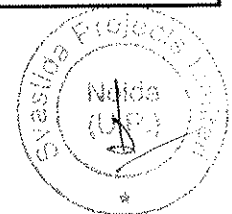
	31-Mar-19	31-Mar-18
Current tax	7.62	-
Deferred tax	-	-
Total income tax expense recognised in profit or loss	7.62	-

Reconciliation of income tax expense and the accounting profit multiplied by Company's tax rate:

	31-Mar-19	31-Mar-18
Loss before tax	(88.39)	(119.22)
Income tax calculated at 26.00% (2018: 25.75%)	(22.98)	(30.70)
Effect of expenses that is non-deductible in determining taxable profit	30.60	30.70
Total income tax expense recognised in profit or loss	7.62	-

Note 14: Earnings/(loss) per share

	31-Mar-19	31-Mar-18
Loss for the year attributable to owners of the Company [A]	(96.01)	(119.22)
Weighted average number of equity shares for the purposes of basic EPS/ diluted EPS [B]	2,15,00,000	2,05,27,397
Basic earnings/(loss) per equity share (face value of ₹ 1 per share) [A/B]	(0.00)	(0.01)
Diluted earnings/(loss) per equity share (face value of ₹ 1 per share) [A/B]	(0.00)	(0.01)



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 15: Related party transactions

(i) Related parties where control exists

(a) Triveni Engineering & Industries Limited (TEIL), Holding Company

(ii) Related parties with whom transactions have taken place :

(a) Holding Company

Triveni Engineering & Industries Limited (TEIL)

(b) Fellow Subsidiaries

Triveni Entertainment Limited (TENL)

Triveni Engineering Limited (TEL)

(iii) Details of transactions between the Company and related parties and outstanding balances:

	Financial year	Holding Company	Fellow Subsidiaries		Total
		TEIL	TENL	TEL	
Nature of transactions with Related Parties					
Service charges expense	31-Mar-19	70.80	-	-	70.80
	31-Mar-18	70.35	-	-	70.35
Interest expense	31-Mar-19	-	-	-	-
	31-Mar-18	-	35.01	-	35.01
Investments in Preference shares	31-Mar-19	-	-	-	-
	31-Mar-18	-	-	20000.00	20000.00
Issue of Equity Share Capital	31-Mar-19	-	-	-	-
	31-Mar-18	1000.00	-	-	1000.00
Capital advance received back	31-Mar-19	-	-	-	-
	31-Mar-18	20000.00	-	-	20000.00
Repayment of borrowings (Principal)	31-Mar-19	-	-	-	-
	31-Mar-18	-	450.00	-	450.00
Outstanding balances					
Receivables/ Payables	31-Mar-19	-	-	-	-
	31-Mar-18	-	-	-	-

(iv) Terms & conditions:

The transactions with related parties, including service charges/ interest expense, are made on terms which are at arm's length after taking into consideration market considerations, external benchmarks and adjustment thereof. The outstanding balances at the year-end are ₹ Nil.



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019

(All amounts in ₹ thousands, unless otherwise stated)

Note 16: Capital management

The Company is yet to start business activities and hence, gearing ratio as at the end of the reporting period is not indicative of the capital structure which the Company may like to adopt after commencement of the business. The resultant capital structure will appropriately be decided based on the business requirements and the industry benchmarks.

The Company is not subject to any externally imposed capital requirements.

Note 17 : Financial risk management

The Company's financial liabilities comprise of trade payables. The Company's financial assets comprise of cash and bank balances and investments in preference shares of a fellow subsidiary. The Company's activities does not expose it to market risk and credit risk. The Company manages its liquidity through internal accruals and capital infusion from the Holding Company.

In view of nascent stage of business, the liquidity ratios are not relevant. Financial liabilities mainly include trade payables. The operations of the Company during early stages of business will be supported by the Holding Company through loans or through equity infusion, as appropriate. All financial liabilities shall mature within one year from the reporting date.



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 18: Fair value measurements

(i) Financial instruments by category

	31-Mar-19		31-Mar-18	
	FVTPL*	Amortised cost	FVTPL*	Amortised cost
Financial assets				
Investments	20000.00	-	20000.00	-
Cash and bank balances	-	497.18	-	610.82
Other financial assets	-	22.82	-	5.10
Total financial assets	20000.00	520.00	20000.00	615.92
Financial liabilities				
Trade payables	-	12.10	-	16.56
Total financial liabilities	-	12.10	-	16.56

*Mandatorily required to be measured at FVTPL. There is no financial instrument which is designated as FVTPL.

(ii) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Financial assets and liabilities measured at fair value - recurring fair value measurements

	Note No	Level 1	Level 2	Level 3	Total
As at 31 March 2019					
Financial assets					
- Investments in Preference shares at FVTPL (Unquoted)	2	-	-	20000.00	20000.00
		-	-	20000.00	20000.00
Financial liabilities					
		-	-	-	-
		-	-	-	-
As at 31 March 2018					
Financial assets					
- Investments in Preference shares at FVTPL (Unquoted)		-	-	20000.00	20000.00
		-	-	20000.00	20000.00
Financial liabilities					
		-	-	-	-
		-	-	-	-

Level 1: Level 1 hierarchy includes financial instruments measured using quoted unadjusted market prices in active markets for identical assets or liabilities. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting date.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

There are no transfers between levels 1 and 2 during the year.

(iii) Valuation technique used to determine fair value

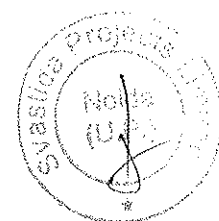
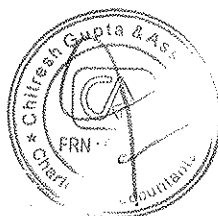
Specific valuation techniques used to value financial instruments include the fair value of investment in preference shares of a fellow subsidiary company. The fair valuation is determined using discounted cash flows technique. Resulting fair value estimates are included in level 3.

(iv) Valuation processes

The Finance team headed by Group CFO has requisite knowledge and skills in valuation of financial instruments.

