

INDEPENDENT AUDITOR'S REPORT

To the Members of TD POWER SYSTEMS USA INC

Report on the Financial Statements:

Opinion:

We have audited the standalone Ind AS financial statements of TD Power Systems USA Inc ("the Company") which comprise of balance sheet as at March 31, 2022, the statement of profit & loss, statement of changes in equity and the cash flow statement for the year then ended, notes to Ind AS financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by 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, 2022, and losses, changes in equity and its cash flows for the year ended on that date.

Basis of Opinion:

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern:

We draw attention to the following matter in the notes to financial statements:

Note 22 to the Significant accounting policies and other explanatory information which indicates that the company has accumulated losses and its net worth has been fully eroded. However, during the year the Company has total comprehensive income of Rs.135.22 lakhs as compared to total comprehensive loss of Rs.40.16 lakhs during previous year. These conditions, along with other matters set forth in the said note, does not indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Key Audit Matters:

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements for the financial year ended March 31, 2022. These matters were addressed in the context of our audit of the Ind AS 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.

There were no key audit matters that need to be reported.

Management's Responsibility for Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of

appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements:

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements:

1. 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 Companies Act, 2013, is not applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, it is not applicable to a foreign company.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have any long-term contracts as required under the applicable law or accounting standards, and also not entered into any derivative contracts, accordingly no provision is required to be made in respect of material foreseeable losses.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For B.K.RAMADHYANI & CO LLP
Chartered Accountants
Firm Registration No. 002878S/S200021

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CA R SATYANARAYANA MURTHI
Partner
Membership No. 024248
UDIN No: 22024248AIQCOE7960

Date: 09/05/2022
Place: Bangalore

TD POWER SYSTEMS USA INC
BALANCE SHEET

Amount in Lakhs

Particulars	Note No	As at 31.03.2022		As at 31.03.2021	
		₹	₹	₹	₹
I. ASSETS					
Non - current assets					
Property, plant and equipment	2		-		-
Current Assets					
Financial assets:					
Trade receivables	3	1,005.07		49.79	
Cash and cash equivalent	4	98.25		66.96	
Other financial assets	5	0.38		0.37	
Other current assets	6	1,117.78	2,221.48	652.11	769.23
			2,221.48		769.23
I. EQUITY AND LIABILITIES					
Equity:					
Share Capital	7	481.78		481.78	
Other equity	8	(1,364.62)	(882.84)	(1,499.84)	(1,018.06)
Non - current liabilities					
Financial liabilities:					
Loans and advances from Holding Company	9		942.00		944.71
Current Liabilities					
Financial liabilities:					
Trade payables					
- total outstanding dues of micro enterprises and Small enterprises	10		-		-
- total outstanding dues of creditors other than micro enterprises and Small enterprises		857.39		40.49	
Other current financial liabilities	11	170.40		166.95	
Other current liabilities	12	1,134.53	2,162.32	635.14	842.58
			2,221.48		769.23

The accompanying notes form an integral part of the financial statements

In Accordance with our Report attached

For B K Ramadhyani & Co. LLP

Chartered Accountants

Firm Registration No. 002878S/S200021

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For and on behalf of Board of Directors

