

Engineering New Frontiers



Subsidiaries Annual Report
2023 - 24

Index

Sr. No	Name of Company
1.	L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
2.	L&T TECHNOLOGY SERVICES LLC
3.	L&T TECHNOLOGY SERVICES PTE. LTD.
4.	GRAPHENE SOLUTION SDN. BHD
5.	GRAPHENE SOLUTIONS TAIWAN LIMITED
6.	L&T TECHNOLOGY SERVICES (SHANGHAI) CO. LTD
7.	L&T TECHNOLOGY SERVICES (CANADA) LIMITED

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
BOARD'S REPORT (SECTION 134)

Dear Members,

The Directors have pleasure in presenting their eighteenth report and Audited Accounts for the year ended March 31, 2024.

1. FINANCIAL RESULTS:

Particulars	2023-24	2022-23
	₹ Thousands	₹ Thousands
Profit/(Loss) Before Depreciation, exceptional and extra ordinary items & tax	140,351	224,385
Less: Depreciation, amortization, impairment and obsolescence	6,454	2,217
Profit/(Loss) before exceptional and extraordinary items and tax	133,897	222,168
Add: Exceptional Items	Nil	Nil
Profit/(Loss) before tax	133,897	222,168
Less: Provision for tax	34,373	57,090
Profit for the period carried to the Balance Sheet	99,524	165,078
Add: Balance brought forward from previous year	585,460	421,666
Less: Dividend paid for the previous year (Including dividend distribution tax)	Nil	Nil
Add: Gain/(Loss) on re-measurement of the net defined benefit plans	2,730	(1,284)
Balance available for disposal which the Directors appropriate as follows:	687,714	585,460
Debenture Redemption Reserve	Nil	Nil
Balance carried to Balance Sheet	687,714	585,460

2. STATE OF COMPANY AFFAIRS:

The gross sales and other income for the financial year under review were ₹711,522 thousand as against ₹ 1,205,777 thousand for the previous financial year registering a decrease of 41%. The profit before tax from continuing operations including extraordinary and exceptional items was ₹ 133,897 thousand and the profit after tax from continuing operations including extraordinary and exceptional items was ₹ 99,524 thousand for the financial year under review as against ₹ 222,168 thousand and ₹ 165,078 thousand respectively for the previous financial year, registering a decrease of 39% and 39% respectively.

3. CAPITAL & FINANCE:

There has been no change in the share capital of the Company during the said financial year. As on March 31, 2024, the total paid up equity share capital of the Company was ₹ 20,550 thousand consisting of 2,054,989 equity shares of ₹ 10/- each, fully paid up.

4. CAPITAL EXPENDITURE:

As at March 31, 2024 the gross fixed and intangible assets including leased assets, stood at ₹ 97,219 thousand and the net fixed and intangible assets, including leased assets, at ₹35,166 thousand. Addition to gross block during the year amounted to ₹ 39,289 thousand.

5. DEPOSITS:

The Company has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Rules framed thereunder.

6. DEPOSITORY SYSTEM:

The Ministry of Corporate Affairs requires certain companies to facilitate dematerialization of all its existing securities and has mandated that the stake of promoters, directors and key managerial personnel should be held in demat form. As on March 31, 2024, 100% of the Company's total paid up capital representing 2,054,989 shares are in dematerialized form. Further, the Ministry of Corporate Affairs has prohibited the physical transfer of securities. Hence, members holding shares in physical mode are advised to avail of the facility of dematerialization. The Company submits the report on reconciliation of share capital audit from Practicing Company Secretary within the prescribed timelines.

7. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED BY THE COMPANY:

The Company has disclosed the full particulars of the loans given, investments made, guarantees given or security provided as required under Section 186 of the Companies Act, 2013.

8. PARTICULARS OF CONTRACT OR ARRANGEMENT WITH RELATED PARTIES:

All the related party transactions were in the ordinary course of business and at arm's length. The Board has approved all the related party transactions for FY 2023-24 as required under the provisions of Section 177 of the Companies Act, 2013.

There are no materially significant related party transactions that may have conflict with the interest of the Company.

9. AMOUNT TO BE CARRIED TO RESERVES:

The Company has not transferred any amount to reserves during the current financial year.

10. DIVIDEND:

The Board of Directors has not declared any dividend for the financial year under review.

11. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY, BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

There are no material changes that have taken place in the Company between the date of Balance Sheet and the date of Board's Report.

12. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

(A) Conservation of energy:

The operations of the Company are not energy intensive as the Company is not engaged in any manufacturing activity and is not included under the list of industries which should furnish information in Section 134(3)(m) read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

(B) Technology absorption: Nil

The Company being Technology driven, has always adopted the latest technology trends and best practices.

(C) Foreign exchange earnings and outgo:

The Company exports engineering and designing services mainly to North America, Europe and other countries.

The total foreign exchange earned and used for the period under review is as under:

Particulars	₹ thousands
Foreign exchange earned	736,429
Foreign exchange used	610,798

13. RISK MANAGEMENT POLICY:

The Company has formulated a risk management policy and has in place a mechanism to inform the Board members about risk assessment and minimization initiatives undertaken. It also periodically reviews the risk to ensure that executive management controls risk by means of a properly designed framework.

14. CORPORATE SOCIAL RESPONSIBILITY:

The Corporate Social Responsibility (CSR) Committee comprises of 3 Non-Executive Directors. The current members of the CSR Committee are Mr. Rajeev Gupta, Mr. Abhishek Sinha, and Mr. Ashish Saraf. Mr. Rajeev Gupta is the Chairman of the Committee.

During the year under review, 1 meeting of the CSR Committee was held on April 21, 2023.

The disclosures required to be given under Section 135 of the Companies Act, 2013 read with Rule 8(1) of the Companies (Corporate Social Responsibility Policy) Rules, 2014 (as amended) are given as Annexure A to this report.

The Finance Head of the Company has certified that CSR funds so disbursed for the projects have been utilized for the purposes and in the manner as approved by the Board.

15. DETAILS OF DIRECTORS & KEY MANAGERIAL PERSONNEL APPOINTED/RESIGNED DURING THE YEAR:

Mr. Rajeev Gupta, Mr. Abhishek Sinha, Mr. Ashish Arun Saraf, and Mr. Rajkumar Ravindranathan are the current Directors of the Company.

There were no changes in the Directors of the Company during the year.

The notice convening the Annual General Meeting includes the proposal for re-appointment of Directors who are liable to retire by rotation.

16. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

The Meetings of the Board are held at regular intervals.

During the year under review 4 meetings were held on April 21, 2023, July 14, 2023, October 9, 2023 & January 12, 2024.

The Agenda of the Meeting is circulated to the Directors in advance. Minutes of the Meetings of the Board of Directors are circulated amongst the Members of the Board for their perusal.

17. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

The Company has voluntarily established a vigil mechanism framework for directors and employees to report genuine concerns. This mechanism is in line with the requirements of the Companies Act, 2013.

18. ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Company has designed and implemented a process driven framework for Internal Financial Controls ('IFC') within the meaning of the explanation to Section 134(5)(e) of the Companies Act, 2013. For the year ended March 31, 2024, the Board is of the opinion that the Company has sound IFC commensurate with the nature and size of its business operations and operating effectively and no material weaknesses exist. The Company has a process in place to continuously monitor the same and identify gaps, if any, and implement new and/or improved controls wherever the effect of such gaps would have a material effect on the Company's operations.

19. DIRECTORS RESPONSIBILITY STATEMENT:

The Board of Directors of the Company confirms:

- a) In the preparation of Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of

the state of affairs of the Company at the end of the financial year and profit of the Company for that period;

- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the Annual Accounts on a going concern basis;
- e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and were operating effectively.

20. IT SECURITY BREACH & SAFETY:

The Company has implemented comprehensive IT security programs supported by latest technology and trained manpower to protect employees and assets, at its offices and plant, from such IT Security breaches/cyber-attacks.

During the Financial Year under review, no major security breaches or incidents have occurred. A comprehensive security risk assessment is carried out regularly and adequate security measures are implemented to cater to the changing security scenario. The Company has implemented adequate IT security measures and processes to protect its personnel and assets.

21. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD MEETINGS AND GENERAL MEETINGS:

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

22. PROTECTION OF WOMEN AT WORKPLACE:

The holding company L&T Technology Services Limited has formulated a policy on 'Protection of Women's Rights at Workplace' which is applicable to all group companies. There were no cases of sexual harassment received in the Company during FY 2023-24.

23. AUDITORS REPORT:

The Auditors report to the shareholders does not contain any qualification, observation or comment or remark(s) which has/have an adverse effect on the functioning of the Company.

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

24. AUDITORS:

The Auditors, M/s Sharp & Tannan, were appointed as Statutory Auditors for a period of five continuous years from the conclusion of 14th AGM till the conclusion of 19th AGM.

The Auditors have confirmed that they have subjected themselves to the peer review process of Institute of Chartered Accountants of India (ICAI) and hold valid certificate issued by the Peer Review Board of the ICAI.

The Auditors have also furnished a declaration confirming their independence as well as their arm's length relationship with the Company as well as declared that they have not taken up any prohibited non-audit assignments for the Company.

25. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

During the year under review, there were no material and significant orders passed by the Regulators or Courts or Tribunals impacting the going concern status and the Company's operations in future.

26. ANNUAL RETURN:

As the Company doesn't have its own website, the requirement of uploading Annual Return of the Company on its website as on 31st March 2024 in form MGT-7 in accordance with Section 92(3) of the Act read with the Companies (Management and Administration) Rules, 2014, is not applicable to the Company.

27. DESIGNATED PERSON FOR FURNISHING INFORMATION AND EXTENDING CO-OPERATION TO ROC IN RESPECT OF BENEFICIAL INTEREST IN SHARES OF THE COMPANY:

The Company has appointed all the directors viz., Mr. Rajeev Gupta, Mr. Ashish Saraf, Mr. Abhishek Sinha and Mr. Rajkumar Ravindranathan as designated persons, to ensure compliance with MCA notification on this matter.

28. OTHER DISCLOSURES

- **Reporting of Frauds:** The Auditors of the Company have not reported any instances of fraud committed against the Company by its officers or employees as specified under Section 143(12) of the Companies Act, 2013.
- **MSME:** The Company has registered itself on the Trade Receivables Discounting System Platform through one of the service providers.

The Company complies with the requirement of submitting half yearly returns to the Ministry of Corporate Affairs within the prescribed timelines.

- **Corporate Insolvency Resolution process initiated under the Insolvency and Bankruptcy Code, 2016 (IBC):** The Company has neither filed any application, nor any proceeding is pending against the Company under the Insolvency and Bankruptcy Code, 2016, during FY 2023-24.
- **The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof:** The Company has not made any one-time settlement, therefore, the same is not applicable.

29. ACKNOWLEDGEMENT:

Your Directors take this opportunity to thank the customers, supply chain partners, employees, Financial Institutions, Banks, Central and State Government authorities, Regulatory authorities, and all the various stakeholders for their continued co-operation and support to the Company. Your Directors also wish to record their appreciation for the continued co-operation and support received from every member of the L&T Thales Technology Services Private Limited group globally.

For and on behalf of the Board

Mr. Ashish Arun Saraf
Director
(DIN: 07924215)

Place: Delhi
Date: April 23, 2024

Mr. Rajeev Gupta
Director
(DIN: 06782710)

Place: Mumbai
Date: April 23, 2024

LIST OF ANNEXURES:

Annexure A – Annual Report on Corporate Social Responsibility (CSR) Activities

ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR policy of the Company:

The Company is committed to discharging its Social Responsibility through:

- a. Partnership with communities in education and skill-building
- b. Innovation and Technology

Our 'CSR' approach is based on the dedicated involvement of our employees, who get as much value out of the initiatives, as the recipient. The focus areas for the Company are given below:

- a. Water Conservation & Purification
- b. Education and Skill building
- c. Health
- d. Environment
- e. Innovation and Technology

While the focus of CSR efforts will be in the areas mentioned above, the Company, however, may also undertake projects where societal needs are high or in special situations (such as in the case of natural disasters etc.).

2. Composition of the CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the
1	Mr. Rajeev Gupta	Chairman/Non-Executive Director	1	1
2	Mr. Abhishek Sinha	Member/Non-Executive Director	1	1
3	Mr. Ashish Saraf	Member/Non-Executive Director	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company- Not applicable
4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable (attach the report) – Not Applicable
5. (a) Average net profit of the company as per sub-section (5) of section 135: ₹ 191,683 thousand
 (b) Two percent of average net profit of the company as per section sub-section (5) of section 135: ₹ 3,834 thousand
 (c) Surplus arising out of the CSR projects or programs or activities of the previous financial years: Nil
 (d) Amount required to be set off for the financial year, if any: ₹ 142 thousand
 (e) Total CSR obligation for the financial year (5b+5b-5d): ₹ 3,692 thousand
6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 3,900 thousand
 (b) Amount spent in Administrative Overheads: Nil
 (c) Amount spent on Impact Assessment, if applicable: Nil
 (d) Total amount spent for the Financial Year (6a+6b+6c+6d): ₹ 3,900 thousand
 (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (In ₹)	Amount Unspent (in ₹ millions)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of Section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer
3,900 thousand	NIL	NA	None	NIL	NA

(f) Excess amount for set-off, if any:

Sl. No	Particulars	Amount (₹ in Thousand)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	3,834
(ii)	Total amount spent for the Financial Year	3,900
(iii)	Excess amount spent for the financial year [(ii)-(i)]	66
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	66

7. Details of Unspent CSR amount for the preceding three financial years: Not Applicable

1	2	3	4	5	6		7	8
Sr. No	Preceding Financial Year.	Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Balance Amount in Unspent CSR Account under subsection (6) of Section 135 (in ₹)	Amount spent in the Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.		Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any.
					Amount (in ₹)	Date of transfer		
Not Applicable								

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes No

If yes, enter the number of Capital assets created/acquired: Not Applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sr. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/beneficiary of the registered owner
(1)	(2)	(3)	(4)	(5)	(6)
Not Applicable					

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135. – Not applicable

<p>Mr. Ashish Arun Saraf (Member CSR Committee).</p>	<p>Mr. Rajeev Gupta (Chairman CSR Committee).</p>
--	---

INDEPENDENT AUDITOR'S REPORT

To the Members of L&T Thales Technology Services Private Limited

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of L&T Thales Technology Services Private Limited ('the Company'), which comprise the balance sheet as at March 31, 2024, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements including a summary of significant accounting policies and other explanatory information ('the financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ('Ind AS') and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (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 ('ICAI') together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the financial statements and auditor's report thereon

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the board's report including annexures thereto and management discussion and analysis, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's responsibility for the financial statements

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in the aggregate, make it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatement in the financial statements.

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

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

Report on other legal and regulatory requirements

- 1 As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), issued by the central government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A, statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2 As required by section 143(3) of the Act, based on our audit we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The balance sheet, the statement of profit and loss (including other comprehensive income), statement of

changes in equity and the statement of cash flow dealt with by this report are in agreement with the relevant books of account;

- (d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of the written representations received from the directors as on March 31, 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;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure B. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;
- (g) With respect to the matters to be included in the auditor's report in accordance with the requirements of section 197(16) of the Act (as amended), we report that according to the information and explanation given to us and based on our examination of the records of the Company, the Company has not paid/ provided for any remuneration to the directors of the Company during the year; and
- (h) With respect to the other matters to be included in the auditor's report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - i The Company has disclosed the impact of pending litigations on its financial position in its financial statements – refer note 40 to the financial statements;
 - ii the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses – refer note 37 to the financial statements; and
 - iii There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company – refer note 38 to the financial statements.
 - iv (a) Management has represented to us that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ('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 – refer note 41 to the financial statements;

(b) Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries – refer note 42 to the financial statements;

- (c) Based on the audit procedures 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-clauses (i) and (ii) of rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v The Company has not declared or paid dividend during the year – refer note 43 to the financial statements.
- vi Based on our examination which included test checks, the company has used an accounting software 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. Further, during the course of our audit we did not come across any instance of an audit trail feature being tampered with.

For Sharp & Tannan
Chartered Accountants
Firm's registration no.109982W

Faridabad, April 23, 2024

Firdosh D. Buchia
Partner
Membership no. 038332
UDIN: 24038332BKAUGL3202

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 of 'Report on other legal and regulatory requirements' section of our report of even date)

- (i) (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment;
(B) The Company has maintained proper records showing full particulars of intangible assets;
(b) The Company has a program of physical verification of its property, plant and equipment to cover all the items of property, plant and equipment in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and nature of its property, plant and equipment. According to the information and explanations given to us, the Company has physically verified certain property, plant and equipment during the year and no material discrepancies were noticed on such verification;
(c) The Company does not hold any immovable properties. Accordingly, paragraph 3(i)(c) of the Order is not applicable to the Company;
(d) The Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets during the year. Accordingly, paragraph 3(i)(d) of the Order is not applicable to the Company; and
(e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The Company does not hold any physical inventories. Accordingly, paragraph 3(ii)(a) of the order is not applicable to the Company; and
(b) According to the information and explanations given to us, no working capital facility has been sanctioned from banks or financial institutions during the year. Accordingly, paragraph 3(ii)(b) of the order is not applicable to the Company.
- (iii) According to the information and explanations given to us, the Company has not made any investment, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties. Accordingly, paragraphs 3(iii)(a), (b), (c), (d), (e) and (f) of the Order are not applicable to the Company.
- (iv) According to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of sections 185 and 186 of the Companies Act 2013 are applicable. Accordingly, paragraph 3(iv) of the Order is not applicable to the Company.
- (v) In our opinion, and according to information and explanations given to us, the Company has not accepted deposits as per the directives issued by the Reserve Bank of India under the provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- (vi) According to the information and explanations given to us, the central government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the services rendered by the Company. Accordingly, paragraph 3(vi) of the Order is not applicable to the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, in our opinion amounts deducted/accrued in the books of account in respect of undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, income-tax, sales-

tax, service tax, duty of custom, duty of excise, value added tax, and cess have generally been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of goods and service tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, and cess were in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, and on the basis of our examination of records of the Company, there were no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at March 31, 2024, which have not been deposited with the appropriate authorities on account of any dispute.

- (viii) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no transactions not recorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (43 of 1961).
- (ix) In our opinion and according to the information and explanations given to us, the Company has not borrowed any funds from any lender. Accordingly, paragraphs 3(ix) (a), (b), (c), (d), (e) and (f) of the Order are not applicable to the Company.
- (x) (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, paragraph 3(x)(a) of the Order is not applicable to the Company; and
(b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, paragraph 3(x) of the Order is not applicable to the Company.
- (xi) (a) According to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year;
(b) No report under sub-section (12) of section 143 of the Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the central government;
(c) According to the information and explanations given to us, no complaints were received as a part of the whistle-blower mechanism during the year Accordingly, paragraph 3(xi)(c) of the Order is not applicable to the Company; and
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.
- (xiv) (a) In our opinion and based on our examination, the Company is not required to have an internal audit system as per provisions of the Act. Accordingly, paragraphs 3(xiv) (a) and (b) are not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him and hence provisions of section 192 of the Act are not applicable to the Company.

- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934;
- (b) According to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities during the year. Accordingly, paragraph 3(xvi)(b) of the Order is not applicable to the Company; and
- (c) According to the information and explanations given to us, the Company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India. Accordingly, paragraph 3(xvi)(c) and (d) of the Order is not applicable to the Company;
- (xvii) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not incurred cash losses in the financial year, and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, paragraph 3(xviii) of the Order is not applicable to the Company.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is 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) According to the information and explanations given to us, as per section 135 of the Act, the Company does not have any amount remaining unspent under sub-section (5) of section 135 of the Companies Act.
- (xxi) According to the information and explanations given to us, the Company is not required to prepare consolidated financial statements. Accordingly, paragraph 3(xxi) of the Order is not applicable to the Company.

For Sharp & Tannan
Chartered Accountants
Firm's registration no.109982W

Faridabad, April 23, 2024

Firdosh D. Buchia
Partner
Membership no. 038332
UDIN: 24038332BKAUGL3202

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) of our report of even date)

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 over financial reporting of L&T Thales Technology Services Private Limited ('the Company') as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's responsibility for internal financial controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note, and the Standards on Auditing issued by ICAI and deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of internal financial controls over financial reporting

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

Inherent limitations of internal financial controls over financial reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 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 on audit of internal financial controls over financial reporting issued by the ICAI.

For Sharp & Tannan
Chartered Accountants
Firm's registration no.109982W

Faridabad, April 23, 2024

Firdosh D. Buchia
Partner
Membership no. 038332
UDIN: 24038332BKAUGL3202

L & T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
BALANCE SHEET AS AT MARCH 31, 2024

Particulars	Note No.	As at 31-03-2024	As at 31-03-2023
		Rupees in thousands	Rupees in thousands
ASSETS			
I. Non-current assets			
(a) Property, plant and equipment	3	8,234	2,429
(b) Right of use - Assests	4	26,915	
(c) Other intangible assets	5	17	147
(d) Financial assets	6	5,609	3,396
(e) Deferred tax assets (net)	7	19,794	20,280
(f) Other non current assets	8	26,992	23,453
(f) Current Tax Assets (net)		-	-
Total non-current assets		87,561	49,705
II. Current assets			
(a) Financial assets			
(i) Investments	9	3,63,954	3,40,664
(ii) Trade receivables	10	1,79,287	3,17,969
(iii) Cash and cash equivalents	11	18,242	81,623
(iv) Other bank balances		-	-
(v) Loans		-	-
(v) Other financial assets	12	2,843	5,879
(b) Other current assets	13	2,34,550	2,56,726
(c) Current Tax Assets (net)		-	-
Total current assets		7,98,876	10,02,861
TOTAL ASSETS		8,86,437	10,52,566
EQUITY AND LIABILITIES			
I. Equity			
(a) Equity share capital	14	20,550	20,550
(b) Other equity		7,60,465	6,58,211
Total equity		7,81,015	6,78,761
II. Liabilities			
Non current liabilities			
(a) Financial liabilities			
(i) Lease liabilities		23,834	-
Total Non current liabilities		23,834	-
Current liabilities			
(a) Financial liabilities			
(i) Trade payables	15		
Due to Micro and small enterprises		29	195
Due to others		33,601	3,24,638
(ii) Lease liabilities		5,595	
(iii) Other financial liabilities	16	7,376	7,234
(b) Other current liabilities	17	8,874	18,864
(c) Provisions	18	12,853	12,517
(d) Current tax liabilities (net)		13,260	10,357
Total current liabilities		81,588	3,73,805
TOTAL EQUITY AND LIABILITIES		8,86,437	10,52,566
Corporate information and material accounting policies Accompanying notes form an integral part of the financial statements	1-44		

As per our report attached
Sharp & Tannan
Chartered Accountants
Firm's registration no. 109982W
by the hand of

For and on behalf of the Board of Directors of
L&T Thales Technology Services Private Limited

Firdosh D. Buchia
Partner
Membership no. 38332

Rajeev Gupta
Director
DIN NO. 06782710

Ashish Saraf
Director
DIN NO. 07924215

Place: Faridabad
Date: April 23, 2024

Place: Mumbai
Date: April 23, 2024

Place: Delhi
Date: April 23, 2024

L & T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON MARCH 31, 2024

	Particulars	Note No.	Year ended	Year ended
			31-03-2024	31-03-2023
			Rupees in thousands	Rupees in thousands
I.	Revenue from operations	19	6,84,614	11,74,038
II.	Other income	20	26,908	31,739
III.	TOTAL REVENUE		7,11,522	12,05,777
IV.	Expenses:			
	(a) Employee benefit expenses	21	1,18,553	85,011
	(b) Depreciation and amortisation expenses		6,454	2,217
	(c) Other expenses	22	4,50,493	8,96,381
	(d) Finance costs	23	2,125	-
	TOTAL EXPENSES		5,77,625	9,83,609
V.	PROFIT BEFORE TAX (III - IV)		1,33,897	2,22,168
VI.	Tax expense :			
	(a) Current tax		33,887	56,125
	MAT credit		-	-
	(b) Deferred tax		486	965
	TOTAL TAX EXPENSE	24	34,373	57,090
VII.	PROFIT FOR THE YEAR (V - VI)		99,524	1,65,078
VIII.	Other comprehensive income, net of taxes			
(A)	Items that will not be reclassified to the statement of profit and loss			
	Remeasurement of the defined benefit plans		2,730	(1,724)
	Income tax on items that will not be reclassified to the statement of profit and loss		-	440
IX.	TOTAL COMPREHENSIVE INCOME, NET OF TAXES		1,02,254	1,63,794
X.	EARNING PER EQUITY SHARE	25		
	Basic - Rupee		48.43	80.33
	Diluted - Rupee		48.43	80.33
	Face value per equity share		10.00	10.00

As per our report attached
Sharp & Tannan
Chartered Accountants
Firm's registration no. 109982W
by the hand of

For and on behalf of the Board of Directors of
L&T Thales Technology Services Private Limited