(v) Fair value of financial assets and liabilities that are not measured at fair value (but fair value disclosures are required)

The management considers that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values mostly due to their short-term nature.



SVASTIDA PROJECTS LIMITED

Notes to the financial statements for the year ended March 31, 2019
(All amounts in ₹ thousands, unless otherwise stated)

Note 19 : Commitments, contingent liabilities and contingent assets

Based on management analysis, there are no material commitment, contingent liabilities and contingent assets as at 31 March 2019 (31 March 2018: ₹ Nil).

Note 20: Disclosures of Micro enterprises and Small enterprises

Based on the intimation received by the Company from its suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the relevant information is provided here below:

	31-Mar-19	31-Mar-18
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year; as at the end of the year		
(i) Principal amount	-	-
(ii) Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the	-	-

Note 21: Standards issued but not yet effective

The standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards when they become effective.

Ind AS 116 Leases was notified by Ministry of Corporate Affairs (MCA) on 30 March 2019 and it replaced Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees - leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.


The Company will adopt the aforesaid standard effective from April 1, 2019. As at the date of issuance of the Company's financial statements, the Company is in the process of evaluating the requirements of the aforesaid standard and the impact on its financial statements in the period of initial application.

Note 22: Approval of financial statements

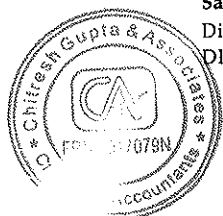
The financial statements were approved for issue by the Board of Directors of the Company on 13 May 2019 subject to approval of shareholders.

As per our report of even date attached


For Chitresh Gupta & Associates
Chartered Accountants
Firm's registration number : 017079N


Chitresh Gupta
Partner
Membership No. 98247

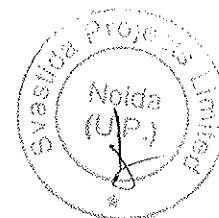
Place : Noida (U.P.)
Date : 13-05-2019



For and on behalf of the Board of Directors of Svastida Projects Limited


Satvinder Singh Walia
Director
DIN : 00296589


Debajit Bagchi
Director
DIN : 02561320



INDEPENDENT AUDITOR'S REPORT

To the members of MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31 March 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the period from 12 June 2018 to 31 March 2019, and notes to the 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 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 2019, and loss (including other comprehensive income), changes in equity and its cash flows for the period from 12 June 2018 to 31 March 2019.

Basis for Opinion

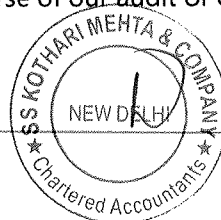
We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent 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 opinion.

Information other than the financial statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Director's Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our 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.

Management's Responsibility for 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 financial statements that give a true and fair view of the financial position, financial performance, 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 controls 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 system in place and the operating effectiveness of such controls.



SS KOTHARI MEHTA
& COMPANY
CHARTERED ACCOUNTANTS

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the 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.

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("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 A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
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 Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.



SS KOTHARI MEHTA
& COMPANY
CHARTERED ACCOUNTANTS

- d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (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 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid/provided any managerial remuneration during the period. Hence reporting under section 197(16) of the Act is not applicable to the Company.

- 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, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, on long-term contracts. The Company does not have long term derivative contracts;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The reporting on the disclosures relating to Specified Bank Notes is not applicable to the Company for the period ended 31 March 2019.

For **S. S. KOTHARI MEHTA & COMPANY**

Chartered Accountants

Firm Registration No. 000756N

Yogesh K. Gupta

Partner

Membership No.:093214



Place: Noida

Date: May 10, 2019

Annexure A" to the Independent Auditors' Report

The Annexure as referred in paragraph (1) 'Report on Other Legal and Regulatory Requirements of our Independent Auditors' Report to the members of **MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED** on the financial statements for the period from 12 June 2018 to 31 March 2019, we report that:

- i. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not hold any property, plant and equipment during the period. Accordingly, the requirements under the paragraph 3(i) of the Order are not applicable to the Company.
- ii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not hold any inventory during the period. Accordingly, the requirements under the paragraph 3(ii) of the Order are not applicable to the Company.
- iii. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the requirements under the paragraph 3(iii)(a), 3(iii)(b) & 3(iii)(c) of the Order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the Company has not granted any loan, made investment, provided guarantee or security under section 185 and 186 of the Companies Act, 2013. Accordingly, the requirements under the paragraph 3(iv) of the Order are not applicable to the Company.
- v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of sections 73 to 76 of the Companies Act, 2013 and the rules framed there under. Accordingly, the requirements of paragraph 3 (v) of the Order are not applicable to the Company.
- vi. According to the information and explanations given to us, requirement to maintain cost records pursuant to the Companies (Cost Records and Audit) Rules, 2014 as amended prescribed by the Central Government under Section 148 of the Act is not applicable to the Company during the period.
- vii. (a) According to the information and explanations given to us and on the basis of examination of the records of the Company, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, sales-tax, income tax, service tax, custom duty, excise duty, value added tax, goods and services tax and other material statutory dues with the appropriate authorities to the extent applicable. According to the information and explanations given to us and on the basis of examination of the records of the Company there were no undisputed aforesaid statutory dues payable as at 31 March 2019 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 examination of the records of the Company, there were no dues in respect of income tax, sales tax, service tax, goods and services tax, duty of excise, duty of customs or value added tax which have not been deposited on account of any dispute.



