

DIPESH RUPARELIA & CO.

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To The Members of Downing Gridco Private Limited Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Downing Gridco Private Limited** (the "Company"), which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

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

Basis for Opinion

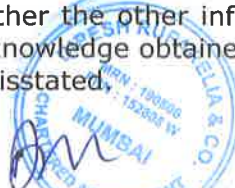
We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. 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 ethical 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board of Director's report including the Annexures thereto, 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.



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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility 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



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higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by 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.



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- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except that the requirement of audit trail was not complied with as stated in (i)(vi) below.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on 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) Reporting on the adequacy of Internal Financial Control Over Financial Reporting of the Company and the operating effectiveness of such controls, under section 143(3)(i) of the Act is not applicable in view of the exemption available to the Company in terms of the notification no. G.S.R 583(E) dated June 13, 2017 issued by the Ministry of Corporate Affairs, Government of India, read with general circular No. 08/2017 dated July 25, 2017.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to the managerial remuneration not applicable.

- h) The modification relating to the maintenance of accounts and other matters connected therewith, is as stated in paragraph (b) above.
- i) 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 does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of it's 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(s) or entity(ies), including foreign entities ("Intermediaries"), with

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the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of it's knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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.

(c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
- vi. The Company upgraded their accounting software on June 24, 2023.

Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account for the year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated for all relevant transactions recorded in the software except for the period from April 1, 2023 to June 23, 2023 where the earlier version of the accounting software was used which did not have the audit trail feature.

Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with, in respect of the accounting software for the period for which the audit trail feature was operating.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the year ended March 31, 2024.



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2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure**", a Statement on the matters specified in paragraphs 3 and 4 of the Order,

Yours Sincerely,

**For M/s Dipesh Ruparelia & Co.
Chartered Accountants**



**CA Dipesh Ruparelia
Membership No.: 190806
FRN: 152808W**

Date: 17 May 2024

Place: Mumbai

UDIN: 24190806B1cFvxE8571

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ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Downing Gridco Private Limited of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- (i) (a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and capital work in progress.
(B) The Company has maintained proper records showing full particulars, including quantitative details and situation of intangible assets.
- (b) The Property, Plant and Equipment were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company does not have any freehold land during the year.
- (d) The Company has not revalued any of its property, plant and equipment during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 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 have any inventory and hence reporting under this clause of the Order is not applicable.
- (iii) The Company has not made any investments in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause (iii) of the Order is not applicable.
- (iv) The Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) The maintenance of cost records are not applicable to the company in view of Section 148(1) of the Companies Act, 2013. Thus, reporting under this clause is not applicable.
- (vii) In respect of statutory dues:



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- (a) In our opinion, the Company has been generally regular in depositing undisputed statutory dues, including Income-tax, Goods and Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.
- (b) There were no undisputed amounts payable in respect of Income-tax, Goods and Services Tax and other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.
- (c) There are no statutory dues referred in sub-clause (a) above which have not been deposited on account of disputes as on March 31, 2024.
- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix)
 - (a) The Company has not defaulted in the repayment of loans or other borrowings (including where loans repayable on demand where those have been demanded for repayment during the year) or in the payment of interest thereon to any lender during the year.
 - (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
 - (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.
 - (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
 - (e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause (ix)(e) of the Order is not applicable.
 - (f) The Company does not have any investment in subsidiary or joint venture or associate companies and therefore the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies and hence reporting on clause (ix)(f) of the Order is not applicable.
- (x)
 - (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.
 - (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence the provisions of Clause 3(x)(b) of the Order is not applicable.

(xi)



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- (a) No fraud by the Company and no material fraud 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 in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
 - (c) There were no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) The Company is a Private Company and hence the provisions of Section 177 and second proviso to Section 188(1) of the Act are not applicable to the Company. In our opinion, the Company is in compliance with the other provisions of Section 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) The provisions of internal audit in view of Section 138 of Companies Act, 2013 are not applicable in case of the company. Thus, reporting under this clause is not applicable.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with it's directors and hence provisions of section 192 of the Act are not applicable.
- (xvi)
- (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.
 - (b) The Group does not have any Core Investment Company as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable.
- (xvii) The Company has incurred a cash loss of INR 4.05 million during the financial year 2023-24.
- (xviii) During the year, there has been a change in the Company's auditor. The previous auditor, CA Deepak G Soni & Co, resigned from their position as auditor and we were appointed as the Company's auditor. The change in auditor was necessitated due to resignation of the previous auditor. The Company complied with all regulatory requirements and obtained necessary approvals for the appointment of the new auditor as per the provisions of the Companies Act, 2013.

