

INDEPENDENT AUDITOR'S REPORT

To the Members of Thermax Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Thermax Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss, including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the Standalone financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that

the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Emphasis of Matter

We draw attention to Note 30(A)(c) of the standalone financial statements relating to the Arbitral Award against the Company for claims of Rs. 218.45 Crore by the Arbitral Tribunal under a contract with customer for dispute and related provisions. The Company has made a provision of Rs. 50.63 Crore and for the balance amount, no provision has been considered necessary. The Company has received stay of operation and execution of the Arbitral Award by the High Court of Bombay after depositing an amount of Rs. 218.45 Crore. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2024. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

**Key audit matters****How our audit addressed the key audit matter****A) Accounting for Revenue from Contracts with Customers***(as described in Note 21 of the Standalone financial statements)*

The Company's revenue comprises of revenue generated from sale of industrial products as well as from Engineering, Procurement and Construction (EPC) contracts. The total revenues for the year amounted to Rs. 5,782.59 Crore.

Revenues are recognised under Ind AS 115, Revenue from Contracts with Customers basis the nature and type of the contracts. We consider accounting of revenue contracts to be an area posing a significant risk of material misstatement and accordingly a key audit matter as due to the varied nature of the contracts, identification of contractual obligations, point of time for transfer of control, significant judgements involved in determining the contract costs (including costs incurred to date and estimated total cost), rights to receive payments including those for performance completed till date and recognition for loss making contracts/ onerous obligations. Revenue and profits for the year may deviate significantly on account of changes in the above judgements and estimates.

Our audit procedures included the following:

- We understood the Company's policies and processes, control mechanisms and methods in relation to the revenue recognition for revenue contracts and evaluated the design and operative effectiveness of the financial controls from the above through our test of control procedures.
- We obtained and read the terms of sample revenue contracts to evaluate the management's process to assess nature of contractual performance obligations, the point of time for transfer of control to customer and other relevant terms necessary for revenue recognition.
- We tested revenue, on sample basis, recorded during the period closer to year-end by testing the supporting documentation.
- We performed analytical procedures and conducted inquiries with senior management about any unusual trends of revenue recognition.
- For EPC contracts, on sample basis, we performed the following procedures among others:
 - Provision for liquidated damages and claims: Discussed with management and project teams to understand the status of the project and likelihood of customers imposing any contractual penalties through inspection of the relevant documents and correspondences.
 - Contingency provisions: Understood the management's estimate and rationale for the contingency provision movement during the year. We analysed the movement throughout the life of the contract and discussed progress to date with project teams to determine whether the remaining contingency provision is sufficient coverage for the residual risks identified for those projects.
 - Assessment of costs-to-complete: Performed procedures on balance cost estimation, tested the historical accuracy of previous forecasts and discussed variances with project teams, tested that the costs incurred were accrued at year-end and tested the significant assumptions for balance costs-to-complete.

Key audit matters	How our audit addressed the key audit matter
	<ul style="list-style-type: none"> • Performed analytical procedures and checked exceptions for contracts with low or negative margins, loss making contracts/ onerous contracts, contracts with significant changes in cost estimates and significant overdue net receivable positions for contracts with marginal or no movement to determine the level of provisioning required. • We read and tested the presentation and disclosure in the standalone financial statements are in accordance with applicable accounting standards.

B) Impairment of Investments in Subsidiaries

(as described in Note 5(a) and 40 of the Standalone financial statements)

During the year, impairment indicators were identified by the management for investments in certain subsidiaries. Management’s assessment for impairment of investments in subsidiaries requires estimation and judgement around assumptions used, including the recoverable value of underlying tangible assets. Furthermore, the value in use is highly sensitive to changes in some of the inputs used for forecasting the future cash flows. Changes to assumptions could lead to material changes in the estimated recoverable amount, impacting both potential impairment charges and also potential reversals of impairment taken in prior years. Accordingly, this is considered as a key audit matter.

Our audit procedures included the following:

- We understood the management’s process of evaluating the triggers for impairment, forecasting the future cash flows, evaluation of assumptions and comparison of estimates to externally available industry, economic and financial data, wherever available and necessary.
- We assessed that the methodology used by management to estimate the recoverable value of each investment is consistent with accounting standards.
- We assessed the assumptions used by the management to determine the recoverable amount of the investment in subsidiaries.
- We compared the carrying values of the Company’s investment in these subsidiaries to their respective financial statements which were available with their respective net asset values and discussed with management about their performance and future outlook.
- We involved valuation experts to assist in evaluating the valuation methodology, identifying and testing key assumptions and estimates to test the reasonableness of key assumptions used in preparing the cash flow forecasts, wherever required.
- We considered the potential impact of reasonably possible downside changes in these key assumptions as part of sensitivity analysis.
- We read and assessed the presentation and disclosure of such impairment in the standalone financial statements.

We have determined that there are no other key audit matters to communicate in our report.



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 Business Responsibility Report, Sustainability Report and Director's Report of the Annual Report, but does not include the standalone financial statements and our auditor's report thereon.

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

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

Responsibilities of Management and Those Charged With Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial

statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Charged With Governance are also responsible for overseeing the Company's financial reporting process.

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

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

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

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

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- We communicate with Those Charged With Governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with Those Charged With Governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (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, except that back-up of books and records (i.e., employee reimbursement system) maintained in electronic mode has not been maintained on servers physically located in India on a daily basis as mentioned in Note 43(A) of the standalone financial statements and except for the matters stated in the paragraph 2 (j) (vi) below on reporting under Rule 11(g);
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) The matters against the Company described in 'Emphasis of Matter' paragraph above, in our opinion, may have an adverse effect on the functioning of the Company;
 - (e) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (f) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of section 164 (2) of the Act;



- (g) With respect to the adequacy of the internal financial controls with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure 2” to this Report;
- (h) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (i) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under section 143(3)(b) and paragraph 2 (j) (vi) below on reporting under Rule 11(g);
- (j) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 30(A) to the standalone financial statements;
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer Note 9(b) to the standalone financial statements;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;
 - iv.
 - a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 31(B) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement;
 - v.
 - a) The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend;
 - b) As stated in Note 15(b) to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the

year which is subject to approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with accordance with section 123 of the Act to the extent it applies to declaration of dividend; and

- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature is not enabled for certain master data and direct changes to data when using certain

access rights, as described in Note 43(B) to the standalone financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per Vaibhav Kumar Gupta

Partner

Membership Number: 213935

UDIN: 24213935BKENG6639

Place: Pune

Date: May 10, 2024



Annexure 1 as referred to in paragraph 1 under the heading ‘Report on Other Legal and Regulatory Requirements’ of our report of even date

Re: Thermax Limited (“the Company”)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangibles assets.
- (b) All Property, Plant and Equipment have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right-of-Use assets) or intangible assets during the year ended March 31, 2024.
- (iii) (a) During the year, the Company has provided loans, advances in the nature of loans, stood guarantee and provided security to companies, firms, Limited Liability Partnership or any other parties as follows:

	Guarantees	Security	Loans	Advances in nature of loans
(Amount in Crore)				
Aggregate amount granted/ provided during the year				
- Subsidiaries	86.13	561.86	552.02	Nil
- Joint Ventures	Nil	Nil	Nil	Nil
- Associates	Nil	Nil	Nil	Nil
- Others	Nil	Nil	Nil	Nil
Balance outstanding as at balance sheet date in respect of above cases*				
- Subsidiaries	62.17	292.47	185.47	Nil
- Joint Ventures	Nil	Nil	Nil	Nil
- Associates	Nil	Nil	Nil	Nil
- Others	Nil	Nil	0.94	Nil

*Excluding interest accrued but not due

Also refer note 31(A) for details of non-funding facilities issued to subsidiaries

- (b) During the year, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees to companies, firms, Limited Liability Partnerships, or any other parties are not prejudicial to the Company's interest.
- (c) The Company has granted loans during the year to companies, firms, Limited Liability Partnerships, or any other parties where the schedule of repayment of principal and payment of interest has been stipulated and the repayment or receipts are regular.
- (d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, Limited Liability Partnerships or any other parties which are overdue for more than ninety days.
- (e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties, which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships, or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.
- (iv) Loans, investments, guarantees and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 ("the Act") are applicable have been complied with by the Company.
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act, related to the manufacture or service of 'inorganic chemical, organic or inorganic compounds of precious metals, rare-earth metals of radioactive elements or isotopes, and organic chemicals', 'plastic and polymers', 'other machinery' and 'electricals or electronic machinery', and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) (a) Undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases.

According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:



Name of the statute	Nature of the dues	Disputed dues, not deposited*^ (Rs. in Crore)	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise Duty	- [net of deposit Rs. 1.59]	FY 1997-98	High Court, Mumbai
		Rs. 0.78 [net of deposit Rs. 0.06]	FY 2015-16 and FY 2020-21	Appellate Tribunal, Pune
Income Tax Act, 1961	Income Tax	Rs. 3.36 [net of advance Rs. 13.54]	AY 2002-03, AY 2005-06 to 2009-10	High Court, Mumbai
		Rs. 18.23 [net of advance Rs. 31.77]	AY 2017-18 and AY 2018-19 to AY 2021-22	Commissioner of Income Tax (Appeals), Pune
Central Sales Tax and Local Sales Tax	Sales Tax and Value Added Tax	Rs. 0.09 [net of deposit Rs. Nil]	FY 2000-01 and FY 2001-02	High Court, Mumbai
		Rs. 0.10 [net of deposit Rs. Nil]		High Court, Madras
Finance Act, 1994	Service Tax	Rs. 9.57 [net of deposit Rs. Nil]	FY 2003-04, 2006-07, 2007-08, 2009-10, 2010- 11, 2016-17	Appellate Tribunal (Various)
		Rs. 6.77 [net of deposit Rs. 0.44]	FY 2004-05, 2006-07, 2010-11 to 2017-18	Appellate Authority upto Commissioner Level
		Rs. 1.30 [net of deposit Rs. 0.14]	FY 2017-18	Appellate Tribunal, Pune
Customs Act, 1962	Custom Duty	- [net of deposit Rs. 0.28]	FY 2005-06	Supreme Court, New Delhi
		Rs. 0.18 [net of deposit Rs. 0.02]	FY 2005-06	Appellate Authority upto Commissioner Level
Goods and Services Tax Act, 2017	Goods and Services Tax	Rs. 9.89 [net of deposit Rs. 1.12]	FY 2017-18 and 2018-19	Appellate Authority upto Commissioner Level

*Net of advances/ deposits paid under protest

^Excluding the interest and penalty thereon

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

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

(c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause 3(ix)(c) of the Order is not applicable to the Company.

(d) On an overall examination of the standalone financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associates.

- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate companies. Hence, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money during the year by way of initial public offer/ further public offer (including debt instruments). Hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares/ fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) Pending final outcome of the matter stated in Note 44 in the standalone financial statements, no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) Pending final outcome of the matter stated in Note 44 in the standalone financial statements, we have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.
- (xii) The Company is not a Nidhi Company as per the provisions of the Act. Therefore, the requirement to report on clause 3(xii)(a) to (c) of the Order is not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The Company follows a July to June internal audit cycle and accordingly the internal audit reports of the Company for the period under audit and issued till the date of our audit report, have been considered by us. As informed to us, the internal audit for remaining areas / scope is expected to be completed post issuance of our audit report on these standalone financial statements.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) The Group has one Core Investment Company as part of the Group.
- (xvii) The Company has not incurred cash losses in the current and preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) On the basis of the financial ratios disclosed in Note 36 to the standalone financial statements, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance



that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Act, in compliance with second proviso to sub section (5) of section 135 of the Act. This matter has been disclosed in Note 27(c) to the standalone financial statements.
- (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Act. This matter has been disclosed in Note 27(c) to the standalone financial statements.

- (xxi) The requirement of Clause 3(xxii) of the Order is not applicable to the standalone financial statements. As regards, remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the Consolidated financial statements, refer the Independent Auditor's Report on consolidated financial statements.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per Vaibhav Kumar Gupta

Partner

Membership Number: 213935

UDIN: 24213935BKENG6639

Place: Pune

Date: May 10, 2024

Annexure 2 as referred to in paragraph 2(g) under heading “Report on Other Legal and Regulatory Requirements” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of Thermax Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls with reference to standalone financial statements of Thermax Limited (“the Company”) as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The 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 (“the Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls with reference to these standalone financial statements.

Meaning of Internal Financial Controls with reference to these Standalone Financial Statements

A company’s internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial controls with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.



Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per Vaibhav Kumar Gupta

Partner

Membership Number: 213935

UDIN: 24213935BKENG6639

Place: Pune

Date: May 10, 2024

STANDALONE BALANCE SHEET

as at March 31, 2024

(All amounts in Rupees Crore, except per share data and unless stated otherwise)

	Notes	As at March 31, 2024	As at March 31, 2023
Assets			
I. Non-current assets			
Property, plant and equipment	4 (a)	661.26	625.83
Capital work-in-progress	4 (b)	107.23	44.91
Right-of-use assets	4 (c)	66.55	67.04
Intangible assets	4 (d)	21.70	20.93
Intangible assets under development	4 (d)	4.38	-
Investments in subsidiaries	5 (a)	1,024.88	780.21
Investments in associates	5 (b)	20.00	16.50
Financial assets:			
(a) Investments	6 (a)	382.58	289.30
(b) Trade receivables	7 (a)	140.08	112.94
(c) Loans	8 (a)	7.98	2.68
(d) Other assets	9 (a)	8.52	10.16
Deferred tax assets (net)	10	52.49	47.86
Income tax assets (net)		151.01	172.18
Other assets	11 (a)	53.27	50.53
Total non-current assets		2,701.93	2,241.07
II. Current assets			
Inventories	12	397.33	390.78
Financial assets:			
(a) Investments	6 (b)	965.79	1,183.88
(b) Trade receivables	7 (b)	1,501.64	1,210.22
(c) Cash and cash equivalents	13 (a)	263.62	120.82
(d) Bank balances other than (c) above	13 (b)	83.14	287.66
(e) Loans	8 (b)	183.80	171.87
(f) Other assets	9 (b)	139.39	216.48
Other assets	11 (b)	510.73	322.00
Total current assets		4,045.44	3,903.71
III. Assets classified as held for sale	41	-	6.53
Total assets		6,747.37	6,151.31
Equity and liabilities			
IV. Equity			
Equity share capital	14	23.83	23.83
Other equity	15	3,512.87	3,193.93
Total equity		3,536.70	3,217.76
V. Non-current liabilities			
Financial liabilities:			
(a) Lease liabilities	30 (c)	4.29	2.51
(b) Trade payables			
Total outstanding dues of micro and small enterprises	16 (a)	-	-
Total outstanding dues of creditors other than micro and small enterprises	16 (a)	43.83	34.45
Provisions	18 (a)	26.15	24.08
Total non-current liabilities		74.27	61.04
VI. Current liabilities			
Financial liabilities:			
(a) Borrowings	20	307.80	220.00
(b) Lease liabilities	30 (c)	1.59	1.66
(c) Trade payables			
Total outstanding dues of micro and small enterprises	16 (b)	451.10	347.28
Total outstanding dues of creditors other than micro and small enterprises	16 (b)	621.73	690.80
(d) Other liabilities	17 (a)	111.18	88.65
Provisions	18 (b)	194.28	111.58
Income tax liabilities (net)		20.06	18.49
Other liabilities	19 (a)	1,428.66	1,394.05
Total current liabilities		3,136.40	2,872.51
Total equity and liabilities		6,747.37	6,151.31
Summary of material accounting policies	2		
Summary of significant accounting estimates and judgements	3		
The accompanying notes are an integral part of these financial statements.			

As per our report of even date attached
For S R B C & CO LLP

Chartered Accountants
ICAI Firm Reg No. 324982E/E300003

per Vaibhav Kumar Gupta
Partner
Membership No. 213935

Place: Pune
Date: May 10, 2024

For and on behalf of the Board of Directors of Thermax Limited

Meher Pudumjee
Chairperson
DIN: 00019581

Rajendran Arunachalam
Executive Vice President
and Group Chief Financial Officer

Place: Pune
Date: May 10, 2024

Ashish Bhandari
Managing Director and CEO
DIN: 05291138

Janhavi Khele
Company Secretary



STANDALONE STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2024

(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
Income			
Revenue from operations	21	5,821.93	5,141.16
Other income	22	193.49	136.34
Total income (I)		6,015.42	5,277.50
Expenses			
Cost of raw materials and components consumed	23	3,115.66	2,848.01
Purchase of traded goods		161.49	143.29
(Increase)/decrease in inventories of finished goods, work-in-progress and traded goods	24	10.69	(12.29)
Employee benefits expense	25	683.61	564.40
Finance cost	26	23.84	19.58
Depreciation and amortisation expenses	4 (e)	72.74	73.15
Other expenses	27 (a)	1,369.41	1,217.07
Total expenses (II)		5,437.44	4,853.21
Profit before exceptional items and tax (III) = (I-II)		577.98	424.29
Exceptional items [Gain/(Loss)] (IV)	40	2.08	7.20
Profit before tax (V) = (III - IV)		580.06	431.49
Tax expenses			
Current tax	10	145.83	98.91
Deferred tax (net)		(3.21)	3.32
Total tax expenses (VI)		142.62	102.23
Profit for the year (VII) = (V - VI)		437.44	329.26
Other comprehensive income (OCI)			
A. Items that will not be reclassified subsequently to profit or loss			
Re-measurement gain/(loss) of defined benefit plan	29	(4.72)	(10.68)
Less: Income tax effect		1.19	2.69
		(3.53)	(7.99)
B. Items that will be reclassified subsequently to profit or loss			
Net gain/(loss) on cash flow hedge	29	(0.91)	0.28
Less: Income tax effect		0.23	(0.07)
		(0.68)	0.21
Net other comprehensive income for the year (net of tax)		(4.21)	(7.78)
Total comprehensive income for the year		433.23	321.48
Earning per equity share [Nominal value per share Rs. 2/- each (March 31, 2023: Rs. 2/-)]	28		
Basic		36.71	27.63
Diluted		36.71	27.63
Summary of material accounting policies	2		
Summary of significant accounting estimates and judgements	3		
The accompanying notes are an integral part of these financial statements.			

**As per our report of even date attached
For S R B C & CO LLP**
Chartered Accountants
ICAI Firm Reg No. 324982E/E300003

per Vaibhav Kumar Gupta
Partner
Membership No. 213935

Place: Pune
Date: May 10, 2024

For and on behalf of the Board of Directors of Thermax Limited

Meher Pudumjee
Chairperson
DIN: 00019581

Rajendran Arunachalam
Executive Vice President
and Group Chief Financial Officer

Place: Pune
Date: May 10, 2024

Ashish Bhandari
Managing Director and CEO
DIN: 05291138

Janhavi Khele
Company Secretary

STANDALONE STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2024

(All amounts in Rupees Crore, except per share data and unless stated otherwise)

A Equity Share Capital[^]

	Note	No. of Shares	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	14	119,156,300	23.83	23.83
Changes in equity shares capital during the year	14	-	-	-
Balance at the end of the year	14	119,156,300	23.83	23.83

B Other Equity[^] (Refer note 15)

Description	Reserves and Surplus						Total reserves and surplus	Other reserves Effective portion of cash flow hedge reserve	Total other equity
	General reserve	Share based payment reserve	Capital reserve	Capital redemption reserve	Retained earnings	Securities premium			
As at April 1, 2023	429.14	2.52	1.92	50.34	2,648.50	61.13	3,193.55	0.38	3,193.93
Profit for the year	-	-	-	-	437.44	-	437.44	-	437.44
Other Comprehensive Income (net)	-	-	-	-	(3.53)	-	(3.53)	(0.68)	(4.21)
Total comprehensive income	-	-	-	-	433.91	-	433.91	(0.68)	433.23
Dividends paid	-	-	-	-	(119.16)	-	(119.16)	-	(119.16)
Share based payments	-	4.87	-	-	-	-	4.87	-	4.87
Exercise of share options	-	(1.42)	-	-	-	1.42	-	-	-
As at March 31, 2024	429.14	5.97	1.92	50.34	2,963.25	62.55	3,513.17	(0.30)	3,512.87
As at April 1, 2022	429.14	-	1.92	50.34	2,434.47	61.13	2,977.00	0.17	2,977.17
Profit for the year	-	-	-	-	329.26	-	329.26	-	329.26
Other Comprehensive Income (net)	-	-	-	-	(7.99)	-	(7.99)	0.21	(7.78)
Total comprehensive income	-	-	-	-	321.27	-	321.27	0.21	321.48
Dividends paid	-	-	-	-	(107.24)	-	(107.24)	-	(107.24)
Share based payments	-	2.52	-	-	-	-	2.52	-	2.52
As at March 31, 2023	429.14	2.52	1.92	50.34	2,648.50	61.13	3,193.55	0.38	3,193.93

[^]There are no adjustments on account of prior period errors or due to changes in accounting policies.