MOHIB
NOMANBHAI
KHERICHA

Mohib N Khericha

Director

Place : Ahmedabad

Date : 9th May 2022

R Satyanarayana Murthi

Partner

Membership No.024248

Place : Bangalore

Date : 9th May 2022

Nikhil Kumar

Director

Place : Frankfurt

Date : 9th May 2022

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TD POWER SYSTEMS USA INC
STATEMENT OF PROFIT AND LOSS FOR THE

Amount in Lakhs

Particulars	Note No	Year ended	Year ended
		31.03.2022	31.03.2021
		₹	₹
I. Revenue from Operations	13	3,095.07	1,263.27
II. Other Income	14	-	41.66
III Total revenue (I + II)		3,095.07	1,304.93
IV Expenses			
Purchases	15	2,643.25	1,080.90
Changes in inventories of finished goods, Stock-in-trade and work-in-progress	16	-	35.80
Employee benefits expense	17	185.13	183.39
Finance costs	18	32.14	37.81
Other expenses	19	52.64	54.52
Total Expenses		2,913.16	1,392.42
V Profit before tax (III-IV)		181.91	(87.49)
VI Tax expense:			
- Current tax		-	-
VII Profit/(loss) for the period (V-VI)		181.91	(87.49)
VIII Other comprehensive income			
Items that will be reclassified to profit or loss			
Exchange difference on translation of foreign operations	20	(46.69)	47.33
Total		(46.69)	47.33
IX Total comprehensive income for the period (VII+VIII)		135.22	(40.16)
Earnings per share			
Basic and Diluted (Rs.)		227.10	(109.23)

The accompanying notes form an integral part of the financial statements

In Accordance with our Report attached

For B K Ramadhyani & Co. LLP

Chartered Accountants

Firm Registration No. 002878S/S200021

Satyanarayana Murthi
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 Date: 2022.05.09 17:49:39 +05'30'

R Satyanarayana Murthi

Partner

Membership No.024248

Place : Bangalore

Date : 9th May 2022

For and on behalf of Board of Director

MOHIB
 NOMANBHAI
 KHERICHA

Mohib N Khericha

Director

Place : Ahmedabad

Date : 9th May 2022

Nikhil Kumar

Director

Place : Frankfurt

Date : 9th May 2022

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TD POWER SYSTEMS USA INC
STATEMENT OF CHANGES IN EQUITY AS AT 31ST MARCH 2022

Amount in Lakhs

Particulars	₹
A. Equity Share Capital:	
Equity shares of USD 10 each issued, subscribed and fully paid	
As at 1st April 2020	481.78
Issue of share capital	-
At 31st March 2021	481.78
As at 1st April 2021	481.78
Issue of share capital	-
As at 31st March 2022	481.78

B. Other Equity

Amount in Lakhs

Particulars	Retained earnings	Exchange difference on translation of foreign operations	Total other equity
	₹	₹	₹
As at 1st April 2020	(1,334.83)	(124.85)	(1,459.68)
Profit for the year 1st April 2020 to 31st March 2021	(87.49)	-	(87.49)
Exchange difference on translation of foreign operations	-	47.33	47.33
As at 31st March 2021	(1,422.32)	(77.52)	(1,499.84)
As at 1st April 2021	(1,422.32)	(77.52)	(1,499.84)
Profit for the year 1st April 2021 to 31st March 2022	181.91	-	181.91
Exchange difference on translation of foreign operations	-	(46.69)	(46.69)
As at 31st March 2022	(1,240.41)	(124.21)	(1,364.62)

The accompanying notes form an integral part of the financial statements

In Accordance with our Report attached

For B K Ramadhyani & Co. LLP

Chartered Accountants

Firm Registration No. 002878S/S200021

Satyanarayana Murthi Ramachandran
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R Satyanarayana Murthi