The outgoing auditor has provided a statement confirming that there were no disagreements with the management of the Company on any matters of accounting principles or practices, financial statement disclosure, or auditing scope or

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procedures that, if not resolved to the satisfaction of the auditor, would have caused them to make reference to the matter(s) in their report.

The incoming auditor has confirmed their eligibility and independence as per the provisions of the Companies Act, 2013, and the Institute of Chartered Accountants of India. The Company has provided all requisite information and access to the incoming auditor to conduct their audit effectively. In accordance with the requirements of CARO 2020, the financial statements have been properly audited by the current auditor, and their opinion is unqualified.

- (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 and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report which is not mitigated indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The provision of sub-section (6) of section 135 of the said Act on Corporate Social Responsibility are not applicable to the company. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.
- (xxi) The Company does not have any investment in subsidiary, joint venture and associate and hence the Company is not required to prepare consolidated financial statements. Therefore, reporting under clause 3(xxii) of the Order is not applicable.

Yours Sincerely,

**For M/s Dipesh Ruparelia & Co.
Chartered Accountants**

CA Dipesh Ruparelia
Membership No.: 190806
FRN: 152808W
Date: 17 May 2024
Place: Mumbai
UDIN: 24190806BKAVXE8571

Downing Gridco Private Limited
CIN : U40101MH2018PTC363541
Balance Sheet as at 31st March, 2024
(Currency: Indian Rupees in Millions)

Particulars	Notes	As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
A. ASSETS				
I Non-current assets				
(a) Property, plant and equipment	2(a)	90.75	80.40	-
(b) Capital work-in-progress	2(b)	6.95	-	78.93
(c) Income tax assets (net)		2.00	-	0.05
(d) Financial assets				
(e) Deferred tax assets (net)	3	2.12	-	-
		101.82	80.40	78.98
II Current assets				
(a) Financial assets				
(i) Cash and cash equivalents	4	0.15	0.09	2.42
(ii) Other financial assets	5	0.02	-	-
(b) Other current assets	6	5.03	11.59	13.00
		5.20	11.68	15.42
Total		107.02	92.08	94.40
B. EQUITY AND LIABILITIES				
I Equity				
(a) Equity share capital	7	5.60	5.60	5.60
(b) Other Equity	8	(13.90)	(8.69)	(4.37)
		(8.30)	(3.09)	1.23
II Non-Current liabilities				
(a) Financial liabilities				
(i) Other Non Current Liabilities	9	94.39	-	-
		94.39	-	-
III Current liabilities				
(a) Financial liabilities				
(i) Short-term borrowings	10	12.84	93.76	83.78
(ii) Trade payables	11			
(a) Total outstanding dues of micro and small enterprises		0.01	-	-
(b) Total outstanding dues of creditors other than micro and small enterprises		4.23	1.22	8.12
(iii) Other current financial liabilities	12	2.61	-	-
(b) Other current liabilities	13	1.24	0.19	1.27
		20.93	95.17	93.17
Total		107.02	92.08	94.40
		-	-	-

The accompanying notes are an integral part of these financial statements. (Refer Note 1 to 30)

In terms of our report attached of even date

For Dipesh Ruparelia & Co.
Chartered Accountants
Firm Registration No.: 152808W


Dipesh Kirit Ruparelia
Proprietor
Membership No. 190806
Place: Mumbai
Date: 17th May, 2024



For and on behalf of the Board of
Downing Gridco Private Limited
CIN : U40101MH2018PTC363541