**As per our report of even date attached
For S R B C & CO LLP**
Chartered Accountants
ICAI Firm Reg No. 324982E/E300003

per Vaibhav Kumar Gupta
Partner
Membership No. 213935

Place: Pune
Date: May 10, 2024

For and on behalf of the Board of Directors of Thermax Limited

Meher Pudumjee
Chairperson
DIN: 00019581

Rajendran Arunachalam
Executive Vice President
and Group Chief Financial Officer

Place: Pune
Date: May 10, 2024

Ashish Bhandari
Managing Director and CEO
DIN: 05291138

Janhavi Khele
Company Secretary



STANDALONE CASH FLOW STATEMENT

for the year ended March 31, 2024

(All amounts in Rupees Crore, except per share data and unless stated otherwise)

	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
A) Cash flows from operating activities			
Profit before tax (after exceptional item)		580.06	431.49
Adjustments to reconcile profit before tax to net cash flows			
Depreciation/amortisation on property, plant and equipment, right-of-use assets and intangible assets	4 (e)	72.74	73.15
Provision for impairment allowance of financial assets (net)	27 (a)	39.14	29.91
Provision for advances (net)	27 (a)	(2.69)	2.92
Provision/(reversal) on account of impairment of investments in subsidiaries	40	73.41	(7.20)
Gain on sale of property, plant and equipment	40	(126.12)	-
Provision related to litigation	40	50.63	-
Interest expenses	26	18.06	13.04
Unwinding of discount on provisions	26	5.78	6.54
Unrealised foreign exchange (gain)/loss		1.16	(1.88)
Interest income	22	(67.42)	(52.48)
Dividend income	22	(4.50)	(7.09)
Liabilities no longer required written back	22	(9.78)	(9.89)
Fair value gain on financial instrument at fair value through profit and loss (net)	22	(69.58)	(40.04)
Loss on sale/discard of assets (net)	27 (a)	0.35	3.53
Share based payment expenses	25	3.94	2.05
Working capital adjustments			
(Increase)/decrease in trade receivables		(358.35)	(223.52)
(Increase)/decrease in inventories		(6.55)	(20.43)
(Increase)/decrease in other financial assets		77.82	(43.75)
(Increase)/decrease in other assets		(186.62)	(80.23)
(Decrease)/increase in trade payables		53.87	46.93
(Decrease)/increase in other liabilities		20.41	417.68
(Decrease)/increase in provisions		28.36	(16.53)
(Decrease)/increase in other financial liabilities		19.76	14.88
Cash generated from operations		213.88	539.08
Direct taxes paid (net of refunds received)		(123.09)	(120.40)
Net cash flows from operating activities		90.79	418.68
B) Cash flows from/(used in) investing activities			
Purchase of property, plant and equipment, right-of-use assets and intangible assets		(151.37)	(51.07)
Sale of property, plant and equipment, right-of-use assets and intangible assets		121.80	1.85
Investment in subsidiaries		(317.15)	(89.68)
Investment in associates		(3.50)	(10.00)
Loans given to subsidiaries		(552.02)	(341.00)
Loans repaid by subsidiaries		536.30	172.51
Investment in fixed deposits		(200.00)	(585.25)
Redemption of fixed deposits		624.69	513.53
Purchase of investments		(2,537.77)	(2,214.86)
Proceeds from sale of investments		2,505.61	2,229.99
Interest received		72.30	29.26
Dividend received		4.50	7.09
Net cash flows from/(used in) investing activities		103.39	(337.63)

STANDALONE CASH FLOW STATEMENT

for the year ended March 31, 2024

(All amounts in Rupees Crore, except per share data and unless stated otherwise)

Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
C) Cash flows from/(used in) financing activities		
Proceeds from borrowings	449.80	220.00
Repayment of borrowings	(362.00)	(180.00)
Interest paid	(18.06)	(13.04)
Dividend paid	(119.32)	(107.33)
Payment of lease liability	(1.80)	(1.12)
Net cash flows (used in) financing activities	(51.38)	(81.49)
Net increase/(decrease) in cash and cash equivalents	142.80	(0.44)
Cash and cash equivalents at the beginning of the year	120.82	121.26
Cash and cash equivalents at the end of the year	263.62	120.82

Reconciliation of cash and cash equivalents as per the cash flow statement:

Note	As at March 31, 2024	As at March 31, 2023
Cash and cash equivalents	263.62	120.82
Balances as per cash flow statement	263.62	120.82

**As per our report of even date attached
For S R B C & CO LLP**

Chartered Accountants
ICAI Firm Reg No. 324982E/E300003

per Vaibhav Kumar Gupta

Partner
Membership No. 213935

Place: Pune
Date: May 10, 2024

For and on behalf of the Board of Directors of Thermax Limited

Meher Pudumjee

Chairperson
DIN: 00019581

Rajendran Arunachalam

Executive Vice President
and Group Chief Financial Officer

Place: Pune
Date: May 10, 2024

Ashish Bhandari

Managing Director and CEO
DIN: 05291138

Janhavi Khele

Company Secretary



1 Corporate Information

Thermax Limited ('the Company'), is a leading energy and environment solutions provider headquartered in Pune, India. Its business portfolio includes:

- **Industrial Products** - Boilers & Heating equipment (small capacity), Absorption Chillers/Heat Pumps, Air Pollution Control Equipment/Systems, Water & Waste Recycle including associated services and engineering, procurement and construction (EPC);
- **Industrial Infra** - EPC of Power Plants, Boiler & Heater (high capacity) plants, Infra projects, Flue Gas Desulphurisation projects including associated services; and
- **Chemicals** - Ion Exchange Resins, Performance Chemicals, Construction Chemicals, Water Treatment Chemicals, Oil Field Chemicals, Paper Chemicals and Construction Chemicals and related services.

The Company is a public limited company incorporated under the provisions of the Companies Act, 2013 (the 'Act') and domiciled in India. It is listed on the BSE Limited (BSE) and National Stock Exchange Limited (NSE) in India. The address of its registered office is D-13, MIDC Industrial Area, R.D. Aga Road, Chinchwad, Pune - 411019, India. The Board of Directors have approved to issue these standalone financial statements on May 10, 2024. The CIN of the Company is L29299PN1980PLC022787.

2 Material Accounting Policies

2.1 Basis of preparation and measurement

a. Basis of preparation

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time)

and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (Ind AS compliant Sch III) as applicable to the standalone financial statements.

The preparation of the standalone financial statements requires the use of certain critical accounting judgements, estimates and assumptions. It also requires the management to exercise judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the standalone financial statements are disclosed in note 3.

The employee welfare trusts (including an ESOP trust) being separate legal entities, are not considered for the purpose of consolidation in the standalone financial statements. However, these trusts have been consolidated in the consolidated financial statements under Ind AS 110 - "Consolidated Financial Statements".

The accounting policies adopted for preparation and presentation of these standalone financial statements have been consistently applied except for changes resulting from amendments to Ind AS issued by the Ministry of Corporate Affairs, effective for financial years beginning on or after April 1, 2023 as disclosed in note 2.3.

b. Basis of measurement

The standalone financial statements have been prepared on the accrual and going concern basis under historical cost convention except the following:

- Derivative financial instruments;
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments); and
- Defined benefit plans whereby the plan assets are measured at fair value.

2.2 Summary of material accounting policies

a. Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification. The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b. Foreign currencies

The Company's standalone financial statements are prepared in INR, which is also the functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

c. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.



A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1** - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- **Level 2** - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- **Level 3** - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes:

- Quantitative disclosures of fair value measurement hierarchy (Refer note 34);
- Financial instruments (including those carried at amortised cost) (Refer note 34).

For assets and liabilities that are recognised in the standalone financial statements on a

recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Fair value measurement of unquoted financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of assumption is required in establishing fair values. Assumptions include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer note 34 for further disclosures.

d. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Financial assets are classified, at initial recognition and subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss. For all subsequent measurements financial assets are classified in following categories by the Company:

(i) Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- (a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

- (b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortisation is included in income in the Statement of profit and loss. The losses arising from impairment are recognised in the Statement of profit and loss.

(ii) Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI is classified as FVTPL (Refer note 6).

Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of profit and loss.

(iii) Equity investments

All equity investments in scope of Ind AS 109 - "Financial Instruments", are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired; or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are provided in the following notes:

- **Trade receivables** - Refer note 7;
- **Loans** - Refer note 8;
- **Contract assets and other financial assets** - Refer note 9.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortised cost.

All changes in fair value of financial liabilities classified as FVTPL is recognised in the Statement of profit and loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at amortised cost using the EIR method. Gains and



losses are recognised in profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on EIR. The EIR amortisation is included as finance cost in the Statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

e. Derivative financial instruments and hedge accounting

Initial recognition and subsequent measurement

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps, to hedge its foreign currency risks and interest rate risks respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to the Statement of profit and loss, except for the effective portion of cash flow hedges, which is recognised in OCI and later reclassified to profit or loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

For the purpose of hedge accounting, hedges are classified as “Cash flow hedges” when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company’s risk management objective and strategy for undertaking hedge, the hedging / economic relationship, the hedged item or transaction, the nature of the risk being hedged and how the entity will assess the effectiveness of changes in the hedging instrument’s fair value in offsetting the exposure to changes in the hedged item’s fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated Hedges that meet the strict criteria for hedge accounting are accounted for, as cash flow hedge.

Cash flow hedges

The effective portion of the gain or loss on the hedging instrument is recognised in OCI in the cash flow hedge reserve, while any ineffective

portion is recognised immediately in the Statement of profit and loss. The Company uses forward currency contracts as hedges of its exposure to foreign currency risk in forecast transactions and firm commitments. The ineffective portion relating to foreign currency contracts is recognised in statement of profit and loss.

Amounts recognised in OCI are transferred to the Statement of profit and loss when the hedged transaction affects profit or loss, such as when the hedged financial income or financial expense is recognised or when a forecast sale occurs. When the hedged item is the cost of a non-financial asset or non-financial liability, the amounts recognised in OCI are transferred to the initial carrying amount of the non-financial asset or liability. If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognised in OCI remains separately in equity until the forecast transaction occurs or the foreign currency firm commitment is met.

f. Employee stock option and share based payments

In respect of stock options granted pursuant to the Company's Employee Stock Option Scheme, the Company recognises employee compensation expense, using the grant date fair value in accordance with Ind AS 102 - "Share Based Payment (SBP)", on straight line basis over the period over which the employees would become unconditionally entitled to apply for the shares. Employees (senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments.

The Company initially measures the cost of transactions with employees using a Black Scholes Options Pricing model to determine the fair value of the liability incurred.

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model and the performance of the Company, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in note 38.

2.3 Changes in accounting policies and disclosures

New and amended standards

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated March 31, 2023 to amend the following Ind AS which are effective for annual periods beginning on or after April 1, 2023. The Company applied these amendments for the first-time.

(i) Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on the Company's financial statements.

(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.



The amendments have had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's financial statements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

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

The Company previously recognised for deferred tax on leases on a net basis. As a result of these amendments, the Company has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since, these balances qualify for offset as per the requirements of paragraph 74 of Ind AS 12, there is no impact in the balance sheet. There was also no impact on the opening retained earnings as at April 1, 2022.

Apart from these, consequential amendments and editorials have been made to other Ind AS.

2.4 Climate-related matters

The Company considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the Company due to both physical and transition risks. Even though the Company believes its business model and products will still be viable after the transition to a low-carbon economy, climate-related matters increase the uncertainty in estimates and assumptions underpinning several items in the financial statements. Even though climate-related risks might not currently have a significant impact on measurement, the Company is closely monitoring relevant changes and developments, such as new climate-related legislation.

3 Significant Accounting Estimates and Judgements

In the application of the Company's accounting policies, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the standalone financial statements.

The areas involving significant estimates or judgements are:

- a. Estimations used for fair value measurement (Refer note 2.2.c);
- b. Estimations used for impairment of financial assets and liabilities (Refer note 2.2.d);
- c. Estimates and assumptions related to useful lives and impairment of Property, Plant and Equipment (PPE) (Refer note 4);
- d. Estimates and assumptions for income taxes (Refer note 10);
- e. Estimates and assumptions related to provisions (Refer note 18);
- f. Estimates, judgments and assumptions used for revenue from operations (Refer note 21);
- g. Estimates and judgements used for contingent liabilities, commitments and leasing arrangements (Refer note 30);
- h. Judgements related to segment reporting (Refer note 33).

4 Property, Plant and Equipment (PPE)

Accounting policy

Property, plant and equipment (PPE) are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance expenses are charged to the Statement of profit and loss during the financial year in which they are incurred.

The Company identifies and determines cost of each component/part of the asset separately, if the component/part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Depreciation on PPE is calculated on a straight line basis using the rates arrived at, based on the useful lives estimated by the management. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The management has estimated, supported by independent assessment by professionals, the useful lives of certain classes of assets. The following useful lives are adopted by the management:

Assets category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Factory buildings	15 to 30	30
Other buildings	15 to 58	60
Plant and equipment	3 to 25	15 to 20
Roads	5 to 30	5 to 10
Office equipment	15	15
Furniture and fixtures	15	10
Computers and data processing units	4 to 6	3 to 6
Vehicles	5 to 8	8

The residual values, useful lives and method of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

Estimates and assumptions:

The Company determines, based on independent technical assessment, the estimated useful lives of its property, plant and equipment and intangible assets for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives periodically and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Impairment of PPE

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognised in the Statement of profit or loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of



the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase, if applicable.

Estimates and assumptions

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs

of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flows are derived from the budget for the next five years as approved by the Management and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the terminal growth rate used.

(a) Property, Plant and Equipment

Description	Freehold land	Buildings	Plant and equipment	Office equipment	Computer	Furniture and fixtures	Vehicles	Total	Capital work-in-progress#
Gross carrying amount as at April 1, 2022*	7.57	481.88	505.66	22.12	56.17	30.42	13.82	1,117.64	14.97
Additions	-	2.96	23.31	1.32	13.14	0.95	4.08	45.76	75.70
Disposals	-	(0.48)	(25.17)	(0.76)	(4.84)	(0.96)	(2.80)	(35.01)	(45.76)
Transfer to held for sale	(0.36)	(12.35)	(0.49)	-	-	-	-	(13.20)	-
Gross carrying amount as at March 31, 2023	7.21	472.01	503.31	22.68	64.47	30.41	15.10	1,115.19	44.91
Additions	-	23.36	54.32	1.50	9.53	2.47	7.84	99.02	161.34
Disposals	-	(0.15)	(2.29)	(1.10)	(1.73)	(0.77)	(3.94)	(9.98)	(99.02)
Gross carrying amount as at March 31, 2024	7.21	495.22	555.34	23.08	72.27	32.11	19.00	1,204.23	107.23
Accumulated depreciation as at April 1, 2022*	-	136.18	259.60	11.66	36.28	17.62	6.39	467.73	-
Charge for the year	-	15.27	30.38	1.48	7.20	1.90	2.46	58.69	-
Disposals	-	(0.29)	(23.93)	(0.63)	(2.95)	(0.67)	(1.92)	(30.39)	-
Transfer to held for sale	-	(6.56)	(0.11)	-	-	-	-	(6.67)	-
Accumulated depreciation as at March 31, 2023	-	144.60	265.94	12.51	40.53	18.85	6.93	489.36	-
Charge for the year	-	15.42	30.93	1.68	7.64	1.42	3.03	60.12	-
Disposals	-	(0.15)	(1.47)	(0.66)	(0.68)	(0.62)	(2.93)	(6.51)	-

Description	Freehold land	Buildings	Plant and equipment	Office equipment	Computer	Furniture and fixtures	Vehicles	Total	Capital work-in-progress*
Accumulated depreciation as at March 31, 2024	-	159.87	295.40	13.53	47.49	19.65	7.03	542.97	-
Net block as at March 31, 2024	7.21	335.35	259.94	9.55	24.78	12.46	11.97	661.26	107.23
Net block as at March 31, 2023	7.21	327.41	237.37	10.17	23.94	11.56	8.17	625.83	44.91

*The Company had elected to continue with the carrying value of property, plant and equipment and intangible assets as recognised in the financial statements as per previous GAAP and had regarded those values as the deemed cost on the date of transition to Ind AS (i.e. April 1, 2015). The Company has disclosed the gross block and accumulated depreciation above, for information purpose only.

The Company has given certain part of its office building on lease to group companies, the value of the same cannot be determined and the amounts are not significant (Refer note 30 c).

*Capital work in progress majorly includes expenditure towards extension of manufacturing facilities.

(b) Capital Work-in-Progress ('CWIP')

Accounting policy

The Company recognises capital work in progress at cost, net of accumulated impairment loss, if any.

Ageing of CWIP*:

Description		Amount in CWIP for a period of			Total CWIP
		Less than 1 year	1-2 years	2-3 years	
Project in progress	March 31, 2024	96.91	9.26	1.06	107.23
	March 31, 2023	42.80	2.11	-	44.91
Projects temporarily suspended	March 31, 2024	-	-	-	-
	March 31, 2023	-	-	-	-
Total Capital work-in-progress	March 31, 2024	96.91	9.26	1.06	107.23
	March 31, 2023	42.80	2.11	-	44.91

*For CWIP, there are no projects except mentioned below whose completion date is overdue or exceeded its cost as compared to its original plan for the year ended and as at March 31, 2024 and March 31, 2023.

Plant and equipment for manufacturing facility is overdue for pending trials [2-3 years - Rs. 1.06 (March 31, 2023 Rs. Nil)] and is expected to complete the same by FY 25.

(c) Right-of-Use (ROU) Assets

Accounting policy

The Company recognises ROU assets at cost at the commencement date of the lease. The cost of ROU assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to dismantle. After the commencement date, ROU assets are measured at cost, less any accumulated depreciation and impairment losses and adjusted for any remeasurement of lease liabilities. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. ROU assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated remaining useful lives of the assets, as follows:



Assets category	Company's estimate of useful life (years)			
Leasehold Land	1 to 99			
Buildings	5 to 58			
Vehicles	5 to 8			

Description	Leasehold Land*	Building	Vehicles	Total ROU
Gross carrying amount as at April 1, 2022	70.86	7.39	0.91	79.16
Additions	-	-	-	-
Disposals	-	-	-	-
Gross carrying amount as at March 31, 2023	70.86	7.39	0.91	79.16
Additions	-	6.70	-	6.70
Disposals	(1.64)	(6.73)	-	(8.37)
Gross carrying amount as at March 31, 2024	69.22	7.36	0.91	77.49
Accumulated depreciation as at April 1, 2022	7.06	2.52	0.91	10.49
Charge for the year	0.59	1.04	-	1.63
Disposals	-	-	-	-
Accumulated depreciation as at March 31, 2023	7.65	3.56	0.91	12.12
Charge for the year	0.97	1.30	-	2.27
Disposals	(0.21)	(3.24)	-	(3.45)
Accumulated depreciation as at March 31, 2024	8.41	1.62	0.91	10.94
Net block as at March 31, 2024	60.81	5.74	-	66.55
Net block as at March 31, 2023	63.21	3.83	-	67.04

* The Company has taken certain assets on lease which has been accounted in accordance with Ind AS 116 - "Leases" under right of use assets. Refer note 30C for further disclosure on leases.

(d) Intangible Assets

Accounting policy

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in the Statement of profit and loss in the period in which the expenditure is incurred.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the Statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of profit and loss when the asset is derecognised.

Following the initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortisation and accumulated impairment losses, if any. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised on a straight line basis over the period of expected future benefit from the related project, i.e., the estimated useful life subject to a maximum of ten years. Amortisation is recognised in the Statement of profit and loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

A summary of amortisation rates applied to the Company's intangible assets are as below:

Assets category	Life (years)
Technical know-how	3 to 6
Computer software	3 to 10

Description	Computer software	Technical know-how [#]	Total intangible assets	Intangible assets under development [^]
Gross carrying amount as at April 1, 2022*	72.63	69.42	142.05	-
Additions	6.99	-	6.99	-
Disposals	(3.70)	-	(3.70)	-
Gross carrying amount as at March 31, 2023	75.92	69.42	145.34	-
Additions	11.35	-	11.35	4.38
Disposals	(13.56)	-	(13.56)	-
Gross carrying amount as at March 31, 2024	73.71	69.42	143.13	4.38
Accumulated amortisation as at April 1, 2022	54.42	60.10	114.52	-
Charge for the year	8.79	4.04	12.83	-
Disposals	(2.94)	-	(2.94)	-
Accumulated amortisation as at March 31, 2023	60.27	64.14	124.41	-
Charge for the year	6.91	3.44	10.35	-
Disposals	(13.33)	-	(13.33)	-
Accumulated amortisation as at March 31, 2024	53.85	67.58	121.43	-
Net block as at March 31, 2024	19.86	1.84	21.70	4.38
Net block as at March 31, 2023	15.65	5.28	20.93	-

*The Company had elected to continue with the carrying value of property, plant and equipment and intangible assets as recognised in the financial statements as per previous GAAP and had regarded those values as the deemed cost on the date of transition to Ind AS (i.e. April 1, 2015). The Company has disclosed the gross block and accumulated amortisation above, for information purpose only.