Partner

Membership No.024248

Place : Bangalore

Date : 9th May 2022

For and on behalf of Board of Directors

MOHIB
 NOMANBHA
 I KHERICHA

Mohib N Khericha

Director

Place : Ahmedabad

Date : 9th May 2022

Nikhil Kumar

Director

Place : Frankfurt

Date : 9th May 2022

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TD POWER SYSTEMS USA INC
CASH FLOW STATEMENT FOR THE

Amount in Lakhs

Particulars	Year ended 31.03.2022		Year ended 31.03.2021	
A Cash flow from operating activities				
Net Profit before tax		181.91		(87.49)
Adjustments for				
Interest Payments	32.14	32.14	37.81	37.81
Operating profit before Working Capital Changes		214.05		(49.68)
Adjustments for				
Decrease/(Increase) in trade receivables	(955.28)		412.73	
Decrease/(Increase) Other Receivables	(465.67)		(453.93)	
Decrease/(Increase) Inventory	-		35.80	
(Decrease)/Increase in Trade Payables	816.90		(503.22)	
(Decrease)/Increase in Other Payable	530.28	(73.77)	454.74	(53.88)
Net Cash Flow from Operating Activities		140.28		(103.56)
B Cash flow from financing activities				
Loan repaid to holding company	(30.16)		-	
Interest paid	(32.14)	(62.30)	(37.81)	(37.81)
Net Cash flow from financing activities		(62.30)		(37.81)
Net increase/decrease in cash and cash equivalents		77.98		(141.37)
Net Foreign exchange difference on translation		(46.69)		47.33
Cash and cash equivalents at the beginning of the year		66.96		161.00
Cash and cash equivalents at the end of the year		98.25		66.96
Cash and cash equivalents at the end of the year- Constitute				
- Balances with banks				
In current accounts		98.25		66.96

NOTES : Cashflows are reported using the indirect method. Cash and cash equivalents is after adjusting translation gain/loss.

In Accordance with our Report attached

For B K Ramadhyani & Co. LLP

Chartered Accountants

Firm Registration No. 002878S/S200021

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Satyanarayana Murthi
Murthi Ramachandran
Ramachandran Date: 2022.05.09
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R Satyanarayana Murthi

Partner

Membership No.024248

Place : Bangalore

Date : 9th May 2022

For and on behalf of Board of Directors

MOHIB
NOMANBHAI
KHERICHA

Mohib N Khericha

Director

Place : Ahmedabad

Date : 9th May 2022

Nikhil Kumar

Director

Place : Frankfurt

Date : 9th May 2022

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Date: 2022.05.09
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1 Significant Accounting Policies

1.1 Basis of preparation of financial statements:

The financial statements have been prepared on going concern basis and on accrual method of accounting. Historical cost convention is adopted while preparing financial statements. The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosures of contingent liabilities as at the date of the financial statements, and the reported amounts of revenue and expenses during the reported year.

1.2 Revenue Recognition:

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, and value added tax/GST.

The Company recognizes revenue from sale of goods when the following criteria have been satisfied:

- (a) the entity has transferred to the buyer the significant risks and rewards of ownership of the goods;
- (b) the entity retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- (c) the amount of revenue can be measured reliably;
- (d) it is probable that the economic benefits associated with the transaction will flow to the entity; and
- (e) the costs incurred or to be incurred in respect of the transaction can be measured reliably

Timing of recognition:

Revenue from Sale of Manufactured goods and in case of project business is recognized on shipment to customers or acceptance by the customers. On Service contracts, revenue is recognised based on the estimates made on completion as at the end of the reporting period.

Measurement of revenue:

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in profit or loss in the period in which the circumstances that give rise to the revision become known by management.

1.3 Foreign currency transactions:

- a) Foreign currency transactions are translated into Indian rupees at the exchange rate prevailing on the date of the transaction.
- b) Monetary foreign currency assets and liabilities outstanding at the end of the year are restated at the exchange rates prevailing on the reporting date. In terms of IND AS 21, the exchange gains/losses are charged to other comprehensive income..
- c) Non monetary items denominated in foreign currency, are valued at the exchange rate prevailing on the date of transaction.
- d) In respect of overseas branches, financial statements are translated as if the transactions are those of the Company itself.

1.4 A. Property, plant and equipments:

All items of Property, Plant and Equipment's are carried at cost less accumulated depreciation / amortization and impairment losses, if any. The cost of Property, Plant and Equipment's are stated at cost of acquisition excluding vat/duties, inclusive of freight, taxes and incidental expenses relating to the acquisition and finance cost on borrowings utilized for acquisition of qualifying Property, Plant and Equipment's.

Property, Plant and Equipment's manufactured internally are capitalized at Factory Cost.

B. Depreciation:

Depreciation on tangible assets is provided using straight line method (SLM) with reference to the estimated useful life of the Property, Plant and Equipment's less its residual value as prescribed under Schedule II of The Companies Act 2013, or actual useful life of the asset, whichever is lower. Property, plant and equipment's costing below ₹. 5,000/- are depreciated fully. Depreciation is charged for complete quarter on addition / deletion.