Firdosh D. Buchia
Partner
Membership no. 38332

Rajeev Gupta
Director
DIN NO. 06782710

Ashish Saraf
Director
DIN NO. 07924215

Place: Faridabad
Date: April 23, 2024

Place: Mumbai
Date: April 23, 2024

Place: Delhi
Date: April 23, 2024

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED ON MARCH 31, 2024

	Particulars	Year ended 31-03-2024	Year ended 31-03-2023
		Rupees in thousands	Rupees in thousands
A.	Cash flow from operating activities		
	Profit before tax	1,33,897	2,22,168
	Adjustments to reconcile profits for the year to net Cash generated from Operating Activities:		
	Depreciation and amortisation	6,454	2,217
	Interest received	(123)	(123)
	Interest paid	2,125	
	(Profit)/loss on sale of fixed assets	123	
	Dividends received from current investments	(27,067)	(19,667)
	Unrealized foreign exchange (gain)/loss	554	(1,635)
	Operating profit before working capital changes	1,15,963	2,02,960
	Changes in working capital		
	(Increase)/decrease in trade receivables and unbilled revenue	1,39,554	(48,398)
	(Increase)/decrease in other assets	24,357	(1,14,163)
	Increase/(decrease) in trade & other liabilities	(2,71,610)	1,50,410
	(Increase)/decrease in working capital	(1,07,699)	(12,151)
	Cash generated from operations	8,264	1,90,809
	Direct taxes paid (net of refunds)	(34,524)	(72,364)
	Net cash used in / from operating activities (A)	(26,260)	1,18,445
B.	Cash flow from investing activities		
	Purchase of property, plant and equipment	(39,289)	(165)
	Sale of property, plant and equipment	123	-
	(Purchase)/ sale of current investments (net)	(13,998)	(64,496)
	Gain / (loss) sale of current investments	17,774	18,613
	Interest received	395	230
	Net cash used in / from investing activities (B)	(34,995)	(45,818)
C.	Cash flow from financing activities		
	Proceeds from/(repayment of) borrowings (net)	-	-
	Interest paid	(2,125)	-
	Net cash used in / from financing activities (C)	(2,125)	-
	Net (decrease) / increase in cash and cash equivalents (A+B+C)	(63,380)	72,627
	Cash and cash equivalents at the beginning of the year	84,672	12,045
	Exchange differences on translation of foreign currency cash and cash equivalents		
	Cash and cash equivalents at end of year	21,292	84,672

Notes:

- The above Cash Flow Statement has been prepared under "Indirect Method" as set out in Ind AS- 7 on "Statement of Cash Flows" notified under section 133 of the Act read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.
- Cash and cash equivalents included in cash flow statement comprise the following :

	As at 31-03-2024	As at 31-03-2023
Cash and cash equivalents disclosed under current assets	18,242	81,623
Add: Other bank balances disclosed under non-current assets	3,124	3,396
Less: Accrued interest included in other bank balances disclosed under non-current assets	(74)	(347)
	21,292	84,672

As per our report attached
Sharp & Tannan
Chartered Accountants
Firm's registration no. 109982W
by the hand of

For and on behalf of the Board of Directors of
L&T Thales Technology Services Private Limited

Firdosh D. Buchia
Partner
Membership no. 38332

Rajeev Gupta
Director
DIN NO. 06782710

Ashish Saraf
Director
DIN NO. 07924215

Place: Faridabad
Date: April 23, 2024

Place: Mumbai
Date: April 23, 2024

Place: Delhi
Date: April 23, 2024

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
 STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2024

A. Equity share capital

Particulars	31-03-2024		31-03-2023	
	Number of shares	Rupees in thousands	Number of shares	Rupees in thousands
Issued, subscribed and fully paid up equity shares outstanding at the beginning of the year	20,54,989	20,550	20,54,989	20,550
Add/(Less): Shares issued on exercise of employee stock options during the year	-	-	-	-
Add/(Less): Reorganization of share capital, reduction of face value	-	-	-	-
Add/(Less): Fresh issue of equity shares	-	-	-	-
Issued, subscribed and fully paid up equity shares outstanding at the end of the year	20,54,989	20,550	20,54,989	20,550

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2024

B. Other equity

(Rupees in thousands)

	Other equity				Total equity attributable to equity holders of the Company
	Equity share capital	Reserves and Surplus		Other comprehensive income	
		Securities premium account	Retained earnings	Other items of other comprehensive income	
Balance as at 01-04-2022	20,550	72,751	4,15,396	6,270	4,94,417
Profit for the year	-	-	1,65,078	-	1,65,078
Other comprehensive income	-	-	-	(1,284)	(1,284)
Balance as at 31-03-2023	20,550	72,751	5,80,474	4,986	6,58,211
Balance as at 01-04-2023	20,550	72,751	5,80,474	4,986	6,58,211
Profit for the year	-	-	99,524	-	99,524
Other comprehensive income	-	-	-	2,730	2,730
Balance as at 31-03-2024	20,550	72,751	6,79,998	7,716	7,60,465

As per our report attached
Sharp & Tannan
Chartered Accountants
Firm's registration no. 109982W
by the hand of

For and on behalf of the Board of Directors of
L&T Thales Technology Services Private Limited

Firdosh D. Buchia
Partner
Membership no. 38332
Date: April 23, 2024

Rajeev Gupta
Director
DIN NO. 06782710
Date: April 23, 2024

Ashish Saraf
Director
DIN NO. 07924215
Date: April 23, 2024

NOTES FORMING PART OF FINANCIAL STATEMENTS

1. Corporate information

L&T Thales Technology Services Private Limited (“the Company”) is a private company incorporated and domiciled in India and has its registered office at RMZ One Paramount, Campus 10, 3rd Floor, A Wing, No. 110, Mount Poonamallee High Road, Porur, Chennai - 600116.

The Company is engaged in the business of software development mainly for in-flight entertainment systems (IFE), ground transportation solutions (GTSC), flight management systems (FMS), air traffic management systems (ATM) etc.

2. Material accounting policies

a) Statement of compliance

The Company’s financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 (“the Act”) and the Indian Accounting Standards (“Ind AS”) notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended, issued by the Ministry of Corporate Affairs under section 133 of the Act. In addition, the guidance notes/announcements issued by the Institute of Chartered Accountants of India (ICAI) are also applied except where compliance with other statutory promulgations require a different treatment.

The financial statements of the Company for the year ended March 31, 2024 were approved for issue by the Board of Directors on April 23, 2024.

b) Basis of accounting

These financial statements have been prepared on an accrual basis following the historical cost convention, except for certain financial instruments which are measured at fair values at the end of each reporting year, as explained in the accounting policies below.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto used.

c) Use of estimates and judgements

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

d) Revenue recognition

(i) Revenue from operations

Revenue is recognised upon transfer of control of promised services to customers in an amount that reflects the consideration which the Group/Company expects to receive in exchange for those services:

a. Revenue from contracts which are on time and material basis are recognized when services are rendered, and related costs are incurred.

b. Revenue from fixed-price contracts where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. Percentage of completion is determined based on project costs incurred to date as a percentage of total estimated project costs required to complete the project. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity.

c. Revenues in excess of invoicing are classified as contract assets (unbilled revenue) while invoicing in excess of revenues are classified as contract liabilities (unearned revenue).

d. Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company presents revenue net of discounts, collection charges, indirect taxes and value-added taxes in its statement of profit and loss.

The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how the customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date as per contract.

(ii) **Other income**

A. Interest income is accrued on a time basis by reference to the principal outstanding and the effective interest rate.

B. Other items of income are accounted for as and when the right to receive arises and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

e) **Employee benefits**

i. **Short term employee benefits**

All employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits. The benefits like salaries, wages, and short term compensated absences and performance incentives are recognized in the period in which the employee renders the related service.

ii. **Post-employment benefits**

a) **Defined contribution plan**

Retirement benefits in the form of provident fund are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the period when the contributions to the respective funds are made. There are no other obligations other than the contribution payable to the respective trusts.

b) **Defined benefit plans**

Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation made as at the balance sheet date.

iii. **Long term employee benefits**

The obligation for long term employee benefits like long term compensation absences is recognized in the similar manner as in the case of defined benefit plans as mentioned in (ii) (b) above.

f) **Property, plant and equipment**

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment loss, if any. Depreciation is provided for property, plant and equipment on straight line basis so as to expense the cost over their estimated useful lives based on evaluation. The estimated useful lives and residual value are reviewed at the end of each reporting year, with the effect of any changes in estimate accounted for on a prospective basis.

Estimated useful life of the assets as per schedule II of the Companies Act 2013 and their estimated useful lives as per evaluation by the management is as follows:.

Category of asset	Useful life as per schedule II (in years)	Useful life adopted (in years)
Computers	3 - 6	3 - 5
Office equipment	5	1 - 4
Furniture and fixtures	10	10
Owned vehicles	6	7
Lab equipment	10	6 - 8

g) Intangible assets and amortisation

Intangible assets purchased are measured at cost or fair value as of the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Asset class	Useful life (years)
Computer software	3 - 5

h) Financial instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at their transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the transaction price measured on initial recognition of financial asset or financial liability.

Non-derivative financial assets

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets at amortised cost are represented by trade receivables, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

Non-derivative financial liabilities

Financial liabilities are initially recognised at transaction price, and subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within 1 year from balance sheet date, the carrying amount approximate fair value due to short maturity of these instruments.

i) Leases

Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors.

The Company records the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use asset. The Standard, however, does not require an entity to recognize assets and liabilities for (a) short- term leases (for a period of twelve months or less) and (b) leases of low value assets.

At the date of commencement of the lease, the Company recognizes a right-of-use asset (“ROU”) 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 recognizes 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 include these options when it is reasonably certain that they will be exercised.

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the Company’s operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. After considering current and future economic conditions, the Company has concluded that no changes are required to lease period relating to the existing lease contracts

The Company has elected not to apply the requirements of Ind AS 116 leases to short-term leases where lease term is 12 months or less and leases for which the underlying asset is of low value. The lease payments related to these leases are recognised as an expense.

j) Impairment of assets

a) Trade receivables

The Company assesses at each balance sheet date whether a financial assets or group of financial assets is impaired. In accordance with IndAS 109, the Company applies the expected credit loss (ECL) model for measurement and recognition of impairment loss. As a practical expedient, the Company uses a provision matrix to determine impairment loss on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of trade receivables. ECL impairment loss allowances (or reversal) recognized during the period is recognized as an expense/income respectively in the statement of profit and loss. Provision for ECL is presented as deduction from carrying amount of trade receivables.

b) Non-financial assets

Tangible and intangible assets

Property, plant and equipment and intangible assets (other than goodwill) are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. 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.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss

k) Foreign currencies

The functional currency of the Company is the Indian rupee (₹).

Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are translated at the exchange rate

prevailing on the balance sheet date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

l) Income-tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current income taxes

The current income tax expense includes income taxes payable by the Company.

Provision for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying units intend to settle the asset and liability on a net basis.

Deferred taxes

Deferred tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax asset is recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be 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.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

Deferred tax assets and liabilities are offset when the Company has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets include minimum alternative tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as a deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

The Company recognises interest levied related to income tax assessments in interest expenses.

m) Provisions, contingent liabilities and contingent assets

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation, if

- a) The Company has a present obligation as a result of a past event;
- b) A probable outflow of resources is expected to settle the obligation; and
- c) The amount of the obligation can be reliably estimated

Contingent liability is disclosed in the case of

- a) A present obligation arising from a past event when it is not probable that an outflow of resources will be required to settle the obligation; or
- b) A possible obligation unless the probability of outflow of resources is remote

Contingent assets are disclosed where an inflow of economic benefits is probable.

Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

n) Statement of cash flows

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

o) Earnings per equity share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average numbers of the equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

p) Operating cycle for current and non-current classification

Operating cycle for the business activities of the Company covers the duration of the project/contract/service and extends up to the realisation of receivables within the credit period normally applicable to the respective lines of business.

q) Borrowing costs

Borrowing costs include interest expense, bill discounting charges and exchange differences arising on foreign currency borrowings, to the extent they are regarded as an adjustment to interest costs.

All other borrowing costs are recognized in the statement of profit or loss in the period in which they are incurred.

3 PROPERTY, PLANT AND EQUIPMENT

(Rupees in thousands)

Particulars	Aircondition and refrigeration	Laboratory equipments	Electrical installations	Computers and servers	Office equipments	Furniture and fixtures	Cars	Total
Gross carrying value as on 01-04-2023		3,623		28,302	3,156	1,021	-	36,102
Additions during the year	873			5,128	49	511	1,135	7,696
Disposals during the year			172	-	2,280	973	-	3,425
Gross carrying value as on 31-03-2024	873	3,623	(172)	33,430	925	559	1,135	40,373
Depreciation								
Depreciation as on 01-04-2023		2,063		28,158	2,788	664	-	33,673
For the year	37	588		609	214	112	85	1,645
On deductions			172	-	2,280	727	-	3,179
Depreciation as on 31-03-2024	37	2,651	(172)	28,767	722	49	85	32,139
Net carrying value as on 31-03-2024	836	972	(0)	4,663	203	510	1,050	8,234
Net carrying value as on 31-03-2023	-	1,560		144	368	357	-	2,429

4 ROU - Office Premises

(Rupees in thousands)

Particulars	Right of Use	Total
Gross carrying value as on 01-04-2023	-	-
Additions during the year	31,594	31,594
Disposals during the year	-	-
Balance as on 31-03-2024	31,594	31,594
Depreciation		
Depreciation as on 01-04-2023	-	-
For the year	4,679	4,679
On deductions	-	-
Depreciation as on 31-03-2024	4,679	4,679
Net carrying value as on 31-03-2024	26,915	26,915
Net carrying value as on 31-03-2023	-	-

5 OTHER INTANGIBLE ASSETS

(Rupees in thousands)

Particulars	Specialized software	Total
Gross carrying value as on 01-04-2023	25,253	25,253
Additions during the year	-	-
Disposals during the year	-	-
Balance as on 31-03-2024	25,253	25,253
Amortisation		
Amortisation as on 01-04-2023	25,106	25,106
For the year	130	130
On deductions	-	-
Amortisation as on 31-03-2024	25,236	25,236
Net carrying value as on 31-03-2024	17	17
Net carrying value as on 31-03-2023	147	147

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
Notes forming part of accounts

6 OTHER FINANCIAL ASSETS

(Rupees in thousands)

Non-current	As at	As at
	31-03-2024	31-03-2023
Security deposits	2,485	-
Fixed deposits*	3,124	3,396
Forward contract receivable		
	5,609	3,396

* Fixed deposits are margin money deposits against bank guarantees

7 DEFERRED TAX ASSETS (NET)

(Rupees in thousands)

Description	DTL/(DTA)	Charge/(credit) to P&L	DTL/(DTA)
	As at 01.04.2023		As at 31.03.2024
Property, plant and equipment and other intangible assets	(1,725)	181	(1,544)
Provision against GST / Service tax receivables / recoverable	(10,203)	-	(10,203)
Unpaid statutory liabilities & provision for compensatory absences	(4,494)	(813)	(5,307)
Others	(3,858)	1,766	(2,092)
IND AS-116 impact	-	(648)	(648)
Total	(20,280)	486	(19,794)

8 OTHER NON CURRENT ASSETS

(Rupees in thousands)

Income tax receivable (net)	As at	As at
	31-03-2024	31-03-2023
	26,992	23,453
	26,992	23,453

9 INVESTMENTS

	(Rupees in thousands)			
	As at 31-03-2024	As at 31-03-2024	As at 31-03-2023	As at 31-03-2023
	Units	Amount	Units	Amount
Current investment				
Investment in mutual funds				
Quoted		-		-
Aditya Birla SunLife Liquid Fund - Direct - Growth	3,23,940	1,26,233	3,66,876	1,33,207
Nippon India Liquid Fund - Direct - Growth	10,435	61,658	12,761	70,273
SBI AMC - MF	2,093	7,911		
UTI AMC - MF	11,341	44,887		
Kotak AMC - MF	13,302	64,901		
Axis Liquid Fund - Direct - Growth	21,747	58,364	54,854	1,37,184
	3,82,858	3,63,954	4,34,491	3,40,664
Aggregate amount of quoted current investments and market value thereof:		As at 31-03-2024		As at 31-03-2023
Aggregate amount of quoted investment at cost		3,53,481		3,39,500
Aggregate amount of quoted investment at market value		3,63,954		3,40,664

10 TRADE RECEIVABLES

(Rupees in thousands)

As at 31-03-2024	As at 31-03-2023
---------------------	---------------------

Current

Unsecured, considered good	1,93,122	3,29,529
Less: Allowance for expected credit loss	(13,835)	(11,560)

1,79,287	3,17,969
-----------------	-----------------

Ageing of trade receivables

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 Year	1 -2 Years	2 - 3 Years	More than 3 Years	
(i) Undisputed Trade Receivables - Considered good	99,220	57,580	21,263	15,059	-	-	1,93,122
(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - Considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-	-
Total	99,220	57,580	21,263	15,059	-	-	1,93,122
Less : Loss Allowance	-	-	-	-	-	-	(13,835)
							1,79,287

11 CASH AND CASH EQUIVALENTS

(Rupees in thousands)

As at 31-03-2024	As at 31-03-2023
---------------------	---------------------

Balances with banks	303	81,623
Remittance in transit	17,939	-

18,242	81,623
---------------	---------------

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
Notes forming part of accounts

12 OTHER FINANCIAL ASSETS

	(Rupees in thousands)	
	As at 31-03-2024	As at 31-03-2023
Unbilled revenue	-	27
Less: ECL on unbilled revenue	-	(1)
	<u>-</u>	<u>26</u>
Advances to employees	910	15
Security deposits	1,933	5,838
	<u>2,843</u>	<u>5,879</u>

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
Notes forming part of accounts

13 OTHER CURRENT ASSETS

	(Rupees in thousands)	
	As at 31-03-2024	As at 31-03-2023
Unbilled revenue	1,85,599	1,52,228
Less: ECL on unbilled revenue	(12,738)	(3,485)
	<u>1,72,861</u>	<u>1,48,743</u>
Prepaid expenses	1,605	854
GST / Service tax recoverable (net of Service tax refund related provision)	60,031	1,06,052
Other receivables	53	1,077
	<u>61,689</u>	<u>1,07,983</u>
	<u><u>2,34,550</u></u>	<u><u>2,56,726</u></u>

14 SHARE CAPITAL

	(Rupees in thousands)	
	As at 31-03-2024	As at 31-03-2023
14.1 Authorised :		
2,500,000 equity shares of Rs.10 each	25,000	25,000
(31 March 2024 : 2,500,000 equity shares of Rs. 10 each)		
(01 April 2023 : 2,500,000 equity shares of Rs. 10 each)		
	<u>25,000</u>	<u>25,000</u>
14.2 Issued, subscribed and paid up		
2,054,989 equity shares of Rs.10 each	20,550	20,550
(31 March 2024 : 20,54,989 equity shares of Rs. 10 each)		
(01 April 2023 : 20,54,989 equity shares of Rs. 10 each)		
Total issued, subscribed and paid up capital	<u>20,550</u>	<u>20,550</u>

14.3 In the period of five years immediately preceding March 31, 2024:

Aggregate number and class of shares allotted as fully paid up pursuant to contract without payment being received in cash - Nil

Aggregate number and class of shares allotted as fully paid up by way of bonus shares - Nil

Aggregate number and class of shares bought back - Nil

14.4 Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares an pays dividend in Indian rupees.

14.5 Shares of the Company held by holding company

Equity shares	As at 31-03-2024		As at 31-03-2023	
	No. of shares	% Holding	No. of shares	% Holding
L&T Technology Services Limited	15,20,692	74%	15,20,692	74%
	<u>15,20,692</u>		<u>15,20,692</u>	

14.6 Shareholders holding more than 5% of equity shares as at the end of the year

Equity shares	As at 31-03-2024		As at 31-03-2023	
	No. of shares	% Holding	No. of shares	% Holding
L&T Technology Services Limited (Promoter)	15,20,692	74%	15,20,692	74%
Thales Services SAS, France (Promoter)	5,34,297	26%	5,34,297	26%
	<u>20,54,989</u>		<u>20,54,989</u>	

15 TRADE PAYABLES

	(Rupees in thousands)	
	As at 31-03-2024	As at 31-03-2023
Due to related parties	6,046	2,66,054
Micro and small enterprises	29	195
Due to others:		
Liability for revenue goods/services	25,317	56,064
Supplier ledger - revenue goods/services	2,238	2,520
	33,630	3,24,833

Ageing of trade payables:

Particulars	As at 31-03-2024						Total
	Unbilled	Not Due	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
As at 31-03-2024							
MSME	-	29	-	-	-	-	29
Others	-	32,923	-	-	-	678	33,601
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	-	32,952	-	-	-	678	33,630
As at 31-03-2023							
MSME	-	195	-	-	-	-	195
Others	-	3,23,960	-	-	-	678	3,24,638
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	-	3,24,155	-	-	-	678	3,24,833

16 OTHER FINANCIAL LIABILITIES

	(Rupees in thousands)	
	As at 31-03-2024	As at 31-03-2023
Other payables	176	34
Liability towards employee compensation	7,200	7,200
	7,376	7,234

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED

Notes forming part of accounts

17 OTHER CURRENT LIABILITIES

	(Rupees in thousands)	
	As at 31-03-2024	As at 31-03-2023
Unearned revenue	2,055	3,323
Other payables	6,819	15,541
	8,874	18,864

18 PROVISIONS

	(Rupees in thousands)	
	As at 31-03-2024	As at 31-03-2023
Provisions for employee benefits :		
Leave encashment	5,763	4,809
Gratuity unfunded plan	7,090	7,708
	12,853	12,517

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
Notes forming part of accounts

	(Rupees in thousands)	
	Year ended 31-03-2024	Year ended 31-03-2023
19 REVENUE FROM OPERATIONS		
Engineering and technology services	6,84,614	11,74,038
	6,84,614	11,74,038

20 OTHER INCOME

	(Rupees in thousands)	
	Year ended 31-03-2024	Year ended 31-03-2023
Foreign exchange gain / (loss)	(554)	11,441
Profit/(loss) on sales of fixed asset	(123)	-
Gain/(loss) from mutual fund investments measured at fair value	9,293	1,054
Bank interest received	123	123
Miscellaneous income	395	508
Net gain/(loss) on sale of investment	17,774	18,613
	26,908	31,739

	(Rupees in thousands)	
	Year ended 31-03-2024	Year ended 31-03-2023
21 EMPLOYEE BENEFIT EXPENSES		
Salaries including overseas staff expenses	1,08,600	78,750
Staff welfare	964	640
Contribution to provident and other funds	6,712	4,187
Provision for gratuity	2,277	1,434
	1,18,553	85,011

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
Notes forming part of accounts

(Rupees in thousands)

22 OTHER OPERATING EXPENSES

	Year ended 31-03-2024	Year ended 31-03-2023
Subcontracting and component charges	4,06,070	8,51,361
Cost of computer software	205	368
Travelling and conveyance	5,567	5,716
Rent and establishment expenses	6,275	10,663
Telephone, postage and other communication charges	1,260	1,871
Legal and professional charges	(4,536)	2,161
Repairs to buildings & machineries	10,013	4,892
Power and fuel	2,527	2,663
Equipment hire charges	57	49
Insurance charges	0	-
Rates & taxes	16	5,143
Bad debts written off	(585)	6,002
Allowances for doubtful debts on trade receivable	2,275	(10,202)
ECL on unbilled revenue	9,252	139
Overheads charged by group companies	9,732	9,732
Corporate social responsibility expenditure	3,900	3,800
Miscellaneous expenses	(1,535)	2,023
	4,50,493	8,96,381

23 FINANCE COST

(Rupees in thousands)

	Year ended 31-03-2024	Year ended 31-03-2023
Interest paid/payable - others	561	-
Finance cost -Office Premises	1,564	-
	2,125	-

24 PROVISION FOR TAXATION

	(Rupees in thousands)	
	Year ended 31-03-2024	Year ended 31-03-2023
Current tax	33,887	56,125
Deferred tax	486	965
	34,373	57,090

25 BASIC AND DILUTED EARNING PER EQUITY SHARE (EPS)

	(Rupees in thousands)	
	Year ended 31-03-2024	Year ended 31-03-2023
Basic and diluted EPS		
Profit after tax	99,524	1,65,078
Less: Dividend on preference shares	-	-
Less: Tax on dividend		
Profit attributable to equity shareholders	99,524	1,65,078
Weighted average no. of equity shares outstanding	20,54,989	20,54,989
Basic EPS - Rupees	48.43	80.33
Diluted		
Profit after tax	99,524	1,65,078
Less: Dividend on preference shares	-	-
Less: Tax on dividend	-	-
Profit attributable to equity shareholders	99,524	1,65,078
Weighted average no. of equity shares outstanding	20,54,989	20,54,989
Add - No. of potential equity shares	-	-
Number of shares considered as weighted average shares and potential shares outstanding	20,54,989	20,54,989
Diluted EPS - Rupees	48.43	80.33

26 Disclosure pursuant to Ind AS 115 “Revenue from contract with customers”:**a) Disaggregation of revenue**

The nature of contract impacts the method of revenue recognition and the contracts are classified as fixed-price contracts and time & material contracts.

i) Revenue by contract type

Particulars	(Rupees in thousands)	
	For year ended March 31, 2024	For year ended March 31, 2023
Fixed price contracts	6,24,806	7,19,408
Time and materials contracts	59,808	4,54,630
Total	6,84,614	11,74,038

ii) Refer Note 34 for disaggregation of revenue by geographical segments.

iii) The Company believes that this disaggregation best depicts how the nature, amount, timing of its revenues and cash flows are affected by industry, market and other economic factors.

b) Transaction price allocated to remaining performance obligation

i) The aggregate value of performance obligations that are completely or partially unsatisfied as of March 31, 2024, other than those meeting the exclusion criteria mentioned below in (ii), is Rs.2,51,328 thousand (PY: Rs. 4,17,228 thousand). Out of this, the Company expects to recognize 100% revenue within the next one year. Remaining performance obligation estimates are subject to change and are affected by several factors, including changes in the scope of contracts, periodic revalidations, and adjustments for currency.

ii) The Company has applied practical expedient and has not disclosed information about remaining performance obligations in contracts where the entity has the right to consideration that corresponds directly with the value of entity’s performance completed to date, typically those contracts where invoicing is on time and material basis.

c) Movement in contract balances

i) The Company classifies the right to consideration in exchange for deliverables as either a receivable or as unbilled revenue. Revenues in excess of billings is recorded as unbilled revenue and is classified as a financial asset for time and material jobs where right to consideration is unconditional upon passage of time. Unbilled revenue for fixed price contracts is classified as non financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

ii) Movement in contract asset and contract liability

Particulars	(Rupees in thousands)			
	For year ended March 31, 2024		For year ended March 31, 2023	
	Unbilled revenue	Advance from customer	Unbilled revenue	Advance from customer
Balance as of April 1, 2023	1,48,769	3,323	64,972	38,652
Revenue recognised during period	1,37,847	(3,323)	1,04,503	(38,652)
Invoiced during period	(1,04,503)	2,055	(20,567)	3,323
(Impairment)/reversal during period	(9,252)	-	(139)	-
Balance as of March 31, 2024	1,72,861	2,055	1,48,769	3,323

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
Notes forming part of accounts

(Rupees in thousands)

27 DETAILS OF PAYMENT TO AUDITORS

Payment to auditors

As auditor:

Statutory audit

593

593

Tax audit

133

133

Certification fees

- Other services including certification work

146

140

Re-imburement of expenses

-

-

872

866

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
Notes forming part of accounts

28 FAIR VALUE MEASUREMENTS

Financial instrument by category

	(Rupees in thousands)					
	As at 31-03-2024			As at 31-03-2023		
	FVPL	FVOCI	Amortised Cost	FVPL	FVOCI	Amortised Cost
Financial assets						
Investments						
-Equity investment						
-Mutual funds	3,63,954	-	-	3,40,664	-	-
-Bank fixed deposits		-	3,124		-	3,396
Trade receivables	-	-	1,79,287	-	-	3,17,969
Cash and cash equivalents	-	-	18,242	-	-	81,623
Other bank balances	-	-	-	-	-	-
Derivative financial assets	-	-		-	-	
Security deposits	-	-	4,418	-	-	5,838
Premium receivable on financial guarantee	-	-		-	-	
Loans - related parties	-	-	-	-	-	-
Advances - to employees	-	-	910	-	-	15
Other receivables	-	-	-	-	-	26
Total financials assets	3,63,954	-	2,05,981	3,40,664	-	4,08,867
Financial liabilities						
Borrowings	-	-	-	-	-	-
Trade payables	-	-	33,630	-	-	3,24,833
Liability - closed car/motor cycle scheme	-	-	-	-	-	-
Liability - computer scheme	-	-	-	-	-	-
LIC payable	-	-	-	-	-	-
Payable to employee	-	-	-	-	-	-
Other payables	-	-	176	-	-	34
Forward cover payable	-	-	-	-	-	-
Supplier ledger - capital goods/services	-	-	-	-	-	-
Liability towards employee compensation	-	-	7,200	-	-	7,200
Total financials liabilities	-	-	41,006	-	-	3,32,068

(i) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are determined. (Rupees in thousands)

Financial assets and liabilities measured at fair value - recurring fair value measurements	As at 31-03-2024				As at 31-03-2023			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Financial investment at FVPL	-	-	-	-	-	-	-	-
Mutual funds	3,63,954	-	-	3,63,954	3,40,664	-	-	3,40,664
Mutual funds - Dividend plan								
Total financials assets	3,63,954	-	-	3,63,954	3,40,664	-	-	3,40,664

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

There are no transfers between the levels during the year.