[#]Includes internally developed assets of net block Rs. 2.01 (March 31, 2023 Rs. 5.45).

[^]Ageing of intangible assets under development

Description		Amount in intangible assets under development for a period of			Total intangible assets under development
		Less than 1 year	1-2 years	2-3 years	
Project in progress	March 31, 2024	4.38	-	-	4.38
	March 31, 2023	-	-	-	-
Projects temporarily suspended	March 31, 2024	-	-	-	-
	March 31, 2023	-	-	-	-
Total intangible asset under development	March 31, 2024	4.38	-	-	4.38
	March 31, 2023	-	-	-	-

[^]For intangible assets under development, there are no projects whose completion date is overdue or exceeded its cost as compared to its original plan for the year ended and as at March 31, 2024 and March 31, 2023.

(e) Depreciation and Amortisation Expenses

	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation of property, plant and equipment (note 4 (a))	60.12	58.69
Depreciation of right-of-use assets (note 4 (c))	2.27	1.63
Amortisation of intangible assets (note 4 (d))	10.35	12.83
Total	72.74	73.15

**(f) Capitalisation of Expenses**

During the year, the Company has capitalised the following expenses of revenue nature to the cost of Property, plant and equipment/intangible assets. Consequently, expenses disclosed under the respective notes are net of amounts capitalised by the Company:

	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries and wages (Refer note 25)	0.86	-
Other expenses (Refer note 27(a))	0.57	-
Total	1.43	-

5**(a) Investments in Subsidiaries****Accounting policy**

Investments in subsidiaries are carried at cost less accumulated impairment losses in the Company's balance sheet. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments are recognised in the Statement of profit and loss.

	Face value per share	Number of shares		Amount	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Investments in Equity Instruments:					
Investments valued at cost (Fully paid)					
Equity shares in Subsidiaries (Unquoted)					
Thermax Engineering Construction Company Limited	Rs. 10	4,500,000	4,500,000	4.50	4.50
Thermax Instrumentation Limited	Rs. 10	9,000,000	9,000,000	6.06	6.06
Thermax Onsite Energy Solutions Limited	Rs. 10	108,280,000	72,280,000	108.28	72.28
Thermax Europe Limited	GBP 1	200,000	200,000	1.17	1.17
Thermax International Limited	USD 1	1,695,000	1,695,000	8.22	8.22
Thermax Netherlands B.V.	EUR 1	32,410,000	32,410,000	231.15	231.15
Rifox-Hans Richter GmbH Spezialarmaturen	EUR 1	716,469	716,469	12.04	12.04
Thermax Engineering Singapore Pte. Ltd.	USD 1	27,484,356	23,984,356	190.49	161.30
First Energy Private Limited	Rs. 10	403,986,365	180,906,365	411.47	160.88
Thermax Sustainable Energy Solutions Limited [#]	Rs. 10	4,750,000	4,750,000	-	-
Thermax do Brasil - Energia e Equipamentos Ltda. [#]	Real 1	1,087,130	1,087,130	-	-
Thermax Babcock & Wilcox Energy Solutions Limited	Rs. 10	628,222,500	628,222,500	374.35	374.78
Thermax Cooling Solutions Limited	Rs. 5*	20,000,000	20,000,000	0.20	10.20
Thermax Bioenergy Solutions Private Limited	Rs. 10	3,250,000	3,250,000	3.25	3.25
Share application money:					
Thermax Netherlands B.V.	EUR 1	300,000	-	2.73	-

	Face value per share	Number of shares		Amount	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Investments in Preference Shares:					
Investments valued at cost (Fully paid)					
Preference shares in Subsidiaries (Unquoted)					
Thermax International Ltd., Mauritius (6% Redeemable with conversion option)	USD 1	1,747,300	1,747,300	7.87	7.87
Thermax Instrumentation Limited, India (10% Redeemable non-cumulative)	Rs. 100	1,700,000	-	10.00	-
Total value of investments (A)				1,371.78	1,053.70
Less: Impairment in value of investments					
Thermax Netherlands B.V.				201.06	201.06
First Energy Private Limited				32.94	32.94
Thermax Engineering Singapore Pte. Ltd. (refer note 40)				112.90	39.49
Total impairment in value of investments (B)				346.90	273.49
Investments in Subsidiaries (net) (A-B)				1,024.88	780.21

*Face value of share has reduced from Rs. 10 to Rs. 5 on account share capital reduction in Thermax Cooling Solution Limited.

(b) Investment in Associates

Accounting policy

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies. The considerations made in determining whether significant influence exists are similar to those necessary to determine control over the subsidiaries. The Company's investments in its associates are accounted at cost.

	Face value per share	Number of shares		Amount	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Investments in Associates (At cost)					
Cumulative Convertible Preference shares in Associates (Unquoted):					
ExactSpace Technologies Private Limited (15.17%; March 31, 2023: 10.41%)	Rs. 10	1,921	1,249	10.00	6.50
Covacsis Technologies Private Limited (16.67%, March 31, 2023: 16.67%)	Rs. 10	43,192	43,192	10.00	10.00
Total investment in Associates				20.00	16.50
Total investment in Subsidiaries and Associates				1,044.88	796.71
Aggregate amount of unquoted investments				1,391.78	1,070.20
Aggregate amount of impairment in the value of investments				346.90	273.49

*Deemed cost is considered to be Rs. Nil as on April 1, 2015.



6 Investments

(a) Non-Current Investments

	Face value per share	Number of shares		Amount	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Investments in Equity Shares					
Investments at fair value through profit and loss:					
Unquoted equity shares (Fully paid up)					
Sicom Limited [#]	Rs. 10	10,000	10,000	-	-
Total investment in Equity Shares		-	-	-	-
Investment in Preference Shares					
Investments at fair value through profit and loss:					
Unquoted preference shares in Subsidiaries (Fully paid up, redeemable)					
Thermax Sustainable Energy Solutions Limited (6%, Cumulative) [#]	Rs. 10	4,000,000	4,000,000	-	-
Thermax Babcock & Wilcox Energy Solutions Limited (8%, Cumulative, Redeemable) (Net)	Rs. 10	-	52,700,000	-	72.46
Total investment in Preference Shares				-	72.46
Investments at fair value through profit and loss:					
Fund Of Funds (FOF)				80.62	75.08
Exchange Traded Funds (ETF) & Index Funds				88.69	82.53
Floater Funds				63.96	59.23
Total value of investments (Quoted)				233.27	216.84
Investments in Bonds and NCD's:					
Investments at amortised cost					
Investments in Corporate Bonds (Unquoted)				149.31	-
Total non-current investments				382.58	289.30
Aggregate amount of quoted investments				233.27	216.84
Aggregate amount of unquoted investments				149.31	72.46
Aggregate amount of impairment in the value of investments				-	-

[#]Deemed cost is considered to be Nil as on April 1, 2015.

Investments at fair value through profit or loss reflect investment in quoted and unquoted equity and debt securities. Refer note 34 for determination of their fair values.

(b) Current Investments

	Face value per share	Number of shares		Amount	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Investment in Preference Shares					
Investments at fair value through profit and loss:					
Unquoted preference shares in Subsidiaries (Fully paid up, redeemable)					
Thermax Babcock & Wilcox Energy Solutions Limited (8%, Cumulative, Redeemable) (Net)	Rs. 10	52,700,000	-	76.67	-
Total investment in Preference Shares				76.67	-
Investments in Mutual Funds					
Investments at fair value through profit and loss:					
Units of Mutual Funds (Quoted)				682.18	662.64
Investments in Bonds					
Investments at amortised cost:					
Investments in Corporate Bonds (Unquoted)				74.00	161.78
Investments at amortised cost:					
Corporate Fixed Deposits (Unquoted)				132.94	359.46
Total value of investments				965.79	1,183.88
Aggregate amount of quoted investments and market value thereof				682.18	662.64
Aggregate amount of unquoted investments				283.61	521.24
Aggregate amount of impairment in the value of investments				-	-

Investments at fair value through profit or loss reflect investment in quoted and unquoted equity and debt securities. Refer note 34 for determination of their fair values.

7 Trade Receivables - At Amortised Cost

Accounting policy

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

(a) Non-Current Trade Receivables

	As at March 31, 2024	As at March 31, 2023
Trade receivables from:		
i) Related parties (Refer note 32)	-	-
ii) Others	140.08	112.94
Total	140.08	112.94



	As at March 31, 2024	As at March 31, 2023
Sub-classification of trade receivables		
Secured, considered good	-	-
Unsecured, considered good	152.52	131.65
Trade receivables which have a significant increase in credit risk	-	-
Trade receivables - Credit impaired	-	-
	152.52	131.65
Less: impairment allowance	(12.44)	(18.71)
Total	140.08	112.94

The ageing of non-current trade receivables which are due for receipt:

Description		Not due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables- considered good	March 31, 2024	152.52	-	-	-	-	-	152.52
	March 31, 2023	108.63	-	23.02	-	-	-	131.65
Less: Impairment allowance	March 31, 2024							(12.44)
	March 31, 2023							(18.71)
Total	March 31, 2024							140.08
	March 31, 2023							112.94

The above ageing includes retention receivables which are classified as due or not due on the basis of the contractual terms with respective customers.

(b) Current Trade Receivables

	As at March 31, 2024	As at March 31, 2023
Trade receivables from:		
i) Related parties (Refer note 32)	93.12	140.07
ii) Others	1,408.52	1,070.15
Total	1,501.64	1,210.22
Sub-classification of trade receivables		
Secured, considered good	198.83	119.72
Unsecured, considered good	1,519.51	1,282.66
Trade receivables which have a significant increase in credit risk	11.47	13.26
Trade receivables - Credit impaired	27.77	26.68
	1,757.58	1,442.32
Less: impairment allowance	(255.94)	(232.10)
Total	1,501.64	1,210.22

No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade receivables due from firms or private companies respectively in which any director is a partner, a director or a member.

For terms and conditions relating to related party receivables, refer note 32.

Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.

The ageing of current trade receivables which are due for receipt:

Description		Not due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables - Considered good	March 31, 2024	881.15	500.01	96.60	128.42	36.05	66.94	1,709.17
	March 31, 2023	753.03	334.52	131.83	48.81	27.44	97.46	1,393.09
(ii) Undisputed trade receivables - Which have significant increase in credit risk	March 31, 2024	-	-	-	-	0.22	11.25	11.47
	March 31, 2023	-	-	0.03	-	0.19	13.04	13.26
(iii) Undisputed trade receivables - Credit impaired	March 31, 2024	0.65	5.88	2.10	7.09	5.14	5.72	26.58
	March 31, 2023	2.05	2.78	1.65	7.22	3.53	9.45	26.68
(iv) Disputed trade receivables - Considered good	March 31, 2024	-	-	-	-	-	9.17	9.17
	March 31, 2023	-	-	-	-	-	9.29	9.29
(v) Disputed trade receivables - Which have significant increase in credit risk	March 31, 2024	-	-	-	-	-	-	-
	March 31, 2023	-	-	-	-	-	-	-
(vi) Disputed trade receivables - Credit impaired	March 31, 2024	-	-	1.19	-	-	-	1.19
	March 31, 2023	-	-	-	-	-	-	-
Sub-total	March 31, 2024	881.80	505.89	99.89	135.51	41.41	93.08	1,757.58
	March 31, 2023	755.08	337.30	133.51	56.03	31.16	129.24	1,442.32
Less:	March 31, 2024							(255.94)
Impairment allowance	March 31, 2023							(232.10)
Total	March 31, 2024							1,501.64
	March 31, 2023							1,210.22

The above ageing includes retention receivables which are classified as due or not due on the basis of the contractual terms with respective customers.

(c) Expected Credit Loss (ECL)

Accounting policy

In accordance with Ind AS 109 "Financial Instruments", the Company applies ECL model for measurement and recognition of impairment loss and credit risk exposure on the financial assets that are debt instruments measured at amortised costs e.g. loans, deposits, trade receivables, contractual receivables and bank balances. The Company follows 'simplified approach' for recognition of impairment allowance. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment allowance based on 12-month ECL. The Company considers current and anticipated future economic conditions relating to industries the Company deals with and the countries where it operates.



ECL impairment allowance (or reversal) recognised during the period is recognised as income/expense in the Statement of profit and loss under the head 'other expenses'. ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

Estimates and Judgements

The impairment provisions for financial assets are based on assumptions about risk of default, expected loss rates and timing of cash flows. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

As a practical expedient, the Company uses a provision matrix to determine ECL impairment allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. On that basis, the Company estimates a default rate of total revenue for trade receivables and contract revenue for contract assets. The Company follows provisioning norms based on ageing of receivables to estimate the impairment allowance under ECL. For retention receivables, the Company additionally categorises the receivables due from Public Sector Undertakings (PSUs) and Non-PSUs and follows a wider aged bucket provisioning norms as the performance guarantee tests require certain time period after the supplies are completed.

The following table summarises the change in impairment allowance measured using the life time ECL model (Pursuant to Ind AS 109):

	Provision on trade receivables		Provision on unbilled revenue (contract assets) (Refer note 9(b))	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
At the beginning of the year	250.81	256.35	13.04	10.07
Less: Bad debts/write off	(18.87)	(32.48)	-	-
	231.94	223.87	13.04	10.07
Add: Provision made during the year	97.78	69.93	2.70	2.97
Less: Utilised/reversed during the year	(61.34)	(42.99)	-	-
Net charge to Statement of profit and loss	36.44	26.94	2.70	2.97
At the end of the year	268.38	250.81	15.74	13.04

Also refer note 32 for impairment provision on related party balances.

8 Loans - At Amortised Cost

(a) Non-Current Loans

	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Loan to related parties (Refer note 32)#	5.97	-
Loan to employees	2.01	2.68
Total	7.98	2.68
Classification of above is as follows:		
Loans receivables - Considered good - Secured	-	-
Loans receivables - Considered good - Unsecured	7.98	2.68
Loans receivables which have significant increase in credit risk	-	-
Loans receivables - Credit impaired#	-	-
Total	7.98	2.68

Details of non-current loans to Promoters, Directors, Key Management Personnel and related parties

Type of borrower	As at March 31, 2024		As at March 31, 2023	
	Amount of loan or advance in the nature of loan outstanding Rs.	Percentage to the loan or advance in the nature of loan %	Amount of loan or advance in the nature of loan outstanding Rs.	Percentage to the loan or advance in the nature of loan %
Promoters	-	-	-	-
Directors	-	-	-	-
Key Management Personnel	-	-	-	-
Related parties	-	-	-	-
Gross	10.09	100%	4.12	100%
Net	5.97	100%	-	-

*Loans to related party is disclosed net of impairment allowance of Rs. 4.12 (March 31, 2023: Rs. 4.12).

(b) Current Loans

	As at March 31, 2024	As at March 31, 2023
Loan to related parties (Refer note 32)	183.07	170.89
Loan to employees	0.73	0.98
Total	183.80	171.87
Classification of above is as follows:		
Loans receivables - Considered good - Secured	-	-
Loans receivables - Considered good - Unsecured	183.80	171.87
Loans receivables which have significant increase in credit risk	-	-
Loans receivables - Credit impaired	-	-
Total	183.80	171.87

Details of current loans to Promoters, Directors, Key Management Personnel and related parties

Type of borrower	As at March 31, 2024		As at March 31, 2023	
	Amount of loan or advance in the nature of loan outstanding Rs.	Percentage to the loan or advance in the nature of loan %	Amount of loan or advance in the nature of loan outstanding Rs.	Percentage to the loan or advance in the nature of loan %
Promoters	-	-	-	-
Directors	-	-	-	-
Key Management Personnel	-	-	-	-
Related parties	-	-	-	-
Gross	183.07	100%	170.89	100%
Net	183.07	100%	170.89	100%

Loans are various kinds of non-derivative financial assets which generate fixed interest income for the Company. The tenure of such loans has different time range based on employee's eligibility.

No loans are due from directors or Key Managerial Personnel of the Company either severally or jointly with any other person or from private companies or firms in which any director is a partner, a director or a member respectively.

For terms and conditions relating to loans given to related parties, refer note 32.



9 Other Financial Assets

Accounting policy

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

(a) Other Non-Current Assets

	As at March 31, 2024	As at March 31, 2023
Bank deposits with maturity of more than 12 months [#]	-	2.25
Security Deposits [*]	8.52	7.91
Total	8.52	10.16

[#]Out of above bank deposits, Rs. Nil (March 31, 2023: Rs. 0.15) are pledged as margin money.

(b) Other Current Assets

	As at March 31, 2024	As at March 31, 2023
Derivative instruments at fair value through OCI		
Cash flow hedges		
Foreign exchange forward contracts	0.72	1.11
Derivative instruments at fair value through profit or loss		
Derivative not designated as hedges		
Foreign exchange forward contracts	1.35	1.84
At amortised cost		
Export incentive receivable	6.93	6.18
Unbilled revenue (Contract assets) [^]	104.34	180.96
Security Deposits [*]	3.40	1.98
Others	22.65	24.41
Total	139.39	216.48

^{*}Includes lease deposits given to directors of Rs. 0.18 (March 31, 2023: Rs. 0.18). The maximum amount due from directors during the year amounted to Rs. 0.18 (March 31, 2023: Rs. 0.18). This also includes deposits given to various other parties for rent, utilities etc. Refer note 32.

Financial assets at fair value through other comprehensive income reflect the change in fair value of foreign exchange forward contracts, designated as cash flow hedges to hedge highly probable forecast sales and purchases in various foreign currencies.

[^]Unbilled revenue is disclosed net of impairment allowance of Rs. 15.74 (March 31, 2023: Rs. 13.04) for contract assets.

10 Income Taxes

Accounting policy

Tax expense comprises of current tax expense and deferred tax.

Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised either in OCI or in equity. Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity (or each tax Company of entities when applicable) and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

The Company applies significant judgement in identifying uncertainties over income tax treatments.

Estimates and assumptions

At each balance sheet date, the Company assesses whether the realisation of future tax benefits is sufficiently probable to recognise deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.



The major components of income tax expense for the year ended March 31, 2024 and March 31, 2023 are:

Statement of profit and loss	For the year ended March 31, 2024	For the year ended March 31, 2023
Current tax	145.83	98.91
Deferred tax	(3.21)	3.32
Income tax expense reported in the Statement of profit and loss	142.62	102.23

Other comprehensive income	For the year ended March 31, 2024	For the year ended March 31, 2023
Deferred tax related to items recognised in other comprehensive income during the year		
Net (gain) or loss on revaluation of cash flow hedge	(0.23)	0.07
Net (gain) or loss on remeasurements of defined benefit plans	(1.19)	(2.69)
Deferred tax credited in other comprehensive income	(1.42)	(2.62)

Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate	For the year ended March 31, 2024	For the year ended March 31, 2023
Accounting profit before tax (before exceptional items)	577.98	424.29
At India's statutory income tax rate (as per Income Tax Act, 1961) of 25.17%	145.48	106.79
- Dividend income	(1.13)	(1.78)
- Fair value gain on FVTPL investments	-	(0.50)
- Deferred tax on account of utilisation of losses of previous year(s)	(6.20)	(5.27)
- Other permanent differences	4.47	2.99
Effective tax	142.62	102.23
Total income tax expense reported in the Statement of profit and loss	142.62	102.23

Deferred tax

Statement of profit and loss	For the year ended March 31, 2024	For the year ended March 31, 2023
Deferred tax relates to the following:		
Accelerated depreciation for tax purposes	1.34	0.83
Employee benefit obligations	(2.26)	1.40
Provision for doubtful debts and liquidated damages	(17.24)	4.59
Temporary differences in accounting treatment as required by income tax standards	(2.61)	1.35
Items allowed on payment basis/temporary disallowances	(3.05)	2.62
Others (mainly includes impact on account of deferred tax asset on brought forward losses)	20.61	(7.47)
Deferred tax expense/(income) in the Statement of profit and loss	(3.21)	3.32

Balance Sheet	As at March 31, 2024	As at March 31, 2023
Deferred tax relates to the following:		
Accelerated depreciation for tax purposes	(55.12)	(53.78)
Revaluation of cash flow hedges	0.08	(0.15)
Employee benefit obligations	13.88	10.43
Provision for doubtful debts and liquidated damages	88.36	71.13
Items allowed on payment basis/temporary disallowances	7.97	4.91
Temporary differences in accounting treatment as required by income tax standards	3.96	1.36
Others (mainly includes impact on account of deferred tax asset on brought forward losses)	(6.64)	13.96
Net deferred tax assets	52.49	47.86

Reconciliation of deferred tax assets (net)	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening balance	47.86	48.64
Tax (expense)/income during the period recognised in profit or loss	3.21	(3.32)
Tax expense during the period recognised in other comprehensive income	1.42	2.54
Closing balance	52.49	47.86

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

The Company has not recognised deferred tax asset of Rs. 18.48 (March 31, 2023: Rs. 0.76) on provision of impairment in subsidiaries of Rs. 73.41 (March 31, 2023: Rs. 3).