Sweta Javeri
Director
DIN: 10049453
Place: Mumbai
Date: 17th May, 2024


Sushant Nagre
Director
DIN: 10048401
Place: Mumbai
Date: 17th May, 2024

Downing Gridco Private Limited
CIN : U40101MH2018PTC363541
Statement of Profit and Loss for the period 31st March, 2024
(Currency: Indian Rupees in Millions)

Particulars	Notes	For the year ended 31st March, 2024	For the year ended 31st March, 2023
A. Income:			
(a) Revenue from operations		-	-
Total income		-	-
B. Expenses:			
(a) Operation and maintenance expenses		0.80	-
(b) Other expenses	14	0.35	2.68
Total expenses		1.15	2.68
C. Earnings before interest, tax, depreciation and amortisation (EBITDA) (A - B)		(1.15)	(2.68)
D. Finance costs	15	2.90	0.56
E. Depreciation and amortisation expense		3.28	1.08
F. Loss before tax (C - D - E)		(7.33)	(4.32)
G. Tax expense:			
Deferred tax		(2.12)	-
Total tax expense / (credit)		(2.12)	-
H. Loss after tax (F - G)		(5.21)	(4.32)
I Total comprehensive loss for the period		(5.21)	(4.32)
Earnings per equity share			
- basic and diluted	16	(9.30)	(7.71)
(Face value of Rs. 10/-)			

The accompanying notes are an integral part of these financial statements. (Refer Note 1 to 30)

In terms of our report attached of even date

For Dipesh Ruparelia & Co.
Chartered Accountants
Firm Registration No.: 152808W


Dipesh Kirit Ruparelia
Proprietor
Membership No. 190806
Place: Mumbai
Date: 17th May, 2024



For and on behalf of the Board of
Downing Gridco Private Limited
CIN : U40101MH2018PTC363541



Sweta Javeri
Director
DIN: 10049453
Place: Mumbai
Date: 17th May, 2024



Sushant Arun Nagre
Director
DIN: 10048401
Place: Mumbai
Date: 17th May, 2024

Downing Gridco Private Limited
CIN : U40101MH2018PTC363541
Statement of Cash flow for the year ended 31st March, 2024
(Currency: Indian Rupees in Millions)

A. Cash flows from operating activities

Loss before tax

Adjustments for:

Depreciation

Finance cost

Operating loss before working capital changes

Changes in working capital

Adjustments for (increase) / decrease in operating assets:

Other assets

Adjustments for increase / (decrease) in operating liabilities:

Trade payables

Other Non current liabilities

Other current liabilities

Cash generated from operations

Income taxes paid

Net cash used in from operating activities (A)

B. Cash flows from investing activities

Capital expenditure on property, plant and equipment

Net cash used in investing activities (B)

C. Cash flows from financing activities

Proceeds from short term borrowings (net)

Repayment of inter-corporate borrowings (icb's)

Finance cost paid

Net cash generated from financing activities (C)

Net increase in cash and cash equivalents (A+B+C)

Cash and cash equivalents at the beginning of period

Cash and cash equivalents at the end of period (Note 4)

	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Loss before tax	(7.33)	(4.32)
Adjustments for:		
Depreciation	3.28	1.09
Finance cost	2.90	0.51
Operating loss before working capital changes	(1.15)	(2.72)
Changes in working capital		
Adjustments for (increase) / decrease in operating assets:		
Other assets	6.54	1.44
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	3.02	(6.89)
Other Non current liabilities	91.78	-
Other current liabilities	3.66	(1.08)
Cash generated from operations	103.85	(9.25)
Income taxes paid	(2.00)	-
Net cash used in from operating activities (A)	101.85	(9.25)
B. Cash flows from investing activities		
Capital expenditure on property, plant and equipment	(20.58)	(2.55)
Net cash used in investing activities (B)	(20.58)	(2.55)
C. Cash flows from financing activities		
Proceeds from short term borrowings (net)	(80.92)	-
Repayment of inter-corporate borrowings (icb's)	-	9.98
Finance cost paid	(0.29)	(0.51)
Net cash generated from financing activities (C)	(81.21)	9.47
Net increase in cash and cash equivalents (A+B+C)	0.06	(2.33)
Cash and cash equivalents at the beginning of period	0.09	2.42
Cash and cash equivalents at the end of period (Note 4)	0.15	0.09