1.5 Inventories:

Inventories are valued at cost or net realizable value, whichever is lower. Raw materials and bought out items are valued on first in first out basis and includes material cost, carriage inward, insurance and purchase related expenses. Cost in respect of work in progress and finished goods include appropriate portion of overhead. Net realization value represents the selling price for inventory less all estimated cost of completion and cost necessary to make the sale.

**TD POWER SYSTEMS USA INC.,
SUMMARY OF ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION FOR THE YEAR ENDED 31ST MARCH
2022**

1.6 Impairment of assets:

At each balance sheet date, the management reviews the carrying amount of its asset to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss. Reversal of impairment loss, if any, is recognised immediately in the statement of profit and loss.

1.7 Leases:

Company as a Lessee:

Contracts with third party, which give the company the right of use in respect of an Asset, are accounted in line with the provisions of Ind AS 116 – Leases, if the recognition criteria as specified in the Accounting standard are met.

Lease payments associated with Short terms leases and Leases in respect of Low value assets are charged off as expenses on straight line basis over lease term or other systematic basis, as applicable.

At commencement date, the value of “right of use” is capitalised at the present value of outstanding lease payments plus any initial direct cost and estimated cost, if any, of dismantling and removing the underlying asset and presented as part of Plant, property and equipment.

Liability for lease is created for an amount equivalent to the present value of outstanding lease payments and presented as Borrowing. Subsequent measurement, if any, is made using Cost model.

Each lease payment is allocated between the liability created and finance cost. The finance cost is charged to the Statement of Profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

The right-of-use asset is depreciated over the shorter of the asset’s useful life and the lease term on a straight-line basis.

The lease payments are discounted using the interest rate implicit in the lease, if that rate can be determined, or the company's incremental borrowing rate.

Lease modifications, if any are accounted as a separate lease if the recognition criteria specified in the standard are met.

Company as a lessor:

Leases are classified as operating lease or a finance lease based on the recognition criteria specified in Ind AS 116 – Leases

Finance Lease:

At commencement date, amount equivalent to the “net investment in the lease” is presented as a Receivable. The implicit interest rate is used to measure the value of the “net investment in Lease”.

Each lease payment is allocated between the Receivable created and finance income. The finance income is recognised in the Statement of Profit and loss over the lease period so as to reflect a constant periodic rate of return on the net investment in Lease.

The asset is tested for de-recognition and impairment requirements as per Ind AS 109 – Financial Instruments.

Lease modifications, if any are accounted as a separate lease if the recognition criteria specified in the standard are met.

Operating Lease:

The company recognises lease payments from operating leases as income on either a straight-line basis or another systematic basis, if required.

Lease modifications, if any are accounted as a separate lease if the recognition criteria specified in the standard are met.

1.8 Borrowing Cost:

Interest and other borrowing cost on borrowings relating to qualifying assets are capitalized up to the date such assets are ready for use. Other interest and borrowing cost are charged to Profit & Loss Account.

1.9 Provision and contingencies

A Provision is recognized when an enterprise has a present (legal or constructive) obligation as a result of past event; and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the notes.

1.10 Contingent Liabilities:

Financial effects of contingent liabilities are disclosed based on information available up to the date on which financial statements are approved. However, where a reasonable estimate of financial effect cannot be made, suitable disclosures are made with regard to this fact and the existence and nature of the contingent liability.

TD POWER SYSTEMS USA INC.,

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2022

2 PROPERTY, PLANT AND EQUIPMENTS

Amount in Lakhs

Particulars	GROSS BLOCK (AT COST)				DEPRECIATION				NET BLOCK	
	As at 01.04.2021	Additions	Disposals	As at 31.03.2022	As at 01.04.2021	For the year	Disposals	As at 31.03.2022	As at 31.03.2022	As at 31.03.2021
Computers	1.04	-	-	1.04	1.04	-	-	1.04	-	-
TOTAL	1.04	-	-	1.04	1.04	-	-	1.04	-	-
<i>Previous Year</i>	<i>1.04</i>	<i>-</i>	<i>-</i>	<i>1.04</i>	<i>1.04</i>	<i>-</i>	<i>-</i>	<i>1.04</i>	<i>-</i>	<i>-</i>