The Company has tax losses (of capital in nature) of Rs. 47.87 (March 31, 2023: Rs. 80.84) that are available for offsetting for future taxable capital profits. These losses will expire by March 2029. Deferred tax assets have not been recognised in respect of these losses as they may not be used to offset taxable capital profits elsewhere in the Company and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Company were able to recognise all unrecognised deferred tax assets, the profit for the year would increase by Rs. 10.95 (March 31, 2023: Rs. 18.50).

11 Other Assets

(a) Other Non-Current Assets

	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Advance to suppliers	-	0.07
Capital advance (includes advance to related party Rs. 0.65 (March 31, 2023: Rs. 0.65)) (Refer note 32)	10.39	3.51
Balances with government authorities	28.40	29.39
Prepayments	14.48	17.56
Total	53.27	50.53

(b) Other Current Assets

	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Advance to suppliers	170.22	133.05
Advance to employees	7.94	7.59
Advance to related parties (Refer note 32)	29.53	57.49
Prepayments	21.31	17.96
Balances with government authorities	58.34	99.35
Prepaid employee benefits (Refer note 18)	-	4.75
Deposit against litigation (Refer note 30)	218.45	-
Others (includes recovery of other expenses)	4.94	1.81
Total	510.73	322.00

There were no advances due by directors or officers of the Company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which such director is a partner or a member.

For terms and conditions relating to loans given to related parties, refer note 32.



12 Inventories

Accounting policy

Inventories are stated at the lower of cost and net realisable value (NRV). Cost of inventory includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Costs of inventories are determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Write down of inventories are calculated based on an analysis of foreseeable changes in demand, technology, market conditions and ageing of inventories.

	As at March 31, 2024	As at March 31, 2023
Raw materials, components and bought-outs*	226.28	209.89
Work-in-progress	132.49	136.57
Finished goods	24.90	32.66
Stores and spares	4.71	3.86
Traded goods	8.95	7.80
Total	397.33	390.78

*includes goods in transit Rs. 18.48 (March 31, 2023: Rs. 12.88)

For the year ended March 31, 2024 Rs. (6.47) (March 31, 2023: Rs. (6.44)) was recognised (net of reversals) as an expense for inventories carried at net realisable value. These were recognised as expense during the year and included in cost of raw materials and components consumed in the Statement of profit and loss.

13

(a) Cash and Cash Equivalents

Accounting policy

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the Statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

	As at March 31, 2024	As at March 31, 2023
Balances with banks		
- in current accounts (including balances with EEFC accounts)	103.26	98.53
- in deposits with original maturity of less than three months*	160.04	22.01
Cheques, drafts on hand	0.20	0.07
Cash on hand	0.12	0.21
Total	263.62	120.82

*Short-term deposits are made for varying periods ranging between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

Out of cash and cash equivalents balance as at March 31, 2024, Rs. 13.09 (March 31, 2023: Rs. 11.44) held as security against import commitments.

(b) Other Bank Balances - At Amortised Cost

	As at March 31, 2024	As at March 31, 2023
Bank deposits with original maturity more than three months and remaining maturity less than twelve months	82.53	286.97
Unpaid dividend account (restricted)	0.61	0.69
Total	83.14	287.66

(c) Changes in Liabilities Arising from Financing Activities

	Borrowings	Unpaid dividend	Lease liabilities
As at April 1, 2022	180.00	0.78	5.29
Cash flow	40.00	(0.09)	(1.12)
As at March 31, 2023	220.00	0.69	4.17
Cash flow	87.80	(0.08)	(1.80)
New leases	-	-	6.53
Discontinuation of lease	-	-	(3.02)
As at March 31, 2024	307.80	0.61	5.88

14 Share Capital

Accounting policy

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognised as a deduction from equity, net of any related income tax effects.

	As at March 31, 2024	As at March 31, 2023
Authorised shares (Nos)		
375,000,000 (March 31, 2023: 375,000,000) equity shares of Rs. 2/- each	75.00	75.00
	75.00	75.00
Issued, subscribed and fully paid share capital (Nos)		
119,156,300 (March 31, 2023: 119,156,300) equity shares of Rs. 2/- each	23.83	23.83
Total issued, subscribed and fully paid-up share capital	23.83	23.83

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

	No. of shares	Amt
Equity share of Rs. 2 each issued, subscribed and fully paid		
As at April 1, 2022	119,156,300	23.83
Changes during the year	-	-
As at March 31, 2023	119,156,300	23.83
Changes during the year	-	-
As at March 31, 2024	119,156,300	23.83

**(b) Terms/rights attached to equity shares**

The Company has one class of equity shares having a par value of Rs. 2 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(c) Equity shares held by Holding Company

	As at March 31, 2024	As at March 31, 2023
Holding company		
RDA Holdings Private Limited	12.87	12.87
64,328,500 (March 31, 2023: 64,328,500) equity shares of Rs. 2/- each fully paid		

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company (refer note (f) below)

	As at March 31, 2024	As at March 31, 2023
RDA Holdings Private Limited, India		
%	53.99	53.99
No. of shares	64,328,500	64,328,500
ARA Trusteeship Company Private Limited, India		
%	7.99	7.99
No. of shares	9,520,805	9,520,805
Nalanda India Equity Fund Ltd.		
%	6.86	6.86
No. of shares	8,176,668	8,176,668
Kotak Mahindra Mutual Fund		
%	6.37	6.98
No. of shares	7,586,103	8,322,863

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents the legal ownerships of shares.

(e) Details of equity shares held by promoters in the Holding Company (refer note (f) below):

	As at March 31, 2024	As at March 31, 2023
RDA Holding Private Limited, India		
%	53.99	53.99
No. of shares	64,328,500	64,328,500
% of change during the year	-	-
ARA Trusteeship Company Private Limited, India		
%	7.99	7.99
No. of shares	9,520,805	9,520,805
% of change during the year	-	-
Mr. Pheroj Pudemjee		
%	**	**
No. of shares	6,000	6,000
% of change during the year	-	-

**Represents less than 0.01%

- (f) The Company has several trusts (73 nos) set up for welfare of employees and an ESOP Trust named Thermax Employee ESOP and Welfare Trust. Such trusts together hold 6,535,552 (March 31, 2023: 6,541,440) equity shares representing 5.48% (March 31, 2023: 5.49%) of equity share in the Company.
- (g) There were no buy back of shares/issue of shares for consideration other than cash during the period of five years immediately preceding the reporting date.

15

(a) Other Equity

	As at March 31, 2024	As at March 31, 2023
Reserves and surplus		
Capital redemption reserve	50.34	50.34
Securities premium		
Opening balance	61.13	61.13
Add: Exercise of share options	1.42	-
Closing balance	62.55	61.13
Capital reserve	1.92	1.92
General reserve	429.14	429.14
Share based payment reserve		
Opening balance	2.52	-
Add: Compensation for options granted during the year (Includes Rs. 0.93 (March 31, 2023: Rs. 0.47) related to subsidiaries)	4.87	2.52
Less: Exercise of share options	1.42	-
Closing balance	5.97	2.52
Retained earnings		
Opening balance	2,648.50	2,434.47
Add: Profit for the year	437.44	329.26
Less: Final dividend paid	119.16	107.24
Movement during the year	318.28	222.02
Items of other comprehensive income recognised directly in retained earnings:		
Re-measurement (loss)/gain on defined benefit plans, net of tax Rs. 1.19 (March 31, 2023: Rs. 2.69)	(3.53)	(7.99)
Net surplus in the Statement of profit and loss	2,963.25	2,648.50
Total Reserves and Surplus	3,513.17	3,193.55
Other Reserves		
Cash flow hedge reserve		
Opening balance	0.38	0.17
Add: Movement during the year (net)	(0.91)	0.28
Less: Tax on movement during the year	0.23	(0.07)
Closing balance	(0.30)	0.38
Total	3,512.87	3,193.93



Nature and purpose of reserves

Capital redemption reserve

Pertains to reserve created towards redemption of debentures and can be utilised in accordance with the provisions of the Act.

Securities premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilised in accordance with the provisions of the Act.

Capital reserve

Pertains to reserves arising on amalgamations in the past which is required to be maintained as per statute and cannot be distributed to the shareholders.

General reserve

Represents amounts transferred from retained earning in earlier years as per the requirements of the erstwhile Companies Act, 1956.

Cash flow hedge reserve

This reserve comprises the effective portion of the cumulative net change in the fair value of the cash flow hedge instruments related to hedged transactions that have not yet occurred.

Share based payment reserve

The Company has established equity-settled share based payment plan for certain categories of employees of the Company. Refer note 38 for further details.

(b) Distribution Made and Proposed

Dividend

Accounting policy

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

	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash dividend on Equity shares declared and paid:		
Final dividend for the year 2022-23: Rs. 10 per share (2021-22: Rs. 9/- per share)	119.16	107.24
	119.16	107.24
Proposed dividend on Equity shares:		
Proposed dividend for the year 2023-24: Rs. 12 per share (2022-23: Rs. 10/- per share)	142.99	119.16

Proposed dividend on equity shares are subject to approval at the annual general meeting and are not recognised as a liability as at the reporting date.

16 Trade Payables - At Amortised Cost

(a) Non-Current Trade Payables

	As at March 31, 2024	As at March 31, 2023
Total outstanding dues of micro and small enterprises (Refer note 16 (c))	-	-
Total outstanding dues of creditors other than micro and small enterprises:		
(i) Related parties (Refer note 32)	-	5.59
(ii) Others	43.83	28.86
Total	43.83	34.45

The ageing of non-current trade payables which are due for payment:

Description		Not due	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
(i) Micro and small enterprises	March 31, 2024	-	-	-	-	-	-
	March 31, 2023	-	-	-	-	-	-
(ii) Other than micro and small enterprises	March 31, 2024	43.83	-	-	-	-	43.83
	March 31, 2023	34.45	-	-	-	-	34.45
(iii) Disputed dues - Micro and small enterprises	March 31, 2024	-	-	-	-	-	-
	March 31, 2023	-	-	-	-	-	-
(iv) Disputed dues- Others	March 31, 2024	-	-	-	-	-	-
	March 31, 2023	-	-	-	-	-	-
Total	March 31, 2024	43.83	-	-	-	-	43.83
	March 31, 2023	34.45	-	-	-	-	34.45

(b) Current Trade Payables

	As at March 31, 2024	As at March 31, 2023
Total outstanding dues of micro and small enterprises (Refer note 16 (c))	451.10	347.28
Total outstanding dues of creditors other than micro and small enterprises:		
(i) Related parties (Refer note 32)	85.81	98.07
(ii) Others	535.92	592.73
Total	1,072.83	1,038.08

For terms and conditions with related parties, refer note 32.

Trade payables are non-interest bearing and are generally on terms of 30 to 90 days.

The ageing of current trade payables which are due for payment:

Description		Not due	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
(i) Micro and small enterprises	March 31, 2024	401.17	34.72	6.38	3.49	5.34	451.10
	March 31, 2023	289.25	50.44	3.25	0.78	3.56	347.28
(ii) Other than micro and small enterprises	March 31, 2024	311.86	84.65	15.25	8.71	17.09	437.56
	March 31, 2023	299.36	135.75	13.15	6.09	20.10	474.45
(iii) Disputed dues - Micro and small enterprises	March 31, 2024	-	-	-	-	-	-
	March 31, 2023	-	-	-	-	-	-
(iv) Disputed dues- Others	March 31, 2024	-	-	-	0.27	0.24	0.51
	March 31, 2023	-	-	0.27	-	0.24	0.51
Sub-total	March 31, 2024	713.03	119.37	21.63	12.47	22.67	889.17
	March 31, 2023	588.61	186.19	16.67	6.87	23.90	822.24
Unbilled trade payables (Includes year end accruals)	March 31, 2024						183.66
	March 31, 2023						215.84
Total	March 31, 2024						1,072.83
	March 31, 2023						1,038.08

**(c) Details of dues to micro and small enterprises as defined under the micro, small and medium enterprises development (MSMED) Act, 2006**

	As at March 31, 2024	As at March 31, 2023
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year:		
- Principal amount outstanding (whether due or not) to micro and small enterprises*	450.96	346.77
- Interest due thereon	0.14	0.51
ii) The amount of interest paid by the Company in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
iii) The amount of payment made to the supplier beyond the appointed day during the year.	486.04	166.64
iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	3.37	1.72
v) The amount of interest accrued and remaining unpaid at the end of each accounting year.	3.51	2.23
vi) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	3.51	2.23

*Information in this regard is on basis of intimation received, on requests made by the Company, with regards to registration of vendors under the said Act.

17 Financial Liabilities**(a) Other Current Liabilities**

	As at March 31, 2024	As at March 31, 2023
Derivative instruments at fair value through OCI		
Cash flow hedges		
Foreign exchange forward contracts	1.05	0.57
Derivative instruments at fair value through profit or loss		
Derivative not designated as hedges		
Foreign exchange forward contracts	2.24	3.68
At amortised cost		
Employee related payables	91.87	71.31
Payables for property, plant & equipments and intangible assets	9.27	6.82
Unpaid dividend	0.61	0.69
Liability towards employee separation scheme	1.50	1.02
Other payables*	4.64	4.56
Total	111.18	88.65

*includes dealer deposits, security deposits, etc.

18 Provisions**Accounting policy**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Warranty provisions

Provisions for warranty-related costs are recognised when the product is sold or service provided to the customer. Initial recognition is based on historical experience. The initial estimate of warranty related costs is reviewed annually. For EPC contracts, warranty provision is recorded basis significant progress.

Provision for onerous contracts

If the Company has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Company recognises any impairment loss that has occurred on assets dedicated to that contract.

An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Company cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it. The cost of fulfilling a contract comprises the costs that relate directly to the contract (i.e., both incremental costs and an allocation of costs directly related to contract activities).

Provision for litigation

Provision for litigation related obligations represents liabilities that are expected to materialise in respect of matters in appeal.

Decommissioning liability

The Company records a provision for decommissioning costs of its manufacturing facilities. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The unwinding of the discount is expensed as incurred and recognised in the Statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the Projected Unit Credit Method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts



included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Statement of profit and loss in subsequent periods.

Past service costs are recognised in the Statement of profit and loss on the earlier of:

- (a) The date of the plan amendment or curtailment; and
- (b) The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the Projected Unit Credit Method at the year-end. The Company presents the leave as a current liability in the balance sheet as it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

Estimates and assumptions

- **Provision for onerous contracts:** The Company provides for future losses on EPC contracts where it is considered highly probable that the contract costs are likely to exceed revenues in future years. Estimating these future losses involves a number of assumptions about the achievement of contract performance targets and the likely levels of future cost escalation over time.

A provision for expected loss on construction contracts is recognised when it is probable that the contracts costs will exceed total contract revenue. For all other contracts, provision is made when the unavoidable costs of meeting the obligation under the contract exceed the estimated economic benefits. The timing of cash outflows in respect of such provision is over the contract period.

- **Warranty provision:** The Company generally offers warranty for its various products. Warranty costs are provided based on a technical estimate of the costs required to be incurred for repairs, replacements, material costs, servicing cost and past experience in respect of warranty costs. Management estimates the related provision for future warranty claims based on historical warranty claim information, as well as recent trends that might suggest that past cost information may differ from future claims. The assumptions made in current period are consistent with those in the prior year. Factors that could impact the estimated claim information include the success of the Company's productivity and quality initiatives. Warranty provisions are discounted using a pre-tax discount rate which reflects current market assessments of time value of money and risks specific to the liability.

Warranty costs are provided based on a technical estimate of the costs required to be incurred for repairs, replacements, material costs, servicing cost and past experience in respect of such costs. It is expected that this expenditure will be incurred over the contracted warranty period ranging up to 2 years. If warranty claim costs vary by 10% from management's estimate, the warranty provisions would be an estimated Rs. 9.12 higher or lower (March 31, 2023: Rs. 8.07).

- Defined benefit plan - Gratuity:** The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on Indian Assured Lives Mortality (2012-14) Ultimate. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

(a) Non-Current Provisions

	As at March 31, 2024	As at March 31, 2023
Other provisions		
Provision for warranties	14.91	13.96
Provision for decommissioning liability	11.24	10.12
Total	26.15	24.08

(b) Current Provisions

	As at March 31, 2024	As at March 31, 2023
Provision for employee benefits		
Provision for leave encashment	46.34	38.26
Provision for gratuity	4.88	-
	51.22	38.26
Other provisions		
Provision for onerous contracts	16.10	6.55
Provision for warranties	76.33	66.77
Provision for litigation	50.63	-
	143.06	73.32
Total	194.28	111.58



Movement in provisions

For the year ended March 31, 2024	Provision for Litigation	Provision for onerous contracts	Provision for warranties	Provision for decommissioning liability
As at April 1, 2023				
Balance at the beginning	-	6.55	80.73	10.12
Additional provision recognised	50.63	11.76	30.19	-
Unused amounts reversed	-	(0.74)	(22.84)	-
Unwinding of discount	-	-	4.66	1.12
Utilised during the year	-	(1.47)	(1.50)	-
As at March 31, 2024	50.63	16.10	91.24	11.24
Details of provisions:				
Current	50.63	16.10	76.33	-
Non-current	-	-	14.91	11.24
Total	50.63	16.10	91.24	11.24

For the year ended March 31, 2023	Provision for litigation	Provision for onerous contracts	Provision for warranties	Provision for decommissioning liability
As at April 1, 2022				
Balance at the beginning	-	12.92	85.61	9.08
Additional provision recognised	-	1.06	18.78	-
Unused amounts reversed	-	(4.36)	(24.76)	-
Unwinding of discount	-	-	5.50	1.04
Utilised during the year	-	(3.07)	(4.40)	-
As at March 31, 2023	-	6.55	80.73	10.12
Details of provisions:				
Current	-	6.55	66.77	-
Non-current	-	-	13.96	10.12
Total	-	6.55	80.73	10.12

(c) Gratuity

The Company operates a defined benefit plan viz. gratuity for its employees. Under the gratuity plan, every employee who has completed at least specified years of service gets a gratuity on departure at 15 days (minimum) of the last drawn salary for each completed year of service. The Scheme is funded with an Insurance Company. The fund has formed a trust and it is governed by the Board of Trustees.

The fund is subject to risks such as asset volatility, changes in assets yields and asset liability mismatch risk. In managing the plan assets, Board of Trustees review and manage these risks associated with the funded plan. Each year, the Board of Trustees reviews the level of funding in the gratuity plan. Such a review includes asset-liability matching strategy and investment risk management policy (which includes contributing to plans that invest in risk-averse markets). The Board of Trustees aim to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise.