The accompanying notes are an integral part of these financial statements. (Refer Note 1 to 30)

In terms of our report attached of even date

For Dipesh Ruparelia & Co.
Chartered Accountants
Firm Registration No.: 152808W

Dipesh Kirit Ruparelia

Dipesh Kirit Ruparelia
Proprietor
Membership No. 190806
Place: Mumbai
Date: 17th May, 2024



For and on behalf of the Board of
Downing Gridco Private Limited
CIN : U40101MH2018PTC363541

Sweta Javeri

Sweta Javeri
Director
DIN: 10049453
Place: Mumbai
Date: 17th May, 2024

Sushant Nagre

Sushant Nagre
Director
DIN: 10048401
Place: Mumbai
Date: 17th May, 2024

Downing Gridco Private Limited
CIN : U40101MH2018PTC363541
Statement of Changes in Equity for the year ended 31st March, 2024
(Currency: Indian Rupees in Millions)

A. Share capital

Particulars	Equity share capital
Balance as at 01st April, 2022	-
Issue of Shares during the period ended 31st March, 2023	5.60
Balance as at 31st March, 2023	5.60
Issue of Shares during the year ended 31st March, 2024	-
Balance as at 31st March 2024	5.60

B. Other equity

	Reserves and surplus		
	Securities premium	Retained earnings	Total other equity
Balance as at 01st April, 2022	-	(4.37)	(4.37)
Loss for the year ended 31st March, 2023	-	(4.32)	(4.32)
Balance as at 31st March, 2023	-	(8.69)	(8.69)
Loss for the year ended 31st March, 2024	-	(5.21)	(5.21)
Balance as at 31 March 2024	-	(13.90)	(13.90)

The accompanying notes are an integral part of these financial statements. (Refer Note 1 to 30)

In terms of our report attached of even date

For Dipesh Ruparelia & Co.

Chartered Accountants

Firm Registration No.: 152808W

Dipesh Kirit Ruparelia

Dipesh Kirit Ruparelia

Proprietor

Membership No. 190806

Place: Mumbai

Date: 17th May, 2024



For and on behalf of the Board of

Downing Gridco Private Limited

CIN : U40101MH2018PTC363541

Sweta Javeri

Sweta Javeri

Director

DIN: 10049453

Place: Mumbai

Date: 17th May, 2024

Sushant Nagre

Sushant Nagre

Director

DIN: 10048401

Place: Mumbai

Date: 17th May, 2024

Downing Gridco Private Limited
CIN : U40101MH2018PTC363541
Notes to the financial statements for the year ended 31st March, 2024
(Currency: Indian Rupees in Millions)

Note 1.1

GENERAL INFORMATION

Downing Gridco Private Limited (herein after referred to as " the Company") incorporated on 10th December 2018 will be earning its revenue from generation and sale of power.

The Company is a private limited company incorporated and domiciled in India. The address of its registered office is 13 A, Floor -13, Plot-400, The Peregrine Apartment, Swatantrya Veer Savarkar Marg , Prabhadevi, Mumbai 400025, Maharashtra, India.

The Financial Statements for the year ended 31st March, 2024 were approved by the Board of Directors an authorised for issue on _____.

Note 1.2

SIGNIFICANT ACCOUNTING POLICIES

(a) Statement of compliance

The Financial Statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

(b) Basis of preparation and presentation

The financial statements have been prepared on historical cost basis, except for certain financial instruments that are measured at fair value 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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The principal accounting policies are set out below.

(c) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable. Revenue is net off trade discounts, rebates and other similar allowances. Revenue excludes indirect taxes which are collected on behalf of Government.

Revenue from sale of power:

Revenue from sale of power is recognised when the units of electricity is delivered at the price agreed with the customer in the power purchase agreement which coincides with the tranfer of control and the Company has a present right to receive the payment.

Interest income

Interest income is recognised using the effective interest method.



(d) Foreign currency

The functional currency of the Company is Indian Rupees which represents the currency of the primary economic environment in which it operates. These financial statements are presented in Indian rupees.