The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

(ii) Valuation technique used to determine fair value

Specific valuation technique used to value financial instruments include :

- * the use of quoted market prices or dealer quotes for similar instruments
- * the fair value of forward foreign exchange contracts and principal swap is determined using forward exchange rates at the balance sheet date.
- * the fair value of remaining financial instrument is determined using discounted cash flow analysis.

(iii) Valuation processes

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. The fair valuation of level 1 and level 2 classified assets and liabilities are readily available from the quoted prices in the open market and rates available in secondary market respectively. The valuation method applied for various financial assets and liabilities are as follows -

- * Quoted price in the primary market (NAV) considered for the fair valuation of the current investment i.e mutual fund. Gain/(loss) on fair valuation is recognised in Profit and Loss.
- * The carrying amounts of trade receivable, trade payable, cash and bank balances, short term loans and advances, statutory dues/receivable, short term borrowing, employee dues are considered to be the same as their fair value
- * The fair value of security deposit is calculated by discounting future cash inflows.

29 FINANCIAL RISK MANAGEMENT**Financial risk factors**

The Company is exposed to currency risk, credit/counter-party risk and liquidity risk.

Currency risk

The Company derives a substantial part of its revenues in foreign currency and also has significant subcontracting expenses in foreign currency on back to back basis. As a result, the Company has natural hedge for part of foreign currency exposure. The Company reviews the foreign currency exposure at regular intervals.

Credit/counter-party risk

The principal credit risk that the Company is exposed to is non-collection of trade receivables and late collection of receivables leading to credit loss. The risk is mitigated by reviewing creditworthiness of the prospective customers prior to entering into contract and post contracting, through continuous monitoring of collections by a dedicated team.

The Company reviews trade receivables on periodic basis and makes provision for doubtful debts if collection is doubtful. The Company also calculates the expected credit loss (ECL) for non collection and for delay in collection of receivables. The Company makes additional provision if the ECL amount is higher than the provision made for doubtful debts. In case the ECL amount is lower than the provision made for doubtful debts, the Company retains the provision made for doubtful debts without any adjustment.

The provision for doubtful debts including ECL allowances for non-collection of receivables and delay in collection, on a combined basis, was Rs. 13835 thousand as at March 31 2024 and Rs. 11,560 thousand as at March 31 2023. The movement in allowances for doubtful accounts comprising provision for both non-collection of receivables and delay in collection is as follows:

	(Rupees in thousands)	
	2023-24	2022-23
Opening balance of allowances for doubtful accounts	11,560	21,762
Allowances recognized (reversed)	2,275	(10,202)
Closing balance of allowances for doubtful accounts	13,835	11,560

The percentage of revenue from its top five customers is 96% for 2023-24 (94% for 2022-23).

Liquidity risk

The Company's treasury department monitors the cash flows and surplus funds are invested in non-speculative financial instruments that are usually highly liquid funds.

The Company has Nil borrowings as at March 31, 2024.

The contractual maturities of financial assets and financial liabilities as at March 31, 2024 is as follows:

(Rupees in thousands)			
Financial assets	Less than 1 year	More than 1 year	Total
Investments	3,63,954	-	3,63,954
Trade receivables	1,79,287	-	1,79,287
Other financial assets	2,843	-	2,843
Total	5,46,084	-	5,46,084

Financial liabilities	Less than 1 year	More than 1 year	Total
Borrowings	-	-	-
Trade payables	33,630	-	33,630
Other financial liabilities	7,376	-	7,376
Total	41,006	-	41,006

Sensitivity analysis of investments

Sensitivity impact on profit after tax and equity is calculated considering increase or decrease in net asset value (NAV) of mutual funds, with all other variables being constant.

Every 0.25% increase in NAV will increase the Company's net profit by Rs.910 thousand and increase the equity by the same amount. Conversely, every 0.25% decrease in NAV will negatively impact the Company's net profit by Rs.910 thousand and favourably impact the equity by the same amount.

30 TAX RECONCILIATION STATEMENT

A reconciliation of the income tax provision to the amount computed by applying the statutory income tax
(Rupees in thousands)

Particulars	2023-24	2022-23
Accounting profit before income tax	1,33,897	2,22,168
Corporate income tax rate	25.17%	25.17%
Tax at income tax rate	33,699	55,915
<i>Incomes exempted from taxation</i>		
Dividend Income	-	-
Others	-	-
<i>Non deductible tax expenses</i>		
Expenditure on exempt income	-	-
CSR expense	982	956
Others	(995)	(661)
First time recognition of deferred tax assets	-	-
Adjustment on account of change in effective rate used for deferred tax	-	-
Reversing impact of OCI considered last year	-	-
Tax on other comprehensive income	687	440
Adjustment on account of change in opening balance of tax WDV	-	-
Utilisation of brought forward tax losses	-	-
Total tax expense as per books of accounts	34,373	56,650

31 EMPLOYEE BENEFITS

i) Defined contribution plan

The Company has recognised INR 6,712 (PY Rs. 4,173) as provident fund contribution towards defined contribution plan as an expense in the statement of profit and loss.

ii) Defined benefit plan

a) The amounts recognised in balance sheet are as follows:

Particulars	(Rupees in thousands)	
	Gratuity plan	
	As at 31-03-2024	As at 31-03-2023
A. Present value of defined benefit obligation		
Wholly funded	-	-
Wholly unfunded	7,090	7,708
	7,090	7,708
Less: fair value of plan assets	-	-
Amount to be recognised as liability or (asset)	7,090	7,708
B. Amounts reflected in the balance sheet		
Liabilities	7,090	7,708
Assets	-	-
Net liability / (asset)	7,090	7,708

b) Amount recognized in the statement of profit and loss :

Particulars	(Rupees in thousands)	
	Gratuity plan	
	2023-24	2022-23
1 Current service cost	1,751	1,113
2 Interest cost	526	321
Total expense for the year included in employee benefit expense	2,277	1,434

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED

Notes forming part of accounts

c) Amount recorded in other comprehensive income :

(Rupees in thousands)

Particulars	Gratuity plan	
	As at 31-03-2024	As at 31-03-2023
1 Opening amount recognized in other comprehensive income	(6,341)	(8,065)
2 Remeasurement during the period due to		
Changes in financial assumptions	(175)	(452)
Changes in demographic assumptions	(134)	(94)
Experience adjustments	(2,421)	2,270
Closing amount recognized in OCI outside Profit and Loss Account	(9,071)	(6,341)

d) Reconciliation of net liability asset:
and closing balances thereof are as follows:

(Rupees in thousands)

Particulars	Gratuity plan	
	As at31-03-2024	As at31-03-2023
Opening net defined benefit	7,708	5,248
Expense charged to the statement of profit and loss	2,277	1,434
Amount recongnized outside the statement of profit and	(2,730)	1,724
Employer's contributions	(165)	(698)
Closing balance of the present value of defined benefit	7,090	7,708

e) Changes in the fair value of plan assets representing reconciliation of the opening and closing balances thereof are as follows:

Movement in benefit obligations :

(Rupees in thousands)

Particulars	Gratuity plan	
	As at 31-03-2024	As at 31-03-2023
Opening of defined benefit obligation	7,708	5,248
Transfer in/(out)		
Current service cost	1,751	1,113
Past service cost	-	-
Interest on defined benefit obligation	526	321
Remeasurements due to :		
Actuarial loss/(gain) arising from change in financial assumptions	(175)	(452)
Actuarial loss/(gain) arising from change in dem orgaphic assum ptions	(134)	(94)
Actuarial loss/(gain) arising on account of experience changes	(2,421)	2,270
Contribution by Plan Participants		
Benefits paid	(165)	(698)
Liabilities assumed / (settled)	-	-
Liabilities extinguished on settlements	-	-
Closing balance of the plan assets	7,090	7,708

L&T THALES TECHNOLOGY SERVICES PRIVATE LIMITED
Notes forming part of accounts

Sensitivity analysis :

Particulars	Gratuity plan	
	As at 31-03-2024	As at 31-03-2023
Impact of increase in 100 bps on DBO		
- Discount rate	-7.96%	-7.01%
- Salary escalation rate	7.82%	7.29%
Impact of decrease in 100 bps on DBO		
- Discount rate	9.07%	7.95%
- Salary escalation rate	-7.59%	-7.18%

f) Principal actuarial assumptions at the balance sheet date (expressed as weighted averages):

Particulars	As at 31-03-2024	As at 31-03-2023
1 Discount rate		
a) Gratuity plan	7.15%	7.30%
2 Salary growth rate	5.00%	5.50%
3 Attrition rate	0% to 26% for various age groups	0% to 27% for various age groups

g) The amounts pertaining to defined benefit plans for the current year are as follows:

Particulars	(Rupees in thousands)	
	As at 31-03-2024	As at 31-03-2023
Post retirement medical benefit plan (non funded)		
1 Defined benefit obligation	7,090	7,708
Gratuity plan		
1 Defined benefit obligation	7,090	7,708
2 (Surplus) / deficit	7,090	7,708

32 RELATED PARTY DISCLOSURE

(i) List of related parties which can exercise control:

Name	Relationship
Larsen and Toubro Limited	Ultimate Holding Company
L&T Technology Services Limited	Holding Company

(ii) List of related parties with whom there were transactions during the year:

Name	Relationship
Larsen and Toubro Limited	Ultimate Holding Company
L&T Technology Services Limited	Holding Company
Thales Services SAS, France	Associate Company
LTIMindtree Limited*	Fellow Subsidiary
L&T Energy Hydrocarbon Engineering Limited	Fellow Subsidiary

*During the FY 2022-23, Mindtree Limited was merged with Larsen & Toubro Infotech Limited as per order of National Company Law Tribunal. Pursuant to that, Name of Larsen & Toubro Infotech Limited it changed to LTIMindtree Limited. Transactions and balances of previous year are shown under LTIMindtree Limited.

(iii) Disclosure of related party transactions

(Rupees in thousands)

Transactions	31-Mar-24	31-Mar-23
Sale of services :		
Holding company	4,946	10,569
- L&T Technology Services Limited	4,946	10,569
Purchase of services :		
Holding company	3,92,894	7,52,345
- L&T Technology Services Limited	3,92,749	7,52,345
- Larsen & Toubro Limited	145	
Fellow subsidiaries	14,489	75,709
- LTIMindtree Limited	14,489	75,709
- Mindtree Limited	-	
Services availed by the Company :		
Holding company	10,226	10,231
- Larsen & Toubro Limited	-	
- L&T Technology Services Limited	10,226	10,231
Fellow subsidiaries	158	
- L&T Energy Hydrocarbon Engineering Limited	158	
Trade receivable :		
Holding company	3,719	2,744
- L&T Technology Services Limited	3,719	2,744
Associate company	-	-
- Thales Services SAS, France	-	-
Trade payable :		
Holding company	5,092	2,26,410
- Larsen & Toubro Limited	427	445
- L&T Technology Services Limited	4,665	2,25,965
Associate company	783	1,377
- Thales Services SAS, France	783	1,377
Fellow subsidiaries	171	38,267
- Mindtree Limited	-	-
- LTIMindtree Limited	-	38,267
- L&T Energy Hydrocarbon Engineering Limited	171	-

33 Disclosure pursuant to Ind AS 116 "Leases":

1 Classwise right of use assets (in our case it will be only office premise) (Rupees in thousands)

	As at 31-03-2024	As at 31-03-2023
Opening balance	-	-
Addition during the year	31,594	-
Depreciation during the year	4,679	-
FCTR Impact	-	-
Closing balance	26,915	-

2 Lease liability movement (Rupees in thousands)

	As at 31-03-2024	As at 31-03-2023
Opening balance	-	-
Addition during the year	31,594	-
Repayment during the year (lease payment towards lease liability)/ Total cash outflow for lease	2,165	-
FCTR Impact	-	-
Closing balance	29,429	-

3 Maturity analysis of lease liability (undiscounted) (Rupees in thousands)

	As at 31-03-2024	As at 31-03-2023
Less than 1 year	5,595	-
1 to 5 years	23,834	-
More than 5 years	-	-
Total	-	-
Closing balance	29,429	-
Current liability	5,595	-
Non-current liability	23,834	-

4 Amount recognised in P&L account (Rupees in thousands)

	As at 31-03-2024	As at 31-03-2023
Interest on lease liability	1,564	-
Variable lease payments not included in measurement of lease liability	-	-
Income from sub-leasing	-	-
Rent expense - Short term lease	6,163	10,439
Rent expense - low value lease agreements	-	-

34 SEGMENT REPORTING**Business segments:**

As the Company's business activity primarily falls within a single primary business segment, viz engineering, programming and testing services, the disclosure requirements of IND AS 108 'Operating Segments' are not

Geographical segments:

Segmental reporting of revenues on the basis of the geographical location of the customers is as under:

(Rupees in thousands)

Particulars	North America	Europe	India	Rest of world	Total
Revenue by location of customers	3,14,340	2,01,869	1,68,405		6,84,614
	<i>7,74,807</i>	<i>1,46,372</i>	<i>2,52,859</i>	-	<i>11,74,038</i>

Numbers in italics are previous year numbers

Assets used and liabilities contracted for performing the Company's business have not been identified to any of the above reported segments as they are used inter-changeably among segments.

35 There are Rs. 29 thousands (PY - Rs. 195 thousands) - principal amount due to micro and small enterprises as defined in Micro, Small and Medium Enterprises Development Act, 2006. Dues to Micro and Small Enterprises as defined in Micro, Small and Medium Enterprises Development Act, 2006, have been determined to the extent such parties have been identified on the basis of information collected by the Management.

36 As per section 135 of the Act, a company meeting the applicability threshold, needs to spend atleast 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. Amount to be spent by the Company on CSR related activities during the year is Rs. 3,900 thousand (PY - Rs. 3,737 thousands). During the year, the Company has spent Rs. 3,900 thousands for skill development. (PY Rs. 3,800 thousands for environment).

37 The Company does not have any long-term contracts as on 31st March 2024 (PY Rs. Nil), including derivative contracts for which there are any material foreseeable losses.

38 There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as at March 31, 2024 (PY Rs. Nil).

39 Financial ratios:

Ratio	Formula considered	For year ended 31-03-2024	For year ended 31-03-2023	% Change
Current ratio *	Curren assets / Current liabilities	9.79	2.68	265%
Debt equity ratio	Debt / Total shareholder's equity	-	-	-
Debt service coverage ratio	EBIT / Debt	-	-	-
Return on equity #	PAT / Total average equity	14%	28%	-51%
Trade receivales turnover ratio #	Revenue from operation / Average trade receivable	2.8	4.0	-31%
Trade payable turnover ratio #	Adjusted expenses / Average trade payables	2.5	3.8	-35%
Net capital turnover ratio #	Revenue from operation / Average working capital	1.0	2.1	-53%
Net profit %	Profit after tax / Revenue from operations	15%	14%	3%
EBITDA %	EBITDA / Revenue from operations	17%	16%	3%
EBIT %	EBIT / Revenue from operations	16%	16%	-2%
Return on capital employed % #	PBIT / Average capital employed	18%	37%	-51%
Return on investment	Interest income / average investment	7.7%	6.4%	20%

* Payment to creditors has mainly contributed to the increase

The decrease is on account of overall business degrowth

- 40 Contingent Liability - Rs. Nil (PY Rs. Nil). The Company does not have any pending litigation having financial impact.
- 41 No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including
- 42 No funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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.
- 43 The Company has not declared or paid dividend during the year
- 44 Previous year's figures have been regrouped / reclassified wherever necessary.

As per our report attached
Sharp & Tannan
Chartered Accountants
Firm's registration No. 109982W
by the hand of

Firdosh D. Buchia
Partner
Membership no. 38332

Place: Faridabad
Date: April 23, 2024

For and on behalf of the Board of Directors of
L&T Thales Technology Services Private Limited

Rajeev Gupta
Director
DIN NO. 06782710

Place: Mumbai
Date: April 23, 2024

Ashish Saraf
Director
DIN NO. 07924215

Place: Delhi
Date: April 23, 2024

L&T Technology Services LLC

BOARD REPORT

Dear Members,

It is our pleasure to present the Board Report and Audited Accounts for the year ended March 31, 2024 of L&T Technology Services, LLC (the Company).

1. FINANCIAL RESULTS:

Particulars	2023-24	2022-23
	USD	USD
Total Income	143,549,393	140,726,650
Total Expenditure	135,949,765	130,934,751
Operating Profit/(Loss)	7,599,628	9,791,899
Add: Other Income	143,473	149,006
Less: Depreciation & Finance Costs	2,143,936	2,139,307
Profit / (Loss) before Tax	5,599,165	7,801,598
Less: Tax	1,426,652	2,041,650
Net Profit / (Loss) after Tax	4,172,513	5,759,948
Add: Balance b/f from previous year	17,784,601	12,024,653
Balance available for disposal which directors appropriate as follows:	21,957,114	17,784,601
Dividend	-	-
Transfer to Reserves	-	-
Balance to be carried forward	21,957,114	17,784,601

2. CAPITAL & FINANCE:

During the year under review, the Company has not issued any shares. The Company's borrowings stand at USD Nil as on March 31, 2024.

3. CAPITAL EXPENDITURE:

As at March 31, 2024, the gross fixed and intangible assets, including leased assets, stood at USD 50,345,556 and the net fixed and intangible assets, including leased assets, at USD 25,722,162. Capital Expenditure during the year amounted to USD 856,171.

4. STATE OF COMPANY AFFAIRS:

The gross sales and other income for the financial year under review were USD 143,549,393 as against USD 140,726,650 for the previous financial year registering an increase of 2.0%. The profit before tax from continuing operations including

extraordinary and exceptional items was USD 5,599,165 and the profit after tax from continuing operations including extraordinary and exceptional items of USD 4,172,513 for the financial year under review as against USD 7,801,598 and USD 5,759,948 respectively for the previous financial year, registering a decrease of 28.2% and 27.6% respectively.

5. SUBSIDIARY/ASSOCIATE/JOINT VENTURE COMPANIES:

During the financial year 2019-20, the Company had incorporated a subsidiary named L&T Technology Services (Canada) Limited, in which it is holding 100% stake.

During the financial year 2020-21, the Company acquired Orchestra Technologies Inc., in which it held a 100% stake. During the financial year 2023-24, Orchestra Technologies Inc. was amalgamated with the Company and the comparative amounts in the financials are restated for merger under common control transactions as per US GAAP.

Performance and Financial Position of subsidiaries:

Sr. No	Particulars	L&T Technology Services (Canada) Limited
	Currency	CAD
1.	Share capital	6,612
2.	Reserves	(378,353)
3.	Current liabilities	12,82,041
4.	Non-current liabilities	-
5.	Total equity and liabilities (1+2+3+4)	910,300
6.	Non-current assets	-
7.	Current assets	910,300
8.	Total assets (6+7)	910,300
9.	Investments included in current assets (7 above)	-
10	Cash flow from operating activities	(263,180)
11	Cash flow from investing activities	-
12	Cash flow from financing activities	-
13	Net increase in cash and cash equivalents (10+11+12)	(263,180)
14	Revenue from operations	271,496
15	Profit before taxation	(232,400)
16	Provision for taxation	-
17	Profit after taxation	(232,400)
18	% of share holding	100%

6. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED BY THE COMPANY:

The Company has not given loan/made investment/provided guarantee or security during the year under review.

7. AMOUNT TO BE CARRIED TO RESERVE:

As at March 31, 2024, the Company has not transferred any amount to reserves.

8. DIVIDEND:

The Company has not declared any dividend during the year under review.

9. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY, BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

There are no material changes affecting the financial position of the Company between the end of the financial year and the date of the report.

10. DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the year under review, there were no material and significant orders passed by the Regulators or Courts impacting the going concern status and the Company's operations in future.

11. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL APPOINTED/RESIGNED DURING THE YEAR:

Mr. Amit Chadha is the Manager who looks after the affairs of the Company.

12. IT SECURITY BREACH & SAFETY

The Company has implemented comprehensive IT security programs supported by latest technology and trained manpower to protect employees and assets, at its offices and plant, from such IT Security breaches/ cyber-attack.

During the Financial Year under review, no major security breaches or incidents have occurred. A comprehensive security risk assessment is carried out regularly and adequate security measures are implemented to cater to changing security scenario. The Company has implemented adequate IT security measures and processes to protect its personnel and assets.

13. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

The Meeting of the Company was held on March 29, 2024.

14. REPORTING OF FRAUDS:

The Auditors of the Company have not reported any fraud committed against the Company by its officers or employees.

15. FINANCIAL STATEMENTS:

The Auditors report to the shareholders does not contain any qualification, observation or adverse comment which has/have an adverse effect on the functioning of the Company.

16. AUDITORS:

M/s KNAV P.A. are the Auditors of the Company. They will continue to be Auditors of the Company for the ensuing financial year.

17. DIRECTORS RESPONSIBILITY STATEMENT:

The Board of Directors of the Company confirms:

- a) In the preparation of Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the local statutes for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the Annual Accounts on a going concern basis;
- e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and were operating effectively.

18. ACKNOWLEDGEMENT:

Your Members acknowledge the invaluable support extended by the Government authorities in United States of America and take this opportunity to thank them as well as the customers, supply chain partners, employees, Financial Institutions, Banks and all the various stakeholders for their continued co-operation and support to the Company.

For and on behalf of L&T Technology Services LLC

AMIT CHADHA

Manager

Place: Mumbai, India

Date: April 19, 2024

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

KNAV CPA LLP

Certified Public Accountants

One Lakeside Commons, Suite 850

990 Hammond Drive NE, Atlanta, GA 30328



America Counts on CPAs

Table of Contents

Independent Auditor's Report	3
Separate Parent Company Financial Statements	5
<i>Balance sheets.....</i>	<i>6</i>
<i>Statements of income.....</i>	<i>7</i>
<i>Statements of member's equity.....</i>	<i>8</i>
<i>Statements of cash flows</i>	<i>9</i>
Notes to Separate Parent Company Financial Statements	9

Independent Auditor's Report

The Member,
L&T Technology Services, LLC

Opinion

We have audited the accompanying separate parent company financial statements of L&T Technology Services, LLC ('the Company'), which comprise the balance sheets as of March 31, 2024, and March 31, 2023, and the related statements of income, member's equity, and cash flows for the years then ended, and the related notes to the separate parent company financial statements.