S S KOTHARI MEHTA
& COMPANY
CHARTERED ACCOUNTANTS

- viii. According to the information and explanations given to us, the Company did not borrow any amount during the period from financial institution, bank and government and has not issued any debentures. Accordingly, the requirements of paragraph 3 (viii) of the Order are not applicable to the Company.
- ix. According to the information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the period. The term loan has been applied for the purpose for which it was raised.
- x. During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of fraud by the Company or on the Company by its officers or employees being noticed or reported during the period, nor have we been informed of such case by the management.
- xi. According to the information and explanations given to us and based on our examination of the records of the Company, no managerial remuneration has been paid or provided by the Company. Accordingly, the requirements of paragraph 3 (xi) of the Order are not applicable to the Company.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the requirements of paragraph 3(xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013, where applicable, and details of such transactions have been disclosed in the financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under section 133 of the Companies Act, 2013.
- xiv. According to the information and explanations given to us and based on 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 period.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **S. S. KOTHARI MEHTA & COMPANY**

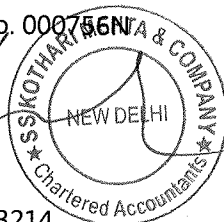
Chartered Accountants

Firm Registration No. 000756N

Yogesh K. Gupta

Partner

Membership No.:093214



Place: Noida

Date: May 10, 2019

"Annexure B" to the Independent Auditor's Report of even date on the Financial Statements of MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED"

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements'

We have audited the internal financial controls over financial reporting of **MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED** ("the Company") as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the period from 12 June 2018 to 31 March 2019.

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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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 and the Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the

SS KOTHARI MEHTA
& COMPANY
CHARTERED ACCOUNTANTS

transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

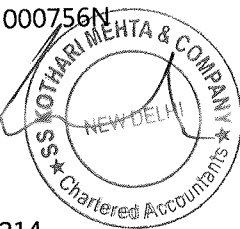
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting 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, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, 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.

For **S. S. KOTHARI MEHTA & COMPANY**
Chartered Accountants
Firm Registration No. 000756N

Yogesh K. Gupta
Partner
Membership No.:093214



Place: Noida
Date: May 10, 2019

MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Balance Sheet as at March 31, 2019

(All amounts in ₹ lakhs, unless otherwise stated)

	Note No.	As at 31 March 2019
ASSETS		
Non-current assets		
Deferred tax assets (net)	3	0.21
Income tax assets (net)	4	50.13
Other non-current assets	5	28.67
Total non-current assets		79.01
Current assets		
Financial assets		
i. Cash and cash equivalents	6 (a)	87.23
ii. Bank balances other than cash and cash equivalents	6 (b)	415.00
iii. Other financial assets	7	2.01
Other current assets	5	2287.36
Total current assets		2791.60
Total assets		2870.61
EQUITY AND LIABILITIES		
EQUITY		
Equity share capital	8	0.30
Other equity	9	(13.14)
Total equity		(12.84)
LIABILITIES		
Non-current liabilities		
Financial liabilities		
i. Borrowings	10	80.00
Total non-current liabilities		80.00
Current liabilities		
Financial liabilities		
i. Trade payables	11	-
(a) total outstanding dues of micro enterprises and small enterprises		-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		2.22
ii. Other financial liabilities	12	1.32
Other current liabilities	13	2799.91
Total current liabilities		2803.45
Total liabilities		2883.45
Total equity and liabilities		2870.61

The accompanying notes 1 to 27 form an integral part of these financial statements

As per our report of even date attached

For S S Kothari Mehta & Company

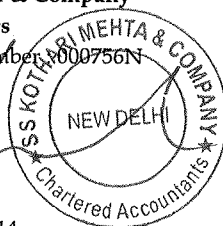
Chartered Accountants

Firm's registration number 000756N

Yogesh K. Gupta

Partner

Membership No. 093214



For and on behalf of the Board of Directors of

Mathura Wastewater Management Private Limited

Nikhil Sawhney

Director

DIN: 00029028

B. K. Agarwal

Director

DIN: 08155585

Place : Noida (U.P.)

Date : May 10, 2019



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Statement of Profit and Loss for the period ended March 31, 2019

(All amounts in ₹ lakhs, unless otherwise stated)

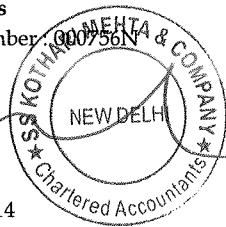
	Note No.	For the period from 12 June 2018 to 31 March 2019
Revenue from operations	14	17.36
Other income	15	2.00
Total income		19.36
Expenses		
Finance costs	16	1.47
Other expenses	17	31.24
Total expenses		32.71
Loss before tax		(13.35)
Tax expense:		
- Current tax	18	-
- Deferred tax	18	(0.21)
Total tax expense		(0.21)
Loss for the period		(13.14)
Other comprehensive income		
A (i) Items that will not be reclassified to profit or loss		-
A (ii) Income tax relating to items that will not be reclassified to profit or loss		-
B (i) Items that may be reclassified to profit or loss		-
B (ii) Income tax relating to items that may be reclassified to profit or loss		-
Other comprehensive income for the period, net of tax		-
Total comprehensive income for the period		(13.14)
Earnings/(loss) per equity share of ₹ 1 each		
Basic	19	(43.80)
Diluted	19	(43.80)

The accompanying notes 1 to 27 form an integral part of these financial statements

As per our report of even date attached

For S S Kothari Mehta & Company
Chartered Accountants
Firm's registration number: 000756N

Yogesh K. Gupta
Partner
Membership No. 093214



For and on behalf of the Board of Directors of
Mathura Wastewater Management Private Limited

Nikhil Sawhney
Director
DIN: 00029028

B. K. Agarwal
Director
DIN: 08155585

Place : Noida (U.P.)
Date : May 10, 2019



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Statement of Changes in Equity for the period ended March 31, 2019

(All amounts in ₹ lakhs, unless otherwise stated)

A. Equity share capital

Equity shares of ₹ 1 each issued, subscribed and fully paid up

Equity shares issued during the period	0.30
As at 31 March 2019	0.30

B. Other equity

	Reserves and surplus	Total other equity
	Retained earnings	
Loss for the period	(13.14)	(13.14)
Other comprehensive income, net of income tax	-	-
Total comprehensive income for the period	(13.14)	(13.14)
Balance as at 31 March 2019	(13.14)	(13.14)

The accompanying notes 1 to 27 form an integral part of these financial statements