Transactions and balances

Transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the exchange rates prevailing on the date of the transaction. Gains or losses realized upon settlement of foreign currency transactions are recognised in the statement of profit and loss for the period in which the transaction is settled.

At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are re-translated at the exchange rates prevailing at that date and resultant gains / losses are recognised in the statement of profit and loss.

Non-monetary assets and liabilities denominated in foreign currencies are not restated at period-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

(e) Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the reporting period. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates (applicable tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred taxes

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the reporting period

Current and deferred tax 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 taxes are also recognised in other comprehensive income or directly in equity respectively.

(f) Provisions, contingent liability and contingent asset

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

A contingent liability is disclosed in the Financial Statements by way of notes to accounts, unless possibility of an outflow of resources embodying economic benefit is remote. A contingent asset is disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.



(g) Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Except for trade receivables, financial assets and financial liabilities are initially measured at fair value. Trade receivables are measured at the transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets at fair value through profit or loss are recognised immediately in the statement the profit and loss.

Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Amortised cost

A financial asset shall be measured at amortised cost using effective interest rates if both of the following conditions are met:

- financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- 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.

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL include financial assets that either do not meet the criteria for amortised cost classification or are equity instruments held for trading or that meet certain conditions and are designated at FVTPL upon initial recognition. All derivative financial instruments also fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements may apply. Assets in this category are measured at fair value with gains or losses recognized in the statement of profit and loss. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

Impairment of financial asset

The Company assesses expected credit losses associated with its assets carried at amortised cost based on Company's past history of recovery, creditworthiness of the counter party and existing market conditions. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the Company applies the simplified approach for recognition of impairment allowance as provided in Ind AS 109 – Financial Instruments, which requires expected lifetime losses to be recognised on initial recognition of the receivables.

Derecognition of financial asset

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

Financial liabilities and equity instruments

Classification as debt or equity

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

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Incremental costs directly attributable to the issuance of new ordinary shares and share options are recognized as a deduction from equity, net of any tax effects.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent reporting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the statement of profit and loss.



(h) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments (three months or less from the date of acquisition) that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

(i) Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction including any cost attributable in bringing the asset to its working condition for its intended use, net of subsidy (if any) less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the asset. Subsequent expenditure are capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the entity. All repairs and maintenance are charged to the statement of profit and loss during the financial year in which they are incurred.

Effective interest costs on the borrowings which is utilised for qualifying assets pertaining to the period upto the date of capitalisation is added to the cost of the assets.

Depreciation on property, plant and equipment has been provided as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect Solar Power Plant where the life is considered as 25 years taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, manufacturers warranties and maintenance support, etc.

Freehold land is not depreciated.

Any gain or loss arising on derecognition / disposal of an asset is included in statement of profit or loss.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, as appropriate.

(j) Impairment of assets

Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). Non financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. Intangible assets that have an indefinite useful life or intangible assets not ready to use are not subject to amortisation and are tested annually for impairment.

(k) Earnings per share

Basic earnings per equity share has been computed by dividing the net profit or loss for the reporting period attributable to equity shareholders by the weighted average number of equity shares outstanding during the reporting period.

Diluted earnings per equity share is computed by dividing the net profit or loss for the period attributable to equity shareholders as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares by the weighted average number of equity shares outstanding during the reporting period as adjusted to the effects of all dilutive potential equity shares, except where results are anti-dilutive.



(l) Use of estimates and judgements

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires the management to make estimates and assumptions that affect the application of accounting policies and the reported balances of assets and liabilities including disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of revenue and expenses during the period presented.

Contingent liability is recorded when it is probable that a liability may be incurred, and the amount can be reasonably estimated.

Accounting estimates could change from period to period. Actual results could differ from those estimates. 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.

(o) Critical accounting judgement, estimates and assumptions

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make judgments, estimates and assumptions, that effect 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 expenses for the years presented. Actual results may differ from these estimates.

These estimates and associated assumptions are based on historical experiences and various other factors that are believed to be reasonable under the circumstances. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimate is revised if the revision affect only that period, or in the period of the revision and future periods if the revision affects both current and future period.