In our opinion, except for the effects of the matter described in the 'Basis for qualified opinion' section of our report, the accompanying separate parent company financial statements present fairly, in all material respects, the financial position of the Company as of March 31, 2024, and March 31, 2023, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for qualified opinion

As discussed in Note A.2 to the separate parent company financial statements, the Company reports investment in its wholly owned subsidiary L&T Technology Services (Canada) Limited on a cost basis. Accounting principles generally accepted in the United States of America require that all majority owned subsidiaries be accounted for as consolidated subsidiaries. If the financial statements of the subsidiary had been consolidated with those of the Company, total assets would have increased by \$675,580 and \$905,365, and; total liabilities would have increased by \$ 948,657 and \$ 1,008,245 as at March 31, 2024, and March 31, 2023, respectively; and member's equity would have decreased by \$273,077 and \$102,880 as of March 31, 2024, and March 31, 2023, respectively; and net income would have decreased by \$172,339 and increased by \$5,148, respectively, for the years then ended.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the separate parent company financial statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of management for the separate parent company financial statements

Management is responsible for the preparation and fair presentation of the separate parent company financial statements in accordance with accounting principles generally accepted in the United States of America and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of separate parent company financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate parent company financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the separate parent company financial statements are available to be issued.

KNAV CPA LLP

Certified Public Accountants

One Lakeside Commons, Suite 850, 990 Hammond Drive NE, Atlanta, GA 30328 T 1 678 584 1200 F 1 770 676 6082 E admin@knavcpa.com
2024-

Auditor's responsibilities for the audit of the separate parent company financial statements

Our objectives are to obtain reasonable assurance about whether the separate parent company 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 absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. 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. Misstatements, including omissions, are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the separate parent company financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the separate parent company financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the separate parent company financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the separate parent company financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

KNAV CPA LLP

Atlanta, Georgia
April 19, 2024

L&T Technology Services LLC
Separate Parent Company Financial Statements
March 31, 2024, and March 31, 2023

Separate Parent Company Financial Statements

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

Balance sheets*(All amounts in United States Dollars, unless otherwise stated)*

	As at	
	March 31, 2024	March 31, 2023
ASSETS		
Current assets		
Cash and cash equivalents	24,107,726	6,621,358
Accounts receivable, net	18,280,395	23,462,593
Due from related parties	705,842	2,756,101
Prepaid and other current assets	5,388,018	5,101,854
Total current assets	48,481,981	37,941,906
Property and equipment, net	1,445,688	1,922,576
Goodwill and other intangible assets, net	20,928,818	22,436,842
Operating lease right-of-use ("ROU") assets	3,347,656	3,597,767
Investment	5,000	5,000
Deferred tax assets	410,431	1,436,033
Other assets	105,385	96,159
Total assets	74,724,959	67,436,283
LIABILITIES AND MEMBER'S EQUITY		
Current liabilities		
Accounts payable	5,985,814	2,585,687
Due to related parties	683,736	407,179
Operating lease liability, current portion	804,609	1,026,461
Earn-out provision	1,385,324	4,901,625
Current portion of contingent consideration payable	337,884	-
Other current liabilities	15,025,351	9,421,755
Total current liabilities	24,222,718	18,342,707
Operating lease liability, non-current portion	2,535,127	2,594,697
Contingent consideration	-	2,704,278
Total liabilities	26,757,845	23,641,682
Member's equity		
Member's equity	26,010,000	26,010,000
Accumulated surplus	21,957,114	17,784,601
Total member's equity	47,967,114	43,794,601
Total liabilities and member's equity	74,724,959	67,436,283

(The accompanying notes are an integral part of these separate parent company financial statements)

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

Statements of income*(All amounts in United States Dollars, unless otherwise stated)*

	Year ended	
	March 31, 2024	March 31, 2023
Revenues	143,549,393	140,726,650
Total revenues	143,549,393	140,726,650
Operating expenses		
Cost of revenues	129,137,174	116,776,989
Selling, general and administrative expenses	9,847,686	10,394,248
Depreciation and amortization	2,143,936	2,139,307
Change in fair value of contingent consideration	(1,497,760)	335,750
Total operating expenses	139,631,036	129,646,294
Operating income	3,918,357	11,080,356
Earn-out (expense) reversal	(1,537,335)	3,427,764
Other income	143,473	149,006
Income before tax	5,599,165	7,801,598
Current tax expense	401,050	1,942,833
Deferred tax expense	1,025,602	98,817
Net income	4,172,513	5,759,948

(The accompanying notes are an integral part of these separate parent company financial statements)

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

Statements of member's equity*(All amounts in United States Dollars, unless otherwise stated)*

	Member's equity	Accumulated surplus	Total member's equity
Balance as at April 01, 2023	26,010,000	12,024,653	38,034,653
Net income for the year	-	5,759,948	5,759,948
Balance as at March 31, 2023	26,010,000	17,784,601	43,794,601
Balance as at April 01, 2024	26,010,000	17,784,601	43,794,601
Net income for the year	-	4,172,513	4,172,513
Balance as at March 31, 2024	26,010,000	21,957,114	47,967,114

(The accompanying notes are an integral part of these separate parent company financial statements)

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

Statements of cash flows*(All amounts in United States Dollars, unless otherwise stated)*

	Year ended	
	March 31, 2024	March 31, 2023
Cash flows from operating activities		
Net income	4,172,513	5,759,948
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation and amortization	2,143,936	2,139,307
Deferred tax expense	1,025,602	98,817
Allowance for bad debts	698,206	264,378
Change in fair value of contingent consideration	(1,497,760)	335,750
Earn-out (expense) reversal	(1,537,335)	3,427,764
Changes in current assets and liabilities		
Accounts receivable, net	4,483,992	(4,944,952)
Prepaid and other current assets	(286,163)	4,860,296
Other assets	(9,225)	235,944
Operating lease right of use asset and liability	(31,311)	46,606
Accounts payable	3,400,125	(2,095,474)
Related party balances	2,326,815	(4,265,203)
Other current liabilities	5,603,597	(301,857)
Earnout payments	(1,978,967)	(2,667,779)
Net cash provided by operating activities	18,514,025	2,893,545
Cash flows from investing activities		
Purchase of property and equipment	(159,023)	(1,540,895)
Contingent consideration paid	(868,634)	(851,081)
Net cash used in investing activities	(1,027,657)	(2,391,976)
Net increase in cash and cash equivalents	17,486,368	501,569
Cash and cash equivalents at the beginning of the year	6,621,358	6,119,789
Cash and cash equivalents at the end of the year	24,107,726	6,621,358
Supplemental cash flow information		
Income taxes paid	1,149,785	2,388,881

(The accompanying notes are an integral part of these separate parent company financial statements)

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

Notes to Separate Parent Company Financial Statements

(All amounts in United State Dollars, unless otherwise stated)

NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies applied in the preparation of the accompanying separate parent company financial statements is as follows:

1. *Organization and nature of operations*

L&T Technology Services, LLC (“the Company”) is a wholly owned subsidiary of L&T Technology Services Limited (“Holding Company” or “LTTS”), an India-incorporated publicly listed company. The Company was incorporated on June 26, 2014, as a limited liability company under the laws of the State of Illinois. The Company is engaged in providing engineering services which include Mechanical Design & Analysis, Embedded Engineering, Applied Engineering, and Manufacturing Consulting. On November 21, 2014, the Company acquired the business of Dell Product and Process Innovation Services Corp. On June 01, 2017, the Company acquired all issued and outstanding preferred and common stock of Esencia Technologies, Inc.

On August 20, 2019, the Company incorporated L&T Technology Services (Canada) Limited (“L&T Canada”), a private company in Canada. On September 21, 2020, the Company made a contribution of capital of \$5,000 in L&T Canada.

On October 2, 2020, the Company acquired all issued and outstanding common stock of Orchestra Technology, Inc. (“Orchestra”), a Company incorporated in Texas in 2006.

On October 1, 2021, Esencia was merged with the Company, and all the assets and liabilities were taken over by the Company. This transfer of the business has been accounted as per Accounting Standard Codification (“ASC”) 805-50 “Business Combination for entities under common control” for entities under common control, wherein the assets and liabilities of Esencia, have been transferred at historic carrying values.

On February 1, 2024, Orchestra was merged with the Company, and all the assets and liabilities were taken over by the Company. This transfer of the business has been accounted as per Accounting Standard Codification (“ASC”) 805-50 “Business Combination for entities under common control” for entities under common control, wherein the assets and liabilities of Orchestra, have been transferred at historic carrying values. Further, the results of operations of the acquired entity were consolidated retrospectively from the date of inception of common control.

2. *Basis of preparation*

- a) The accompanying separate parent company financial statements are prepared under the historical cost convention on the accrual basis of accounting in accordance with the accounting and reporting requirements of generally accepted accounting principles in the United States of America (“US GAAP”) to reflect the financial position, results of operation and cash flows of the Company. In these separate parent company financial statements, the Company reports investments in its wholly owned subsidiary, L&T Technology Services (Canada) Limited on a cost basis. Accounting principles generally accepted in the United States of America require that wholly owned and majority-owned subsidiaries be accounted for as consolidated subsidiaries. If the financial statements of the subsidiary had been consolidated with those of the Company, total assets would have increased by \$675,580 and \$905,365, and; total liabilities would have increased by \$ 948,657 and \$ 1,008,245 as at March 31, 2024, and March 31, 2023, respectively; and member’s equity would have decreased by \$273,077 and \$102,880 as of March 31, 2024, and March 31, 2023, respectively; and net income would have decreased by \$172,339 and increased by \$5,148, respectively, for the years then ended.

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

- b) The separate parent company financial statements presented are for the years ended March 31, 2024, and March 31, 2023.
- c) Certain reclassifications, regroupings, and reworking have been made in the separate parent company financial statements of the prior year to conform to the classifications used in the current year. These changes had no impact on previously reported net income, member's equity and the cash flows.

3. Estimates and assumptions

The preparation of these separate parent company financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the separate parent company financial statements and the results of operations during the reporting period. The important estimates made by the Company in preparing these separate parent company financial statements include those on the valuation of identified intangibles and goodwill, useful life of intangibles, property and equipment, impairment of other tangible, goodwill, intangible long-lived assets, revenue recognition, earn-out provision and provision for contingent consideration. The estimates are made using historical information and other relevant factors available to management. Management believes that the estimates used in the preparation of the separate parent company financial statements are prudent and reasonable. Actual results could differ from these estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods.

4. Investments

Investments are carried at cost. Acquisition-related expenditure, if any, is expensed in the same year as incurred.

5. Cash and cash equivalents

Cash and cash equivalents include current balances on bank accounts and highly liquid, short-term deposits with an original maturity of three months or less.

6. Expected credit loss

Prior to the Company's adoption of ASC 326, the accounts receivable balance was reduced by an allowance for doubtful accounts that was determined based on the Company's assessment of the collectability of customer accounts. Under ASC 326, accounts receivable are recorded at the invoiced amount, net of provision for chargebacks, discounts, and others, and provision for credit loss. The Company regularly reviews the adequacy of the provision for credit loss based on a combination of factors. In establishing any required allowance, management considers historical losses adjusted for current market conditions, the current receivables aging, current payment terms, and expectations of forward-looking loss estimates. Provision for credit loss was \$128,592, as of March 31, 2024, and allowance for doubtful accounts was \$436,279, as of March 31, 2023, and is classified within "Accounts receivable, net" in the balance sheets. See the "Recent accounting pronouncements adopted" section below for information on the adoption of ASU 2016-13, Financial Instruments - Credit Losses (Topic 326), Measurement of Credit Losses on Financial Instruments.

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

7. Revenue recognition

The core principle of FASB Accounting Standards Codification (“ASC”) 606 is that an entity recognizes revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

To achieve this core principle, the Company has applied the five-step process:

1. Identify the contract with a customer.
2. Identify the performance obligations in the contract.
3. Determine the transaction price.
4. Allocate the transaction price to performance obligations in the contract.
5. Recognize revenue when or as the Company satisfies a performance obligation.

The Company recognizes revenues when services are rendered to the customer for an amount, referred to as the transaction price, that reflects the consideration to which the Company is expected to be entitled in exchange for those services.

Revenues related to time-and-material contracts are recognized over the period the services are provided either using an input method such as labor hours, or a method that is otherwise consistent with the way in which value is delivered to the customer. Revenue related to fixed-price contracts is recognized as and when the performance obligations mentioned in the contracts are fulfilled and approved by the customer.

Contract balances

The timing of revenue recognition, invoicing, and cash collections results in billed receivables, contract assets, and contract liabilities on the Company balance sheet. Contract assets represent sales recognized in excess of billings related to work completed but not yet billed for which revenue is recognized over time. Contract assets are recorded as unbilled receivables. Contract liabilities are customer deposits for which revenue has not been recognized. Customer deposits are recorded as other current liabilities. When invoices are raised to the customer prior to completion of the performance obligation under the terms of a contract, a contract liability is recorded as deferred revenue. Contract liabilities are recognized as revenue after the performance obligation is completed and all revenue recognition criteria have been met.

Other income

Dividend income is recognized when the dividend is declared by the controlled entity or investee.

8. Property and equipment

Property and equipment are stated at cost less accumulated depreciation and impairment. The cost of items of property and equipment comprises the cost of purchase and other costs necessarily incurred to bring it to the condition and location necessary for its intended use.

The Company depreciates property and equipment over the estimated useful life using the straight-line method. Expenditures for maintenance and repairs are charged to expenses. Upon retirement or disposal of assets, the cost and accumulated depreciation are eliminated from the accounts, and the resulting gain or loss is credited to the statement of income. The estimated useful lives used to determine depreciation are

The estimated useful lives used to determine depreciation are:

Nature of assets	Estimated useful life of assets
Office equipment, furniture, and fixtures	7 to 10 years
Information technology equipment	6 months to 4 years

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

9. Impairment of long-lived assets

Long-lived assets, including certain identifiable intangible assets, to be held and used are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. Such assets are considered to be impaired if the carrying amount of the assets is higher than the future undiscounted net cash flows expected to be generated from the assets. The impairment amount to be recognized is measured by the amount by which the carrying value of the assets exceeds its fair value.

10. Business combinations, goodwill, and intangible assets

The Company accounts for goodwill and intangible assets in accordance with ASC 350, Intangibles – Goodwill and Other (“ASC 350”). ASC 350 requires that goodwill and other intangibles with indefinite lives should be tested for impairment annually or on an interim basis if events or circumstances indicate that the fair value of an asset has decreased below its carrying value.

Goodwill is tested for impairment at the reporting unit level on an annual basis and between annual tests if an event occurs or circumstances change that would more likely than not reduce the fair value of a reporting unit below its carrying value. The Company has adopted the provisions of Accounting Standards Update (“ASU”) 2017-04, “Intangibles -Goodwill and Other (Topic 350): Simplifying the Test for Goodwill Impairment” (“ASU 2017-04”). ASU 2017-04 eliminates the second step of the goodwill impairment test. For goodwill impairment tests, if the carrying value of a reporting unit exceeds its fair value, the Company will measure any goodwill impairment losses as the amount by which the carrying amount of a reporting unit exceeds its fair value, not to exceed the total amount of goodwill allocated to that reporting unit.

The Company amortizes intangible assets over their estimated useful lives unless such lives are determined to be indefinite. Amortizable intangible assets are amortized over their estimated useful lives in proportion to the economic benefits consumed in each period. Intangible assets with indefinite lives are tested at least annually for impairment and written down to fair value as required. The estimated useful lives of the amortizable intangible assets are as follows:

Nature of assets	Estimated useful life of assets
Customer relationship	4 years
Specialized software	6 years

11. Operating leases

At the inception of a contract, the Company assesses whether the contract is, or contains, a lease. The Company’s assessment is based on: (1) whether the contract involves the use of a distinct identified asset, (2) whether the Company obtains the right to substantially all the economic benefit from the use of the asset throughout the term of the contract, and (3) whether the Company has the right to direct the use of the asset. At the inception of a lease, the consideration in the contract is allocated to each lease component based on its relative standalone price to determine the lease payments.

Leases are classified as either finance leases or operating leases. A lease is classified as an operating lease if the following criteria are not met: (1) the lease transfers ownership of the asset by the end of the lease term, (2) the lease contains an option to purchase the asset that is reasonably certain to be exercised, (3) the lease term is for a major part of the remaining useful life of the asset or (4) the present value of the lease payments equals or exceeds substantially all of the fair value of the asset.

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

For all leases at the lease commencement date, a right-of-use (“ROU”) asset and a lease liability are recognized. The lease liability represents the present value of the lease payments under the lease. Lease liabilities are initially measured as the present value of the lease payments not yet paid, discounted using the discount rate for the lease at lease commencement. The lease liabilities are subsequently measured on an amortized cost basis. The lease liability is adjusted to reflect interest on the liability and the lease payments made during the period. Interest on the lease liability is determined as the amount that results in a constant periodic discount rate on the remaining balance of the liability.

The ROU asset represents the right to use the leased asset for the lease term. The ROU asset for each lease initially includes the amount of the initial measurement of the lease liability adjusted for any lease payments made to the lessor at or before the commencement date, accrued lease liabilities and any lease incentives received, or any initial direct costs incurred by the Company.

The ROU asset of operating leases is subsequently measured from the carrying amount of the lease liability at the end of each reporting period and is therefore equal to the carrying amount of lease liabilities adjusted for (1) unamortized initial direct costs, (2) prepaid/(accrued) lease payments and (3) the unamortized balance of lease incentives received.

Leases with a lease term of 12 months or less from the commencement date that do not contain a purchase option are recognized as an expense on a straight-line basis over the lease term.

Significant judgements:

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease if it is reasonably certain not to be exercised.

The Company has applied an incremental borrowing rate for computing lease liabilities based on the rate prevailing in different geographies.

12. Commitments and contingencies

Liabilities for loss contingencies arising from claims, assessments, litigation, fines, penalties, and other sources are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated. Legal costs incurred in connection with loss contingencies are expensed as incurred. Contingent liabilities are not recognized but disclosed in notes. Contingent assets are neither recognized nor disclosed.

13. Income taxes

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the separate parent company financial statements carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. A valuation allowance is recorded for deferred tax assets if it is more likely than not that some portion or all of the deferred tax assets will not be realized. ASC 740 also provides guidance on measurement, derecognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition. All deferred tax assets and liabilities, along with any related valuation allowance, is classified as non-current on the balance sheets.

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

The Company recognizes liabilities for uncertain tax positions based on a two-step process. The first step is to evaluate the tax position for recognition by determining if the weight of available evidence indicates it is more likely than not that the position will be sustained on audit, including resolution of related appeals or litigation processes, if any. The second step is to measure the tax benefit as the largest amount which is more than 50% likely of being realized upon ultimate settlement. The Company recognizes interest and penalties related to uncertain tax positions in the statements of income.

14. Advertising costs

Non-response advertising costs are presented as part of selling, general, and administrative expenses in the statements of income. Advertising costs are expensed as incurred.

15. Retirement and employee benefits

Contribution to defined contribution plans is charged to statements of income in the period in which they accrue.

16. Fair value measurements and financial instruments

Assets and liabilities recorded at fair value in the separate parent company financial statements are categorized based on the level of judgment associated with the inputs used to measure their fair value. Hierarchical levels that are directly related to the amount of subjectivity associated with the inputs to the valuation of these assets or liabilities are as follows:

- Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities that the Company has the ability to access as of the measurement date.
- Level 2 – inputs other than quoted prices included within Level 1 that are directly observable for the asset or liability or indirectly observable through corroboration with observable market data.
- Level 3 – unobservable inputs for the asset or liability only used when there is little if any, market activity for the asset or liability at the measurement date.

This hierarchy requires the Company to use observable market data, when available, and to minimize the use of unobservable inputs when determining fair value.

The Company's financial instruments consist of cash and cash equivalents, accounts receivable, accounts payable, borrowings under line of credit, and accrued liabilities. The estimated fair value of cash, accounts receivable, accounts payable, borrowings under the line of credit and accrued liabilities approximate their carrying amounts due to the short-term nature of these instruments. None of these instruments are held for trading purposes.

17. Recently adopted accounting pronouncements

In June 2016, the FASB issued ASU 2016-13, Financial Instruments - Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments. ASU 2016-13 requires measurement and recognition of expected credit losses for financial assets measured at amortized cost as well as certain off-balance sheet commitments (loan commitments, standby letters of credit, financial guarantees, and other similar instruments). The Company adopted ASU 2016-13 on April 1, 2023, using a modified retrospective approach. Results for reporting periods beginning April 1, 2023, are presented under ASC 326 while prior period amounts continue to be reported in accordance with previously applicable GAAP. The adoption of this standard did not have a material impact on the Company's separate parent company financial statements.

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

NOTE B - CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise of the following:

	As at March 31, 2024	As at March 31, 2023
Bank balance	24,107,726	6,621,358
Total	24,107,726	6,621,358

Cash balances on checking accounts and payroll accounts with the bank are insured by the Federal Deposit Insurance Corporation up to an aggregate of \$250,000 per depositor at each financial institution. The Company's non-interest-bearing cash balances may exceed federal insured limits.

NOTE C - ACCOUNTS RECEIVABLE, NET

Accounts receivable, net is as under:

	As at March 31, 2024	As at March 31, 2023
Due from customers	27,418,964	26,544,640
Less: allowances for doubtful debts	(128,592)	(436,279)
Less: Amount received against accounts receivable factoring*	(9,009,977)	(2,645,768)
Total	18,280,395	23,462,593

*During the year ended March 31, 2023, the Company entered into a factoring agreement with one of its bankers. As at March 31, 2024, and March 31, 2023, the factor has advanced a total of \$9,009,977 and \$2,645,768, net of fees. Finance charges for the year ended March 31, 2024, and March 31, 2023, amounted to \$228,972, and \$37,774, respectively, and have been recorded under 'Selling, general and administrative expenses' in the statements of income.

The movement in allowance for doubtful debts during the year is as under:

	Year ended March 31, 2024	Year ended March 31, 2023
Beginning balance	436,279	717,357
Less: Bad debts written off	(1,005,893)	(545,456)
Add: Provision during the year	698,206	264,378
Closing balance	128,592	436,279

NOTE D - PREPAID AND OTHER CURRENT ASSETS

Prepaid and other current assets comprise the following:

	As at March 31, 2024	As at March 31, 2023
Unbilled receivables	4,490,335	4,456,309
Prepaid expenses	209,047	178,705
Advance to vendors	185,308	466,840
Income tax receivable	460,290	-
Other current assets	43,038	-
Total	5,388,018	5,101,854

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

NOTE E - PROPERTY AND EQUIPMENT, NET

Property and equipment, net comprise the following:

	As at March 31, 2024	As at March 31, 2023
Information technology equipment	2,961,597	2,875,447
Office equipment, furniture, and fixtures	764,938	748,491
	3,726,535	3,623,938
Less: accumulated depreciation	2,280,847	1,701,362
Property and equipment, net	1,445,688	1,922,576

Depreciation for the year ended March 31, 2024, is \$635,912 (year ended March 31, 2023, \$625,752). During the years ended March 31, 2024, and March 31, 2023, the Company had retired a total of assets amounting to \$56,426 and \$10,509 (Accumulated depreciation- \$56,426 and \$10,509) for which no salvage value had been recovered.

NOTE F - GOODWILL AND OTHER INTANGIBLES, NET

Goodwill and other intangibles, net comprise of the following:

	As at March 31, 2024	As at March 31, 2023
Goodwill	20,165,838	2,0165,838
Customer relationships	20,134,802	20,134,802
Computer software	212,283	212,283
	40,512,923	40,512,923
Less: accumulated amortization	19,584,105	18,076,081
Goodwill and other intangibles, net	20,928,818	22,436,842

Amortization expense for the year ended March 31, 2024, is \$1,508,024 (year ended March 31, 2023, \$1,513,554).

The estimated future amortization expenses related to computer software are as follows:

Year ended March 31	Computer software	Customer relationships
2024	21,708	735,784
2025	5,488	

NOTE G - INVESTMENT

The following table presents a summary of the investment:

	As at March 31, 2024	As at March 31, 2023
Investment in L&T Technology Services, Canada at cost (wholly owned subsidiary)	5,000	5,000
Total	5,000	5,000

On February 01, 2024, Orchestra was merged with the Company, and all the assets and liabilities were taken over by the Company. When accounting for transfers of assets between entities under common control, using the provisions of ASC 805-50 Business Combinations, the entity that receives the net assets is required to measure the recognized assets and liabilities transferred at their carrying amounts in the accounts of the transferring entity at the date of the transfer. The schedule of assets and liabilities provided below represent the carrying values, belonging to the transferring entity, of the assets transferred and liabilities assumed by the buyer, L&T Technology Services, LLC.

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

Asset and liabilities purchased as a part of common control transaction:

	<u>Amount</u>
Assets transferred	
Goodwill	5,534,826
Customer relationships	993,867
Cash & cash equivalents	1,484,941
Accounts receivable	6,339,228
Property & equipment	75,768
Other current assets	621,237
Deferred taxes	593,812
Less: liabilities transferred	
Accounts payable	(1,724,276)
Other current liabilities	(5,479,155)
Net assets transferred	8,440,248

The transfer of the business has been accounted as per ASC 805-50 “Business Combinations” for entities under common control, wherein the assets and liabilities of Orchestra have been transferred at historic carrying values. Further, the results of operations of the acquired entity were consolidated retrospectively from the date of inception of common control.