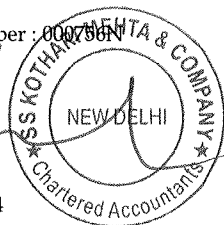
As per our report of even date attached

For S S Kothari Mehta & Company

Chartered Accountants

Firm's registration number : 000796N

Yogesh K. Gupta
Partner
Membership No. 093214

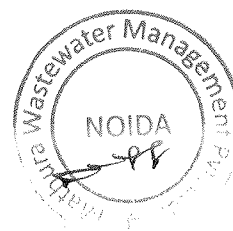


Place : Noida (U.P.)
Date : May 10, 2019

For and on behalf of the Board of Directors of
Mathura Wastewater Management Private Limited


Nikhil Sawhney
Director
DIN: 00029028


B. K. Agarwal
Director
DIN: 08155585



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Statement of Cash Flows for the period ended March 31, 2019

(All amounts in ₹ lakhs, unless otherwise stated)

	For the period from 12 June 2018 to 31 March 2019
Cash flows from operating activities	
Loss before tax	(13.35)
Adjustments for	
Interest income	(2.00)
Finance costs	1.47
Working capital adjustments :	
Change in other assets	(2316.04)
Change in trade payables	2.22
Change in other liabilities	2799.91
Cash generated from operations	472.21
Income tax paid	(50.13)
Net cash inflow from operating activities	422.08
Cash flows from investing activities	
Decrease / (increase) in deposits with banks	(415.00)
Net cash outflow from investing activities	(415.00)
Cash flows from financing activities	
Proceeds from issue of equity share capital	0.30
Proceeds from borrowings	80.00
Interest paid	(0.15)
Net cash inflow from financing activities	80.15
Net increase/(decrease) in cash and cash equivalents	87.23
Cash and cash equivalents at the end of the period (refer note 6 (a))	87.23

Reconciliation of liabilities arising from financing activities:

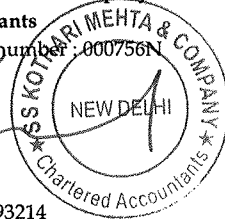
	Non-current Borrowings	Interest payable
Cash flows	80.00	(0.15)
Finance costs accruals	-	1.47
Balance as at 31 March 2019	80.00	1.32

The accompanying notes 1 to 27 form an integral part of these financial statements

As per our report of even date attached

For S S Kothari Mehta & Company
Chartered Accountants
Firm's registration number : 000756N

Yogesh K. Gupta
Partner
Membership No. 093214

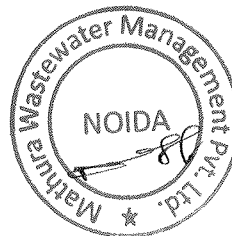


For and on behalf of the Board of Directors of
Mathura Wastewater Management Private Limited

Nikhil Sawhney
Director
DIN: 00029028

B. K. Agarwal
Director
DIN: 08155585

Place : Noida (U.P.)
Date : May 10, 2019



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the Financial Statements for the period ended March 31, 2019

Corporate information

Mathura Wastewater Management Private Limited ("the Company") is a company limited by shares, incorporated on 12 June 2018 and domiciled in India. The registered office of the Company is located at A-44, Hosiery Complex, Phase II extension, Noida, Uttar Pradesh- 201305. The Company is a wholly owned subsidiary of Triveni Engineering & Industries Limited, incorporated as a special purpose vehicle for implementation of a project/order awarded to the Company under a contract entered into with U.P. Jal Nigam, Agra and National Mission for Clean Ganga under the Namami Gange Programme.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation and presentation

(i) Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015 (as amended)] and other relevant provisions of the Act.

(ii) Historical cost convention

The financial statements have been prepared on an accrual basis under historical cost convention. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

(iii) Classification of assets and liabilities into current/non-current

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Act. The operating cycle of the Company is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

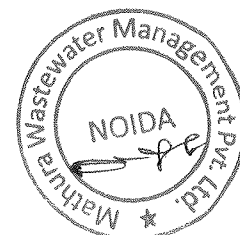
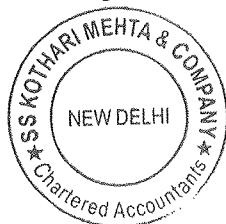
(b) Revenue recognition

Revenue from contracts with customers is recognised 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. Transaction price at which revenue is recognised is net of variable consideration (viz. returns, trade allowances, rebates and other similar allowances), goods & services tax and amounts collected on behalf of third parties, if any. Variable consideration is estimated based on the expected value of outflow.

Recognising revenue from major business activities

(i) Rendering of services

The Company provides engineering services that are either sold separately or bundled together with the sale of goods to a customer.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the Financial Statements for the period ended March 31, 2019

Contracts for bundled sales of goods and engineering services are comprised of two performance obligations because the promises to transfer goods and provide engineering services are capable of being distinct and separately identifiable. Accordingly, the Company allocates the transaction price based on relative stand-alone selling prices of such goods and engineering services.

The Company recognises revenue from engineering services over time, using an input method to measure progress towards complete satisfaction of the service, because the customer simultaneously receives and consumes the benefits provided by the Company. The progress towards complete satisfaction of the service is determined as follows:

- erection & commissioning / servicing revenue - based on technical estimate of completion of physical proportion of the contract work;
- operation & maintenance revenue - as the proportion of the total period of services contract that has elapsed at the end of the reporting period

(ii) Construction contracts

Construction contracts are analysed to determine combination of contracts and identification of performance obligations and accordingly transaction price is allocated amongst performance obligations based on stand-alone selling prices. Performance obligations, in construction contracts, generally includes construction/ turnkey related activities and operation & maintenance related activities which are satisfied over time with the customer receiving benefits out of the activities being performed by the Company.

When the progress towards complete satisfaction of performance obligations of a construction contract can be estimated reliably, revenue is recognised by reference to the stage of completion of the contract activity at the end of the reporting period, measured based on the proportion of contract costs incurred for work performed to date relative to the estimated total contract costs, because the customer simultaneously receives and consumes the benefits provided by the Company, except where this would not be representative of the stage of completion. Variations in contract work, claims and incentive payments are included to the extent that the amount can be measured reliably and its receipt is considered probable.