I Changes in the net benefit obligation and fair value of plan assets are as follows:

	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2022	67.88	(79.83)	(11.95)
Current service cost	8.41	-	8.41
Interest expense/(income)	4.35	(5.53)	(1.18)
Total amount recognised in Profit or Loss (Refer note 25)	12.76	(5.53)	7.23
Experience adjustments	13.38	-	13.38
Actuarial loss from change in financial assumptions	(2.65)	-	(2.65)
Demographic adjustments	-	-	-
Return on plan assets (income)	-	(0.05)	(0.05)
Total amount recognised in Other Comprehensive (Income)/Loss	10.73	(0.05)	10.68
Employer contributions	-	(9.97)	(9.97)
Benefits paid	(8.10)	8.10	-
Transfer (out)/in	(0.74)	-	(0.74)
For the year ended March 31, 2023	82.53	(87.28)	(4.75)
Current service cost	9.72	-	9.72
Interest expense/(income)	6.02	(6.23)	(0.21)
Total amount recognised in Profit or Loss (Refer note 25)	15.74	(6.23)	9.51
Experience adjustments	3.14	-	3.14
Actuarial loss from change in financial assumptions	1.03	-	1.03
Demographic adjustments	-	-	-
Return on plan assets (income)	-	0.55	0.55
Total amount recognised in Other Comprehensive (Income)/Loss	4.17	0.55	4.72
Employer contributions	-	(2.00)	(2.00)
Benefits paid	(8.37)	5.09	(3.28)
Transfer (out)/in	0.68	-	0.68
For the year ended March 31, 2024	94.75	(89.87)	4.88

II The net liability disclosed above relates to funded plans which are as follows:

	For the year ended March 31, 2024	For the year ended March 31, 2023
Present value of funded obligation	94.75	82.53
Fair value of plan assets	(89.87)	(87.28)
Surplus/(Deficit) of funded plan	4.88	(4.75)

III Significant assumptions

The principal actuarial assumptions were as follows:

	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount rate	7.20%	7.40%
Salary growth rate	7.00%	7.00%
Normal retirement age	60 years	60 years
Mortality table	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Employee turnover	5% to 12%	5% to 12%



IV Sensitivity analysis

The sensitivity of defined obligation to changes in the weighted principal assumptions is:

Assumptions	Impact on defined benefit obligation	
	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount rate		
1.00% increase	Decrease by 4.93	Decrease by 4.93
1.00% decrease	Increase by 5.48	Increase by 4.45
Future salary increase		
1.00% increase	Increase by 4.54	Increase by 3.64
1.00% decrease	Decrease by 4.17	Decrease by 4.28
Attrition rate		
1.00% increase	Increase by 0.05	Increase by 0.10
1.00% decrease	Decrease by 0.06	Decrease by 0.10

The above sensitivity analysis is based on a change in assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the Projected Unit Credit Method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous periods.

The following are the expected cash flows/contribution to the defined benefit plan in future years:

	For the year ended March 31, 2024	For the year ended March 31, 2023
Within next 12 months	16.92	13.83
Between 2-5 years	55.29	49.66
Next 5 years	73.31	61.37

The average duration of the defined benefit plan obligation at the end of the reporting period is 9 years (March 31, 2023: 8 years)

The Company expects to contribute Rs. 2 to gratuity fund in the next year (March 31, 2023: Rs. 2)

V The major categories of plan assets are as follows:

	For the year ended March 31, 2024	For the year ended March 31, 2023
Investments with Insurer (LIC of India)	100.00%	100.00%

19 Other Liabilities

Accounting policy

Contract liabilities: A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company satisfies the performance obligation. Contract liabilities are recorded in balance sheet as unearned revenue and customer advances as the case may be.

(a) Other Current Liabilities

	As at March 31, 2024	As at March 31, 2023
Unearned revenue (Contract liabilities)	613.62	466.83
Customer advances (Contract liabilities)		
(i) Related Parties (Refer note 32)	25.59	38.14
(ii) Others	753.22	837.39
Other advances [#]	-	14.20
Statutory dues and other liabilities [*]	36.23	37.49
Total	1,428.66	1,394.05

^{*}mainly includes tax deducted at source, GST, provident fund, ESIC etc.

[#]consists of advance received against sale of property, plant and equipment etc.

For terms and conditions with related parties, refer note 32.

20 Borrowings - At Amortised Cost

Current Borrowings

	As at March 31, 2024	As at March 31, 2023
Secured loans from banks [*]	90.00	10.00
Unsecured loans from banks [#]	217.80	210.00
Total	307.80	220.00

^{*}Secured loans pertains to packing credit amounting to Rs. 90 (March 31, 2023: Rs. 10) that are payable by the Company within 180-360 days (March 31, 2023: 90 days) from the invoice date.

These loans were secured by hypothecation of present and future stock of all inventories, stores and spares not related to plant and equipment, book debts and other moveable assets in March 31, 2024.

[#]Unsecured loans pertains to packing credit of Rs. 217.80 (March 31, 2023: Rs. 210) carries an interest rate of 5.5% to 5.75% (March 31, 2023: 5.25% to 5.85%) due for repayment within 180-360 days (March 31, 2023: 90-360 days) from date of disbursement or expected shipment date whichever is earlier.

21 Revenue from Operations

Accounting policy

Revenue from contracts with customers: 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. Revenue is recognised when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks. The Company collects goods and services tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.



The Company has following streams of revenue:

- **Revenue from Engineering, Procurement and Construction contracts**

Engineering, Procurement and Construction (EPC) contracts are contracts (or a Company of contracts secured together) specifically negotiated for the construction of an asset which refers to any project for construction of plants and systems, involving designing, engineering, fabrication, supply, erection (or supervision thereof), commissioning, guaranteeing performance thereof etc., execution of which is spread over different accounting periods. The Company identifies distinct performance obligations in each contract. For most of the project contracts, the customer contracts with the Company to provide a significant service of integrating a complex set of tasks and components into a single project or capability. Hence, the entire contract is accounted for as one performance obligation.

The Company may promise to provide distinct goods or services within a contract, in which case the Company separates the contract into more than one performance obligation. If a contract is separated into more than one performance obligation, the Company allocates the total transaction price to each performance obligation in an amount based on the estimated relative standalone selling prices of the promised goods or services underlying each performance obligation. The Company uses the expected cost plus a margin approach to estimate the standalone selling price of each performance obligation in case of contracts with more than one distinct performance obligations.

The Company assesses for the timing of revenue recognition in case of each distinct performance obligation. The Company first assesses whether the revenue can be recognised over a period of time if any of the following criteria is met:

- (a) The customer simultaneously consumes the benefits as the Company performs; or
- (b) The customer controls the work-in-progress; or
- (c) The Company's performance does not create an asset with alternative use to the Company and the Company has right to payment for performance completed till date.

The Company recognises revenue over time as it performs because of continuous transfer of control to the customers. For all project contracts, this continuous transfer of control to the customer is supported by the fact that the customers typically control the work in process as evidenced either by contractual termination clauses or by the rights of the Company to payment for work performed to date plus a reasonable profit to deliver products or services that do not have an alternative use.

The Company uses cost-based measure of progress (or input method) for contracts because it best depicts the transfer of control to the customer which occurs as it incurs costs on contracts. Under the cost-based measure of progress, the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. Revenues, including estimated profits, are recorded proportionally as costs are incurred.

The Company estimates variable consideration amount which it expects to be entitled under the contract and includes it in the transaction price to the extent it is highly probable that a significant reversal of cumulative revenue recognised will not occur and when the uncertainty associated with it is subsequently resolved. The estimates of variable consideration and determination of whether to include estimated amounts in the transaction price are based largely on an assessment of the anticipated performance and all information (historical, current and forecasted) that is reasonably available.

Costs associated with bidding for contracts are charged to the Statement of profit and loss when they are incurred. Costs that relate directly to a contract and are incurred in securing the contract are included as part of the contract costs if they can be separately identified and measured reliably and it is probable that the contract will be obtained.

Contract modification, when approved by both the parties to the contract, are considered as modification, if it creates new or changes the existing enforceable rights and obligations. Most of the contract modifications are not distinct from the existing contract due to the significant integration service provided under the contract prior to modifications and are therefore, accounted for as part of the existing contract. The effect of a contract modification is recognised as an adjustment to revenue on a cumulative catch-up basis.

When it becomes probable that the total contract costs will exceed the total contract revenue, the Company recognises the expected losses from onerous contract as an expense immediately. Penalties for any delay or improper execution of a contract are recognised as a deduction from revenue. In the balance sheet, such provisions are presented on net basis of the contract receivables.

- **Revenue from sale of goods**

If the criteria for revenue under over-a-period of time as mentioned above are not met, the Company recognises revenue at a point-in-time. The point-in-time is determined when the control of the goods or services is transferred which is determined based on when the significant risks and rewards of ownership are transferred to the customer. Apart from this, the Company also considers its present right to payment, the legal title to the goods, the physical possession and the customer acceptance in determining the point in time where control has been transferred. The Company provides for warranty provision for general repairs up to 18 – 24 months on its products sold, in line with the industry practice. A liability is recognised at the time the product is sold. The Company does not provide any extended warranties.

- **Revenue from sale of services**

Revenue in respect of operation and maintenance contract, awarded on a standalone basis or included in long term contracts and identified as a separate performance obligation, is recognised on a time proportion basis under the contracts.

EPC contracts:

Estimates and assumptions

- **Provisions for liquidated damages claims (LDs):** The Company provides for LD claims to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved. This requires an estimate of the amount of LDs payable under a claim which involves a number of management judgments and assumptions regarding the amounts to be recognised;
- **Project cost to complete estimates:** At each reporting date, the Company is required to estimate costs to complete on fixed-price contracts. Estimating costs to complete on such contracts requires the Company to make estimates of future costs to be incurred, based on work to be performed beyond the reporting date. This estimate will impact revenues, cost of sales, work-in-progress, billings in excess of costs, estimated earnings and accrued contract expenses;
- **Recognition of contract variations:** The Company recognises revenues and margins from contract variations where it is considered probable that they will be awarded by the customer and this requires management to assess the likelihood of such an award being made by reference to customer communications and other forms of documentary evidence.



Judgments

A significant portion of the Company's business relates to EPC contracts which is accounted using cost-based input method, recognising revenue as the performance on the contract progresses. This requires management to make judgement with respect to identifying contracts for which revenue need to be recognised over a period of time, depending upon when the customer consumes the benefit, when the control is passed to customer, whether the asset created has an alternative use and whether the Company has right to payment for performance completed till date, either contractually or legally. The input method requires management to make significant judgments of the extent of progress towards completion including accounting of multiple contracts which need to be combined and considered as a single contract.

(a) Revenue from Contract with Customers

	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from projects and products	5,040.56	4,469.41
Revenue from services	742.03	650.73
Total revenue from contracts with customers (a)	5,782.59	5,120.14

(b) Other Operating Revenue

	For the year ended March 31, 2024	For the year ended March 31, 2023
Export incentives	20.19	21.50
Sale of scrap	14.28	15.18
Commission income	3.09	3.20
Exchange fluctuation (loss) (net)*	(1.14)	(21.67)
Royalty income	2.92	2.81
Total Other operating revenue (b)	39.34	21.02
Total revenue from operations (a+b)	5,821.93	5,141.16

*Includes mark to market loss on forward contracts not subjected to hedge accounting Rs. 0.44 (March 31, 2023: (loss) Rs. 1.84)

(c) Disclosure Pursuant to IND AS 115: Revenue from Contract with Customers

i) By category of contracts

	For the year ended March 31, 2024	For the year ended March 31, 2023
Over a period of time basis	3,388.58	2,803.61
At a point-in-time basis	2,394.01	2,316.53
Total revenue from contracts with customers	5,782.59	5,120.14

Revenue by geographical market:

	For the year ended March 31, 2024	For the year ended March 31, 2023
Within India	4,705.81	4,067.07
Outside India	1,076.78	1,053.07
Total revenue from contracts with customers	5,782.59	5,120.14

Revenue by segment:

	For the year ended March 31, 2024			
	Industrial Products	Industrial Infra	Chemical	Total
Revenue from contracts with customers				
External revenue	3,466.94	1,890.60	617.29	5,974.83
Less: Inter segment	(183.96)	(0.60)	(7.68)	(192.24)
Total revenue from contracts with customers	3,282.98	1,890.00	609.61	5,782.59
Other operating revenue	31.01	1.76	6.57	39.34
Total revenue from operations	3,313.99	1,891.76	616.18	5,821.93

	For the year ended March 31, 2023			
	Industrial Products	Industrial Infra	Chemical	Total
Revenue from contracts with customers				
External revenue	2,812.00	1,781.82	599.11	5,192.93
Less: Inter segment	(61.46)	(4.95)	(6.38)	(72.79)
Total revenue from contracts with customers	2,750.54	1,776.87	592.73	5,120.14
Other operating revenue	17.12	(4.78)	8.68	21.02
Total revenue from operations	2,767.66	1,772.09	601.41	5,141.16

ii) Contract balances

The following table provides information about contract balances from contracts with customers as at the reporting date:

	As at March 31, 2024	As at March 31, 2023
Trade receivables (Refer note 7)	1,641.72	1,323.16
Unbilled revenue (Contract asset) (Refer note 9(b))	104.34	180.96
Unearned revenue (Contract liability) (Refer note 19(b))	613.62	466.83
Customer advances (Contract liability) (Refer note 19)	778.81	875.53

Contract assets primarily relate to the Company's rights to consideration for work completed but not billed at the reporting date from projects and customised contracts. The contract assets are transferred to trade receivables on completion of milestones and its related invoicing.

The contract liabilities relate to unearned revenue and customer advances where performance obligations are yet to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised, with no impact on the Company's cash positions on specific projects.

iii) Revenue recognised in the reporting period that was included in the contract liabilities balance at the beginning of the year:

	As at March 31, 2024	As at March 31, 2023
Unearned revenue	338.93	207.38
Customer advance	617.68	461.46

**iv) Changes in unbilled revenue and unearned revenue for the year:**

The explanation of the significant changes in the unbilled and unearned balances during the reporting period is presented in the table below:

	As at March 31, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2023
Opening unbilled revenue (Refer note 9(b))	180.96		130.80	
Opening unearned revenue (Refer note 19(b))	466.83	(285.87)	292.01	(161.21)
- Transfer of contract assets to receivable from opening unbilled revenue	(167.60)		(125.48)	
- Increase in revenue as a result of changes in the measure of progress from the opening unearned revenue	338.93		207.38	
- Transfer of contract assets to receivables	(3,452.58)		(2,793.76)	
- Increase in revenue as a result of changes in the measure of progress	3,049.65		2,596.23	
- Others*	8.19	(223.41)	(9.03)	(124.66)
Closing unbilled revenue (Refer note 9(b))	104.34		180.96	
Closing unearned revenue (Refer note 19(b))	613.62	(509.28)	466.83	(285.87)

*includes adjustments on account of onerous contracts, impairment allowance on contract assets, etc.

v) Performance obligations

Performance obligation in a project or a group of projects which are contracted at or near same time with the same or related parties and negotiated simultaneously, are combined for the purpose of evaluation. The Company has estimated that multiple commitments pertaining to engineering, procurement and commissioning of such projects is a single performance obligation which is spread over different accounting periods.

Performance obligation for products are evaluated on standalone basis, recognised at a point in time. Generally, performance obligations for such contracts have an original expected duration of one year or less.

There are no major contracts with customers which have significant financing component included within them and therefore there is no difference between the timing of satisfaction of performance obligation vis-a-vis the timing of the payment.

Remaining performance obligations:

The following table includes revenue expected to be recognised in the future related to performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date.

The Company applies practical expedient included in para 121 of Ind AS 115 - "Revenue from Contracts with Customers" and does not disclose information about its remaining performance obligations for contracts that have an original expected duration of one year or less.

	As at March 31, 2024	As at March 31, 2023
Amount of revenue yet to be recognised for contracts in progress	2,901.39	3,754.64

The Company expects that a significant portion of the remaining performance obligation will be completed in next 1 to 2 years. However, the contracts with customers for supply of utilities are for a longer period.

vi) Reconciliation between revenue recognised in Statement of profit and loss and contract price:

There is no significant variation between revenue recognised in Statement of profit and loss and contract price except price variation claims, which are considered to be part of contract price.

22 Other Income

Accounting policy

(i) Interest income

For all debt instruments measured at amortised cost, interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. Interest income is included in finance income in the Statement of profit and loss.

(ii) Dividend

Dividend is recognised when the Company's right to receive the payment is established.

(iii) Rental income

Rental income from operating leases (net of any incentives given to the lessee) is recognised on a straight-line basis over the lease term.

	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest income from financial assets carried at amortised cost		
Loans to subsidiary	15.99	6.43
Bank and other deposits	46.40	41.48
Interest income from financial assets at fair value through profit and loss		
Loan to subsidiary (preference shares)	4.21	4.21
Other interest income	0.82	0.36
Dividend income from equity investments carried at cost	4.50	7.09
Fair value gain on financial instrument at fair value through profit and loss (net)	69.58	40.04
Liabilities no longer required written back	9.78	9.89
Miscellaneous income^^	42.21	26.84
Total	193.49	136.34

^^Includes rent income of Rs. 5.36 (March 31, 2023: Rs. 5.09); refer note 30 C (i)

23 Cost of Raw Material and Components Consumed

	For the year ended March 31, 2024	For the year ended March 31, 2023
Inventories at the beginning of the year	209.89	201.67
Add: Purchases	3,132.05	2,856.23
	3,341.94	3,057.90
Inventories at the end of the year	(226.28)	(209.89)
Total	3,115.66	2,848.01



24 (Increase)/Decrease in Inventories of Finished Goods, Work-in-Progress and Traded Goods

	For the year ended March 31, 2024	For the year ended March 31, 2023
Inventories at the beginning of the year		
Work-in-progress	136.57	134.62
Finished goods	32.66	24.47
Traded goods	7.80	5.65
	177.03	164.74
Less: Inventories at the end of the year		
Work-in-progress	132.49	136.57
Finished goods	24.90	32.66
Traded goods	8.95	7.80
	166.34	177.03
Total	10.69	(12.29)

25 Employee Benefit Expenses

	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries and wages*	594.28	490.72
Employee share-based payment expenses (Refer note 38)	3.94	2.05
Contribution to provident and other funds	39.62	32.54
Gratuity expenses (Refer note 18)	9.51	7.23
Staff welfare expenses	37.12	31.86
	684.47	564.40
Less: capitalised during the year (Refer note 4 (f))	(0.86)	-
Total	683.61	564.40

*Salaries and wages includes director sitting fees

26 Finance Costs

	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest expense	18.06	13.04
Unwinding of discount	5.78	6.54
Total	23.84	19.58

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(a) Other Expenses

	For the year ended March 31, 2024	For the year ended March 31, 2023
Consumption of stores and spare parts	63.50	61.71
Power and fuel	43.77	46.24
Freight and forwarding charges (net of recovery)	108.68	104.09
Site expenses and contract labour charges	728.87	607.59
Drawing, design and technical service charges	37.39	49.09
Sales commission	22.15	22.04
Advertisement and sales promotion	19.96	17.37
Rent (Refer note 30 C (ii))	8.87	8.91
Rates and taxes	7.91	10.26
Insurance	9.14	9.86
Repairs and maintenance:		
Plant and equipment	17.96	12.97
Buildings	5.25	4.06
Others	50.78	55.18
Travelling and conveyance	66.72	56.04
Legal and professional fees (includes payment to auditor) (Refer note 27 (b))	80.96	73.88
Provision for doubtful advances (net)	(2.69)	2.92
Provision for impairment allowance of financial assets (net)	39.14	29.91
Warranty expenses (net)	26.64	6.98
Loss on sale/discard of assets (net)	0.35	3.53
CSR expenditure (Refer note 27 (c))	5.93	5.37
Miscellaneous expenses (includes printing, communication, postage, security expense, etc.)	28.70	29.07
	1,369.98	1,217.07
Less: capitalised during the year (Refer note 4 (f))	(0.57)	-
Total	1,369.41	1,217.07

(b) Payment to Auditors

	For the year ended March 31, 2024	For the year ended March 31, 2023
As auditor		
Audit and limited review fee	2.63	2.23
In other capacity		
Other services	0.08	0.06
Reimbursement of expenses	0.08	0.05
Total	2.79	2.34



(c) Corporate Social Responsibility (CSR)

	For the year ended March 31, 2024	For the year ended March 31, 2023
(a) Gross amount required to be spent by the Company during the year	5.93	5.37
(b) Amount spent during the year [^]	5.93	5.37
(c) Shortfall at the end of the year	-	-
(d) Total of previous years shortfall	-	-
(e) Reason for shortfall	NA	NA
(f) Nature of CSR activities	Education, Skill Development, Rural Development	Education, Skill Development, Rural Development
(g) Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard:	5.93	5.37

[^]The amount is contributed to Thermax Foundation, India (refer note 32) which is engaged in education of economically underprivileged children by addressing social discrimination through affirmative actions, skill development and employability initiatives.

There is no provision for CSR expenditure as at March 31, 2024 and March 31, 2023.

28 Earnings Per Share

Accounting policy

The Company presents the basic and diluted EPS data for its equity shares.

(i) **Basic EPS** is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year;

(ii) **Diluted EPS** is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares (which includes the various stock options granted to employees).