NOTE H - OTHER ASSETS

Other assets consist of the following:

	<u>As at March 31, 2024</u>	<u>As at March 31, 2023</u>
Deposits	99,619	90,394
Other assets	5,765	5,765
Total	105,384	96,159

NOTE I - SHORT TERM LINE OF CREDIT

The Company has short-term line of credit with a bank, with a maximum permissible limit of \$15,700,000. The line of credit is guaranteed by L&T Technology Services Limited, Holding Company, and is valid up to September 30, 2024. Interest on the line of credit is at a LIBOR rate, payable monthly. During the year, the Company has not utilized the facility.

NOTE J - OTHER CURRENT LIABILITIES

Other current liabilities comprise the following:

	<u>As at March 31, 2024</u>	<u>As at March 31, 2023</u>
Employee benefits	127,445	165,269
Statutory liabilities	175,228	431,882
Provision for income tax	-	284,484
Provisions for expenses	11,290,444	8,222,065
Advance from customer	3,403,398	-
Deferred revenue	28,836	318,055
Total	15,025,351	9,421,755

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

NOTE K - CONTINGENT CONSIDERATION PAYABLE

On July 16, 2020, the Company and erstwhile shareholders of Orchestra entered into a stock purchase agreement. The stock purchase agreement, among other things, has the conditions connected to the earn-out consideration. The condition for earn-out consideration payment was based on certain annual minimum thresholds and financial targets. The Company has fair valued the amended contingent consideration at \$337,884 and \$2,704,278 as at March 31, 2024, and March 31, 2023, respectively. During the years ended March 31, 2024, and March 31, 2023, the Company made a payment of \$868,634, and \$851,081, respectively against the same.

NOTE L - EARN-OUT EXPENSES

In October 2020, the Company adopted a phantom stock plan to offer participation rights in a bonus plan to erstwhile shareholders and other employees (together referred to as “participants”). The Company delivered an award agreement to each participant designating the number of Class E, Class AB, Class I, and Class R phantom shares. Upon satisfaction of certain performance or service-based conditions, the Company will be required to make a payment of a certain amount to the holders of the said class of shares. As of March 31, 2024, the Company believes that certain conditions as mentioned in the plan will not be met and has recorded a reversal of expense of \$ 1,537,335, for the year ended March 31, 2024.

NOTE M - EMPLOYEE BENEFIT PLAN

The Company established a 401(k)-retirement plan (the “Plan”) for the benefit of its employees. As allowed under Section 401(k) of the Internal Revenue Code, the Plan provides for tax-deferred salary contributions for eligible employees. The Plan allows employees to contribute a percentage of their annual compensation to the Plan on a pre-tax and after-tax basis. Employee contributions are limited to a maximum annual amount as set periodically by the Internal Revenue Code. At its discretion, the Company may match pre-tax and after-tax employee contributions up to 100% of the first 3% and 50% of the next 2% of eligible earnings that are contributed by employees. Both, the employee contributions, and the Company’s matching contributions vest 100%, immediately. During the year ended March 31, 2024, and March 31, 2023, the Company contributed \$521,263 and \$377,964 towards the Plan, respectively.

NOTE N - REVENUE FROM CUSTOMER CONTRACTS

The following table presents revenue disaggregated by source of revenue:

	Year ended March 31, 2024	Year ended March 31, 2023
Services	140,392,361	140,726,650
Sale of license	3,157,032	-
Total	143,549,393	140,726,650

The following table presents revenue disaggregated by timing of recognition:

	Year ended March 31, 2024	Year ended March 31, 2023
Services transferred over time	140,392,361	140,726,650
Sale of license at a point in time	3,157,032	-
Total	143,549,393	140,726,650

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

Contract balances

The timing of revenue recognition, invoicing, and cash collections results in billed receivables, contract assets, and contract liabilities on the separate parent company balance sheets. Contract assets represent sales recognized in excess of billings related to work completed but not yet billed for which revenue is recognized over time. Contract assets are recorded as unbilled receivables. Unbilled receivables are typically generated from consulting contracts, which are billed upfront as a percentage of the total revenue, with the balance billed upon completion. Contract liabilities are customer deposits for which revenue has not been recognized. Customer deposits are recorded as other current liabilities. When consideration is received from a customer prior to transferring goods or services to the customer under the terms of a contract, a contract liability is recorded as deferred revenue. Contract liabilities are recognized as revenue after control of the goods and services are transferred to the customer and all revenue recognition criteria have been met.

	As at March 31, 2024	As at March 31, 2023
Unbilled receivables (contract assets)	4,490,335	4,456,309
Deferred revenue (contract liabilities)	28,836	318,055

NOTE O - INCOME TAX

The Company files a consolidated federal tax return as per regulations applicable to Chapter C corporations in the United States. The Company files combined state tax returns with its US subsidiaries in states where nexus is determined, and combined filing is required or permitted based on the state statutes. The Company approximates the amounts that would be reported if it was separately filing its tax return.

The components of the provision for income taxes are as follows:

	Year ended March 31, 2024	Year ended March 31, 2023
Current taxes		
Federal	(153,017)	1,478,564
State	554,067	464,269
Deferred taxes		
Federal	877,503	48,883
State	148,099	49,934
	1,426,652	2,041,650

The items accounting for the difference between income taxes computed at the federal statutory rate and the provision for income taxes are as follows:

	Year ended March 31, 2024	Year ended March 31, 2023
Income tax at federal rate	1,193,234	1,743,001
State tax, net of federal effect	600,126	406,478
Return to provision	(58,590)	43,034
Permanent differences	(308,118)	81,468
Others	-	(232,331)
Total	1,426,652	2,041,650

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. Significant components of the Company's net deferred income taxes are as follows:

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

	As at March 31, 2024	As at March 31, 2023
<i>Non-current deferred tax liabilities</i>		
Property and equipment	(368,482)	(498,477)
Acquired goodwill	(614,249)	(512,699)
Intangible other than goodwill	(507,498)	(857,192)
Total deferred tax liabilities	(1,490,229)	(1,868,368)
<i>Non-current deferred tax assets</i>		
Identified intangibles	491,776	544,890
Net operating losses	-	21,260
Provision for rebate	54,003	19,746
Provision for bad debts	35,234	112,582
Net operating losses	587,823	1,053,336
Operating lease adjustments	105,531	73,847
Research & development	80,661	80,661
Accrued expenses	545,632	1,398,079
Total	1,900,660	3,304,401
Less: valuation allowance	-	-
Total deferred tax assets	1,900,660	3,304,401
Net deferred taxes, before valuation allowance	1,024,680	1,948,732
Deferred tax liability - Goodwill	(614,249)	(512,699)
Net deferred taxes	410,431	1,436,033
<i>Components of net deferred taxes</i>		
Net deferred tax asset	1,024,680	1,948,732
Deferred tax liability - Goodwill	(614,249)	(512,699)
Total	410,431	1,436,033

Realization of net deferred tax assets is dependent upon the generation of sufficient taxable income in future years, benefit from the reversal of taxable temporary differences and tax planning strategies. Management assesses the available positive and negative evidence to estimate whether sufficient future taxable income will be generated to permit the use of the existing deferred tax assets. The amount of net deferred tax assets considered realizable is subject to adjustment in future periods if estimates of future taxable income change.

Based on the profitability for the prior year and the current year, the management believes that it is more likely than not that the deferred tax assets will be realized during the foreseeable future and the Company has recognized net deferred tax assets of \$ 410,431 and \$1,436,031 as at March 31, 2024 and March 31, 2023, respectively.

The Company has federal NOLs subject to IRC section 382 limitation of \$ 2,799,158 as at March 31, 2024.

The Company has no state net operating loss carryforwards on March 31, 2024, and March 31, 2023.

Accounting for uncertain tax position

The Company recognizes the benefit of a tax position only after determining that the relevant tax authority would more likely than not sustain the position following an audit. For tax positions meeting the more-likely-than-not threshold, the amount recognized in the financial statements is the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement with the relevant tax authority. The Company has no unrecognized tax positions as at March 31, 2024, and March 31, 2023.

The tax years 2020 through 2022 remain subject to examination by the taxing authorities.

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

NOTE P - RELATED PARTY TRANSACTIONS

Where control exists

No.	Name of the party	Nature of relationship
1	L&T Technology Services Limited	Holding company
2	Larsen & Toubro Limited	Ultimate holding company
3	LTI Mindtree Limited	Group company
4	L&T Technology Services (Canada) Limited	Wholly owned subsidiary
5	L&T Technology Services (Shanghai) Co. Limited	Subsidiary of the holding company

The Company had transactions in the ordinary course of business with the following related parties:

	March 31, 2024	March 31, 2023
L&T Technology Services Limited		
<i>Transactions during the year</i>		
- Corporate guarantee charges*	102,050	45,385
- Expenses paid by the holding company on Company's behalf	1,198,768	878,071
- Expenses paid by the Company on behalf of the holding company	1,143,010	235,333
- Services availed by the Company	3,493,429	328,532
- Services rendered by the Company	244,216	-
- Sub-contracting expenses	13,269,262	17,191,620
- Sub-contracting revenue	16,482,974	20,585,867
- Seat cost charge incurred by Company	-	94,574
<i>Balance</i>		
- Receivable as at	705,842	2,602,646
Larsen & Toubro Limited		
<i>Transactions during the year</i>		
- Performance guarantee charges**	36,000	36,000
- Expenses paid by ultimate holding company on Company's behalf	136,036	47,767
<i>Balance</i>		
- Receivable as at	-	149,771
- Payable as at	144,987	-
LTI Mindtree Limited (formerly known as "L&T Infotech Limited")		
<i>Transactions during the year</i>		
- Expenses incurred on behalf of the Company	23,390	31,186
- Expenses incurred by group company on our behalf	17,107	8,404
- Sub-contracting expenses	179,630	-
<i>Balance</i>		
- Receivable as at	-	3,684
- Payable as at	48,699	-
L&T Technology Services (Canada) Limited		
<i>Transactions during the year</i>		
- Expenses paid by the Company on behalf of the holding company	1,433	-

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

L&T Technology Services (Shanghai) Limited

Transactions during the year

- Sub-contracting charges incurred by the Company	82,870	214,020
Balance		
- Payable as at	490,050	407,179

*Corporate guarantee for line of credit: This is charged by L&T Technology Services Limited for guarantee provided and for arranging line of credit for the Company.

**Performance guarantee for customer contract: Under one of the customer contracts, performance guarantee is provided by Larsen & Toubro Limited on behalf of the Company.

NOTE Q - LEASES

General description of the lease

The Company facilities and office space under operating leases which have non-cancellable terms.

Non-lease components: Leases that contain non-lease components are accounted for as a single component and recorded on the balance sheet for certain asset classes including equipment. Non-lease components include, but are not limited to, common area maintenance and service arrangements.

Package of practical expedients: The Company will not reassess whether any expired or existing contracts are leases or contain leases, the lease classification for any expired or existing leases or any initial direct costs for any expired or existing leases as of the transition date.

Additional transition method: The Company adopted the standard using a modified retrospective approach, applying the standard's transition provisions at the beginning of the period of adoption and maintain previous disclosure requirements for comparative periods.

The Company used the following policies and/or assumptions in evaluating the lease population:

Lease determination: The Company considers a contract to be or to contain a lease if the contract conveys the right to control the use of identified property, plant, or equipment (an identified asset) for a period of time in exchange for consideration.

Discount rate: When the lease contracts do not provide a readily determinable implicit rate, the Company uses the estimated incremental borrowing rate based on information available at the inception of the lease. The discount rate is determined by asset class.

Variable payments: The Company includes payments that are based on an index or rate within the calculation of right of use leased assets and lease liabilities, initially measured at the lease commencement date. There are variable payments in the nature of origination fees for office equipment, machinery and equipment and therefore are not treated as a part of lease payments.

Purchase options: Certain leases include options to purchase the office equipment. The depreciable life of assets are limited by the expected lease term unless there is a transfer of title or purchase option reasonably certain of exercise.

Renewal options: Most leases include one or more options to renew, with renewal terms that can extend the lease term from one or more years. The exercise of lease renewal options is at the Company's sole discretion.

Residual value guarantees, restrictions, or covenants: The lease agreements do not contain any material residual value guarantees or material restrictive covenants.

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

Short-term leases: Leases with an initial term of 12 months or less are not recorded on the balance sheet; the Company recognizes lease expense for these leases on a straight-line basis over the lease term and expense the associated operating lease costs to administrative expenses on the statements of income.

The table below presents the classification of the leasing assets and liabilities.

Leases	Financial statements classification	As at March 31, 2024	As at March 31, 2023
Assets			
Operating lease right-of-use assets	Non-current asset	3,347,656	3,597,767
Liabilities			
Operating lease liabilities	Non-current liabilities	2,535,127	2,594,697
	Current liabilities	804,609	1,026,461
		3,339,736	3,621,158

The components of total lease cost are as follows:

	For the year ended March 31, 2024	For the year ended March 31, 2023
Right of use asset amortization	947,258	869,920
Interest expenses	147,892	178,841
Total	1,095,150	1,048,761

The Company facilities and office space under operating leases which have non-cancellable terms through October 2028. Generally, the leases have optional renewal clauses to extend the terms of the various leases for periods ranging from 5 to 10 years, at the discretion of the Company. Future minimum payments under non-cancelable operating leases are as follows:

Year ended March 31	Amount (\$)
2025	849,612
2026	666,028
2027	634,864
2028	533,300
2029	338,966
2030	240,600
2031	240,600
2032	260,650
Total minimum lease payments	3,764,620
Less: imputed interest	(424,884)
Operating lease liabilities	3,339,736

	Year ended March 31, 2024
Weighted average remaining lease terms (years) – operating leases	3.1 years
Weighted average – discount rate	4.1%

L&T Technology Services LLC

Separate Parent Company Financial Statements

March 31, 2024, and March 31, 2023

NOTE R - RISKS AND UNCERTAINTIES

The Company's future results of operations involve a number of risks and uncertainties. Factors that could affect the Company's future operating results and cause actual results to vary materially from expectations include, but are not limited to: deterioration in general economic conditions; the Company's ability to effectively manage operating costs and increase operating efficiencies; declines in sales; competitive factors, including but not limited to pricing pressures; technological and market changes; the ability to attract and retain qualified employees and the Company's ability to execute on its business plan.

NOTE S - SUBSEQUENT EVENTS

The Company evaluated all events and transactions that occurred after March 31, 2024, up through the date the separate parent company financial statements are available to be issued. Based on the evaluation, the Company is not aware of any events or transactions that would require recognition or disclosure in the separate parent company financial statements

L&T Technology Services PTE. LTD.
BOARD'S REPORT

Dear Members,

The Directors have pleasure in presenting their Board's report and Management Certified Accounts for the year ended March 31, 2024.

1. FINANCIAL RESULTS:

Particulars	2023-24	2022-23
	SGD	SGD
Total Income	-	-
Total Expenditure	20,299	22,504
Operating Profit/(Loss)	(20,299)	(22,504)
Add: Interest Income	-	-
Less: Finance Costs	-	-
Profit/(Loss) before Tax	(20,299)	(22,504)
Less: Tax	(1,797)	-
Net Profit/(Loss) after Tax	(18,502)	(22,504)
Add: Balance b/f from previous year	11,415	33,919
Balance available for disposal which directors appropriate as follows	(7,087)	11,415
Balance to be carried forward	(7,087)	11,415

2. CAPITAL & FINANCE:

During the year under review, the Company has not issued any shares. There was no loan outstanding as on March 31, 2024.

3. CAPITAL EXPENDITURE:

As at March 31, 2024, the gross fixed and intangible assets including leased assets, stood at SGD Nil and the net fixed and intangible assets, including leased assets, at SGD Nil. Capital Expenditure during the year amounted to Nil.

4. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED BY THE COMPANY:

The Company has not given loan/made investment/provided guarantee or security during the year under review.

5. STATE OF COMPANY AFFAIRS:

The gross sales and other income for the financial year under review were SGD Nil as

against SGD Nil for the previous financial year registering an increase of Nil%. The (loss) before tax from continuing operations including extraordinary and exceptional items was SGD (20,298) and the (loss) after tax from continuing operations including extraordinary and exceptional items was SGD (18,502) for the financial year under review as against SGD (22,504) and SGD (22,504) respectively for the previous financial year registering an increase of 9.8% and 17.8% respectively.

6. AMOUNT TO BE CARRIED TO RESERVE:

As at March 31, 2024, the Company has not transferred any amount to reserves.

7. DIVIDEND:

The Board of Directors has not declared any dividend for the financial year under review.

8. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY, BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

There are no material changes affecting the financial position of the Company between the end of the financial year and the date of the report.

9. DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the year under review, there were no material and significant orders passed by the Regulators or Courts impacting the going concern status and the Company's operations in future.

10. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL APPOINTED/RESIGNED DURING THE YEAR:

During the year under review, Mr. Amos Tan Bin Jie ceased to act as the Director of the Company with effect from November 6, 2023.

The Board places on record its appreciation for the services rendered by Mr. Amos Tan Bin Jie during his tenure as Director of the Company.

During the year under review, Mr. Choa Jer Hau was appointed as the Director of the Company w.e.f. November 6, 2023.

The current Directors of the Company are Mr. Rajeev Gupta, Mr. Abhishek Sinha, Mr. Giri K. K. and Mr. Choa Jer Hau.

11. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

During the year under review 1 meeting was held on March 22, 2024.

12. DIRECTORS RESPONSIBILITY STATEMENT:

The Board of Directors of the Company confirms:

- a) In the preparation of Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the local statutes for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the Annual Accounts on a going concern basis;
- e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and were operating effectively.

13. ACKNOWLEDGEMENT:

Your Members acknowledge the invaluable support extended by the Government authorities and take this opportunity to thank them as well as the customers, supply chain partners, employees, Financial Institutions, Banks and all the various stakeholders for their continued co-operation and support to the Company.

For and on behalf of the Board

Mr. Rajeev Gupta

Director

Date: April 19, 2024

Place: Mumbai

Mr. GIRI K. K.

Director

Date: April 19, 2024

Place: Bengaluru

L&T Technology Services PTE. LTD.
Balance sheet as at March 31, 2024

SGD

SGD

	Particulars	Note No.	As at 31-03-2024	As at 31-03-2023
	ASSETS:			
I.	Non-current assets			
	(a) Property, plant and equipment		-	-
	(b) Capital work-in-progress		-	-
	(c) Goodwill		-	-
	(d) Other intangible assets		-	-
	(e) Financial assets			
	(i) Investments		-	-
	(ii) Other financial assets		-	-
	(f) Deferred tax assets (net)		-	-
	(g) Other non current assets		-	-
	Total non-current assets		-	-
II.	Current assets			
	(a) Financial assets			
	(i) Investments		-	-
	(ii) Trade receivables		-	-
	(iii) Cash and cash equivalents	1	67,039	83,389
	(iv) Other bank balances		-	-
	(v) Loans		-	-
	(vi) Other financial assets		-	-
	(b) Other current assets		-	-
	Total current assets		67,039	83,389
	TOTAL ASSETS		67,039	83,389
	EQUITY AND LIABILITIES:			
I.	Equity			
	(a) Equity share capital	2	60,501	60,501
	(b) Other equity	3	(7,087)	11,415
	Total equity		53,414	71,916
II.	Liabilities			
	Non-current liabilities			
	(a) Financial Liabilities			
	(i) Other financial liabilities		-	-
	(b) Provisions		-	-
	Total non-current liabilities		-	-
	Current liabilities			
	(a) Financial liabilities			
	(i) Short-term borrowings		-	-
	(ii) Trade payables	4	12,800	10,335
	(iii) Other financial liabilities	5	-	60
	(b) Other current liabilities	6	824	(719)
	(c) Provisions		-	-
	(d) Current tax liabilities (net)	7	-	1,797
	Total current liabilities		13,624	11,473
	Total liabilities		13,624	11,473
	TOTAL EQUITY AND LIABILITIES		67,039	83,389

For and on behalf of the Board of Directors of
L&T Technology Services PTE. LTD.

Rajeev Gupta
Diretor

Date: April 19, 2024
Place: Mumbai

L&T Technology Services PTE. LTD.
Statement of Profit and Loss for the period ended March 31, 2024

SGD SGD

	Particulars	Note No.	Period ended 31-03-2024	Period ended 31-03-2023
I.	Revenue from operations		-	-
II.	Other income (net)		-	-
III.	Total income		-	-
IV.	Expenses:			
	(a) Employee benefit expenses	8	3,762	177
	(b) Depreciation and amortisation expenses		-	-
	(c) Other expenses	9	16,537	22,327
	(d) Finance costs		-	-
	Total expenses		20,299	22,504
V.	Profit before tax (III - IV)		(20,299)	(22,504)
VI.	Tax expense:			
	(a) Current tax		-	-
	(b) Tax Adjustments of prior periods		(1,797)	-
	(c) Deferred tax		-	-
	Total tax expense		(1,797)	-
VII.	Profit for the period (V - VI)		(18,502)	(22,504)
VIII.	Other comprehensive income			
(A)	(i) Items that will not be reclassified to the statement of profit and loss			
	(a) Remeasurement of the defined benefit plans		-	-
	(ii) Income tax on items that will not be reclassified to the statement of profit and loss		-	-
(B)	(i) Items that will be reclassified subsequently to the statement of profit or loss			
	(a) Effective portion of gains and losses on hedging instruments in a cash flow hedge		-	-
	(b) Exchange differences on the translation of foreign operation	10	-	-
	(ii) Income tax relating to items that will be reclassified subsequently to the statement of profit or loss		-	-
IX.	Total comprehensive income for the period		(18,502)	(22,504)
	Profit for the period attributable to:			
	- Owners of the Company		(18,502)	(22,504)
	- Non-controlling interest		-	-
	Other comprehensive income for the period attributable to :			
	- Owners of the Company		-	-
	- Non-controlling interest		-	-
	Total comprehensive income for the period attributable to :			
	- Owners of the Company		(18,502)	(22,504)
	- Non-controlling interest		-	-

For and on behalf of the Board of Directors of
L&T Technology Services PTE. LTD.

Rajeev Gupta
Diretor

Date: April 19, 2024
Place: Mumbai

L&T Technology Services PTE. LTD.

Statement of Cash Flows for the period ended March 31, 2024

		SGD	SGD
Particulars		Period ended 31-03-2024	Period ended 31-03-2023
A.	Cash flow from operating activities		
	Profit before tax	(20,299)	(22,504)
	Adjustments for:		
	Depreciation and amortisation	-	-
	Interest received	-	-
	Interest paid	-	-
	Operating profit before working capital changes	(20,299)	(22,504)
	Changes in working capital		
	(Increase)/decrease in trade and other receivables	-	-
	(Increase)/decrease in other receivables	-	16,542
	Increase/(decrease) in trade and other payables	2,152	(3,74,847)
	(Increase)/decrease in working capital	2,152	(3,58,305)
	Cash generated from operations	(18,147)	(3,80,808)
	Direct taxes paid	1,798	-
	Net cash (used in)/from operating activities	(16,349)	(3,80,808)
B.	Cash flow from investing activities		
	Purchase of property, plant and equipment and intangibles	-	-
	Interest received	-	-
	Net cash (used in)/from investing activities	-	-
C.	Cash flow from financing activities		
	Equity share capital issued including share premium	-	-
	Interest paid	-	-
	Net cash (used in) / from financing activities	-	-
	Net (decrease) / increase in cash and cash equivalents	(16,349)	(3,80,808)
	Cash and cash equivalents at beginning of period	83,389	4,64,197
	Cash and cash equivalents at end of period	67,039	83,389

For and on behalf of the Board of Directors of
L&T Technology Services PTE. LTD.

Rajeev Gupta
Diretor

Date: Apil 19, 2024
Place: Mumbai

A. Equity share capital

Particulars	SGD		SGD	
	01.04.2023 to 31.03.2024		01.04.2022 to 31.03.2023	
	No. of shares	Amount	shares	
Issued, subscribed and fully paid up equity shares outstanding at the beginning of the period	60,501	60,501	60,501	60,501
Add/(Less): Shares issued on exercise of employee stock options during the period	-	-		
Add/(Less): Reorganization of share capital, reduction of face value	-	-		
Add/(Less): Fresh issue of equity shares	-	-		
Issued, subscribed and fully paid up equity shares outstanding at the end of the period	60,501	60,501	60,501	60,501

L&T Technology Services PTE. LTD.
Balance sheet as at March 31, 2024

B. Other equity

SGD

Particulars	Reserves & Surplus	Items of other comprehensive income	Total
	Retained earnings	Foreign currency translation reserve	
Opening Balance	11,415	-	33,919
Profit for the period (a)	(18,502)	-	(18,502)
Other comprehensive income (net of taxes) (b)	-	-	-
Total comprehensive income for the period (a+b)	(18,502)	-	(18,502)
Closing Balance	(7,087)	-	(7,087)

For and on behalf of the Board of Directors of
L&T Technology Services PTE. LTD.

Rajeev Gupta
Diretor

Date: April 19, 2024
Place: Mumbai

Notes forming part of the financial statements

A. Corporate information

L&T Technology Services PTE. LTD. was incorporated and domiciled in Singapore and has its registered office at 30, Cecil Street, #19-08, Prudential Tower, Singapore, 049712.

As at March 31, 2024, L&T Technology Services Limited, the holding company, owns 100% of the Company's equity share capital.

B. Significant accounting policies

a) Statement of compliance

These financial statements have been prepared under the historical cost convention on the accrual basis of accounting in accordance with the accounting and reporting requirements of generally accepted accounting principles in Singapore to reflect the financial position, results of operations and cash flows of the Company.