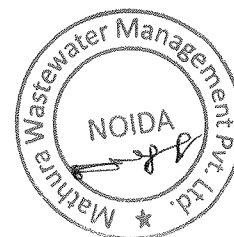
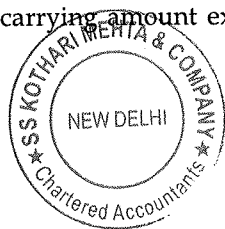
When the outcome of performance obligations of a construction contract cannot be estimated reliably, but the Company expects to recover the costs incurred in satisfying the performance obligation, contract revenue is recognised only to the extent of the contract costs incurred until such time that it can reasonably measure the outcome of the performance obligation. Contract costs are recognised as expenses in the period in which they are incurred.

(iii) Interest income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

(c) Impairment of non-financial assets

Non-financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the Financial Statements for the period ended March 31, 2019

higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, so however that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

(d) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Borrowing costs are not capitalised during extended periods in which active development of qualifying assets is suspended. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

(e) Income tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

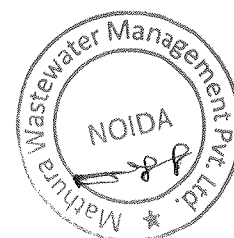
(i) Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

(ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences, the carry forward of unused tax credits and unused tax losses to the extent that it is probable that taxable profits will be available against which those deductible temporary differences, the carry forward of unused tax credits and unused tax losses can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the Financial Statements for the period ended March 31, 2019

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

(iii) Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

(f) Provisions, contingent liabilities and contingent assets

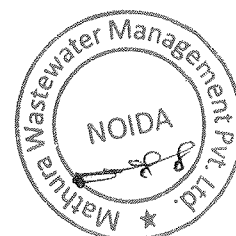
- (i) Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When the effect of the time value of money is material, provision is measured at the present value of cash flows estimated to settle the present obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.
- (ii) A contingent liability is not recognised in the financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a provision is recognised in the financial statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).
- (iii) A contingent asset is not recognised in the financial statements, however, is disclosed, where an inflow of economic benefits is probable. When the realisation of income is virtually certain, then the asset is no longer a contingent asset, and is recognised as an asset.
- (iv) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

(g) Financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the Financial Statements for the period ended March 31, 2019

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

(ii) Measurement

At initial recognition, the Company 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 that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments

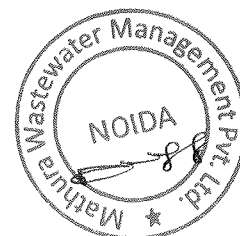
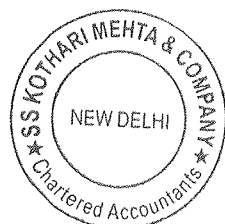
Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is recognised using the effective interest rate method.
- **Fair value through other comprehensive income (FVTOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVTOCI.
- **Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss.

(iii) Impairment of financial assets

In accordance with Ind AS 109 *Financial Instruments*, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss associated with its financial assets carried at amortised cost and FVTOCI debt instruments.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115 *Revenue from Contracts with Customers*, the Company applies simplified approach permitted by Ind AS 109 *Financial Instruments*, which requires expected life time losses to be recognised after initial recognition of receivables. For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, twelve months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on twelve-months ECL. ECL is determined with reference to historically observed default rates over the expected life of the financial asset and is adjusted for forward looking estimates.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the Financial Statements for the period ended March 31, 2019

(iv) Derecognition of financial assets

A financial asset is derecognised only when the Company

- has transferred the rights to receive cash flows from the financial asset; or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, it evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the Company has neither transferred a financial asset nor retained substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety, the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

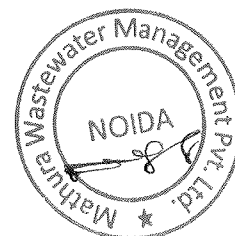
(h) Financial liabilities and equity instruments

(i) Classification

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the Financial Statements for the period ended March 31, 2019

Financial liabilities

The Company classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL, other financial liabilities are measured at amortised cost at the end of subsequent accounting periods.

(ii) Measurement

Equity instruments

Equity instruments issued by the Company are recognised at the proceeds received. Transaction cost of equity transactions shall be accounted for as a deduction from equity.

Financial liabilities

At initial recognition, the Company measures a financial liability at its fair value net of, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the issue of the financial liability. Transaction costs of financial liability carried at fair value through profit or loss are expensed in profit or loss.

Subsequent measurement of financial liabilities depends on the classification of financial liabilities. There are two measurement categories into which the Company classifies its financial liabilities:

- **Fair value through profit or loss (FVTPL):** Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL. Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss.
- **Amortised cost:** Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

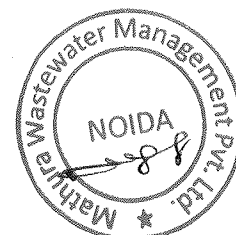
(iii) Derecognition

Equity instruments

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the Financial Statements for the period ended March 31, 2019

(i) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(j) Cash flow statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(k) Cash and cash equivalents

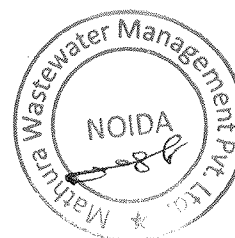
Cash and cash equivalents in the balance sheet comprise of cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of change in value.

For the purpose of cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above.

(l) Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and financing costs associated with dilutive potential equity shares and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the Financial Statements for the period ended March 31, 2019

Note 2: Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

(a) Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

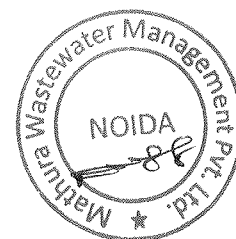
(i) Revenue and cost estimation for construction contracts

The revenue recognition pertaining to construction contracts are determined on proportionate completion method based on actual construction contract costs incurred till balance sheet date and total budgeted construction contract costs. An estimation of total budgeted construction contract cost involves making various assumptions that may differ from the actual developments in the future. These include delays in execution due to unforeseen reasons, inflation rate, future material rates, future labour rates etc. The estimates/assumptions are made considering past experience, market/inflation trends and technological developments etc. All such estimates/assumptions are reviewed at each reporting date.