Note:

Depreciation is calculated on the basis of the estimated useful life of the asset as prescribed in Schedule II or actual useful life of the asset whichever is lower. The Life of assets followed by company is as follows:

Asset	Useful life (in Years)
Computers	3

TD POWER SYSTEMS USA INC.,
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2022

Particulars	Amount in Lakhs	
	As at	As at
	31.03.2022	31.03.2021
	₹	₹
3 TRADE RECEIVABLES:		
Trade receivables	1,005.07	49.79
	1,005.07	49.79
Additional information:		
Breakup of above:		
Unsecured, considered good	1,005.07	49.79
Total	1,005.07	49.79
<u>Trade Receivables ageing schedule</u>		
Undisputed Trade receivables - considered good		
Not Due	645.04	49.79
Less than 6 months	360.03	-
	1,005.07	49.79
4 CASH AND CASH EQUIVALENT		
Balances with banks		
- on current accounts	98.25	66.96
	98.25	66.96
5 OTHER FINANCIAL ASSETS:		
(Unsecured , Considered good)		
Security deposit	0.38	0.37
	0.38	0.37
6 OTHER CURRENT ASSETS		
Trade advance to holding company	1,117.78	652.11
	1,117.78	652.11

TD POWER SYSTEMS USA INC.,
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2022

7 SHARE CAPITAL	Amount in Lakhs	
Particulars	As at 31.03.2022	As at 31.03.2021
Authorized:		
Equity shares of USD. 10/- each:		
Number of Equity Shares	10,00,000	10,00,000
Amount of Equity Share Capital (in USD)	100.00	100.00
Issued, subscribed and fully paid up:		
Equity shares of USD 10/- each		
Number of Equity Shares		
At the beginning of the year	80,100	80,100
Issued during the year	-	-
At the close of the year	80,100	80,100
Amount of Equity Share Capital (in Rs)		
At the beginning of the year	481.78	481.78
Issued during the year	-	-
At the close of the year	481.78	481.78
Particulars of equity share holders holding more than 5% of the total paid up equity share capital:		
TD Power Systems Limited (Holding Company)		
- Number of Shares held	80,100	80,100
- Percentage of Share Capital	100.00%	100.00%

TD POWER SYSTEMS USA INC.,
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2022

Particulars	As at	As at
	31.03.2022	31.03.2021
	₹	₹
8 OTHER EQUITY		
<u>Surplus i.e. balance in Statement of Profit & Loss</u>		
As at the beginning of the year	(1,422.32)	(1,334.83)
Add: Transferred from Statement of Profit and Loss	181.91	(87.49)
As at the end of the year - A	(1,240.41)	(1,422.32)
<u>Other Comprehensive Income</u>		
<u>Exchange difference on translation of foreign operations</u>		
As at the beginning of the year	(77.52)	(124.85)
Add: Transferred from Statement of Profit and Loss	(46.69)	47.33
As at the end of the year - B	(124.21)	(77.52)
Total Other Equity (A+B)	(1,364.62)	(1,499.84)
9 OTHER NON CURRENT FINANCIAL LIABILITIES		
Loans and advances from Holding Company *	942.00	944.71
	942.00	944.71
* Terms of Unsecured loan from Holding Company:		
The company has borrowed unsecured loan from its holding company for a period of 24 months or such other period as mutually agreed upon.		
Interest at libor + 3% is charged on outstanding amount annually		
10 TRADE PAYABLES		
total outstanding dues of micro enterprises and Small enterprises	-	-
total outstanding dues of creditors other than micro enterprises and Small enterprises	857.39	40.49
	857.39	40.49
Additional disclosure:		
Due to Holding Company	852.49	40.49
Outstanding dues to Others - Less than 1 year	857.39	40.49
11 OTHER CURRENT FINANCIAL LIABILITIES:		
Outstanding Liabilities	170.40	166.95
	170.40	166.95
12 OTHER CURRENT LIABILITIES:		
Trade advance received from customers	1,134.53	635.14
	1,134.53	635.14