All amounts are stated in SGD, except as otherwise specified.

b) Basis of accounting

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

c) Operating cycle for current and non-current classification

Operating cycle for the business activities of the Company covers the duration of the project/contract/service and extends up to the realization of receivables within the credit period normally applicable to the respective lines of business.

d) Revenue Recognition

The Company derives revenue from Engineering Research and Development (ER&D) services, which are a set of services provided to manufacturing, technology and process engineering companies, to help them develop and build products, processes and infrastructure required to deliver products and services to their end customers. Revenue is recognised upon transfer of control of promised services to customers in an amount that reflects the consideration which the Group/Company expects to receive in exchange for those services:

- a. Revenue from contracts which are on time and material basis are recognized when services are rendered, and related costs are incurred.
- b. Revenue from fixed-price contracts where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. Percentage of completion is determined based on project costs incurred to date as a percentage of total estimated project costs required to complete the project. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity.
- c. Revenues in excess of invoicing are classified as contract assets (unbilled revenue).
- d. Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company presents revenue net of discounts, collection charges, indirect taxes and value-added taxes in its statement of profit and loss.
- e. The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators

such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date as per contract.

e) Other income

- a. Interest income is accrued on a time basis by reference to the principal outstanding and the effective interest rate.
- b. Dividend income is accounted in the period in which the right to receive the same is established.
- c. Other items of income are accounted as and when the right to receive arises and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

f) Exceptional items

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and the same is disclosed in the notes to accounts.

g) Leases

a. Operating leases

Assets acquired on leases where a significant portion of the risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the statement of profit and loss on accrual basis.

h) Financial instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

(i) Non-derivative financial assets

a. Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets at amortised cost are represented by trade receivables, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

i) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and other deposits with original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

j) Current income taxes

The current income tax expense includes income taxes payable by the Company.

Provision for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying units intend to settle the asset and liability on a net basis.

k) Provisions, contingent liabilities and contingent assets

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation, if

- i) The Company has a present obligation as a result of a past event;
- ii) A probable outflow of resources is expected to settle the obligation; and
- iii) The amount of the obligation can be reliably estimated

Contingent liability is disclosed in the case of

- i) A present obligation arising from a past event when it is not probable that an outflow of resources will be required to settle the obligation; or
- ii) A possible obligation unless the probability of outflow of resources is remote

Contingent Liabilities as at March 31, 2024 is SGD Nil.

Contingent assets are neither recognized nor disclosed.

Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

l) Cash flow statement

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

L&T Technology Services PTE. LTD.
Balance sheet as at March 31, 2024

1 Cash and cash equivalents

	SGD	SGD
	As at 31-03-2024	As at 31-03-2023
Balances with banks	67,039	83,389
	67,039	83,389

2 Equity share capital

	SGD	SGD
	As at 31-03-2024	As at 31-03-2023
2.1 Issued, subscribed and fully paid up		
Issued, subscribed and fully paid up equity shares outstanding at the end of the period		
60501 equity shares of SGD 1 each	60,501	60,501
Total issued, subscribed and paid up capital	60,501	60,501

3 Other equity

	SGD	SGD
	As at 31-03-2024	As at 31-03-2023
Retained earnings	(7,086)	11,415
Foreign currency translation reserve	-	-
	(7,086)	11,415

L&T Technology Services PTE. LTD.
Balance sheet as at March 31, 2024

4 Trade payable

	SGD	SGD
	As at 31-03-2024	As at 31-03-2023
Due to others	12,800	10,335
	<u>12,800</u>	<u>10,335</u>

5 Other financial liabilities

	SGD	SGD
	As at 31-03-2024	As at 31-03-2023
Other payables	-	60
	<u>-</u>	<u>60</u>

6 Other current liabilities

	SGD	SGD
	As at 31-03-2024	As at 31-03-2023
Statutory tax payable	824	(719)
	<u>824</u>	<u>(719)</u>

7 CURRENT TAX LIABILITIES (NET)

	SGD	SGD
	As at 31-03-2024	As at 31-03-2023
Provision for current tax	-	1,797
	<u>-</u>	<u>1,797</u>

L&T Technology Services PTE. LTD.
Balance sheet as at March 31, 2024

Expenses

8 Employee benefit expenses

	SGD	SGD
	Period ended 31-03-2024	Period ended 31-03-2023
Salaries including overseas staff expenses	3,762	177
	3,762	177

9 Other expenses

	SGD	SGD
	Period ended 31-03-2024	Period ended 31-03-2023
Rent and establishment expenses	1,080	6,750
Telephone, postage and other communication charges	-	4
Legal and professional charges	16,174	(175)
Insurance charges	(770)	15,678
Miscellaneous expenses	53	70
	16,537	22,327

Graphene Solution SDN. BHD
BOARD'S REPORT

Dear Members,

The Directors have pleasure in presenting their Board's Report and Management Certified Accounts for the year ended March 31, 2024.

1. FINANCIAL RESULTS:

Particulars	2023-24	2022-23
	MYR	MYR
Total Income	-	-
Total Expenditure	20,265	7,919
Operating Profit/(Loss)	(20,265)	(7,919)
Add: Interest Income	-	-
Less: Finance Costs	-	-
Profit/(Loss) before Tax	(20,265)	(7,919)
Less : Tax	-	-
Net Profit/(Loss) after Tax	(20,265)	(7,919)
Add: Balance b/f from previous year	(38,094)	(30,175)
Balance available for disposal which directors appropriate as follows	(58,359)	(38,094)
Balance to be carried forward	(58,359)	(38,094)

2. CAPITAL & FINANCE:

During the year under review, the Company has not issued any shares. There is no loan outstanding as on March 31, 2024.

3. CAPITAL EXPENDITURE:

As at March 31, 2024, the gross fixed and intangible assets including leased assets, stood at MYR Nil and the net fixed and intangible assets, including leased assets, at MYR Nil. Capital Expenditure during the year amounted to MYR Nil.

4. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED BY THE COMPANY:

The Company has not given loan/made investment/provided guarantee or security during the year under review.

5. STATE OF COMPANY AFFAIRS:

The gross sales and other income for the financial year under review were MYR Nil as

against MYR Nil for the previous financial year. The (loss) before tax from continuing operations including extraordinary and exceptional items was MYR (20,265) and the (loss) after tax from continuing operations including extraordinary and exceptional items was MYR (20,265) for the financial year under review as against MYR (7,919) and MYR (7,919) respectively for the previous financial year registering an increase of 61% and 61% respectively.

6. AMOUNT TO BE CARRIED TO RESERVES:

As at March 31, 2024, the Company has not transferred any amount to reserves.

7. DIVIDEND:

The Directors have not declared any dividend during the year.

8. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY, BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

There are no material changes affecting the financial position of the Company between the end of the financial year and the date of the report.

9. DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the year under review, there were no material and significant orders passed by the Regulators or Courts impacting the going concern status and the Company's operations in future.

10. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL APPOINTED/RESIGNED DURING THE YEAR:

The current Directors of the Company are Mr. Rajeev Gupta, Mr. Abhishek Sinha and Mr. Mohd Zuhaili Bin Zainal Abidin.

There has been no change in the directors during the year.

11. IT SECURITY BREACH & SAFETY:

The Company has implemented comprehensive IT security programs supported by latest technology and trained manpower to protect employees and assets, at its offices and plant, from such IT Security breaches/ cyber-attack.

During the Financial Year under review, no major security breaches or incidents have

occurred. A comprehensive security risk assessment is carried out regularly and adequate security measures are implemented to cater to changing security scenario. The Company has implemented adequate IT security measures and processes to protect its personnel and assets.

12. DIRECTORS RESPONSIBILITY STATEMENT:

The Board of Directors of the Company confirms:

- a) In the preparation of Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the local statutes for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the Annual Accounts on a going concern basis;
- e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and were operating effectively.

13. ACKNOWLEDGEMENT:

Your Members acknowledge the invaluable support extended by the Government authorities and take this opportunity to thank them as well as the customers, supply chain partners, employees, Financial Institutions, Banks and all the various stakeholders for their continued co-operation and support to the Company.

For and on behalf of the Board

MR. ABHISHEK SINHA
Director

Date: April 19, 2024
Place: Bengaluru, India

MR. RAJEEV GUPTA
Director

Date: April 19, 2024
Place: Mumbai, India

Graphene Solution SDN. BHD.
Balance sheet as at March 31, 2024

	Particulars	Note No.	MYR	MYR
			As at 31-03-2024	As at 31-03-2023
	ASSETS:			
I.	Non-current assets			
	(a) Property, plant and equipment		-	-
	(b) Capital work-in-progress		-	-
	(c) Goodwill		-	-
	(d) Other intangible assets		-	-
	(e) Financial assets			
	(i) Investments		-	-
	() Non current trade receivables		-	-
	(ii) Other financial assets		-	-
	(iii) Trade receivables		-	-
	(f) Deferred tax assets (net)		-	-
	(g) Other non current assets		-	-
	Total non-current assets		-	-
II.	Current assets			
	(a) Financial assets			
	(i) Investments		-	-
	(ii) Trade receivables		-	-
	(iii) Cash and cash equivalents	1	56,584	76,848
	(iv) Other bank balances		-	-
	(v) Loans		-	-
	(vi) Other financial assets		-	-
	(b) Current tax assets (net)		-	-
	(c) Other current assets		-	-
	Total current assets		56,584	76,848
	TOTAL ASSETS		56,584	76,848
	EQUITY AND LIABILITIES:			
I.	Equity			
	(a) Equity share capital	2	1,00,000	1,00,000
	(b) Other equity	3	(58,359)	(38,094)
	Total equity		41,641	61,906
II.	Liabilities			
	Non-current liabilities			
	(a) Financial Liabilities			
	(i) Other financial liabilities		-	-
	(b) Provisions		-	-
	Total non-current liabilities		-	-
	Current liabilities			
	(a) Financial liabilities			
	(i) Short-term borrowings		-	-
	(ii) Trade payables	4	14,943	14,943
	(iii) Other financial liabilities		-	-
	(b) Other current liabilities		-	-
	(c) Provisions		-	-
	(d) Current tax liabilities (net)		-	-
	Total current liabilities		14,943	14,943
	Total liabilities		14,943	14,943
	TOTAL EQUITY AND LIABILITIES		56,584	76,848

For and on behalf of the Board of Directors of
Graphene Solution Sdn. Bhd.

Rajeev Gupta
Director

Date: April 19, 2024
Place: Mumbai

Graphene Solution SDN. BHD.
Statement of Profit and Loss for the period ended March 31, 2024

			MYR	MYR
Particulars		Note No.	Year ended 31-03-2024	Year ended 31-03-2023
I.	Revenue from operations		-	-
II.	Other income (net)		-	-
III.	Total income		-	-
IV.	Expenses:			
	(a) Employee benefit expenses		-	-
	(b) Depreciation and amortisation expenses		-	-
	(c) Other expenses	5	20,265	7,919
	(d) Finance costs		-	-
	Total expenses		20,265	7,919
V.	Profit before tax (III - IV)		(20,265)	(7,919)
VI.	Tax expense:			
	(a) Current tax		-	-
	(b) Tax Adjustments of prior periods		-	-
	(c) Deferred tax		-	-
	Total tax expense		-	-
VII.	Profit for the period (V - VI)		(20,265)	(7,919)
VIII.	Other comprehensive income			
(A)	(i) Items that will not be reclassified to the statement of profit and loss			
	(a) Remeasurement of the defined benefit plans		-	-
	(ii) Income tax on items that will not be reclassified to the statement of profit and loss		-	-
(B)	(i) Items that will be reclassified subsequently to the statement of profit or loss			
	(a) Effective portion of gains and losses on hedging instruments in a cash flow hedge		-	-
	(b) Exchange differences on the translation of foreign operation		-	-
	(ii) Income tax relating to items that will be reclassified subsequently to the statement of profit or loss		-	-
	Total other comprehensive income (net of tax)		-	-
IX.	Total comprehensive income for the period		(20,265)	(7,919)
	Profit for the period attributable to:			
	- Owners of the Company		(20,265)	(7,919)
	- Non-controlling interest		-	-
	Other comprehensive income for the period attributable to :			
	- Owners of the Company		-	-
	- Non-controlling interest		-	-
	Total comprehensive income for the period attributable to :			
	- Owners of the Company		(20,265)	(7,919)
	- Non-controlling interest		-	-

For and on behalf of the Board of Directors of
Graphene Solution Sdn. Bhd.

Rajeev Gupta
Director

Date: April 19, 2024
Place: Mumbai

Graphene Solution SDN. BHD.

Statement of Cash Flows for the period ended March 31, 2024

		MYR	MYR
		Year ended 31-03-2024	Year ended 31-03-2023
A.	Cash flow from operating activities		
	Profit before tax	(20,265)	(7,919)
	Adjustments for:		
	Depreciation and amortisation	-	-
	Interest received	-	-
	Interest paid	-	-
	Operating profit before working capital changes	(20,265)	(7,919)
	Changes in working capital		
	(Increase)/decrease in trade and other receivables	-	-
	(Increase)/decrease in other receivables	-	-
	Increase/(decrease) in trade and other payables	1	(9,528)
	(Increase)/decrease in working capital	1	(9,528)
	Cash generated from operations	(20,264)	(17,447)
	Direct taxes paid	-	-
	Net cash (used in)/from operating activities	(20,264)	(17,447)
B.	Cash flow from investing activities		
	Purchase of property, plant and equipment and intangibles	-	-
	Interest received	-	-
	Net cash (used in)/from investing activities	-	-
C.	Cash flow from financing activities		
	Equity share capital issued including share premium	-	-
	Interest paid	-	-
	Net cash (used in) / from financing activities	-	-
	Net (decrease) / increase in cash and cash equivalents	(20,264)	(17,447)
	Cash and cash equivalents at beginning of period	76,848	94,295
	Cash and cash equivalents at end of period	56,584	76,848

Rajeev Gupta
Graphene Solution Sdn. Bhd.

Rajeev Gupta
Director

Date: April 19, 2024

Place: Mumbai

Graphene Solution SDN. BHD.
Statement of changes in equity for the period ended March 31, 2024

A. Equity share capital

Particulars	MYR		MYR	
	01.04.23 to 31.03.24		01.04.22 to 31.03.23	
	Number of shares	INR	Number of shares	INR
Issued, subscribed and fully paid up equity shares outstanding at the beginning of the period	1,00,000	1,00,000	1,00,000	1,00,000
Add/(Less): Shares issued on exercise of employee stock options during the period	-	-	-	-
Add/(Less): Reorganization of share capital, reduction of face value	-	-	-	-
Add/(Less): Fresh issue of equity shares	-	-	-	-
Issued, subscribed and fully paid up equity shares outstanding at the end of the period	<u>1,00,000</u>	<u>1,00,000</u>	<u>1,00,000</u>	<u>1,00,000</u>

B. Other equity

Particulars	MYR		
	Reserves & Surplus	Foreign currency translation reserve	Total
Opening Balance	(38,094)	-	(38,094)
Profit for the period (a)	(20,265)	-	(20,265)
Other comprehensive income (net of taxes) (b)	-	-	-
Total comprehensive income for the period (a+b)	(20,265)	-	(20,265)
Closing Balance	(58,359)	-	(58,359)

For and on behalf of the Board of Directors of
Graphene Solution Sdn. Bhd.

Mr. Rajeev Gupta
Director

Date: April 19, 2024
Place: Mumbai

Notes forming part of the financial statements

A. Corporate information

Graphene Solution SDN. BHD. was incorporated and domiciled in Malaysia and has its registered office at 2270, Jalan Usahawan, 2-C-2-20, SME 1, SME Technopreneur Centre, Cyberjaya, Kuala Lumpur, Malaysia 63000.

As at March 31, 2024, L&T Technology Services Limited, the holding company, owns 100% of the Company's equity share capital.

B. Significant accounting policies

a) Statement of compliance

These financial statements have been prepared under the historical cost convention on the accrual basis of accounting in accordance with the accounting and reporting requirements of generally accepted accounting principles in Malaysia to reflect the financial position, results of operations and cash flows of the Company.

All amounts are stated in MYR, except as otherwise specified.

b) Basis of accounting

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

c) Operating cycle for current and non-current classification

Operating cycle for the business activities of the Company covers the duration of the project/contract/service and extends up to the realization of receivables within the credit period normally applicable to the respective lines of business.

d) Other income

- a. Interest income is accrued on a time basis by reference to the principal outstanding and the effective interest rate.
- b. Dividend income is accounted in the period in which the right to receive the same is established.
- c. Other items of income are accounted as and when the right to receive arises and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

e) Exceptional items

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and the same is disclosed in the notes to accounts.

f) Leases

a. Operating leases

Assets acquired on leases where a significant portion of the risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the statement of profit and loss on accrual basis.

g) Financial instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

(i) Non-derivative financial assets

a. Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets at amortised cost are represented by trade receivables, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

h) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and other deposits with original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

i) Current income taxes

The current income tax expense includes income taxes payable by the Company.

Provision for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying units intend to settle the asset and liability on a net basis.

j) Provisions, contingent liabilities and contingent assets

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation, if

- i) The Company has a present obligation as a result of a past event;
- ii) A probable outflow of resources is expected to settle the obligation; and
- iii) The amount of the obligation can be reliably estimated

Contingent liability is disclosed in the case of

- i) A present obligation arising from a past event when it is not probable that an outflow of resources will be required to settle the obligation; or
- ii) A possible obligation unless the probability of outflow of resources is remote

Contingent Liabilities as at March 31, 2024 is MYR Nil.

Contingent assets are neither recognized nor disclosed.

Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

k) Cash flow statement

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

Graphene Solution SDN. BHD.
Notes forming part of accounts

1 Cash and cash equivalents

	MYR	MYR
	As at 31-03-2024	As at 31-03-2023
Balances with banks	56,584	76,848
	56,584	76,848

2 Equity share capital

	MYR	MYR
	As at 31-03-2024	As at 31-03-2023

2.1 Issued, subscribed and fully paid up

Issued, subscribed and fully paid up equity shares outstanding at the end of the period [100000 equity shares of MYR 1 each]	1,00,000	1,00,000
Total issued, subscribed and paid up capital	1,00,000	1,00,000

3 Other equity

	MYR	MYR
	As at 31-03-2024	As at 31-03-2023
Retained earnings	(58,359)	(38,094)
	(58,359)	(38,094)

4 Trade payable

	MYR	MYR
	As at 31-03-2024	As at 31-03-2023
Due to others	14,943	14,943
	14,943	14,943

EXPENSES

5 Other expenses

	MYR	MYR
	Year ended 31-03-2024	Year ended 31-03-2023
Legal and professional charges	8,005	7,897
Insurance charges	12,450	-
Rates and taxes	(250)	-
Miscellaneous expenses	60	22
	20,265	7,919

Graphene Solutions Taiwan Limited
BOARD'S REPORT

Dear Members,

The Directors have pleasure in presenting their Sixth Board's Report and Management Certified Accounts for the year ended December 31, 2023.

1. FINANCIAL RESULTS:

Particulars	2023	2022
	NTD	NTD
Total Income	11,994	100,415
Total Expenditure	228,096	395,462
Operating Profit/(Loss)	(216,102)	(295,047)
Add: Interest Income	18,154	4,914
Less: Finance Costs	-	-
Profit/(Loss) before Tax	(197,948)	(290,133)
Less: Tax	(128,752)	-
Net Profit/(Loss) after Tax	(69,196)	(290,133)
Add: Balance b/f from previous year	(4,334,248)	(4,044,115)
Balance available for disposal which directors appropriate as follows	(4,403,444)	(4,334,248)
Balance to be carried forward	(4,403,444)	(4,334,248)

2. CAPITAL & FINANCE:

During the year under review, the Company has not issued any share capital. There is no loan outstanding as on December 31, 2023.

3. CAPITAL EXPENDITURE:

As at December 31, 2023, the gross fixed and intangible assets including leased assets, stood at NTD Nil and the net fixed and intangible assets, including leased assets, at NTD Nil. Capital Expenditure during the year amounted to NTD Nil.

4. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED BY THE COMPANY:

The Company has not given loan/made investment/provided guarantee or security during the year under review.

5. STATE OF COMPANY AFFAIRS:

The gross sales and other income for the financial year under review were NTD 30,148

as against NTD 105,329 for the previous financial year registering an decrease of 71%. The (loss) before tax from continuing operations including extraordinary and exceptional items was NTD (197,948) and the (loss) after tax from continuing operations including extraordinary and exceptional items was NTD (69,196) for the financial year under review as against NTD (290,133) and NTD (290,133) respectively for the previous financial year, registering an decrease of 32% and 76% respectively.

6. AMOUNT TO BE CARRIED TO RESERVES:

As at December 31, 2023, the Company has not transferred any amount to reserves.

7. DIVIDEND:

The Directors have not declared any dividend during the year.

8. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY, BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

There are no material changes affecting the financial position of the Company between the end of the financial year and the date of the report.

9. DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the year under review, there were no material and significant orders passed by the Regulators or Courts impacting the going concern status and the Company's operations in future.

10. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL APPOINTED/RESIGNED DURING THE YEAR:

The current Directors of the Company are Mr. Rajeev Gupta and Mr. Abhishek Sinha.

There were no changes in the Directors of the Company during the year.

11. IT SECURITY BREACH & SAFETY:

The Company has implemented comprehensive IT security programs supported by latest technology and trained manpower to protect employees and assets, at its offices and plant, from such IT Security breaches/ cyber-attack.

During the Financial Year under review, no major security breaches or incidents have occurred. A comprehensive security risk assessment is carried out regularly and

adequate security measures are implemented to cater to changing security scenario. The Company has implemented adequate IT security measures and processes to protect its personnel and assets.

12. DIRECTORS RESPONSIBILITY STATEMENT:

The Board of Directors of the Company confirms:

- a) In the preparation of Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the local statutes for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the Annual Accounts on a going concern basis;
- e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and were operating effectively.

13. ACKNOWLEDGEMENT:

Your Directors acknowledge the invaluable support extended by the Government authorities in Taiwan and take this opportunity to thank them as well as the customers, supply chain partners, employees, Financial Institutions, Banks and all the various stakeholders for their continued co-operation and support to the Company.

For and on behalf of the Board

MR. ABHISHEK SINHA

Director

Date: April 19, 2024

Place: Bengaluru

MR. RAJEEV GUPTA

Director

Date: April 19, 2024

Place: Mumbai

Graphene Solutions Taiwan Limited
Balance sheet as at December 31, 2023

	Particulars	Note No.	NTD	NTD
			As at 31-12-2023	As at 31-12-2022
	ASSETS:			
I.	Non-current assets			
	(a) Property, plant and equipment		-	-
	(b) Capital work-in-progress		-	-
	(c) Goodwill		-	-
	(d) Other intangible assets		-	-
	(e) Financial assets			
	(i) Investments		-	-
	(ii) Other financial assets		-	-
	(f) Deferred tax assets (net)		-	-
	(g) Other non current assets	1	1,14,103	(14,649)
	Total non-current assets		1,14,103	(14,649)
II.	Current assets			
	(a) Financial assets			
	(i) Investments		-	-
	(ii) Trade receivables	2	-	(11,994)
	(iii) Cash and cash equivalents	3	24,81,531	27,07,094
	(iv) Other bank balances		-	-
	(v) Loans		-	-
	(vi) Other financial assets		-	-
	(b) Other current assets	4	24,429	27,765
	Total current assets		25,05,960	27,22,865
	TOTAL ASSETS		26,20,063	27,08,216
	EQUITY AND LIABILITIES:			
I.	Equity			
	(a) Capital	5	50,00,000	50,00,000
	(b) Other equity	6	(44,03,444)	(43,34,248)
	Total equity		5,96,556	6,65,752
II.	Liabilities			
	Non-current liabilities			
	(a) Financial Liabilities			
	(i) Other financial liabilities		-	-
	(b) Provisions		-	-
	Total non-current liabilities		-	-
	Current liabilities			
	(a) Financial liabilities			
	(i) Short-term borrowings		-	-
	(ii) Trade payables	7	20,12,593	20,26,686
	(iii) Other financial liabilities		-	-
	(b) Other current liabilities	8	10,914	15,778
	(c) Provisions		-	-
	(d) Current tax liabilities (net)		-	-
	Total current liabilities		20,23,507	20,42,464
	Total liabilities		20,23,507	20,42,464
	TOTAL EQUITY AND LIABILITIES		26,20,063	27,08,216

For and on behalf of the Board of Directors of
Graphene Solutions Taiwan Limited

Rajeev Gupta
Director

Date: April 19, 2024
Place: Mumbai

Graphene Solutions Taiwan Limited				
Statement of Profit and Loss for the period ended December 31, 2023				
Particulars		Note No.	NTD	NTD
			Period ended 31-12-2023	Period ended 31-12-2022
I.	Revenue from operations		-	-
II.	Other income (net)	9	30,148	1,05,329
III.	Total income		30,148	1,05,329
IV.	Expenses:			
	(a) Employee benefit expenses		-	-
	(b) Depreciation and amortisation expenses		-	-
	(c) Other expenses	10	2,28,096	3,95,462
	(d) Finance costs		-	-
	Total expenses		2,28,096	3,95,462
V.	Profit/(Loss) before tax (III - IV)		(1,97,948)	(2,90,133)
VI.	Tax expense:			
	(a) Current tax		-	-
	(b) Tax Adjustments of prior years		(1,28,752)	-
	(c) Deferred tax		-	-
	Total tax expense		(1,28,752)	-
VII.	Profit/(Loss) for the period (V - VI)		(69,196)	(2,90,133)
VIII.	Other comprehensive income			
(A)	(i) Items that will not be reclassified to the statement of profit and loss			
	(a) Remeasurement of the defined benefit plans		-	-
	(ii) Income tax on items that will not be reclassified to the statement of profit and loss		-	-
(B)	(i) Items that will be reclassified subsequently to the statement of profit or loss			
	(a) Effective portion of gains and losses on hedging instruments in a cash flow hedge		-	-
	(b) Exchange differences on the translation of foreign operation		-	-
	(ii) Income tax relating to items that will be reclassified subsequently to the statement of profit or loss		-	-
(C)	(i) Items may be reclassified to the statement of profit or loss			
	(a) Exchange differences on translation of foreign subsidiaries		-	-
	Total other comprehensive income (net of tax)		-	-
IX.	Total comprehensive income for the year		(69,196)	(2,90,133)
For and on behalf of the Board of Directors of Graphene Solutions Taiwan Limited				
Rajeev Gupta Director				
Date: April 19, 2024 Place: Mumbai				

Graphene Solutions Taiwan Limited
Statement of Cash Flows for the period ended December 31, 2023

		NTD	NTD
		Period ended 31-12-2023	Period ended 31-12-2022
A.	Cash flow from operating activities		
	Profit before tax	(1,97,948)	(2,90,133)
	Adjustments for:		
	Depreciation and amortisation	-	-
	Interest received	(18,154)	(4,914)
	Interest paid	-	-
	Operating profit before working capital changes	(2,16,102)	(2,95,047)
	Changes in working capital		
	(Increase)/decrease in trade and other receivables	(11,994)	9,36,828
	(Increase)/decrease in other receivables	(1,25,416)	1,10,236
	Increase/(decrease) in trade and other payables	(18,957)	24,829
	(Increase)/decrease in working capital	(1,56,367)	10,71,893
	Cash generated from operations	(3,72,469)	7,76,846
	Direct taxes paid	1,28,752	-
	Net cash (used in)/from operating activities	(2,43,717)	7,76,846
B.	Cash flow from investing activities		
	Purchase of property, plant and equipment and intangibles	-	-
	Interest received	18,154	4,914
	Net cash (used in)/from investing activities	18,154	4,914
C.	Cash flow from financing activities		
	Equity share capital issued including share premium	-	-
	Interest paid	-	-
	Net cash (used in) / from financing activities	-	-
	Net (decrease) / increase in cash and cash equivalents	(2,25,563)	7,81,760
	Cash and cash equivalents at beginning of year	27,07,094	19,25,334
	Cash and cash equivalents at end of year	24,81,531	27,07,094

For and on behalf of the Board of Directors of
Graphene Solutions Taiwan Limited

Rajeev Gupta
Director

Date: April 19, 2024
Place: Mumbai

Graphene Solutions Taiwan Limited
Statement of changes in equity for the period ended December 31, 2023

A. Capital

Particulars	NTD
Capital at the beginning of the period	50,00,000
Add/(Less): Addition during the year	-
Capital at the end of the period	<u>50,00,000</u>

B. Other equity

Particulars	Reserves & Surplus	Items of other comprehensive income	Total
	Retained earnings	FCTR	
Opening Balance	(43,34,248)	-	(43,34,248)
Profit/(Loss) for the period	(69,196)	-	(69,196)
Other comprehensive income (net of taxes)	-	-	-
Closing Balance	<u>(44,03,444)</u>	-	<u>(44,03,444)</u>

For and on behalf of the Board of Directors of
Graphene Solutions Taiwan Limited

Rajeev Gupta
Director

Date: April 19, 2024
Place: Mumbai

Notes forming part of the financial statements

A. Corporate information

Graphene Solutions Taiwan Limited was incorporated and domiciled in Taiwan and has its registered office at 6F, No. 378, Changchun Road, Taipei, Taiwan 10487.