(ii) Current taxes and deferred taxes

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses during the estimation of the provision for income taxes.

Deferred tax assets are recognised for unused tax credit to the extent that it is probable that taxable profit would be available against which the losses could be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax optimisation strategies.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the financial statements for the period ended March 31, 2019
(All amounts in ₹ lakhs, unless otherwise stated)

Note 3 : Deferred tax assets

As at 31 March 2019	
Deferred tax assets	0.21
Deferred tax liabilities	-
Net deferred tax assets/(liabilities)	0.21

(i) Movement in deferred tax balances
For the period ended 31 March 2019

	Recognised in profit or loss	Recognised in OCI	Closing balance
Unutilised tax losses	0.21	-	0.21
Net deferred tax assets/(liabilities)	0.21	-	0.21

Note 4 : Income tax balances

	As at 31 March 2019	
	Current	Non-current
Income tax assets		
Tax refund receivable (net)	-	50.13
	-	50.13
Income tax liabilities		
Provision for income tax (net)	-	-
	-	-

Note 5 : Other assets

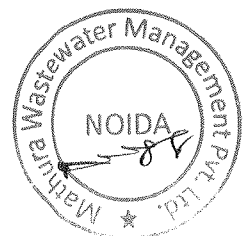
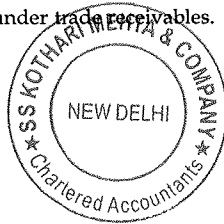
	As at 31 March 2019	
	Current	Non-current
Advances to suppliers	1910.06	-
Indirect tax and duties recoverable	268.57	-
Prepaid expenses	91.37	28.67
Due from customers under construction contracts [refer (i) below]	17.36	-
Total other assets	2287.36	28.67

(i) Contract balances

As at 31 March 2019	
Contract assets	
- Amounts due from customers under construction contracts	17.36
Contract liabilities	
- Advance from customers	2506.70

Contract assets are initially recognised for revenue earned as receipt of consideration is conditional on successful achievement of milestones. Upon achievement of milestones, billing is done and contract assets are reclassified to trade receivables. The Company is incorporated as a special purpose vehicle for implementation of a project/order awarded to the Company under a contract entered into with U.P. Jal Nigam, Agra and National Mission for Clean Ganga under the Namami Gange Programme. The project is on hybrid annuity PPP basis, according to which 40% of EPC value will be paid by customer during the construction period and balance 60% will be paid during O&M period of 15 years alongwith interest computed at SBI one year MCLR plus 3%.

When contract costs incurred to date plus recognised profits less recognised losses exceed progress billings, the surplus is shown as amounts due from customers for contract work. For contracts where progress billings exceed contract costs incurred to date plus recognised profits less recognised losses, the surplus is shown as the amounts due to customers for contract work. Amounts received before the related work is performed are included in the balance sheet, as a liability, as advances received. Amounts billed for work performed but not yet paid by the customer are included in the balance sheet under trade receivables.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the financial statements for the period ended March 31, 2019
(All amounts in ₹ lakhs, unless otherwise stated)

Note 6 : Cash and bank balances

(a) Cash and cash equivalents

As at 31 March 2019	
At amortised cost	
Balances with banks	
- in current accounts	87.23
Total cash and cash equivalents	87.23

(b) Bank balances other than cash and cash equivalents

As at 31 March 2019	
At amortised cost	
Balances under lien/margin/kept as security:	
- in fixed deposits (original maturity exceeding three months but upto one year)	415.00
Total bank balances other than cash and cash equivalents	415.00

Note 7 : Other financial assets

	As at 31 March 2019	
	Current	Non-current
At amortised cost		
Accrued interest	2.01	-
Total other financial assets	2.01	-

Note 8 : Share capital

	As at 31 March 2019	
	Number of shares	Amount
AUTHORISED		
Equity shares of ₹ 1 each	15,00,30,000	1500.30
Preference shares of ₹ 1 each	70,000	0.70
		<u>1501.00</u>
ISSUED, SUBSCRIBED AND FULLY PAID UP		
Equity shares of ₹ 1 each	30,000	0.30

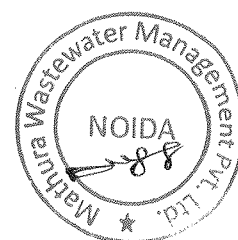
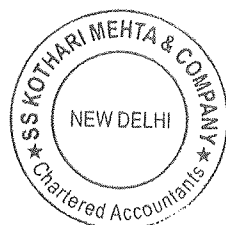
(i) Movements in equity share capital

	Number of shares	Amount
Equity shares issued during the period	30,000	0.30
As at 31 March 2019	30,000	0.30

(ii) Terms and rights attached to equity shares

The Company has only one class of equity shares with a par value of ₹ 1/- per share. The holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the financial statements for the period ended March 31, 2019
(All amounts in ₹ lakhs, unless otherwise stated)

(iii) Details of shares held by the holding company, its subsidiaries and associates

	As at 31 March 2019	
	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	30,000	100%

(iv) Details of shareholders holding more than 5% shares in the Company

	As at 31 March 2019	
	Number of shares	% holding
Triveni Engineering & Industries Limited (Holding Company)	30,000	100%

Note 9 : Other equity

	As at 31 March 2019
Retained earnings	(13.14)
Total other equity	(13.14)

(i) Retained earnings

	For the period from 12 June 2018 to 31 March 2019
Loss for the period	(13.14)
Other comprehensive income for the period, net of income tax	-
Closing balance	(13.14)

Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the requirement of the Companies Act, 2013.

Note 10 : Non-current borrowings

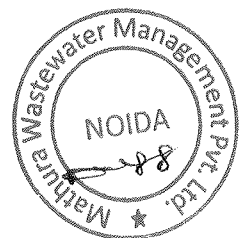
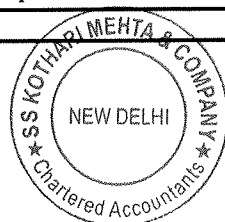
	As at 31 March 2019
Unsecured- at amortised cost	
Loans from related parties (refer note 20)	80.00
Total non-current borrowings	80.00

(i) The Coupon rate of interest and weighted average effective interest rate: 9% per annum.