TD POWER SYSTEMS USA INC.,
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2022

Particulars	Amount in Lakhs	
	Year ended 31.03.2022	Year ended 31.03.2021
	₹	₹
13 REVENUE FROM OPERATIONS:		
Sale of Goods		
- Power Business	3,095.07	1,263.27
	3,095.07	1,263.27
14 OTHER INCOME:		
Other non operating income	-	41.66
	-	41.66
15 Purchases for Project Business:		
Purchases for Projects Business	2,643.25	1,080.90
	2,643.25	1,080.90
16 Changes in inventories of finished goods, work in progress and stock in trade		
Stocks at the end of the year		
Stock in trade	-	-
Less: Stocks at the beginning of the year		
Stock in trade	-	35.80
	-	35.80
17 EMPLOYEE BENEFIT EXPENSES:		
Salaries and wages	184.79	183.39
Staff welfare expenses	0.34	-
	185.13	183.39
18 FINANCE COSTS:		
Interest expense	32.14	37.81
	32.14	37.81

TD POWER SYSTEMS USA INC.,

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2022

Particulars	Amount in Lakhs	
	Year ended 31.03.2022	Year ended 31.03.2021
	₹	₹
19 OTHER EXPENSES:		
Rent	4.49	4.48
Repairs and maintenance		
- Others	0.26	-
Insurance	22.22	24.02
Rates and taxes	1.14	0.48
Selling expenses	0.45	3.59
Legal and professional charges	19.20	18.37
Travelling and Conveyance	1.15	0.05
Bank charges	0.51	0.19
Postage, Telegrams and Telephones	2.61	2.89
Printing & Stationary	0.09	0.14
Subscription to Technical Associations, Journals & Magazines	0.52	0.31
	52.64	54.52
20 OTHER COMPREHENSIVE INCOME/(LOSS):		
Exchange difference on translation of foreign operations	(46.69)	47.33
	(46.69)	47.33

21 RELATED PARTIES DISCLOSURE:

Sl. No.	Name of the related party	Relationship
1	T D Power Systems Ltd.,	Holding Company
2(a)	DF Power Systems Pvt Ltd.,	Fellow Subsidiary
2(b)	TD Power Systems Japan Ltd.,	
2(c)	TD Power Systems Europe GmbH	
2(d)	TD Power Systems Jenerator Sanayi Anonim Sirketi	

DETAILS OF RELATED PARTY TRANSACTIONS:

Sl. No.	Nature of transactions	Holding Company (In Lakhs)
1	Purchase of Generators and services -For the year ended 31st March 2022 -For the year ended 31st March 2021	2,601.13 986.24
2	Inter Corporate Loan repaid to Holding Company during the year: -For the year ended 31st March 2022 -For the year ending 31st March 2020	30.16 -
2	Interest on Inter-Corporate Loan -For the year ended 31st March 2022 -For the year ended 31st March 2021	32.14 37.81
4	Reimbursement of bank guarantee charges to holding company -For the year ended 31st March 2022 -For the year ended 31st March 2021	0.03 -
3	Amount payable to Holding Company -As at 31st March 2022 -As at 31st March 2021	852.49 40.49
4	Trade advance paid to Holding Company -As at 31st March 2022 -As at 31st March 2021	1,117.78 652.11
5	Inter-Corporate Loan -As at 31st March 2022 -As at 31st March 2021	942.00 944.71

- 22** The Company has accumulated losses exceeding its share capital and has eroded its networth as at the end of the reporting period. The Subsidiary's current liabilities exceeds its total assets by ₹.882.84 lakhs. A substantial portion of the liabilities is loan from the Parent company which is being renewed on timely basis, reflecting the parent company's resolve to support and grow the market. Over the last 3-4 years this subsidiary has improved foothold in the American market and has delivered certain initial orders from very reputed customers. This will help in receiving improved orders in the forthcoming years enabling better operating performance. The Company is managing its cash flow requirements. However, The parent company is authorised by its Board to infuse further funds as and when required. Based on this, the management is of the opinion that the going concern assumption in preparation of the financial statements is appropriate.
- 23** The company does not have any pending litigations which would impact its financial position as on the reporting date.
- 24** The company does not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