As at December 31, 2023, L&T Technology Services Limited, the holding company, owns 100% of the Company's capital.

B. Significant accounting policies

a) Statement of compliance

These financial statements have been prepared under the historical cost convention on the accrual basis of accounting in accordance with the accounting and reporting requirements of generally accepted accounting principles in Taiwan to reflect the financial position, results of operations and cash flows of the Company.

All amounts are stated in NTD, except as otherwise specified.

b) Basis of accounting

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

c) Operating cycle for current and non-current classification

Operating cycle for the business activities of the Company covers the duration of the project/contract/service and extends up to the realization of receivables within the credit period normally applicable to the respective lines of business.

d) Revenue Recognition

The Company derives revenue from Engineering Research and Development (ER&D) services, which are a set of services provided to manufacturing, technology and process engineering companies, to help them develop and build products, processes and infrastructure required to deliver products and services to their end customers. Revenue is recognised upon transfer of control of promised services to customers in an amount that reflects the consideration which the Group/Company expects to receive in exchange for those services:

- a. Revenue from contracts which are on time and material basis are recognized when services are rendered, and related costs are incurred.
- b. Revenue from fixed-price contracts where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. Percentage of completion is determined based on project costs incurred to date as a percentage of total estimated project costs required to complete the project. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity.
- c. Revenues in excess of invoicing are classified as contract assets (unbilled revenue).
- d. Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company presents revenue net of discounts, collection charges, indirect taxes and value-added taxes in its statement of profit and loss.
- e. The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators

such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date as per contract.

e) Other income

- a. Interest income is accrued on a time basis by reference to the principal outstanding and the effective interest rate.
- b. Dividend income is accounted in the period in which the right to receive the same is established.
- c. Other items of income are accounted as and when the right to receive arises and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

f) Exceptional items

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and the same is disclosed in the notes to accounts.

g) Leases

a. Operating leases

Assets acquired on leases where a significant portion of the risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the statement of profit and loss on accrual basis.

h) Financial instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

(i) Non-derivative financial assets

- a. Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets at amortised cost are represented by trade receivables, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

i) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and other deposits with original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

j) Current income taxes

The current income tax expense includes income taxes payable by the Company.

Provision for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying units intend to settle the asset and liability on a net basis.

k) Provisions, contingent liabilities and contingent assets

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation, if

- i) The Company has a present obligation as a result of a past event;
- ii) A probable outflow of resources is expected to settle the obligation; and
- iii) The amount of the obligation can be reliably estimated

Contingent liability is disclosed in the case of

- i) A present obligation arising from a past event when it is not probable that an outflow of resources will be required to settle the obligation; or
- ii) A possible obligation unless the probability of outflow of resources is remote

Contingent Liabilities as at December 31, 2023 is NTD Nil.

Contingent assets are neither recognized nor disclosed.

Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

l) Cash flow statement

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

Graphene Solutions Taiwan Limited
Notes forming part of accounts

1 Other non-current assets

	NTD	NTD
	As at	As at
	31-12-2023	31-12-2022
Income tax receivable (net)	1,14,103	(14,649)
	1,14,103	(14,649)

2 Trade receivables

	NTD	NTD
	As at	As at
	31-12-2023	31-12-2022
Trade receivables	-	-
Receivables from related parties	-	(11,994)
Less: Allowances for doubtful debts	-	-
	-	(11,994)

3 Cash and cash equivalents

	NTD	NTD
	As at	As at
	31-12-2023	31-12-2022
Balances with banks	24,81,531	27,07,094
	24,81,531	27,07,094

4 Other current assets

	NTD	NTD
	As at	As at
	31-12-2023	31-12-2022
Prepaid expenses	24,429	27,765
	24,429	27,765

5 Capital

	NTD	NTD
	As at	As at
	31-12-2023	31-12-2022
Capital	50,00,000	50,00,000
Total Capital	50,00,000	50,00,000

6 Other equity

	NTD	NTD
	As at	As at
	31-12-2023	31-12-2022
Retained earnings	(44,03,444)	(43,34,248)
	(44,03,444)	(43,34,248)

Graphene Solutions Taiwan Limited
Notes forming part of accounts

7 Trade payable

	NTD	NTD
	As at	As at
	31-12-2023	31-12-2022
Due to related parties	8,56,104	8,56,104
Due to others	10,72,004	11,59,097
Liability for revenue goods	84,485	11,485
	20,12,593	20,26,686

8 Other current liabilities

	NTD	NTD
	As at	As at
	31-12-2023	31-12-2022
Statutory tax payable	10,914	15,778
	10,914	15,778

INCOME

9 Other income

	NTD	NTD
	Period ended	Period ended
	31-12-2023	31-12-2022
Foreign exchange gain/ (loss)	11,994	1,00,415
Bank interest received	18,154	4,914
	30,148	1,05,329

EXPENSES

10 Other expenses

	NTD	NTD
	Period ended	Period ended
	31-12-2023	31-12-2022
Rent and establishment expenses	54,000	54,000
Legal and professional charges	73,000	2,56,534
Insurance charges	1,01,051	84,744
Miscellaneous expenses	45	184
	2,28,096	3,95,462

L&T Technology Services (Shanghai) Co. Ltd
BOARD'S REPORT

Dear Members,

The Directors have pleasure in presenting their Fifth Board Report and Audited Accounts for the year ended December 31, 2023.

1. FINANCIAL RESULTS:

Particulars	2023	2022
	CNY	CNY
Total Revenue	2,423,288	1,840,076
Total Expenditure	1,529,018	573,751
Operating Profit/(Loss)	894,270	1,266,325
Add: Other Income	5,908	10,298
Less: Finance Costs	(54,615)	(151,899)
Profit/(Loss) before Tax	954,793	1,428,522
Less: Tax	47,740	46,426
Net Profit/(Loss) after Tax	907,053	1,382,096
Add: Balance b/f from previous year	1,367,621	123,735
Balance available for disposal which directors appropriate as follows:	2,274,675	1,505,831
Dividend	-	-
Transfer to Reserves	90,705	138,210
Balance to be carried forward	2,183,970	1,367,621

2. STATE OF COMPANY AFFAIRS:

The gross sales for the financial year under review were CNY 2,423,288 as against CNY 1,840,076 for the previous financial year registering an increase of 32%. The profit before tax from continuing operations including extraordinary and exceptional items was CNY 954,793 and the profit after tax from continuing operations including extraordinary and exceptional items was CNY 907,053 for the financial year under review as against CNY 1,428,522 and CNY 1,382,096 respectively for the previous financial year, registering a decrease of 33% and 34% respectively.

3. CAPITAL & FINANCE:

During the year under review, the Company has not issued any shares. There is no loan outstanding as on December 31, 2023. The Company has a share capital of CNY 3,288,438.

4. CAPITAL EXPENDITURE:

As at December 31, 2023, the gross fixed and intangible assets including leased assets, stood at CNY Nil and the net fixed and intangible assets, including leased assets, at CNY Nil. Capital Expenditure during the year amounted to CNY Nil.

5. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED BY THE COMPANY:

The Company has not given loan/made investment/provided guarantee or security during the year under review.

6. AMOUNT TO BE CARRIED TO RESERVE:

As at December 31, 2023, the Company has transferred CNY 90,705 to legal reserves as per local regulations.

7. DIVIDEND:

The Directors do not propose the payment of any dividend during the year.

8. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY, BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

There are no material changes affecting the financial position of the Company between the end of the financial year and the date of the Report.

9. DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the year under review, there were no material and significant orders passed by the Regulators or Courts impacting the going concern status and the Company's operations in future.

10. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL APPOINTED/RESIGNED DURING THE YEAR:

The current Executive Director and General Manager is Mr. P. Ramakrishnan and Supervisor is Mr. Kamalapuram Prabhakaran.

11. FINANCIAL STATEMENTS:

The Financial Statements do not contain any qualification, observation or adverse comment which has/have an adverse effect on the functioning of the Company.

12. REPORTING OF FRAUDS:

The Auditors of the Company have not reported any instances of fraud committed against the Company by its officers or employees.

13. IT SECURITY BREACH & SAFETY:

The Company has implemented comprehensive IT security programs supported by latest technology and trained manpower to protect employees and assets, at its offices and plant, from such IT Security breaches/ cyber-attack.

During the Financial Year under review, no major security breaches or incidents have occurred. A comprehensive security risk assessment is carried out regularly and adequate security measures are implemented to cater to changing security scenario. The Company has implemented adequate IT security measures and processes to protect its personnel and assets.

14. AUDITORS:

M/s Shanghai Zhongqin Wanxin CPAs Co., Ltd. are the Auditors of the Company. They will continue to be Auditors of the Company for the ensuing financial year.

15. DIRECTORS RESPONSIBILITY STATEMENT:

The Board of Directors of the Company confirms:

- a) In the preparation of Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the local statutes for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the Annual Accounts on a going concern basis;
- e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and were operating effectively.

16. ACKNOWLEDGEMENT:

Your Directors acknowledge the invaluable support extended by the Government authorities in China and take this opportunity to thank them as well as the customers, supply chain partners, employees, Financial Institutions, Banks and all the various stakeholders for their continued co-operation and support to the Company.

For and on behalf of the Board

MR. KAMALAPURAM PRABHAKARAN
Supervisor

Date: April 19, 2024

Place: Bengaluru

**L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD
INCORPORATED IN THE PEOPLE'S REPUBLIC
OF CHINA WITH LIMITED LIABILITY**

**AUDITORS' REPORT
FOR THE YEAR ENDED DECEMBER 31, 2023**

Shanghai Zhongqin Wanxin CPAS Co., Ltd.

Address: Room 1618, Shatian Mansion, #587 Changshou Road
Tel: (86-21) 31275173
Fax: (86-21) 31275175
Zip Code: 200060

HQWSZ(2024)00000

TO THE BOARD OF DIRECTORS OF AND MEMBERS OF L&T TECHNOLOGY SERVICES
(SHANGHAI) CO., LTD

I. Auditors' Opinion

We have audited the accompanying financial statements of L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD. (hereafter referred to also as "The company") which comprise the balance sheet as of December 31, 2023, the income statements, the cash flows and the statement of change in equity for the year then ended and notes appended to the related financial statements.

In our opinion, the financial statements give a true and fair view of the financial position of L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD. as of December 31, 2023 and of its financial performance and its cash flows for the year then ended in accordance with the requirements of Enterprise Accounting System.

II. Basis of Auditors' opinion

We conducted our audit in accordance with Independent Auditing Standards for Certified Public Accountants. The section of Responsibility of Auditor in the report will further illustrate our responsibilities under these guidelines. According to the ethics code of CPA, we are independent of your company and have fulfilled other responsibilities in the field of professional ethics. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

III. Responsibility of the Management for the Financial Statements

The management is responsible for the preparation of the financial statements that give a true and fair view in accordance with the Enterprise Accounting System. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the management is responsible for assessing the company's ability to continue as a going concern, disclosing matters related to going

concern and using the going basis of accounting unless the management either intends to liquidate the company, or to cease operations or have no realistic alternative but to do so.

The management is responsible for overseeing the company's financial reporting process.

IV. Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but it is not a guarantee that an audit in accordance with the auditing standards 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 the financial statements.

As part of an audit in accordance with the auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. Meanwhile, we also conduct the following works:

- 1). Identify and assess the risk 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 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 internal control.
- 2). Obtain an understanding of internal control relevant to audit in order to design audit procedures that are appropriate, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- 3). Evaluate the appropriateness of accounting policy used and the reasonableness of accounting estimates and related disclosures made by the management.
- 4). Conclude the appropriateness of the management's use of going concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainties 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, 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.

5). Evaluate the overall presentation, structure and content of the financial statements, including the disclosure, and whether the financial statements represent the underlying transactions and events in a manner that achieve fair presentation.

We communicate with the management of the company regarding, among other matters, the planned scope and timing of audit and significant audit findings, including any significant deficiencies in internal control that we've identified during our audit.

Shanghai Zhongqin Wanxin CPAS Co., Ltd.

CPA Signature_____

Shanghai, China
February. 28th, 2024

CPA Signature_____

This auditor's report and the accompanying notes to the financial statements are an English translation of the Chinese auditors' report. In case of doubt regarding the presentation of these documents, the Chinese version shall prevail.

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD**BALANCE SHEET****As at 31 DECEMBER 2023****(CURRENCY: CNY)**

<u>ASSETS</u>	<u>NOTES</u>	<u>2023.12.31</u>	<u>2022.12.31</u>
CURRENT ASSETS			
Cash and Bank Deposits	6.1	4,717,852.52	3,165,040.71
Accounts Receivable	6.2	1,049,886.82	23,039.10
Advances to Suppliers			
Other Receivables	6.3	95,493.99	1,595,493.99
Inventory			
Prepaid expenses			
Other current assets			
TOTAL CURRENT ASSETS		<u>5,863,233.33</u>	<u>4,783,573.80</u>
FIXED ASSETS			
Fixed assets - Cost			
Less: Accumulated depreciation			
FIXED ASSETS - NET VALUE		<u>-</u>	<u>-</u>
TOTAL FIXED ASSETS		<u>-</u>	<u>-</u>
INTANGIBLE AND OTHER ASSETS			
Intangible assets			
Deferred assets			
TOTAL INTANGIBLE AND OTHER ASSETS		<u>-</u>	<u>-</u>
TOTAL ASSETS		<u><u>5,863,233.33</u></u>	<u><u>4,783,573.80</u></u>

(continued)

The annexed Notes form an integral part of these Financial Statements.

Director_____
Financial controller

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD**BALANCE SHEET (continued)****As at 31 DECEMBER 2023****(CURRENCY: CNY)**

<u>LIABILITIES AND OWNER'S EQUITY</u>	<u>NOTES</u>	<u>2023.12.31</u>	<u>2022.12.31</u>
CURRENT LIABILITIES			
Accounts Payable	6.4	51,342.42	
Advances from customers			
Payroll and Welfare Payable			
Tax Payable		9,623.71	(34,354.88)
Other Payables	6.5	<u>87,196.34</u>	<u>9,911.00</u>
TOTAL CURRENT LIABILITIES		<u>148,162.47</u>	<u>(24,443.88)</u>
DEFERRED TAX			
Deferred tax credits		<u>-</u>	<u>-</u>
TOTAL LIABILITIES		<u>148,162.47</u>	<u>(24,443.88)</u>
OWNER'S EQUITY			
Paid-in capital	6.6	3,288,438.05	3,288,438.05
Surplus Reserve		242,663.28	151,957.96
Undistributed profits	6.7	<u>2,183,969.53</u>	<u>1,367,621.67</u>
TOTAL OWNER'S EQUITY		<u>5,715,070.86</u>	<u>4,808,017.68</u>
TOTAL LIABILITIES AND OWNER'S EQUITY		<u><u>5,863,233.33</u></u>	<u><u>4,783,573.80</u></u>

The annexed Notes form an integral part of these Financial Statements.

Director

Financial controller

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD**INCOME STATEMENT****FOR THE YEAR ENDED 31 DECEMBER 2023****(CURRENCY: CNY)**

	<u>NOTES</u>	<u>2023</u>	<u>2022</u>
SALES	6.8	2,423,287.67	1,840,076.31
Less: Cost of Sales	6.8	1,214,661.53	1,445,676.78
Taxes and surcharge for main operations	6.9	<u>2,296.55</u>	<u>1,334.28</u>
Less: Operating expenses			
General and administrative expenses	6.10	312,059.29	(873,259.60)
Financial expenses	6.11	(54,615.04)	(151,899.20)
Asset disposal incomes		<u> </u>	<u> </u>
OPERATION INCOME		948,885.34	1,418,224.05
Add: Non-operating incomes	6.12	5,907.49	10,298.05
Less: Non-operating expenses		<u> </u>	<u> </u>
INCOME BEFORE TAX		954,792.83	1,428,522.10
Less: Income tax	6.13	<u>47,739.65</u>	<u>46,426.11</u>
NET INCOME		<u><u>907,053.18</u></u>	<u><u>1,382,095.99</u></u>

The annexed Notes form an integral part of these Financial Statements.

Director

Financial controller

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD**CASH FLOW STATEMENT****FOR THE YEAR ENDED 31 DECEMBER 2023****(CURRENCY: CNY)**

	<u>2023</u>	<u>2022</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Cash received from sales of goods or rendering of services	1,451,168.47	1,898,493.46
Cash received from return of taxation fee		
Other cash received relating to operating activities	<u>1,599,363.90</u>	<u>36,805.30</u>
Sub-total of cash inflows	<u>3,050,532.37</u>	<u>1,935,298.76</u>
Cash paid for goods and services	1,163,319.11	1,514,921.87
Cash paid to and on behalf of employees		
Tax paid	60,786.13	141,713.15
Other cash paid relating to operating activities	<u>315,060.57</u>	<u>1,704,081.87</u>
Sub-total of cash outflows	<u>1,539,165.81</u>	<u>3,360,716.89</u>
Net Cash Flows from Operating Activities	<u>1,511,366.56</u>	<u>(1,425,418.13)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Net cash received from disposal of fixed asset	-	-
Sub-total of cash inflows	-	-
Cash paid to acquire fixed assets, intangible assets and other long-term assets	-	-
Sub-total of cash outflows	-	-
Net Cash Flows from Investing Activities	-	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Cash received from investors	-	-
Sub-total of cash inflows	-	-
Cash payments for distribution of dividends, interest expenses	-	-
Sub-total of cash outflows	-	-
Net Cash Flows from Financing Activities	-	-
Effect of Foreign Exchange Rate Changes on Cash	<u>41,445.25</u>	<u>127,545.45</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	<u><u>1,552,811.81</u></u>	<u><u>(1,297,872.68)</u></u>

The annexed Notes form an integral part of these Financial Statements.

Director_____
Financial controller

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2023

	(CURRENCY: CNY)			
	Paid in Capital	Surplus Reserve	Accumulated Profits	Total
Balance at 1 January 2022	3,288,438.05	13,748.36	123,735.28	3,425,921.69
--as originally stated	3,288,438.05	13,748.36	123,735.28	3,425,921.69
--adjustment on adoption of Accounting Standard				
--as restated	3,288,438.05	13,748.36	123,735.28	3,425,921.69
Increase and Decrease for The Year			1,382,095.99	1,382,095.99
--Net profit for the year				
--Profit distributed				
Statutory surplus reserve				-
Extract for employee bonus and welfare fund		138,209.60	(138,209.60)	-
Dividend payable				-
Balance at 31 December 2022	3,288,438.05	151,957.96	1,367,621.67	4,808,017.68
Balance at 1 January 2023	3,288,438.05	151,957.96	1,367,621.67	4,808,017.68
--as originally stated	3,288,438.05	151,957.96	1,367,621.67	4,808,017.68
--adjustment on adoption of Accounting Standard				
--as restated	3,288,438.05	151,957.96	1,367,621.67	4,808,017.68
Increase and Decrease for The Year			907,053.18	907,053.18
--Net profit for the year				-
--Owner invest new capital				-
--Profit distributed				-
Statutory surplus reserve		90,705.32	(90,705.32)	-
Extract for employee bonus and welfare fund				-
Dividend payable				-
Balance at 31 December 2023	3,288,438.05	242,663.28	2,183,969.53	5,715,070.86

The Notes form an integral part of these Financial Statements.

Director

Financial controller

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD

NOTES TO THE FINANCIAL STATEMENTS

(Amounts are expressed in CNY unless otherwise stated)

1. General

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD. (hereinafter referred to as "the Company") was invested by L&T TECHNOLOGY SERVICES LTD. as a wholly foreign-owned enterprise. The Company was approved to establish in August 2019. The code of Business license is No.91310115MA1K4DK527. The registered capital is 3,300,000.00 RMB. The approved operating period is 50 years.

Business Scope: engage in engineering design and manufacturing support solutions for mechanical equipment, electronic equipment and medical equipment;engage in developing,designing and manufacturing of computer software(excluding audiovisual products and electronic publications) ;sells of self-produced products, integrated circuits, computer hardware and R&D of auxiliary equipment,engage in wholesale, import and export, commission agents (excluding auctions) of the above-mentioned commodities and provide related supporting business;engage in designing,installation,maintenance of computer system integration.(Projects subject to approval according to law may be operated after approval by relevant departments).

2. Basis of preparation

The financial statements have been prepared in accordance with the Accounting System for Business Enterprises and regulations of the relevant accounting standards for business enterprises.

3. Statement of compliance

The Financial statements have been prepared in conformity with the Accounting Regulations for Business Enterprises and regulations of the relevant accounting standards for business enterprises by the Company, and give a true and fair view of the state of affairs, results and cash flows.

4. Principal Accounting Policies and Estimates

4.1 Fiscal Year

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

The Company adopts the calendar year as its fiscal year which starts on 1 January and ends on 31 December.

4.2 Recording Currency and Foreign Currency Transactions

The Company uses the Renminbi (CNY) as its reporting currency.

Foreign currency transactions are converted into CNY for recording purpose at the exchange rate on the date of when the transactions occur. Adjustments are made to foreign currency accounts according to the exchange rate prevailing on the date of balance sheet. Exchange differences arising from these translations are taken to the profit and loss account.

4.3 Recording Principle and Valuation Basis

The financial statements are prepared on accrual basis and follow the historical cost convention.

4.4 Cash and Cash Equivalent

Cash and Cash equivalents are defined as highly liquid investments that are convertible to a known amount of cash, have an original maturity of less than three months at the time of purchase and have insignificant risk of change in fair market value due to shifts in the interest rate.

4.5 Provisions for Bad Debts

(A) Recognition of bad debts

Uncollected accounts arising from repeal and liquidation of debtor after taking legal clearance procedures, from the death of debtor leaving no assets to pay off and nobody to assume the obligations; accounts past due with strong evidence to show the debtors failed to repay obligations are considered as bad debts.

(B) Provision for bad and doubtful debts

Specific identification method is adopted.

4.6 Inventory

(A) Categories

Merchandised goods and low cost and short-lived articles.

(B) Valuation method:

The inventories are recorded at actual cost when acquired and calculated using first-in-first-out method when issued.

(C) Amortization of low cost and short-lived articles

By once amortization method.

(D) Provision for diminution in value of inventory

After year-end stock taking, provision for diminution in value of inventory is recognized by individual unit based on the lower of the cost or the net realizable value of inventory.