(ii) Repayment terms of loan: In view of Tata Cleantech Capital Limited ('Lender to the Project') stipulation that loan from Triveni Engineering & Industries Limited ('Holding Company') to the Company cannot be repaid by the Company till the loan from Lender to the Project is fully repaid, repayment terms of loan from Holding Company will be decided mutually between the Company and Holding Company after satisfactory construction of the Project subject to the approval of the Lender to the Project.

Note 11 : Trade payables

	As at 31 March 2019	
	Current	Non-current
Trade payables (at amortised cost)		
- Total outstanding dues of micro enterprises and small enterprises (refer note 25)	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	2.22	-
Total trade payables	2.22	-



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the financial statements for the period ended March 31, 2019
(All amounts in ₹ lakhs, unless otherwise stated)

Note 12 : Other financial liabilities

	As at 31 March 2019	
	Current	Non- current
At amortised cost		
Accrued interest	1.32	-
Total other financial liabilities	1.32	-

Note 13 : Other liabilities

	As at 31 March 2019	
	Current	Non- current
Advances from customers	2506.70	-
Statutory remittances	292.71	-
Miscellaneous other payables	0.50	-
Total other liabilities	2799.91	-

Note 14 : Revenue from operations

	For the period from 12 June 2018 to 31 March 2019
Construction contract revenue	17.36
Total revenue from operations	17.36

(i) Unsatisfied long-term construction contracts:

The transaction price allocated to contract (viz. a project awarded under Namami Gange Programme) that is partially unsatisfied as at reporting date alongwith expected period of its revenue recognition, is as follows:

	As at 31 March 2019
Within one year	10926.95
More than one year	10926.94
Total	21853.89

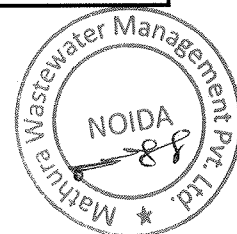
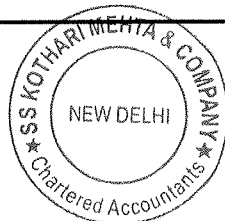
(ii) Revenue recognised in profit or loss is same as contract price.

Note 15 : Other income

	For the period from 12 June 2018 to 31 March 2019
Interest income from bank deposits (at amortised cost)	2.00
Total other income	2.00

Note 16 : Finance costs

	For the period from 12 June 2018 to 31 March 2019
Interest on loan	1.47
Total finance costs	1.47



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the financial statements for the period ended March 31, 2019

(All amounts in ₹ lakhs, unless otherwise stated)

Note 17 : Other expenses

	For the period from 12 June 2018 to 31 March 2019
Travelling and conveyance	0.17
Rates and taxes	12.89
Insurance	0.81
Legal and professional expenses	1.74
Payment to Auditors (see (i) below)	0.50
Bank charges	15.05
Miscellaneous expenses	0.08
Total other expenses	31.24

(i) Detail of payment to auditors

	For the period from 12 June 2018 to 31 March 2019
Statutory audit fee	0.50
Total payment to auditors	0.50

Note 18 : Income tax expense

Income tax recognised in profit or loss

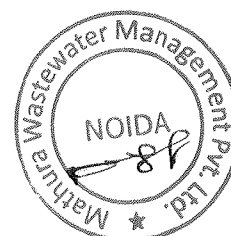
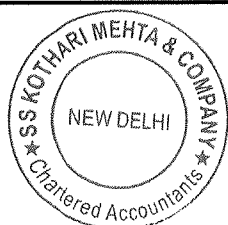
	For the period from 12 June 2018 to 31 March 2019
Current tax	-
Deferred tax	
- In respect of current year origination and reversal of temporary differences	(0.21)
Total income tax expense recognised in profit or loss	(0.21)

Reconciliation of income tax expense and the accounting profit multiplied by Company's tax rate:

	For the period from 12 June 2018 to 31 March 2019
Loss before tax	(13.35)
Income tax calculated at 26%	(3.47)
Effect of expenses that is non-deductible in determining taxable profit	3.26
Total income tax expense/(credit) recognised in profit or loss	(0.21)

Note 19 : Earnings per share

	For the period from 12 June 2018 to 31 March 2019
Loss for the year attributable to owners of the Company [A]	(13.14)
Weighted average number of equity shares for the purposes of basic EPS/ diluted EPS [B]	30,000
Basic earnings/(loss) per share (face value of ₹ 1 per share) [A/B]	(43.80)
Diluted earnings/(loss) per share (face value of ₹ 1 per share) [A/B]	(43.80)



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the financial statements for the period ended March 31, 2019
(All amounts in ₹ lakhs, unless otherwise stated)

Note 20 : Related party transactions

(i) Related parties where control exists

(a) Triveni Engineering & Industries Limited (TEIL), Holding Company

(ii) Related parties with whom transactions have taken place :

(a) Holding company
Triveni Engineering & Industries Limited (TEIL)

(iii) Details of transactions between the Company and related parties and outstanding balances:

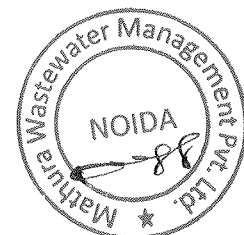
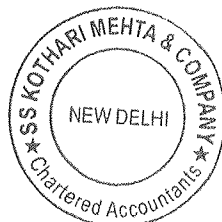
	Holding Company TEIL	Total
Nature of transactions with Related Parties for the period from 12 June 2018 to 31 March 2019		
Interest expense	1.47	1.47
Expenses incurred by party on behalf of the Company on reimbursable basis (net)	(40.96)	(40.96)
Issue of equity share capital	0.30	0.30
Advance paid against order	1908.30	1908.30
Loans received	80.00	80.00
Outstanding balances as at 31 March 2019		
Receivable	1908.30	1908.30
Payable	81.32	81.32

(iv) Terms & conditions:

(a) Loan from the Holding Company are given at normal commercial terms & conditions at prevailing market rate of interest. All other transactions were made on normal commercial terms and conditions and at market rates.