	For the year ended March 31, 2024	For the year ended March 31, 2023
Net profit after tax attributable to the Equity shareholders	437.44	329.26
Weighted average number of Equity shares of Rs. 2/- each	119,156,300	119,156,300
Basic earnings per share	36.71	27.63
Diluted earnings per share	36.71	27.63

29 Components of Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

For the year ended March 31, 2024	Cash flow hedge reserve	Retained earnings	Total
Foreign exchange forward contracts	-	-	-
Reclassified to Statement of profit and loss (Net)	(0.68)	-	(0.68)
Re-measurement gains on defined benefit plans	-	(3.53)	(3.53)
Total	(0.68)	(3.53)	(4.21)

For the year ended March 31, 2023	Cash flow hedge reserve	Retained earnings	Total
Foreign exchange forward contracts	-	-	-
Reclassified to Statement of profit and loss (Net)	0.21	-	0.21
Re-measurement gains on defined benefit plans	-	(7.99)	(7.99)
Total	0.21	(7.99)	(7.78)

30 Contingent Liabilities and Commitments

A Contingent Liabilities

Accounting policy

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Judgements

Tax and legal contingencies

The Company has received various orders and notices from tax authorities in respect of direct taxes and indirect taxes. The outcome of these matters may have a material effect on the financial position, results of operations or cash flows. Management regularly analyzes current information about these matters and provides provisions for probable losses including the estimate of legal expense to resolve such matters. In making the decision regarding the need for loss provisions, management considers the degree of probability of an unfavorable outcome and the ability to make a sufficiently reliable estimate of the amount of loss. The filing of a suit or formal assertion of a claim against the Company or the disclosure of any such suit or assertions, does not automatically indicate that a provision of a loss may be appropriate.

a) Taxes**

	For the year ended March 31, 2024	For the year ended March 31, 2023
Excise, Customs Duty and Service tax	6.02	8.05
Goods and Service tax	13.26	-
Sales tax	16.56	16.76
Income tax demands disputed in appellate proceedings [#]	64.45	85.01
References/appeals preferred by the Income Tax Department in respect of which, should the ultimate decision be unfavourable to the Company	16.36	16.36
Others	0.22	0.12

*Excluding of interest and penalty thereon.

**The above excludes the effects of similar disallowances, if any, for any subsequent period that are pending for open assessments.

[#]Against income tax disputed demand, the Company has received favourable ITAT orders in earlier years (similar issues) for Rs. 72.96 (March 31, 2023: Rs. 93.62).

**b) Guarantees on behalf of subsidiaries**

	For the year ended March 31, 2024	For the year ended March 31, 2023
Counter corporate guarantees issued to banks (Also refer note 31(A)(b))	357.40	147.51
Indemnity bonds, letter of support/comfort and corporate guarantees (Also refer note 31(A)(c))	935.64	2,527.98

The Company has issued various guarantees for performance, deposits, tender money, advances, etc. The management has considered the probability for outflow of the same to be remote and accordingly no amount has been disclosed here.

c) Others[^]

	For the year ended March 31, 2024	For the year ended March 31, 2023
Liability for export obligations	3.08	0.61
Claims against the Company not acknowledged as debt*	177.18	206.43

The timing and amount of the cash flow which will arise from these matters, will be determined by the relevant authorities on settlement of the cases or on receipt of claims from customers.

**Excluding of interest and penalty thereon.*

**Includes a case against the Company in dispute with customer amounting to Rs. 167.82 whereby in June 2023, an arbitrator ruled against the Company in a dispute with a customer who had been supplied Gas Turbo Generators (GTGs) procured from a third party as part of a composite contract. The GTGs had failed and the arbitrator ruled that Company must repair and restore them and bear other related costs, estimated in aggregate as Rs. 218.45, including interest. The award has been appealed by the Company in the Bombay High Court. A stay has been granted, for which Company has deposited with the customer Rs. 218.45. The deposit is refundable, with interest, depending on the outcome of the case. The final hearings challenging the award is in progress before the Bombay High Court.*

Pursuant to an independent legal opinion, the Company had made a provision of Rs. 50.63 and for the balance amount, no provision had been considered necessary. The Company is reasonably confident of the issue being ultimately decided in its favour.

B Capital and Other Commitments

- a)** Liability in respect of partly paid shares Rs. Nil (March 31, 2023: Rs. Nil).
- b)** Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Rs. 60.73 (March 31, 2023: Rs. 19.39).
- c)** Parent support letter given to Thermax Bioenergy Solutions Private Limited amounting to Rs. 13 (March 31, 2023: Rs. Nil).

C Lease Commitments**Accounting policy**

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Operating lease

i) Where the Company is Lessor:

Accounting policy

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

The Company has leased certain parts of its surplus office and buildings. The tenure of such lease agreements ranges from 1 to 5 years. All leases include a clause to enable upward revision of the rental charge on an annual basis according to prevailing market conditions. For nature of assets refer note 4(c).

	For the year ended March 31, 2024	For the year ended March 31, 2023
Lease rental received for the year	5.36	5.09

ii) Where the Company is Lessee:

Accounting policy

The Company lease asset classes primarily consist of leases for land, office buildings, guest house and other office equipment, etc. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (1) The contract involves the use of an identified asset;
- (2) The Company has substantially all of the economic benefits from use of the asset through the period of the lease; and
- (3) The Company has the right to direct the use of the asset.

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

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The ROU assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e., the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.



The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a practical expedient, Ind AS 116 - "Property, plant and equipment", permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

Details of Leases:

The Company has taken land, office buildings, factory sheds, guest house, warehouse, vehicles, printers and other office equipment's on lease for a tenure of 1 to 99 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Company is restricted from assigning and subleasing the leased assets. However, Company has sub-leased some portion of its land and building to its subsidiary. There are no variable lease payments and residual value guarantees for these leases. The leases are renewable on mutually agreeable terms. At the expiry of the lease term, either party has an option to terminate the agreement or extend the term by giving notice in writing. The Company also has certain leases of machinery with lease terms of 12 months or less and leases of office equipment with low value. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

Carrying amounts of lease liabilities and the movements during the year:

	For the year ended March 31, 2024	For the year ended March 31, 2023
At the beginning of the year	4.17	5.29
Additions	6.53	-
Discontinuation of lease	(3.02)	-
Payments made	(1.80)	(1.12)
Total*	5.88	4.17
Current portion	1.59	1.66
Non-current portion	4.29	2.51
Total*	5.88	4.17

*Pertains to offices and vehicles taken on lease

Details of amounts recognised in Statement of profit and loss:

	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation expense of right-of-use assets	2.27	1.63
Interest expense on lease liabilities	-	-
Expense relating to short-term leases [#]	8.33	7.47
Expense relating to leases of low-value assets (included in other expenses)	0.54	1.44
Total amount recognised in Statement of profit and loss[#]	11.14	10.54

[#]Included in rent, travel and conveyance and staff welfare.

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(A) Disclosure Required Under Section 186(4) of Companies Act, 2013

a) Loans to related parties include loans given to subsidiaries. The particulars of which are disclosed below as required by Sec 186(4) of the Act:

Name of the party	Rate of interest (p.a.)	Due date and amount payable	Purpose	As at March 31, 2024	As at March 31, 2023
First Energy Private Limited*	Interest rate based on comparative quotes taken from bank on case to case basis. Currently for short term loan it is between range of 8% p.a. to 8.15% p.a and for long term loan it is between 8.6% p.a. to 8.8% p.a.	The loan shall be repaid within a period of 1 year in case short term loan and 2 to 3 years in case Long term loan.	The loan has been granted to the subsidiary for working capital requirements.	193.16	173.12

*Before impairment allowance of Rs. 4.12 (March 31, 2023: Rs. 4.12).

b) Bank guarantees and letters of credit issued favouring end customers on behalf of the subsidiaries. Details are as below:

Name of the party	As at March 31, 2024		As at March 31, 2023	
	Foreign currency (million)	Amount	Foreign currency (million)	Amount
First Energy Private Limited^	-	35.00	-	-
First Energy 3 Private Limited^	-	-	-	106.74
First Energy 4 Private Limited^	-	1.15	-	-
First Energy 5 Private Limited^	-	102.55	-	-
First Energy 6 Private Limited^	-	7.60	-	-
First Energy 7 Private Limited^	-	16.71	-	-
First Energy 8 Private Limited^	-	170.78	-	-
Thermax Onsite Energy Solutions Limited	-	-	-	0.75
Thermax Babcock & Wilcox Energy Solutions Limited	USD 1.99	16.56	USD 2.72	22.35
Thermax Babcock & Wilcox Energy Solutions Limited	-	7.05	-	17.67
Total		357.40		147.51

Purpose: Bank guarantees issued favouring end customers on behalf of the subsidiaries.

^The Company has issued an overall limit of non funding facilities to First Energy Private Limited and its Subsidiaries of Rs. 415 (March 31, 2023: Rs. 250)



c) The Company has issued letter of support/comfort and corporate guarantees on behalf of subsidiaries. Details are given below:

Name of the party	As at March 31, 2024		As at March 31, 2023	
	Foreign currency (million)	Amount	Foreign currency (million)	Amount
Thermax Instrumentation Limited	-	80.00	-	80.00
Thermax Engineering Construction Company Limited	-	-	-	7.00
Thermax Babcock & Wilcox Energy Solutions Limited	-	505.00	-	2,115.00
Thermax Cooling Solutions Limited	-	12.00	-	12.00
Thermax Engineering Singapore Pte. Ltd.	USD 10	83.41	USD 10	82.34
Danstoker A/S	USD 14.4	120.11	USD 11.9	97.98
First Energy Private Limited	-	-	-	0.15
Thermax Onsite Energy Solutions Limited	-	10.00	-	10.00
PT Thermax International Indonesia	USD 11.4	95.09	USD 11.4	93.87
Thermax SDN BHD, Malaysia	USD 1.1	9.18	USD 1.1	9.06
Thermax (Thailand) Ltd., Thailand	USD 2.5	20.85	USD 2.5	20.58
Total		935.64		2,527.98

The above guarantees have been issued for the purpose of various banking facilities for the subsidiaries.

(B) Disclosure of Ultimate Beneficiaries

For March 31, 2024:

Name of the subsidiary	Date of investment into subsidiary	Nature of transactions	Amount invested in subsidiary	Name of the beneficiary	Date of further investment by subsidiary into beneficiary	Nature of transactions	Amount invested by subsidiary into beneficiary
First Energy Private Limited	April 29, 2023	Equity	20.00	First Energy 4 Private Limited	April 30, 2023	Equity	20.00
First Energy Private Limited	May 23, 2023	Equity	30.71	First Energy 4 Private Limited	May 24, 2023	Equity	30.71
First Energy Private Limited	June 1, 2023	Equity	56.00	First Energy 5 Private Limited	June 1, 2023	Equity	39.50
				First Energy 6 Private Limited	June 1, 2023	Equity	16.50
First Energy Private Limited	June 2, 2023	Equity	30.00	First Energy 5 Private Limited	June 6, 2023	Equity	30.00
First Energy Private Limited	August 29, 2023	Equity	0.60	First Energy 5 Private Limited	August 29, 2023	Equity	0.60
First Energy Private Limited	August 29, 2023	Equity	1.50	First Energy 6 Private Limited	August 29, 2023	Equity	1.50
First Energy Private Limited	September 21, 2023	Equity	1.43	First Energy 3 Private Limited	September 21, 2023	Loan	1.43
First Energy Private Limited	November 23, 2023	Equity	15.00	First Energy 6 Private Limited	November 24, 2023	Equity	15.00
First Energy Private Limited	January 11, 2024	Equity	13.38	First Energy 7 Private Limited	January 12, 2024	Equity	13.38

Name of the subsidiary	Date of investment into subsidiary	Nature of transactions	Amount invested in subsidiary	Name of the beneficiary	Date of further investment by subsidiary into beneficiary	Nature of transactions	Amount invested by subsidiary into beneficiary
First Energy Private Limited	January 30, 2024	Equity	65.35	First Energy 8 Private Limited	February 2, 2024	Equity	65.35
Thermax Engineering Singapore Pte Ltd	December 13, 2023	Equity	USD 3.5 Million (INR 29.19 crs)	PT Thermax International Indonesia	December 20, 2023	Equity	USD 3.5 Million (INR 29.19 crs)
Thermax Onsite Energy Solutions Limited	July 17, 2023	Equity	36.00	Thermax Energy & Environment Srilanka Pvt Ltd	August 30, 2023	Equity	USD 0.528 Million (Rs. 4.374 crs)
				Thermax Energy & Environment Srilanka Pvt Ltd	October 27, 2023	Equity	USD 3.0 Million (Rs. 24.984 crs)
First Energy Private Limited	February 15, 2023	Loan	3.43	First Energy 6 Private Limited	April 5, 2023	Loan	3.43
First Energy Private Limited	February 15, 2023	Loan	0.60				
First Energy Private Limited	March 14, 2023	Loan	0.95	First Energy 5 Private Limited	April 6, 2023	Loan	2.77
First Energy Private Limited	March 29, 2023	Loan	1.22				
First Energy Private Limited	March 29, 2023	Loan	1.50	First Energy 5 Private Limited	April 26, 2023	Loan	1.50
First Energy Private Limited	July 3, 2023	Loan	5.50	First Energy 4 Private Limited	July 3, 2023	Loan	5.50
First Energy Private Limited	July 5, 2023	Loan	11.00	First Energy 4 Private Limited	July 5, 2023	Loan	11.00
First Energy Private Limited	July 11, 2023	Loan	27.00	First Energy 4 Private Limited	July 11, 2023	Loan	27.00
First Energy Private Limited	July 11, 2023	Loan	38.70	First Energy 4 Private Limited	July 11, 2023	Loan	38.70
First Energy Private Limited	July 27, 2023	Loan	15.50	First Energy 4 Private Limited	August 1, 2023	Loan	15.50
First Energy Private Limited	August 7, 2023	Loan	10.50	First Energy 4 Private Limited	August 7, 2023	Loan	10.50
First Energy Private Limited	August 10, 2023	Loan	5.00	First Energy 4 Private Limited	August 11, 2023	Loan	5.00
First Energy Private Limited	September 4, 2023	Loan	0.20	First Energy 4 Private Limited	September 5, 2023	Loan	0.20
First Energy Private Limited	August 11, 2023	Loan	18.50	First Energy 4 Private Limited	August 11, 2023	Loan	18.50
First Energy Private Limited	August 29, 2023	Loan	4.50	First Energy 6 Private Limited	August 29, 2023	Loan	4.50
First Energy Private Limited	September 5, 2023	Loan	14.30	First Energy 6 Private Limited	September 5, 2023	Loan	14.30
First Energy Private Limited	September 11, 2023	Loan	17.20	First Energy 6 Private Limited	September 11, 2023	Loan	17.20



Name of the subsidiary	Date of investment into subsidiary	Nature of transactions	Amount invested in subsidiary	Name of the beneficiary	Date of further investment by subsidiary into beneficiary	Nature of transactions	Amount invested by subsidiary into beneficiary
First Energy Private Limited	September 13, 2023	Loan	74.14	First Energy 6 Private Limited	September 14, 2023	Loan	11.74
				First Energy 5 Private Limited	September 14, 2023	Loan	62.40
First Energy Private Limited	September 21, 2023	Loan	2.50	First Energy 3 Private Limited	September 21, 2023	Loan	2.50
First Energy Private Limited	September 28, 2023	Loan	1.00	First Energy 2 Private Limited	September 28, 2023	Loan	1.00
First Energy Private Limited	October 4, 2023	Loan	3.50	First Energy 6 Private Limited	October 4, 2023	Loan	3.50
First Energy Private Limited	October 9, 2023	Loan	1.50	First Energy 6 Private Limited	October 9, 2023	Loan	1.50
First Energy Private Limited	October 11, 2023	Loan	6.50	First Energy 6 Private Limited	October 11, 2023	Loan	6.50
First Energy Private Limited	October 3, 2023	Loan	39.40	First Energy 5 Private Limited	October 4, 2023	Loan	17.20
				First Energy 6 Private Limited	October 4, 2023	Loan	22.20
First Energy Private Limited	October 30, 2023	Loan	0.40	First Energy 4 Private Limited	October 30, 2023	Loan	0.40
First Energy Private Limited	November 6, 2023	Loan	5.84	First Energy 6 Private Limited	November 6, 2023	Loan	5.84
First Energy Private Limited	November 15, 2023	Loan	8.00	First Energy 5 Private Limited	November 15, 2023	Loan	8.00
First Energy Private Limited	November 23, 2023	Loan	14.35	First Energy 7 Private Limited	November 23, 2023	Loan	8.58
				First Energy TN 1 Private Limited	November 24, 2023	Loan	5.77
First Energy Private Limited	November 23, 2023	Loan	0.77	First Energy TN 1 Private Limited	November 24, 2023	Loan	0.77
First Energy Private Limited	December 13, 2023	Loan	1.00	First Energy 5 Private Limited	December 13, 2023	Loan	1.00
First Energy Private Limited	December 21, 2023	Loan	8.75	First Energy 5 Private Limited	December 21, 2023	Loan	8.75
First Energy Private Limited	December 26, 2023	Loan	5.25	First Energy 5 Private Limited	December 26, 2023	Loan	5.25
First Energy Private Limited	December 28, 2023	Loan	3.50	First Energy 5 Private Limited	December 28, 2023	Loan	3.50
First Energy Private Limited	January 29, 2024	Loan	1.30	First Energy 4 Private Limited	January 29, 2024	Loan	1.30
First Energy Private Limited	February 6, 2024	Loan	2.10	First Energy TN 1 Private Limited	February 7, 2024	Loan	2.10
First Energy Private Limited	February 8, 2024	Loan	4.62	First Energy 5 Private Limited	February 8, 2024	Loan	2.62
				First Energy 6 Private Limited	February 8, 2024	Loan	2.00

Name of the subsidiary	Date of investment into subsidiary	Nature of transactions	Amount invested in subsidiary	Name of the beneficiary	Date of further investment by subsidiary into beneficiary	Nature of transactions	Amount invested by subsidiary into beneficiary
First Energy Private Limited	March 1, 2024	Loan	13.00	First Energy 5 Private Limited	March 1, 2024	Loan	13.00
First Energy Private Limited	March 5, 2024	Loan	14.80	First Energy 5 Private Limited	March 5, 2024	Loan	14.80
First Energy Private Limited	March 12, 2024	Loan	14.70	First Energy 5 Private Limited	March 12, 2024	Loan	14.70
First Energy Private Limited	March 19, 2024	Loan	4.35	First Energy 5 Private Limited	March 19, 2024	Loan	4.35
First Energy Private Limited	March 19, 2024	Loan	3.10	First Energy 6 Private Limited	March 19, 2024	Loan	3.10
First Energy Private Limited	March 21, 2024	Loan	4.35	First Energy 5 Private Limited	March 21, 2024	Loan	4.35
First Energy Private Limited	March 28, 2024	Loan	17.40	First Energy 5 Private Limited	March 28, 2024	Loan	17.40

For March 31, 2023:

Name of the subsidiary	Date of investment into subsidiary	Nature of transactions	Amount invested in subsidiary	Name of the beneficiary	Date of further investment by subsidiary into beneficiary	Nature of transactions	Amount invested by subsidiary into beneficiary
				Jalansar Wind Energy Private Limited	August 1, 2022	Equity	1.60
				Kanakal Wind Energy Private Limited	August 1, 2022	Equity	2.40
First Energy Private Limited	June 30, 2022	Equity	12.50	First Energy 2 Private Limited	July 5, 2022	Equity	2.00
				First Energy 2 Private Limited	July 7, 2022	Equity	0.25
				First Energy 2 Private Limited	July 29, 2022	Equity	1.25
				First Energy 2 Private Limited	August 1, 2022	Equity	5.00
				First Energy 3 Private Limited	August 4, 2022	Loan	38.91
				First Energy 3 Private Limited	August 18, 2022	Loan	0.75
First Energy Private Limited	August 4, 2022	Loan	43.00	First Energy 3 Private Limited	August 23, 2022	Loan	0.10
				First Energy 3 Private Limited	September 14, 2022	Loan	0.20
				First Energy 3 Private Limited	December 31, 2022	Loan	3.04



Name of the subsidiary	Date of investment into subsidiary	Nature of transactions	Amount invested in subsidiary	Name of the beneficiary	Date of further investment by subsidiary into beneficiary	Nature of transactions	Amount invested by subsidiary into beneficiary
First Energy Private Limited	September 5, 2022	Equity	10.00	First Energy 3 Private Limited	September 7, 2022	Equity	5.00
				First Energy 3 Private Limited	September 8, 2022	Equity	5.00
First Energy Private Limited	September 8, 2022	Equity	30.00	First Energy 3 Private Limited	September 12, 2022	Equity	30.00
First Energy Private Limited	November 28, 2022	BG/LC	7.76	First Energy 3 Private Limited	November 28, 2022	Security	7.76
First Energy Private Limited	January 20, 2023	BG/LC	6.03	First Energy 3 Private Limited	January 20, 2023	Security	6.03
First Energy Private Limited	December 26, 2022	Loan	22.00	First Energy 3 Private Limited	December 26, 2022	Loan	22.00
First Energy Private Limited	December 28, 2022	Loan	55.00	First Energy 3 Private Limited	December 28, 2022	Loan	55.00
First Energy Private Limited	January 19, 2023	Loan	102.00	First Energy 4 Private Limited	January 19, 2023	Loan	102.00
First Energy Private Limited	January 31, 2023	Equity	23.84	First Energy 3 Private Limited	February 2, 2023	Equity	33.84
First Energy Private Limited	February 1, 2023	Equity	10.00				
First Energy Private Limited	February 15, 2023	Loan	25.97	First Energy 4 Private Limited	February 15, 2023	Loan	8.50
				First Energy 5 Private Limited	February 15, 2023	Loan	12.00
				First Energy 6 Private Limited	March 23, 2023	Loan	5.47
First Energy Private Limited	March 1, 2023	Loan	22.00	First Energy 3 Private Limited	March 1, 2023	Equity	22.00
First Energy Private Limited	March 14, 2023	Loan	24.05	First Energy 4 Private Limited	March 14, 2023	Loan	7.52
				First Energy 4 Private Limited	March 20, 2023	Loan	0.18
				First Energy 5 Private Limited	March 14, 2023	Loan	10.81
				First Energy 5 Private Limited	March 20, 2023	Loan	0.29
				First Energy 6 Private Limited	March 23, 2023	Loan	5.25
				First Energy 4 Private Limited	March 29, 2023	Loan	5.38
First Energy Private Limited	March 29, 2023	Loan	9.28	First Energy TN1 Private Limited		Loan	0.90
				First Energy 5 Private Limited		Loan	3.00

Other than as disclosed above, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. The Company has complied with the relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and the Companies Act for the above transactions and the transactions are not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003).