4.7 Recognition of revenue

(A) Sale of goods

Revenue from the sale of goods is recognized when the enterprise has transferred to the buyer the significant risks and rewards of ownership of the goods; the enterprise retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold; it is probable that the economic benefits associated with the transaction will flow to the enterprise; and the relevant amount of revenue and costs can be measured reliably.

(B) Rendering of services

When the provision of services is started and completed within the same accounting year, revenue is recognized at the time of completion of the services, receipt of the proceeds or obtaining the evidence to receive proceeds. When the provision of services is started and completed in different accounting years and the outcome of a transaction can be estimated reliably, revenue is recognized using the percentage of completion method at the balance sheet date.

4.8 Income Tax

The corporate and local income taxes are accounted for using tax payable method.

5. Taxation

5.1 VAT

VAT outputs's base of calculation is the taxable revenue with the rate 13% (for goods) or 6% (for services). VAT out-put less the VAT inputs which have been approved to be deducted shall be declared to the tax authority and paid on a monthly basis.

5.2 urban maintenance and construction tax

Based on actual payment of value added tax and consumption tax.

5.3 Enterprise Income Tax

EIT calculate base on the taxable income with the rate 25%.

5.4 Education surcharges

Based on actual payment of business tax, value added tax and consumption tax.

6. Note to the Financial Statements

6.1 Cash and Bank Deposits

<u>Item</u>	<u>31 December 2023</u>	<u>31 December 2022</u>
Bank deposits	<u>4,717,852.52</u>	<u>3,165,040.71</u>

6.2 Accounts Receivables

<u>Age</u>	<u>31 December 2023</u>			<u>31 December 2022</u>		
	<u>Amount</u>	<u>Rate</u>	<u>Bad debts</u>	<u>Amount</u>	<u>Rate</u>	<u>Bad debts</u>
Within 1 year	1,026,847.72	97.81%	---	---	---	---
1-2 years	---	---	---	23,039.10	100%	---
2-3 years	23,039.10	2.19%	---	---	---	---
Total	<u>1,049,886.82</u>	<u>100%</u>	<u>---</u>	<u>23,039.10</u>	<u>100%</u>	<u>---</u>

Among which, main items:

<u>Company</u>	<u>31 December 2023</u>	<u>Aging</u>
L&T TECHNOLOGY SERVICES LLC	1,026,847.72	within 1 year

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

6.3 Other Receivables

<u>Age</u>	<u>31 December 2023</u>			<u>31 December 2022</u>		
	<u>Amount</u>	<u>Rate</u>	<u>Bad debts</u>	<u>Amount</u>	<u>Rate</u>	<u>Bad debts</u>
Within 1 year	---	---	---	1,500,000.00	94.01%	---
1-2 years	---	---	---	9,700.00	0.61%	---
2-3 years	9,700.00	10.16%	---	85,793.99	5.38%	---
More than 3 years	85,793.99	89.84%	---	---	---	---
Total	<u>95,493.99</u>	<u>100%</u>	<u>---</u>	<u>1,595,493.99</u>	<u>100%</u>	<u>---</u>

6.4 Accounts Payable

<u>Aging</u>	<u>31 December 2023</u>	<u>31 December 2022</u>
Within 1 year	<u>51,342.42</u>	<u>---</u>

6.5 Other Payables

<u>Aging</u>	<u>31 December 2023</u>	<u>31 December 2022</u>
Within 1 year	<u>87,196.34</u>	<u>9,911.00</u>

6.6 Paid in Capital

<u>Investor</u>	<u>31 December 2023</u>	
	<u>USD</u>	<u>CNY equivalent</u>
L&T TECHNOLOGY SERVICES LTD	<u>469,985.00</u>	<u>3,288,438.05</u>

6.7 Undistributed Profits

<u>Item</u>	<u>Year Ended</u>	<u>Year Ended</u>
	<u>31 December 2023</u>	<u>31 December 2022</u>
Balance as at the beginning of the year	1,367,621.67	123,735.28
Add: Profit for current year	907,053.18	1,382,095.99
Less: Legal reserve	90,705.32	138,209.60
Dividend paid	---	---
Balance as at the end of the year	<u>2,183,969.53</u>	<u>1,367,621.67</u>

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

6.8 Sales and Cost of Sales

<u>Item</u>	<u>Year Ended</u>		<u>Year Ended</u>	
	<u>31 December 2023</u>		<u>31 December 2022</u>	
	<u>Sales</u>	<u>Cost of Sales</u>	<u>Sales</u>	<u>Cost of Sales</u>
Main business	2,423,287.67	1,214,661.53	1,840,076.31	1,445,676.78

6.9 Taxes and surcharge for main operations

<u>Item</u>	<u>Year Ended</u>	<u>Year Ended</u>
	<u>31 December 2023</u>	<u>31 December 2022</u>
Taxes and surcharge for main operations	<u>2,296.55</u>	<u>1,334.28</u>

6.10 General and Administrative Expenses

	<u>Year Ended</u>	<u>Year Ended</u>
	<u>31 December 2023</u>	<u>31 December 2022</u>
General and Administrative Expenses	<u>312,059.29</u>	<u>-873,259.60</u>
Among which, main items:		
Management fee	---	-1,225,593.70
Consultation fee	131,450.00	290,080.67

6.11 Financial expenses

<u>Item</u>	<u>Year Ended</u>	<u>Year Ended</u>
	<u>31 December 2023</u>	<u>31 December 2022</u>
Interest income	16,171.07	26,507.25
Exchange gains or losses	-41,445.25	-127,545.45
Others	3,001.28	2,153.50
Total	<u>-54,615.04</u>	<u>-151,899.20</u>

6.12 Non-operating incomes

<u>Item</u>	<u>Year Ended</u>	<u>Year Ended</u>
	<u>31 December 2023</u>	<u>31 December 2022</u>
Subsidy of vat-in	5,907.49	10,297.86
Others	---	0.19
Total	<u>5,907.49</u>	<u>10,298.05</u>

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

6.13 Income tax

<u>Item</u>	<u>Year Ended</u> <u>31 December 2023</u>	<u>Year Ended</u> <u>31 December 2022</u>
Income tax	<u>47,739.65</u>	<u>46,426.11</u>

7. Contingencies

The Company has no significant contingent events to disclose.

8. Post-balance sheet events

No significant post-balance sheet event needs to be disclosed.

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

L&T TECHNOLOGY SERVICES (SHANGHAI) CO., LTD
TAXABLE INCOME RECONCILIATION
FOR THE YEAR ENDED DECEMBER 31, 2023

(CURRENCY: CNY)

<u>Items</u>	<u>Amount</u>
Accounting income for the year	954,792.83

Taxable income for the year	954,792.83

The adjustment of taxable income is in line with the point of view of CPA who conducted the audit.
The ultimate taxable income is the one subject to the verification of local tax bureau.

L&T Technology Services (Canada) Limited
BOARD'S REPORT

Dear Members,

The Directors have pleasure in presenting their Fourth Board's Report and Management Certified Accounts for the year ended March 31, 2024.

1. FINANCIAL RESULTS:

Particulars	2023-24	2022-23
	CAD	CAD
Total Income	270,299	44,202
Total Expenditure	502,699	37,389
Operating Profit/(Loss)	(232,400)	6,813
Add: Interest Income	-	-
Less: Finance Costs	-	-
Profit/(Loss) before Tax	(232,400)	6,813
Less: Tax	-	-
Net Profit/(Loss) after Tax	(232,400)	6,813
Add: Balance b/f from previous year	(145,953)	(152,766)
Balance available for disposal which directors appropriate as follows:	(378,353)	(145,953)
Dividend	-	-
Transfer to Reserves	-	-
Balance to be carried forward	(378,353)	(145,953)

2. CAPITAL & FINANCE:

During the year under review, the Company has not issued any shares. There is no loan outstanding as on March 31, 2024.

3. CAPITAL EXPENDITURE:

As at March 31, 2024, the gross fixed and intangible assets including leased assets, stood at CAD Nil and the net fixed and intangible assets, including leased assets, at CAD Nil. Capital Expenditure during the year amounted to CAD Nil.

4. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED BY THE COMPANY:

The Company has not given loan/made investment/provided guarantee or security during the year under review.

5. STATE OF COMPANY AFFAIRS:

The gross sales and other income for the financial year under review were CAD 270,299 as against CAD 44,202 for the previous financial year registering an increase of 512%. The (loss) before tax from continuing operations including extraordinary and exceptional items was CAD (232,400) and the (loss) after tax from continuing operations including extraordinary and exceptional items of CAD (232,400) for the financial year under review as against CAD 6,813 and CAD 6,813 respectively for the previous financial year, registering an decrease of 3511 % and 3511% respectively.

6. AMOUNT TO BE CARRIED TO RESERVES:

As at March 31, 2024, the Company has not transferred any amount to reserves.

7. DIVIDEND:

The Directors have not declared any dividend during the year.

8. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY, BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

There are no material changes affecting the financial position of the Company between the end of the financial year and the date of the report.

9. DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the year under review, there were no material and significant orders passed by the Regulators or Courts impacting the going concern status and the Company's operations in future.

10. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL APPOINTED/RESIGNED DURING THE YEAR:

Mr. Amit Chadha, Mr. Abhishek Sinha & Mr. Rajeev Gupta are the current directors of the Company.

There were no changes in the Directors of the Company during the year.

11. IT SECURITY BREACH & SAFETY:

The Company has implemented comprehensive IT security programs supported by latest technology and trained manpower to protect employees and assets, at its offices and plant, from such IT Security breaches/ cyber-attack.

During the Financial Year under review, no major security breaches or incidents have occurred. A comprehensive security risk assessment is carried out regularly and adequate security measures are implemented to cater to changing security scenario. The Company has implemented adequate IT security measures and processes to protect its personnel and assets.

12. DIRECTORS RESPONSIBILITY STATEMENT:

The Board of Directors of the Company confirms:

- a) In the preparation of Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the local statutes for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the Annual Accounts on a going concern basis;
- e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and were operating effectively.

13. ACKNOWLEDGEMENT:

Your Directors acknowledge the invaluable support extended by the Government authorities in Canada and take this opportunity to thank them as well as the customers, supply chain partners, employees, Financial Institutions, Banks and all the various stakeholders for their continued co-operation and support to the Company.

For and on behalf of the Board

Mr. AMIT CHADHA
Director

Date: April 19, 2024
Place: Mumbai, India

L & T TECHNOLOGY SERVICES (Canada) Limited
BALANCE SHEET AS AT MAR 31, 2024

Particulars	Note No.	As at 31-03-2024	As at 31-03-2023
		Rupees	Rupees
ASSETS			
I. Non-current assets			
(a) Property, plant and equipment		-	-
(b) Capital work-in-progress		-	-
(c) Goodwill		-	-
(d) Other intangible assets		-	-
(e) Financial assets			
(i) Investments		-	-
(ii) Non current trade receivables		-	-
(iii) Other financial assets		-	-
(iv) Trade receivables		-	-
(f) Deferred tax assets (net)		-	-
(g) Other non current assets		-	-
Total non-current assets		-	-
II. Current assets			
(a) Financial assets			
(i) Investments		-	-
(ii) Trade receivables	1	2,88,812	3,53,814
(iii) Cash and cash equivalents	2	5,42,552	8,05,732
(iv) Other bank balances		-	-
(v) Loans		-	-
(vi) Other financial assets		-	-
(b) Current tax assets (net)		3,181	3,181
(c) Other current assets	3	75,755	63,499
Total current assets		9,10,300	12,26,226
TOTAL ASSETS		9,10,300	12,26,226
I. EQUITY AND LIABILITIES:			
Equity			
(a) Equity share capital	4	6,612	6,612
(b) Other equity		(3,78,353)	(1,45,953)
Total equity		(3,71,741)	(1,39,341)
II. Liabilities			
I. Non-current liabilities			
(a) Financial Liabilities		-	-
(i) Other financial liabilities		-	-
(b) Provisions		-	-
Total non-current liabilities		-	-
Current liabilities			
(a) Financial liabilities			
(i) Short-term borrowings		-	-
(ii) Trade payables	5	11,45,837	12,54,535
(iii) Other financial liabilities		-	-
(b) Other current liabilities	6	1,36,204	1,11,032
(c) Provisions		-	-
(d) Current tax liabilities (net)		-	-
Total current liabilities		12,82,041	13,65,567
Total liabilities		12,82,041	13,65,567
TOTAL EQUITY AND LIABILITIES		9,10,300	12,26,226
For and on behalf of the Board of Directors of Graphene Solution Sdn. Bhd.			
Mr. Amit Chadha Director			
Date: April 19, 2024 Place: Mumbai			

L & T TECHNOLOGY SERVICES (Canada) Limited

STATEMENT OF PROFIT AND LOSS FOR PERIOD ENDED ON MARCH 31, 2024

	Particulars	Note No.	Year ended 31-03-2024	Year ended 31-03-2023
			Rupees	Rupees
I.	Revenue from operations	7	2,71,496	31,579
II.	Other income	8	(1,197)	12,623
III.	TOTAL INCOME		2,70,299	44,202
IV.	Expenses:			
	Employee benefit expenses		1,10,902	-
	Other operating expenses	9	3,91,797	37,389
	TOTAL EXPENSES		5,02,699	37,389
V.	PROFIT BEFORE TAX (III - IV)		(2,32,400)	6,813
VI.	Tax expense :			
	(a)Current tax		-	-
	(b)Deferred tax		-	-
	TOTAL TAX EXPENSE		-	-
VII.	PROFIT FOR THE YEAR (V - VI)		(2,32,400)	6,813
VIII.	Other comprehensive income (OCI), net of taxes		-	-
IX.	TOTAL COMPREHENSIVE INCOME, NET OF TAXES		(2,32,400)	6,813
<p>For and on behalf of the Board of Directors of Graphene Solution Sdn. Bhd.</p>				
<p>Mr. Amit Chadha Director</p>				
<p>Date: April 19, 2024 Place: Mumbai</p>				

L & T TECHNOLOGY SERVICES (Canada) Limited
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31,2024

	Particulars	Year ended 31-03-2024	Year ended 31-03-2023
		Rupees	Rupees
A.	Cash flow from operating activities		
	Profit before tax	(2,32,400)	6,813
	Operating profit before working capital changes	(2,32,400)	6,813
	Changes in working capital		
	(Increase)/decrease in trade receivables	65,002	5,76,147
	(Increase)/decrease in other receivables	(12,256)	(27,312)
	Increase/(decrease) in trade & other payables	(83,526)	56,910
	(Increase)/decrease in working capital	(30,780)	6,05,745
	Cash generated from operations	(2,63,180)	6,12,558
	Direct taxes paid	-	-
	Net cash (used in)/from operating activities	(2,63,180)	6,12,558
B.	Cash flow from investing activities		
	Purchase of fixed assets	-	-
	Sale of fixed assets	-	-
	(Purchase)/Sales of current investments	-	-
	Consideration paid on acquisition of subsidiaries	-	-
	Cash & cash equivalents acquired pursuant to acquisition of subsidiaries	-	-
	Dividends received from current investments	-	-
	Interest received	-	-
	Net cash (used in)/from investing activities	-	-
C.	Cash flow from financing activities		
	Equity share capital issued including share premium	-	-
	Preference share capital redeemed	-	-
	Proceeds from/(repayment of) borrowings	-	-
	Interest paid	-	-
	Dividend paid	-	-
	Dividend tax	-	-
	Net cash (used in) / from financing activities	-	-
	Net (decrease) / increase in cash and cash equivalents	(2,63,180)	6,12,558
	Cash and cash equivalents at beginning of year	8,05,732	1,93,174
	Cash and cash equivalents at end of year	5,42,552	8,05,732

For and on behalf of the Board of Directors of
Graphene Solution Sdn. Bhd.

Mr. Amit Chadha
Director

Date: April 19, 2024
Place: Mumbai

L & T TECHNOLOGY SERVICES (Canada) Limited
STATEMENT OF CHANGES IN EQUITY

OTHER EQUITY

(Rupees)

	Other Equity			Total equity attributable to equity holders of the Company
	Equity Share Capital	Reserves & Surplus		
		Retained earnings	FCTR	
Balance as at 01-04-2023	6,612	(1,45,953)		(1,45,953)
Profit for the year		(2,32,400)	-	(2,32,400)
Addition/(deduction) during the period	-	-	-	-
Balance as at 31-03-2024	6,612	(3,78,353)		(3,78,353)

*For and on behalf of the Board of Directors of
Graphene Solution Sdn. Bhd.*

Mr. Amit Chadha
Director

Date: April 19, 2024
Place: Mumbai

Notes forming part of the financial statements

A. Corporate information

L&T Technology Services (Canada) Limited was incorporated and domiciled in Canada and has its registered office at 1200 Waterfront Centre, PO Box 48600, 200 Burrard Street, Vancouver, BC V7X 1T2, Canada

As at March 31, 2024, L&T Technology Services LLC, the holding company, owns 100% of the Company's equity share capital.

B. Significant accounting policies

a) Statement of compliance

These financial statements have been prepared under the historical cost convention on the accrual basis of accounting in accordance with the accounting and reporting requirements of generally accepted accounting principles in Singapore to reflect the financial position, results of operations and cash flows of the Company.

All amounts are stated in CAD, except as otherwise specified.

b) Basis of accounting

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

c) Operating cycle for current and non-current classification

Operating cycle for the business activities of the Company covers the duration of the project/contract/service and extends up to the realization of receivables within the credit period normally applicable to the respective lines of business.

d) Revenue Recognition

The Company derives revenue from Engineering Research and Development (ER&D) services, which are a set of services provided to manufacturing, technology and process engineering companies, to help them develop and build products, processes and infrastructure required to deliver products and services to their end customers. Revenue is recognised upon transfer of control of promised services to customers in an amount that reflects the consideration which the Group/Company expects to receive in exchange for those services:

- a. Revenue from contracts which are on time and material basis are recognized when services are rendered, and related costs are incurred.
- b. Revenue from fixed-price contracts where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. Percentage of completion is determined based on project costs incurred to date as a percentage of total estimated project costs required to complete the project. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity.
- c. Revenues in excess of invoicing are classified as contract assets (unbilled revenue).
- d. Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company presents revenue net of discounts, collection charges, indirect taxes and value-added taxes in its statement of profit and loss.

- e. The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date as per contract.

e) Other income

- a. Interest income is accrued on a time basis by reference to the principal outstanding and the effective interest rate.
- b. Dividend income is accounted in the period in which the right to receive the same is established.
- c. Other items of income are accounted as and when the right to receive arises and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

f) Exceptional items

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and the same is disclosed in the notes to accounts.

g) Leases

a. Operating leases

Assets acquired on leases where a significant portion of the risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the statement of profit and loss on accrual basis.

h) Financial instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

(i) Non-derivative financial assets

- a. Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets at amortised cost are represented by trade receivables, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

i) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and other deposits with original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

j) Current income taxes

The current income tax expense includes income taxes payable by the Company.

Provision for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying units intend to settle the asset and liability on a net basis.

k) Provisions, contingent liabilities and contingent assets

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation, if

- i) The Company has a present obligation as a result of a past event;
- ii) A probable outflow of resources is expected to settle the obligation; and
- iii) The amount of the obligation can be reliably estimated

Contingent liability is disclosed in the case of

- i) A present obligation arising from a past event when it is not probable that an outflow of resources will be required to settle the obligation; or
- ii) A possible obligation unless the probability of outflow of resources is remote

Contingent Liabilities as at March 31, 2024 is Nil.

Contingent assets are neither recognized nor disclosed.

Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

l) Cash flow statement

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

L & T TECHNOLOGY SERVICES (Canada) Limited
Notes forming part of accounts

1 TRADE RECEIVABLES

	As at 31-03-2024	As at 31-03-2023
Trade receivables	3,29,805	3,53,814
Less: Allowances for doubtful debts	(40,993)	-
	2,88,812	3,53,814

2 CASH AND CASH EQUIVALENTS

	As at 31-03-2024	As at 31-03-2023
Balances with banks	5,42,552	8,05,732
	5,42,552	8,05,732

3 OTHER CURRENT ASSETS

	As at 31-03-2024	As at 31-03-2023
Other receivables	75,755	63,499
	75,755	63,499

4 EQUITY SHARE CAPITAL

	As at 31-03-2024	As at 31-03-2023
Authorised, Issued, subscribed and paid up	6,612	6,612
Total issued, subscribed and paid up capital	6,612	6,612

5 TRADE PAYABLES

	As at 31-03-2024	As at 31-03-2023
Due to related parties	11,46,675	12,54,535
Supplier ledger - revenue goods/services	(838)	-
	11,45,837	12,54,535

6 OTHER CURRENT LIABILITIES

	As at 31-03-2024	As at 31-03-2023
Other payables	1,36,204	1,11,032
	1,36,204	1,11,032

L & T TECHNOLOGY SERVICES (Canada) Limited

Notes forming part of accounts

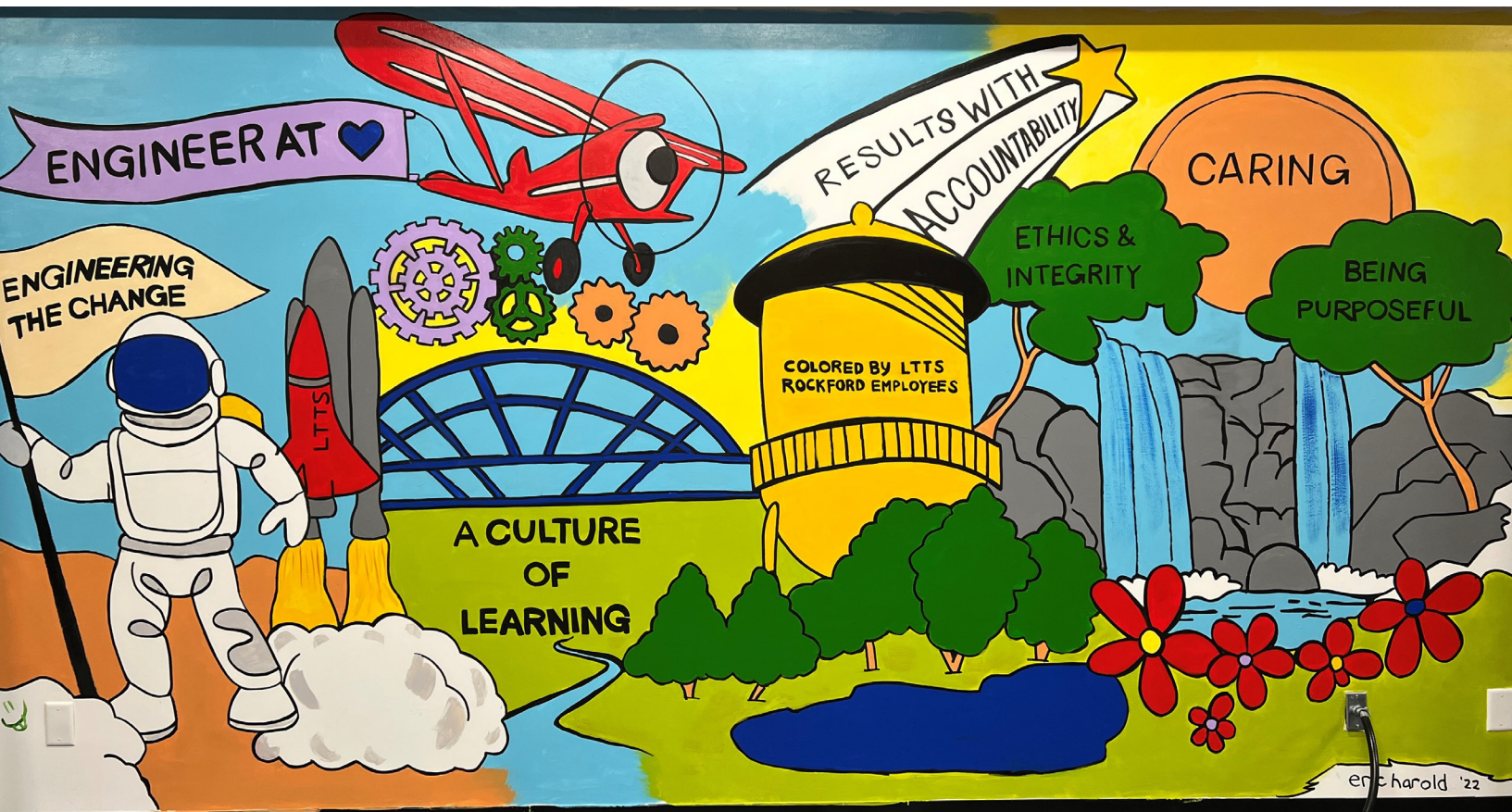
	Year ended 31-03-2024	Year ended 31-03-2023
7 REVENUE FROM OPERATIONS		
Overseas	2,71,496	31,579
	2,71,496	31,579

8 OTHER INCOME

	Year ended 31-03-2024	Year ended 31-03-2023
Foreign exchange gain / (loss)	(1,197)	12,623
	(1,197)	12,623

EXPENSE

	Year ended 31-03-2024	Year ended 31-03-2023
9 OTHER OPERATING EXPENSES		
Subcontracting and component charges	2,57,911	30,000
Legal and professional charges	27,216	-
Allowances for doubtful debts	40,993	-
Bad Debts	58,171	-
Miscellaneous expenses	7,506	7,389
	3,91,797	37,389



L&T Technology Services Limited

Registered Office:
L&T House, N. M. Marg, Ballard Estate,
Mumbai-400 001, Maharashtra, India.

For Additional Information About
L&T Technology Services Log on to www.LTTS.com
Reach us at investor@LTTS.com

Copyright © L&T Technology Services