(b) The outstanding balances at the year-end are unsecured and settlement occurs in cash. The Company has not recorded any impairment of receivables relating to amounts owed by related parties for the period ended 31 March 2019.

(c) The Holding Company, during the year, has given corporate guarantee amounting to ₹ 9915 lakhs in connection with a loan agreed to be granted by the lender to the Company, which will come into force upon availment of loan by the Company in subsequent year(s).



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the financial statements for the period ended March 31, 2019
(All amounts in ₹ lakhs, unless otherwise stated)

Note 21 : Capital management

The primary objective of the capital management is to maximize shareholder value and to keep leverage within reasonable limits for financial prudence. The Company does not have significant borrowings as at year end.

The capital structure of the Company has been agreed with the lender and therefore debt from the lender and equity/loans from the holding company will be availed as per the structure agreed with the lender. Accordingly, the Company intends to avail equity/loan from the holding company to the extent of ₹ 3305 lakhs and a loan of ₹ 9915 lakhs from the lender.

Note 22 : Financial risk management

The Company's financial liabilities comprise borrowings and trade payables. The Company's financial assets comprise cash and bank balances. In the initial stage of business activities, the Company is exposed mainly to liquidity risk and is not exposed to credit risk and market risk. The monitoring and management of such risks is undertaken by the senior management of the Company.

Liquidity risk

In view of preliminary stage of project during the period under review, the Company has managed its liquidity mainly from advance received from customer and to a minor extent through loan from the holding company. The Company intends to fund its working capital requirements and construction costs, to be received on deferred payment basis, from equity/loan from the holding company, borrowing from the lender and milestone payments from customer.

Table hereunder provides the current ratios of the Company as at the period end :

As at 31 March 2019	
Total current assets	2791.60
Total current liabilities	2803.45
Current ratio	1.00

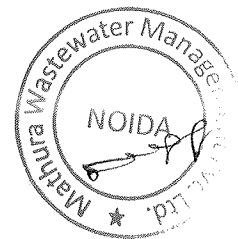
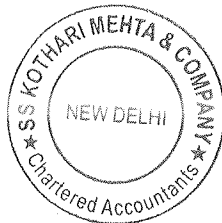
All financial liabilities shall mature within one year from the reporting date.

Credit risk

The contract being executed by the Company has been entered into with UP Jal Nigam, Agra and National Mission for Clean Ganga (NMCG) under the approved flagship Namami Gange programme. As per the terms of the contract, escrow account mechanism has been prescribed for payment to the Company and NMCG is required to fund the escrow account with an amount equivalent to next 2 payment milestone at all times during the construction period and O&M period. Thus, the credit risk to the Company is moderate.

Market risk - interest rate risk

The project under implementation by the Company is on hybrid annuity PPP basis, according to which 40% of EPC value will be paid by customer during the construction period and balance 60% will be paid during O&M period of 15 years alongwith interest computed at SBI one year MCLR plus 3%. It is therefore critical for the Company to secure interest rate on borrowing at appropriate level so as to optimise interest gains.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

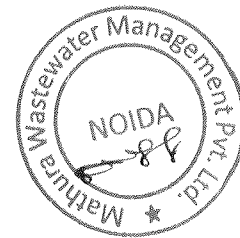
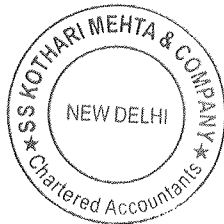
Notes to the financial statements for the period ended March 31, 2019
(All amounts in ₹ lakhs, unless otherwise stated)

Note 23 : Fair value measurements

(i) Financial instruments by category

	As at 31 March 2019	
	FVTPL/ FVTOCI	Amortised cost
Financial assets		
Cash and bank balances	-	502.23
Other financial assets	-	2.01
Total financial assets	-	504.24
Financial liabilities		
Borrowings	-	80.00
Trade payables	-	2.22
Other financial liabilities	-	1.32
Total financial liabilities	-	83.54

- (ii) The management considers that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values due to their short-term nature.



MATHURA WASTEWATER MANAGEMENT PRIVATE LIMITED

Notes to the financial statements for the period ended March 31, 2019

(All amounts in ₹ lakhs, unless otherwise stated)

Note 24 : Commitments, contingent liabilities and contingent assets

Based on management analysis, there are no material commitments, contingent liabilities and contingent assets as at 31 March 2019.

Note 25 : Disclosures of Micro enterprises and Small enterprises

Based on the intimation received by the Company from its suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the relevant information is provided here below:

	31 March 2019
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year; as at the end of the year	
(i) Principal amount	-
(ii) Interest due on above	-
The amount of interest paid by the buyer in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-

Note 26 : Standards issued but not yet effective

The standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards when they become effective.

Ind AS 116 Leases was notified by Ministry of Corporate Affairs (MCA) on 30 March 2019 and it replaced Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees - leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

The Company will adopt the aforesaid standard effective from April 1, 2019. As at the date of issuance of the Company's financial statements, the Company is in the process of evaluating the requirements of the aforesaid standard and the impact on its financial statements in the period of initial application.

Note 27 : Approval of financial statements

The financial statements were approved for issue by the Board of Directors of the Company on 10 May 2019 subject to approval of shareholders.

As per our report of even date attached

For S S Kothari Mehta & Company

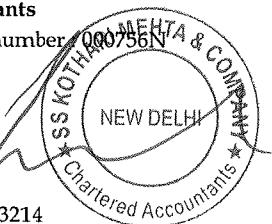
Chartered Accountants

Firm's registration number 000756N

Yogesh K. Gupta

Partner

Membership No. 093214



For and on behalf of the Board of Directors of

Mathura Wastewater Management Private Limited

Nikhil Sawhney

Director

DIN: 00029028

B. K. Agarwal

Director

DIN: 08155585

Place : Noida (U.P.)

Date : May 10, 2019