The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

32 Related Party Disclosures

A Subsidiaries

Unless otherwise stated, the subsidiaries have share capital consisting solely of equity shares that are held directly or indirectly by the Company, and the proportion of ownership interests held equals the voting rights held by the Company. The country of incorporation or registration is also their principal place of business.

Sr. No.	Name of the entity	Place of business/Country of incorporation	Ownership interest	
			As at March 31, 2024	As at March 31, 2023
1	Thermax Onsite Energy Solutions Limited	India	100%	100%
2	Thermax Instrumentation Limited	India	100%	100%
3	Thermax Engineering Construction Company Limited	India	100%	100%
4	Thermax Sustainable Energy Solutions Limited#	India	NA	100%
5	Thermax International Limited	Mauritius	100%	100%
6	Thermax Europe Ltd.	United Kingdom	100%	100%
7	Thermax Inc.*	U.S.A.	100%	100%
8	Thermax do Brasil Energia-e Equipamentos Ltda.	Brazil	100%	100%
9	Thermax Netherlands B.V.	Netherlands	100%	100%
10	Thermax Denmark ApS*	Denmark	100%	100%
11	Danstoker A/S*	Denmark	100%	100%
12	Ejendomsanp artsselskabet Industrivej Nord 13*	Denmark	100%	100%
13	Boilerworks A/S*	Denmark	100%	100%
14	Danstoker Poland S.p.Z.o.o.*	Poland	100%	100%
15	Rifox-Hans Richter GmbH Spezialarmaturen	Germany	100%	100%
16	Thermax SDN. BHD*	Malaysia	100%	100%
17	Thermax Engineering Singapore Pte. Ltd.	Singapore	100%	100%
18	PT Thermax International Indonesia*	Indonesia	100%	100%
19	Thermax Senegal S.A.R.L.**	Senegal	NA	NA
20	First Energy Private Limited	India	100%	100%
21	First Energy TN 1 Private Limited*	India	74%	74%



Sr. No.	Name of the entity	Place of business/Country of incorporation	Ownership interest	
			As at March 31, 2024	As at March 31, 2023
22	First Energy 2 Private Limited*	India	74%	74%
23	First Energy 3 Private Limited*	India	74%	74%
24	First Energy 4 Private Limited*	India	74%	100%
25	First Energy 5 Private Limited*	India	74%	100%
26	First Energy 6 Private Limited*	India	74%	100%
27	First Energy 7 Private Limited*	India	71%	100%
28	First Energy 8 Private Limited*	India	100%	-
29	First Energy Nine Private Limited*	India	100%	-
30	First Energy 10 Private Limited*	India	100%	-
31	Jalansar Wind Energy Private Limited*	India	74%	74%
32	Kanakal Wind Energy Private Limited*	India	74%	74%
33	Thermax Bioenergy Solutions Private Limited	India	65%	65%
34	Thermax Energy and Environment Philippines Corporation*	Philippines	100%	100%
35	Thermax Energy & Environment Lanka (Private) Limited*	Sri Lanka	100%	100%
36	Thermax Nigeria Limited*	Nigeria	100%	100%
37	Thermax Babcock & Wilcox Energy Solutions Limited	India	100%	100%
38	Thermax Cooling Solutions Limited	India	100%	100%
39	Thermax Engineering Construction FZE*	Nigeria	100%	100%
40	Thermax International Tanzania Limited*	Tanzania	100%	100%
41	Thermax (Thailand) Limited*	Thailand	100%	100%
42	Enernxt Private Limited*	India	100%	100%
43	Thermax Employee ESOP and Welfare Trust**	India	-	-
44	Boilerworks Properties ApS Industrvej^	Denmark	100%	100%

*Held indirectly

^Liquidated during the year FY 22-23.

*Liquidated during the year FY 23-24.

**The Company has all ESOP trust and Employee Welfare Trusts set up for the welfare of the employees. Pursuant to the arrangement between the Trusts and the Company, the Company has determined that it has power to direct the relevant activities of the trust while being exposed to variable returns from its involvement with these entities.

B Holding Company

Sr. No.	Name of the entity	Place of business/Country of incorporation	Ownership interest	
			As at March 31, 2024	As at March 31, 2023
1	RDA Holdings Private Limited	India	53.99%	53.99%

C Associates

Sr. No.	Name of the entity	Place of business/Country of incorporation	Ownership interest	
			As at March 31, 2024	As at March 31, 2023
1	Exactspace Technologies Private Limited	India	15.17%	10.41%
2	Covascis Technologies Private Limited	India	16.67%	16.67%

D Individuals having significant influence over the Company by reason of voting power and their relatives:

- 1 Mrs. Meher Pudumjee - Chairperson
- 2 Mrs. Anu Aga - Relative of Director/Chairperson
- 3 Mr. Pheroz Pudumjee - Director
- 4 Mr. Zahaan Pudumjee - Relative of Director/Chairperson
- 5 Ms. Lea Pudumjee - Relative of Director/Chairperson

E Key Management Personnel

- 1 Mr. Ashish Bhandari - Managing Director and Chief Executive Officer
- 2 Dr Valentin A. H. von Massow - Independent Director (ceased to be director w.e.f. July 21, 2022)
- 3 Dr Jairam Varadaraj - Independent Director
- 4 Mr. Nawshir Mirza - Independent Director
- 5 Mr. Harsh Mariwala - Independent Director
- 6 Mr. Sashishekar Balakrishna (Ravi) Pandit - Independent Director
- 7 Mrs. Rajani Kesari - Independent Director
- 8 Mr. Rajendran Arunachalam - Chief Financial Officer
- 9 Ms. Janhavi Khele - Company Secretary
- 10 Mr. Ravi Shankar Gopinath - Independent Director
- 11 Mr. Shyamak Tata - Independent Director (w.e.f. October 17, 2023)

F Enterprises with whom transactions have taken place during the year, over which control is exercised by individuals listed in 'D' and 'E' above:

- 1 Thermax Foundation, India
- 2 ARA Trusteeship Company Private Limited, India
- 3 Marico Limited, India
- 4 Elgi Ultra Industries Limited, India
- 5 Elgi Equipments Limited, India
- 6 The Akanksha Foundation, India
- 7 Festo India Private Limited, India
- 8 Kirtane & Pandit LLP, India

**G Transactions with related parties for the year ended March 31, 2024:**

	Subsidiaries	Associates	Enterprises over which control is exercised by Individuals having significant influence over the company and Key Management Personnel	Key Management Personnel and Individuals having significant influence over the company mentioned in E	Total
a. Transactions during the year					
Revenue from contracts with customers	342.56	-	0.42	-	342.98
Miscellaneous income	8.18	-	-	-	8.18
Interest income	15.98	-	-	-	15.98
Dividend income	4.50	-	-	-	4.50
Recovery of expenses	80.36	-	-	-	80.36
Purchase of raw material and components	131.41	-	0.89	-	132.30
Purchase of PPE/ CWIP	2.06	-	-	-	2.06
Site expenses and contract labour charges	36.82	-	-	-	36.82
Reimbursement of expenses	36.94	-	-	-	36.94
Power and fuel	5.11	-	-	-	5.11
Other expenses	0.51	3.35	-	-	3.86
Remuneration to Key Management Personnel*	-	-	-	9.48	9.48
CSR expenditure	-	-	5.93	-	5.93
Investment in equity/preference shares	318.08	3.50	-	-	321.58
Loans given	552.02	-	-	-	552.02
Loan Recovered	536.30	-	-	-	536.30
Director's sitting fees	-	-	-	1.15	1.15
Commission paid	-	-	-	6.82	6.82
Rent paid	0.83	-	-	0.60	1.43

*Does not include gratuity and leave encashment since the same is calculated for all employees of the company as a whole.

The above table excludes dividend paid to RDA Holdings Private Limited, India Rs. 64.33 and to Employee Welfare and ESOP Trust Rs. 6.54.

Transactions carried out in the capacity of agent with TBWES:

Description	As at March 31, 2024
Revenue from contracts with customers	0.06
Purchase of raw material and components	194.22

Receivables and Payables arising in the capacity of agent with TBWES have been presented on a net basis in the financial statements.

During the year, the Company got reimbursement of employee cost from TBWES amounting to Rs. 0.70.

	Subsidiaries	Associates	Enterprises over which control is exercised by Individuals having significant influence over the company and Key Management Personnel	Key Management Personnel and Individuals having significant influence over the company mentioned in E	Total
b. Balances as at reporting date					
Trade receivables [^]	93.12	-	-	-	93.12
Advances given [#]	30.17	-	-	-	30.17
Loans given [*]	193.16	-	-	-	193.16
Trade payables	85.81	-	-	-	85.81
Customer advances received	25.59	-	-	-	25.59
Security deposits given	-	-	-	0.18	0.18
Guarantee /letter of comfort given on behalf of subsidiaries	1,293.04	-	-	-	1,293.04

[^]Before impairment provision Rs. 3.34 (March 31, 2023: Rs. 4.21)

^{*}Before impairment provision Rs. 4.12 (March 31, 2023: Rs. 4.12)

[#]Includes capital advances of Rs. 0.65 (March 31, 2023: Rs. 0.65)

H Transactions with related parties for the year ended March 31, 2023:

	Subsidiaries	Associates	Enterprises over which control is exercised by Individuals having significant influence over the company and Key Management Personnel	Key Management Personnel and Individuals having significant influence over the company mentioned in E	Total
a. Transactions during the year					
Revenue from contracts with customers	346.58	-	2.71	-	349.29
Commission income	0.01	-	-	-	0.01
Miscellaneous income	4.99	-	-	-	4.99
Interest income	6.42	-	-	-	6.42
Dividend income	7.09	-	-	-	7.09
Recovery of expenses	85.94	-	-	-	85.94
Purchase of raw material and components	189.70	-	5.49	-	195.19
Site expenses and contract labour charges	58.54	-	-	-	58.54
Reimbursement of expenses	25.04	-	-	-	25.04
Other expenses	2.23	3.47	-	-	5.70
Remuneration to Key Management Personnel [*]	-	-	-	8.13	8.13
CSR expenditure	-	-	5.37	-	5.37



	Subsidiaries	Associates	Enterprises over which control is exercised by Individuals having significant influence over the company and Key Management Personnel	Key Management Personnel and Individuals having significant influence over the company mentioned in E	Total
Investment in equity shares [#]	90.17	-	-	-	90.17
Loans given	341.00	-	-	-	341.00
Loan recovered	172.51	-	-	-	172.51
Director's sitting fees	-	-	-	0.76	0.76
Commission paid	-	-	-	5.35	5.35
Rent paid	0.99	-	-	0.63	1.62

*Does not include gratuity and leave encashment since the same is calculated for all employees of the company as a whole.

The above table excludes dividend paid to RDA Holdings Private Limited, India Rs. 57.90 and to Employee Welfare and ESOP Trust Rs. 5.89.

Transactions carried out in the capacity of agent with TBWES:

Description	As at March 31, 2023
Revenue from contracts with customers	8.71
Purchase of raw material and components	52.07

Receivables and Payables arising in the capacity of agent with TBWES have been presented on a net basis in the financial statements.

During the year, the Company got reimbursement of employee cost from TBWES amounting to Rs. 0.55.

	Subsidiaries	Associates	Enterprises over which control is exercised by Individuals having significant influence over the company and Key Management Personnel	Key Management Personnel and Individuals having significant influence over the company mentioned in E	Total
b. Balances as at reporting date					
Trade receivables [^]	140.07	-	-	-	140.07
Advances given [#]	61.95	-	-	-	61.95
Loans given [*]	170.89	-	-	-	170.89
Trade payables	102.96	0.62	0.08	-	103.66
Advances received	38.11	-	0.03	-	38.14
Guarantee /letter of comfort given on behalf of subsidiaries	2,675.49	-	-	-	2,675.49

[^]Before impairment provision Rs. 4.21 (March 31, 2022: Rs. 0.30)

[#]Before impairment provision Rs. 4.12 (March 31, 2022: Rs. 4.12)

^{*}Includes capital advances of Rs. 0.65 (March 31, 2022: Rs. 0.90)

I Related party transactions include transactions pertaining to the following parties with whom the transactions are considered to be individually significant (percentage of the transactions being 10% or more of the total of transactions given in note ‘G’ and ‘H’ above):

	For the year ended March 31, 2024	For the year ended March 31, 2023
Transactions during the year		
Revenue from contracts with customers		
Thermax Inc., U.S.A.	125.97	156.17
Thermax Onsite Energy Solutions Limited	89.10	51.79
Thermax Babcock & Wilcox Energy Solutions Limited	44.80	64.78
Thermax Europe Limited., U.K	30.08	45.31
Commission income		
Thermax Engineering Construction Company Limited	-	0.01
Miscellaneous income		
Thermax Babcock & Wilcox Energy Solutions Limited	7.99	4.25
Interest income		
First Energy Private Limited	15.99	6.42
Dividend income		
Thermax Engineering Construction Company Limited	-	7.09
Thermax Instrumentation Limited	4.50	-
Recovery of expenses		
Thermax Babcock & Wilcox Energy Solutions Limited	52.60	43.91
Thermax Inc., U.S.A.	9.96	24.45
Purchase of raw material and components		
Thermax Babcock & Wilcox Energy Solutions Limited	129.24	177.12
Purchase of PPE/ CWIP		
First Energy Private Limited	2.06	-
Site expenses and contract labour charges		
Thermax Instrumentation Limited	35.47	57.73
Reimbursement of expenses		
Thermax (Thailand) Limited, Thailand	14.57	10.48
Thermax Inc., U.S.A.	4.92	0.18
Thermax Nigeria Limited, Nigeria	2.68	2.63
Thermax SDN. BHD, Malaysia	2.05	2.66
Power and fuel		
Thermax Onsite Energy Solutions Limited	5.11	-
Other expenses		
Exactspace Technologies Private Limited	2.96	3.37
PT Thermax International, Indonesia	0.50	0.08
Remuneration to Key Management Personnel, excluding commission		
Mr. Rajendran Arunachalam	2.30	1.78
Mr. Ashish Bhandari	6.70	5.91
Ms. Janhavi Khele	0.49	0.44
CSR expenditure		
Thermax Foundation	5.93	5.37
Investment in equity shares		
First Energy Private Limited	250.59	86.44
Thermax Onsite Energy Solutions Limited	36.00	-



	For the year ended March 31, 2024	For the year ended March 31, 2023
Transactions during the year		
Loans given		
First Energy Private Limited	552.02	341.00
Loans recovered		
First Energy Private Limited	536.30	172.51
Directors sitting fees		
Mrs. Meher Pudumjee	0.10	0.09
Mr. Pheroze Pudumjee	0.13	0.11
Dr Valentin A. H. von Massow	-	0.03
Mr. Ravi Shankar Gopinath	0.31	0.09
Dr Jairam Varadaraj	0.11	0.11
Mr. Nawshir Mirza	0.12	0.11
Mr. Ravi Pandit	0.09	0.09
Mr. Harsh Mariwala	0.06	0.07
Mrs. Rajani Kesari	0.11	0.08
Mr. Shyamak Tata	0.05	-
Commission paid		
Mr. Ashish Bhandari	5.00	3.12
Mrs. Meher Pudumjee	0.46	0.46
Mr. Pheroze Pudumjee	0.18	0.23
Dr Valentin A. H. von Massow	-	0.32
Mr. Ravi Shankar Gopinath	-	0.08
Dr Jairam Varadaraj	0.18	0.18
Mr. Nawshir Mirza	0.38	0.38
Mr. Harsh Mariwala	0.23	0.23
Mr. Ravi Pandit	0.18	0.18
Mrs. Rajani Kesari	0.18	0.18
Rent paid		
Thermax Instrumentation Limited	0.63	0.63
Mrs. Anu Aga	0.60	0.63
Thermax Babcock & Wilcox Energy Solutions Limited	0.36	0.36

	As at March 31, 2024	As at March 31, 2023
Balances as at year end		
Trade receivables		
Thermax Inc., U.S.A.	22.98	41.50
Thermax Denmark ApS	17.12	3.19
Thermax Babcock & Wilcox Energy Solutions Limited	16.62	47.69
Thermax Onsite Energy Solutions Limited	12.12	9.70

	As at March 31, 2024	As at March 31, 2023
Advances given		
Thermax Babcock & Wilcox Energy Solutions Limited	18.99	41.05
Thermax Instrumentation Limited	10.52	14.69
Loans given		
First Energy Private Limited	193.16	175.01
Trade payables		
Thermax Instrumentation Limited	14.36	28.58
Thermax Babcock & Wilcox Energy Solutions Limited	54.73	54.71
Advances received		
Thermax Energy & Environment Lanka (Private) Limited	9.35	-
Thermax Onsite Energy Solutions Limited	6.30	17.86
Thermax Bioenergy Solutions Private Limited	4.80	-
Thermax Babcock & Wilcox Energy Solutions Limited	4.80	14.16
Thermax Inc., U.S.A.	0.01	6.02
Security deposits		
Mrs. Anu Aga	0.18	0.18

For details of guarantee/letter of comfort given as at the closing date on behalf on subsidiaries, refer note 31 (A).

J Loans and advances in the nature of loans given to subsidiaries

	As at March 31, 2024	As at March 31, 2023
First Energy Private Limited		
Balance outstanding	193.16	173.12
Maximum amount outstanding during the year	290.34	297.12

K Terms and conditions of related party transactions

The revenues and purchases from related parties are assessed to be at arm's length transactions by the management. Outstanding balances at the year-end are unsecured and interest free except loans given and settlement occurs in cash. Refer note 31(A)(a) for terms and conditions for loans to related parties.

There have been no guarantees provided or received for any related party receivables or payables except as disclosed in Note 31.

As at year ended March 31, 2024, the Company has recorded an impairment of receivables amounting to Rs. 3.34 (March 31, 2023: Rs. 4.21) and impairment of loan amounting to Rs. 4.12 relating to amounts owed by related parties (March 31, 2023: Rs. 4.12). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

33 Segment Information

Accounting policy

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has identified the Managing Director and Chief Executive Officer as the chief operating decision maker of the Company.



Judgments

Ind AS 108 - "Operating Segments", requires Management to determine the reportable segments for the purpose of disclosure in standalone financial statements based on the internal reporting reviewed by Chief Operating Decision Maker (CODM) to assess performance and allocate resources. The standard also requires Management to make judgments with respect to aggregation of certain operating segments into one or more reportable segment.

Operating segments used to present segment information are identified based on the internal reports used and reviewed by the Managing Director and Chief Executive Officer to assess performance and allocate resources. The management has determined that some of the segments exhibit similar economic characteristics and meet other aggregation criteria and accordingly aggregated into three reportable segments i.e. Industrial Products, Industrial Infra and Chemical.

Disclosure of segment information:

In accordance with para 4 of Ind AS 108 - Operating Segments, the Company has disclosed segment information in the consolidated financial statements.