TD POWER SYSTEMS USA INC.,
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2022

25 Details of Key Ratios: - (All amounts in Indian Rupees Lakhs, except as otherwise stated)

Sl No	Ratios	March 31, 2022			March 31, 2021			% Variance	Reason for Variance
		Numerat or	Denomin ator	Value	Numerat or	Denomina tor	Value		
1	Current Ratio	2,221.48	2,162.32	1.03	769.23	842.58	0.91	-12.53%	
2	Debt-equity Ratio	942.00	-882.84	-1.07	944.71	-1,018.06	-0.93	-14.99%	
3	Debt service coverage ratio	214.05	942.00	0.23	-49.68	944.71	-0.05	532.10%	Due to higher profits during current year
4	Return on equity ratio	181.91	-950.45	-0.19	-87.49	-997.98	0.09	318.32%	Due to higher profits during current year
5	Inventory turnover ratio	Not Applicable							There are no inventory as at the end of the year
6	Trade receivables turnover ratio	3,095.07	527.43	5.87	1,263.27	256.16	4.93	18.99%	Due to higher trade receivable in current year
7	Trade payables turnover ratio	2,643.25	448.94	5.89	1,080.90	292.10	3.70	59.11%	Due to higher trade payable in current year
8	Net capital turnover ratio	3,095.07	59.16	52.32	1,263.27	-73.35	-17.22	403.77%	Due to higher turnover and current ratio in current year
9	Net profit ratio	181.91	3,095.07	0.06	-87.49	1,263.27	-0.07	184.86%	Due to higher profits during current year
10	Return on capital employed	214.05	59.16	3.62	-49.68	-73.35	0.68	434.20%	Due to higher profits during current year
11	Return on investment	Not Applicable							

Note on Ratios:

1 Current ratio = Current assets / Current liabilities

2 Debt-equity Ratio = Total Debt / Total equity

Total Debt = Borrowings (current and non-current) and lease liabilities (current and non-current)

3 Debt service coverage ratio = Earnings available for debt service/ Debt Service.

Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.

Debt service = Interest & Lease Payments + Principal Repayments

“Net Profit after tax” means reported amount of “Profit / (loss) for the period” and it does not include items of other comprehensive income

4 Return on equity ratio = Net Profits after taxes – Preference Dividend / Average Shareholder’s Equity

5 Inventory turnover ratio = Sales / Average Inventory

6 Trade receivables turnover ratio = Net Credit Sales / Average Accounts Receivable

7 Trade payables turnover ratio = Net Credit Purchases / Average Trade Payables

8 Net capital turnover ratio = Net Sales / Working Capital.

Working Capital = Current Assets - Current liabilities

9 Net profit ratio = Net Profit after taxes / Net Sales

10 Return on capital employed = Earning before interest and taxes / Capital Employed - Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability.

11 Return on investment - ROI = (Current Value of Investment - Cost of investment) / Cost of investment

TD POWER SYSTEMS USA INC.,
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2022

26 There are no amounts required to be transferred to the Investor Education and Protection Fund by the Company as on the reporting date.

27 Impact of COVID-19 on Business:

The management has considered the possible effects that may result from the Covid-19 pandemic on the carrying value of assets. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information to assess the expected future performance of the Company. The Company has internally assessed sensitivity of the assumptions used and based on the current estimates, the Company expects that the carrying amount of these assets, as reflected in the balance sheet as at March 31, 2022, are fully recoverable. The management has also estimated the future cash flows for the Company with the possible effects that may result from the COVID-19 pandemic and does not foresee any adverse impact on its ability to continue as going concern and in meeting its liabilities as and when they fall due. The actual impact of the Covid-19 pandemic may be different from that estimated as at the date of approval of these financial statements.

28 Previous reporting year figures have been regrouped wherever required in conformity with the presentation for the current reporting year.