34 Fair Value Measurements

a) Category of financial instruments and valuation techniques

(i) Financial assets

Details of financial assets carried at amortised cost:

	As at March 31, 2024	As at March 31, 2023
Trade receivables	1,641.72	1,323.16
Loans	191.78	174.55
Investments	356.25	521.24
Other financial assets	145.84	223.69
Cash and cash equivalents	263.62	120.82
Bank balances other than cash and cash equivalents (includes fixed deposits with banks)	83.14	287.66
Total	2,682.35	2,651.12
Current assets	2,525.77	2,525.34
Non-current assets	156.58	125.78
Total	2,682.35	2,651.12

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Details of financial assets carried at fair value through profit and loss:

	As at March 31, 2024	As at March 31, 2023
Investments	992.12	951.94
Total	992.12	951.94
Current assets	758.85	662.64
Non-current assets	233.27	289.30
Total	992.12	951.94

The fair values of the quoted shares are based on price quotations at the reporting date and unquoted mutual funds are based on Net Asset Value as at the reporting date.

Details of derivative assets:

	As at March 31, 2024	As at March 31, 2023
Derivative instruments		
Cash flow hedges		
Foreign exchange forward contracts	0.72	1.11
Derivative not designated as hedges		
Foreign exchange forward contracts	1.35	1.84
Total	2.07	2.95
Current assets	2.07	2.95
Non-current assets	-	-
Total	2.07	2.95

(ii) Financial liabilities

Details of financial liabilities carried at amortised cost:

	As at March 31, 2024	As at March 31, 2023
Borrowings	307.80	220.00
Trade payable	1,116.66	1,072.53
Employee related payables	93.37	72.33
Other liabilities	20.40	16.24
Total	1,538.23	1,381.10
Current liabilities	1,490.11	1,344.14
Non-current liabilities	48.12	36.96
Total	1,538.23	1,381.10

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Details of derivative liabilities:

	As at March 31, 2024	As at March 31, 2023
Derivative instruments		
Cash flow hedges		
Foreign exchange forward contracts	1.05	0.57
Derivative not designated as hedges		
Foreign exchange forward contracts	2.24	3.68
Total	3.29	4.25
Current liabilities	3.29	4.25
Non-current liabilities	-	-
Total	3.29	4.25



The Company enters into derivative financial instruments in the nature of forward exchange contracts with banks. Foreign exchange forward contracts are valued using valuation techniques, which employs the use of market observable inputs which captures credit quality of counterparties, foreign exchange spot and forward rates, yield curves of the respective currencies and currency basis spreads between the respective currencies. All derivative contracts are fully cash collateralised, thereby eliminating both counterparty and the Company's own non-performance risk. The changes in counterparty credit risk had no material effect on the hedge effectiveness assessment for derivatives designated in hedge relationships and other financial instruments recognised at fair value.

b) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2024:

	Date of valuation	Level 1	Level 2	Level 3*
Financial assets				
Investments				
Equity instruments	March 31, 2024	-	-	-
Preference shares	March 31, 2024	-	-	76.67
Mutual funds	March 31, 2024	915.45	-	-
Corporate deposits	March 31, 2024	-	132.94	-
Derivative financial assets	March 31, 2024	-	2.07	-
Financial liabilities				
Derivative financial liabilities	March 31, 2024	-	3.29	-

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2023:

	Date of valuation	Level 1	Level 2	Level 3*
Financial assets				
Investments				
Equity instruments	March 31, 2023	-	-	-
Preference shares	March 31, 2023	-	-	72.46
Mutual funds	March 31, 2023	879.48	-	-
Corporate deposits	March 31, 2023	-	359.46	-
Derivative financial assets	March 31, 2023	-	2.95	-
Financial liabilities				
Derivative financial liabilities	March 31, 2023	-	4.25	-

There has been no transfer between Level 1 and Level 2 during the year and during the previous year.

Valuation of financial assets in Level 3 has been done based on discounting of future cash flows. There are no transfers into or out of Level 3 of the fair value hierarchy during the year.

*The movement in Level 3 is on account of interest accretion which is recognised under interest income in the statement of profit and loss.

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(a) Financial Risk Management

The Company's principal financial liabilities, other than derivatives, comprise trade and other payables and borrowings. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables and cash and cash equivalents that derive directly from its operations. The Company also holds FVTPL and amortised cost investments and enters into derivative transactions.

Risk is inherent in the Company's activities but it is managed through a process of on going identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's Board of Directors is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. No significant changes were made in the risk management objectives and policies during the years ended March 31, 2024 and March 31, 2023. The management of the Company reviews and agrees policies for managing each of these risks which are summarised below:

I Market risk

Market risk is the risk that the value of an asset will fluctuate as a result of changes in market variables such as interest rates, foreign exchange rates and equity prices, whether those changes are caused by factors specific to the individual investment or its issuer or factors affecting all investments traded in the market.

Market risk is managed on the basis of pre-determined asset allocations across various asset categories, diversification of assets in terms of geographical distribution and industry concentration, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not currently exposed significantly to such risk.

b Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

Foreign exchange risk is managed on the basis of limits determined by management and a continuous assessment of current and expected exchange rate movements and entering into derivative contracts (foreign currency forward contracts) that hedge the maximum period of exposure of underlying transactions (i.e. highly probable forecast sales and purchases).

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of expected settlement of the resulting receivable or payable that is denominated in the foreign currency.



Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in USD, JPY, SEK and EUR exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including foreign currency derivatives not designated as cash flow hedge and foreign currency derivatives with underlying foreign currency monetary assets/liabilities designated as cash flow hedge. The impact on the Company's pre-tax equity is due to changes in the fair value of forward exchange contracts designated as cash flow hedges.

	Impact on profit before tax		Impact on other components of equity	
	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023
USD Sensitivity				
INR/USD - Increase by 1%	(3.06)	(1.46)	(0.45)	(1.97)
INR/USD - Decrease by 1%	3.06	1.46	0.45	1.97
JPY Sensitivity				
INR/JPY - Increase by 1%	0.04	0.11	-	-
INR/JPY - Decrease by 1%	(0.04)	(0.11)	-	-
SEK Sensitivity				
INR/SEK - Increase by 1%	(0.17)	(0.03)	(0.01)	0.00
INR/SEK - Decrease by 1%	0.17	0.03	0.01	(0.00)
EURO Sensitivity				
INR/EUR - Increase by 1%	(0.19)	(0.02)	(0.01)	(0.05)
INR/EUR - Decrease by 1%	0.19	0.02	0.01	0.05

Favourable impact shown as positive and adverse impact as negative.

The exposure to other foreign currencies is not significant to the Company's financial statements.

c Price risk

The Company's investments are susceptible to market price risk arising from uncertainties about future values of the investment securities. These securities are unquoted. The Company manages the price risk through diversification and by placing limits on individual and total equity/mutual fund instruments. Further, the price risk is also mitigated by switching the investment portfolio between investment in equity/mutual fund instruments and investments in bank deposits. Reports on the investment portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions. The Company is not currently exposed significantly to such risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and contract assets) and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous group and assessed for impairment collectively. The calculation is based on losses as per historical data. The maximum exposure to credit risk at the reporting date is the carrying value disclosed in notes 7 and 9(b) above. The charge of impairment to Statement of profit and loss is disclosed in note 27(a) above. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial instruments and bank deposits

Credit risk from balances with banks, mutual funds, loans and other financial assets are managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties having a good market reputation and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2024 and March 31, 2023 is the carrying amounts as disclosed in Note 9(a) and 13, maximum exposure relating to financial guarantees is disclosed in note 31 (A) and financial derivative instruments in notes 9(b) and 17(a) to the financial statements.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, the Company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at operating segments level in the Company in accordance with practice and limits set by the Company. In addition, the Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

The tables below summarises the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments:

March 31, 2024	< 1 year	1 to 3 years	> 3 years
Non-derivative			
Borrowings	307.80	-	-
Trade payables	1,072.83	43.83	-
Other financial liabilities			
Unpaid dividend	0.61	-	-
Lease obligation	1.59	4.29	-
Other payables	105.78	-	-
Liability towards employee separation Scheme	1.50	-	-
Derivatives (net settled)			
Foreign exchange forward contracts	3.29	-	-
March 31, 2023	< 1 year	1 to 3 years	> 3 years
Non-derivative			
Borrowings	220.00	-	-
Trade payables	1,038.08	34.45	-
Other financial liabilities			
Unpaid dividend	0.69	-	-
Lease obligation	1.66	2.51	-
Other payables	82.69	-	-
Liability towards employee separation Scheme	1.02	-	-
Derivatives (net settled)			
Foreign exchange forward contracts	4.25	-	-

**(b) Hedging Activities and Derivatives****Cash flow hedges****Foreign currency risk**

Foreign exchange forward contracts measured at fair value through OCI are designated as hedging instruments in cash flow hedges of forecast sales in USD, EUR, SEK and forecast purchases in USD, JPY, SEK, EUR. These forecast transactions are highly probable, and cover the Company's expected future sales and future purchases based on the orders received.

While the Company also enters into other foreign exchange forward contracts with the intention to reduce the foreign exchange risk of expected sales and purchases, these other contracts are not designated in hedge relationships and are measured at fair value through profit or loss.

The foreign exchange forward contract balances vary with the level of expected foreign currency sales and purchases and changes in foreign exchange forward rates.

	As at March 31, 2024		As at March 31, 2023	
	Assets	Liabilities	Assets	Liabilities
Fair value of foreign exchange forward contracts designated as hedging instruments	2.07	(3.29)	2.95	(4.25)

The terms of the foreign currency forward contracts match the terms of the expected highly probable forecast transactions. As a result, no hedge ineffectiveness arise requiring recognition through profit or loss. Notional amounts of hedged instruments mentioned as assets for export transaction and as liabilities for import transactions, are as mentioned below:

	As at March 31, 2024		As at March 31, 2023	
	Assets	Liabilities	Assets	Liabilities
Cash flow hedge				
Foreign exchange forward contracts	127.01	(15.77)	255.37	(17.96)
Derivatives not designated as hedges				
Foreign exchange forward contracts	609.77	(78.91)	458.09	(109.19)

Majority of the derivative contracts mature within the next 12 months.

The cash flow hedges of the expected future sales and purchases were assessed to be highly effective and following net unrealised gain/(loss) with a deferred tax asset/(liability) relating to the hedging instruments, is included in OCI.

	As at March 31, 2024		As at March 31, 2023	
	Expected future sales	Expected future purchases	Expected future sales	Expected future purchases
Unrealised gain/(loss)	(0.91)	(0.00)	0.28	(0.00)
Deferred tax asset/(liability)	0.23	(0.00)	(0.07)	(0.00)
	(0.68)	(0.00)	0.21	(0.00)

The amounts retained in OCI at March 31, 2024 are expected to mature and affect the statement of profit and loss during the year ending March 31, 2025.

Reclassifications to profit or loss during the year gains or losses included in OCI are shown in Note 29.

36 Key Financial Ratios

The following are analytical ratios for the year ended March 31, 2024 and March 31, 2023:

Description	Numerator	Denominator	FY 2023-24	FY 2022-23	Variance
Current ratio	Current assets	Current liabilities	1.29	1.36	-5%
Debt-Equity ratio	Total debt (including current maturities of long term borrowings)	Shareholder's Equity	0.09	0.07	27%
Debt service coverage ratio	Earnings available for debt service [^]	Debt service*	1.60	1.79	-10%
Return on equity ratio	Profit after tax and exceptional items	Average Shareholder's Equity	12.95%	10.59%	22%
Inventory turnover ratio	Cost of goods sold	Average inventories	8.34	7.83	7%
Debtors turnover ratio	Revenue from contracts with customers	Average trade receivables	3.90	4.18	-7%
Trade payables turnover ratio	Total supplier purchases	Average trade payables	4.23	3.99	6%
Net capital turnover ratio	Revenue from contracts with customers	Working capital**	5.96	4.97	20%
Net profit ratio	Profit after tax and exceptional items	Revenue from contracts with customers	7.56%	6.43%	18%
Return on capital employed (ROCE)	Profit before tax and exceptional items plus finance cost	Capital employed***	17.02%	13.79%	23%
Return on investment (ROI)	Realised gains and unrealised gains on investments	Weighted daily timed investments	7.86%	5.17%	52%

Explanations:

Debt-Equity ratio - Loan availed for the execution of import orders;

Return on investment (ROI) - Investment in corporate and bank fixed deposit, Bonds/NCDs having better returns. Also, mutual funds returns are better as compared to last year.

[^]Profit after tax + finance cost + loss on sale of fixed assets + depreciation and amortisation for the period

*Current borrowings + non-current lease liability + current lease liability + interest & lease payments paid

**Total current assets - total current liabilities

***Total equity + non-current borrowings



37 Transactions with Struck off Companies

There are no shares held by struck off companies. Below are details of investment, receivable, payable and any other transactions outstanding with struck off companies.

For the year ended March 31, 2024, there are no transactions with struck off companies

For the year ended March 31, 2023:

Name of struck off company	Nature of transactions	Transaction during the year	Balance outstanding at the end of the year	Relationship with the struck off Company, if any, to be disclosed
Semicon Speciality Gases Limited	Receivable	0.26	-	None

38 Share Based Payments

Employees Stock Option Plan 2021 (ESOP 2021)

The Board of Directors and the shareholders of the Company approved Employee Stock Option Plan at their meeting in January 2022. Pursuant to this approval, the Company instituted ESOP 2021 Plan in January 2022. The nomination and remuneration committee of the Company administers this Plan. Each option carries with it the right to purchase one equity share of the Company. The Options have been granted to employees of the Company and its subsidiaries at an exercise price that is not less than the face value of shares as on date of grant of such option. Option granted under ESOP 2021 shall vest not earlier than minimum period of 1 (One) year and not later than maximum period of 3 (Three) years from the date of grant. The vesting of the options is 33%, 33% and 34% of total options granted after end of first, second and third year respectively from the date of grant. The maximum exercise period is 5 years from the date of vesting.

Number and weighted average exercise prices of options granted, exercised and cancelled/lapsed during the financial year:

	As at March 31, 2024		As at March 31, 2023	
	No. of options	Weighted average exercise price	No. of options	Weighted average exercise price
Options outstanding at the beginning of the year	21,609	15.25	-	-
Granted during the year	28,558	15.25	22,633	15.25
Forfeited during the year	2,580	15.25	1,024	15.25
Exercised during the year	5,888	15.25	-	-
Lapsed during the year	-	-	-	-
Options outstanding at the end of year	41,699	15.25	21,609	15.25
Options exercisable at the end of the year	5,079	15.25	-	15.25

The weighted average remaining contractual life is as follows:

Exercise Price	As at March 31, 2024		As at March 31, 2023	
	Weighted average contractual life (years)	No. of Options Outstanding	Weighted average contractual life (years)	No. of Options Outstanding
Rs. 15.25	Ranging between 1.89 - 1.90	41,699	Ranging between 1.89 - 1.90	21,609

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model with the following assumptions:

	As at March 31, 2024	As at March 31, 2023
1. Exercise price (Rs.)	15.25	15.25
2. Price of the underlying share in market at the time of the option grant (Rs.)	Ranging between 2,139.45 - 2,415.85	Ranging between 2,139.45 - 2,170.40
3. Weighted average fair value of options granted (Rs.)	Ranging between 2,105.39 - 2,379.45	Ranging between 2,105.39 - 2,136.06
4. Expected life of the option (years)	3-5	3-5
5. Risk free interest rate (%)	Ranging between 6.53% - 7.05%	Ranging between 6.53% - 6.59%
6. Expected volatility (%)	Ranging between 12.86% - 13.14%	12.86%
7. Dividend yield (%)	0.48%	0.48%

The Company recorded an employee compensation cost of Rs. 3.94 (March 31, 2023: Rs. 2.05) in the Statement of Profit and Loss.

The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility due to publicly available information.

39 Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long- term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. No changes were made in the objectives, policies or processes during the years ended March 31, 2024 and March 31, 2023. Capital represents equity attributable to equity holders of the Company.

	For the year ended March 31, 2024	For the year ended March 31, 2023
Borrowings	307.80	220.00
Lease liabilities	5.88	4.17
Less: Cash and cash equivalents (includes deposits with maturity of more than 3 months but less than 12 months)	(346.76)	(408.48)
Net (surplus)/debt	(33.08)	(184.31)
Equity	3,536.70	3,217.76
Capital and net debt	3,503.62	3,033.45
Gearing ratio	NA	NA

40 Exceptional Items

	For the year ended March 31, 2024	For the year ended March 31, 2023
Provision related to litigation	50.63	-
Gain on sale of Property, Plant and Equipment	(126.12)	-
Impairment charge/(write back) in subsidiaries *		
Thermax Engineering Singapore Pte. Ltd	73.41	3.00
Thermax Cooling Solutions Limited	-	(10.20)
	(2.08)	(7.20)

*Considering the current market scenario and performance of certain subsidiaries, the Company has accounted for impairment charge/(write back) on certain investments in subsidiaries.



41 Assets and Liabilities Classified as Held For Sale

Accounting policy

The Company classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset (disposal group), excluding finance costs and income tax expense.

The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete the sale/distribution should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale and the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group);
- An active programme to locate a buyer and complete the plan has been initiated (if applicable);
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value;
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification; and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Property, plant and equipment and intangible are not depreciated, or amortised assets once classified as held for sale. Assets and liabilities classified as held for sale are presented separately from other items in the balance sheet.

The Company has identified certain assets like Land, Building etc. which are available for sale in its present condition. The Company was committed to plan the sale of asset and an active programme to complete the sale has been initiated. The Company expects to dispose off this asset in the due course. Accordingly, non-current assets held for sale amounting to Rs. Nil (March 31, 2023: Rs. 6.53) (net book value) has been classified in the books of account. During the year, the Company has completed the sale amounting to Rs. 135.66 (March 31, 2023: Rs. Nil) and gain on this transaction is disclosed in note 40 above.

42 Other Statutory Information

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property;
- (ii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period;
- (iii) The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year;

- (iv) The Company has not made any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961);
- (v) The Company has not been declared as a willful defaulter by any bank or financial institution or any other lender.

43 (A) Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode and along with the logs of the back-up of such books of account. However, the backup of certain books of account and books and records; maintained in electronic mode has not been maintained on servers physically located in India on daily basis.

Requirements u/s 143(3) of the Act	Employee Reimbursement System	SAP
Books of Account maintained on cloud/ servers physically located in India	No	Yes
Backup maintained in India on daily basis	No	Yes*

**The Company has defined process to take daily back-up of books of account maintained electronically and maintain the logs of backup of such books of account however the evidence are not available for the period April 1, 2023 to May 27, 2023.*

The Company will take appropriate measures to comply with regulations.

43 (B) Compliance with Section 143 (3) for Audit Trail

The Company has used accounting softwares for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. However, the audit trail feature is not enabled for changes made to master data in four accounting software's and changes made to the underlying database using privileged/administrative access rights. Further no instance of audit trail feature being tampered with was noted in respect of accounting software.

- 44 The Company has received a few allegations through the whistle-blower process during the last quarter of the year, alleging improper conduct and fraud by some employees in supply chain and related matters. Management is taking steps to review and assess these allegations. Based on the initial reviews performed, Management does not believe that these allegations, on completion of the review and assessment exercise, will result in having a material impact on these financial statements or the internal controls over financial reporting process as at March 31, 2024.



45 Business Combination

The Company had entered into a Share Purchase Agreement (“SPA”) and a Shareholders Agreement (“SHA”) on February 06, 2024 with TSA Process Equipments Private Limited (Target) and its shareholders to acquire 51% equity shares of Target subject to conditions precedents to the SPA. Subsequent to the year end, upon fulfilling of the condition’s precedents, the Company has completed the acquisition of 51% of the shares of Target on April 19, 2024, (i.e., the Closing Date), for a consideration of Rs. 71.14. Further, the Company has a right to acquire remaining 49% of the shares over a period of two years from the closing date, subject to completion of certain conditions precedents mentioned in SPA. The Company is in the process of completing the purchase price allocation as on date.

TSA Process Equipment’s Private Limited is engaged in the business of developing, designing, supplying, installing and commissioning of complete turn-key solutions for varied water treatment and distribution needs for high purity plants, reverse osmosis plants, demineralisation plant and sterile ultrafiltration plant of any capacity. With the acquisition of 51% equity stake in Target, Target has become a subsidiary of the Company with effect from the closing date, enabling the Company to take advantage of emerging opportunities in high purity water solutions.”

46 Standards Issued But Not Yet Effective

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

As per our report of even date attached For SRBC & CO LLP

Chartered Accountants
ICAI Firm Reg No. 324982E/E300003

per Vaibhav Kumar Gupta

Partner
Membership No. 213935

Place: Pune
Date: May 10, 2024

For and on behalf of the Board of Directors of Thermax Limited

Meher Pudumjee

Chairperson
DIN: 00019581

Rajendran Arunachalam

Executive Vice President
and Group Chief Financial Officer

Place: Pune
Date: May 10, 2024

Ashish Bhandari

Managing Director and CEO
DIN: 05291138

Janhavi Khele

Company Secretary