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements pertain to:

(a) Useful lives of property plant and equipment and intangible assets

The Company reviews the useful life of property, plant and equipment and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation and amortisation expense in future periods.

(b) Impairment of non-financial assets:

The Company estimates the value in use of the cash generating unit (CGU) based on future cash flows after considering current economic conditions and trends, estimated future operating results and growth rate and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The cash flows are discounted using a suitable discount rate in order to calculate the present value.

(c) Taxation

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy has been detailed in Note (e) above.



Downing Gridco Private Limited
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Notes to the financial statements for the year ended 31st March, 2024
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Note 2
(a) Property, Plant and Equipment

Particulars	Gross Block				Accumulated Depreciation				Net Block	
	As at 1st April, 2023	Addition	Deduction	As at 31st March, 2024	As at 1st April, 2023	Depreciation for the period	Deduction	As at 31st March, 2024	As at 31st March, 2024	As at 31st March, 2024
Computers	6.14	0.07	-	6.21	-	0.01	-	0.01	6.20	6.20
	-	6.22	-	6.22	-	0.08	-	0.08	6.14	6.14
Plant and machinery	75.26	13.56	-	88.82	1.00	3.27	-	4.27	84.55	84.55
	-	75.26	-	75.26	-	1.00	-	1.00	74.26	74.26
As at 31st March, 2024	81.40	13.63	-	95.03	1.00	3.28	-	4.28	90.75	90.75
<i>As at 31st March, 2023</i>	<i>-</i>	<i>81.48</i>	<i>-</i>	<i>81.48</i>	<i>-</i>	<i>1.08</i>	<i>-</i>	<i>1.08</i>	<i>80.40</i>	<i>80.40</i>

Particulars	Gross Block				Accumulated Depreciation				Net Block	
	As at 1st April, 2022	Addition	Deduction	As at 31st March, 2023	As at 1st April, 2022	Depreciation for the period	Deduction	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2023
Computers	-	6.22	-	6.22	-	0.08	-	0.08	6.14	6.14
	-	-	-	-	-	-	-	-	-	-
Plant and machinery	-	75.26	-	75.26	-	1.00	-	1.00	74.26	74.26
	-	-	-	-	-	-	-	-	-	-
As at 31st March, 2023	-	81.48	-	81.48	-	1.08	-	1.08	80.40	80.40
<i>As at 31st March, 2022</i>	<i>-</i>	<i>-</i>	<i>-</i>	<i>-</i>	<i>-</i>	<i>-</i>	<i>-</i>	<i>-</i>	<i>-</i>	<i>-</i>

Footnotes:

- (i) The Company is not holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988).
(ii) Previous Year Figures are mentioned in Italics

(b) Capital work in progress

Particulars	As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
Capital work in progress	6.95	-	78.93
	6.95	-	78.93

The ageing details of capital work in progress is as under:

As at 31st March, 2024					
Amount in CWIP for a period of	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	6.95	-	-	-	6.95
Projects Temporarily Suspended	-	-	-	-	-

As at 31st March, 2023					
Amount in CWIP for a period of	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	-	-	-	-	-
Projects Temporarily Suspended	-	-	-	-	-

As at 31st March, 2022					
Amount in CWIP for a period of	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	78.93	-	-	-	78.93
Projects Temporarily Suspended	-	-	-	-	-



Note 3

Deferred tax asset (net)

Deferred tax liabilities:

Difference between book balance and tax balance of property, plant and equipment and Unamortised Borrowing costs

Deferred tax assets:

Unutilised tax business losses
Unabsorbed depreciation

*Deferred tax assets: **

(In the view of carry forward losses and absence of virtual certainty of realisation, deferred tax asset has been recognised only to the extent of deferred tax liability.)

As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
7.79	(1.23)	-
9.91	0.18	0.10
	0.15	-
2.12	-	-

Note 4

Cash and cash equivalents

Balances with banks
Current accounts

The Company has not traded or invested in Crypto currency or Virtual Currency during the period.

As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
0.15	0.09	2.42
0.15	0.09	2.42

Note 5

Other current financial assets
(unsecured, considered good)

Security deposits

As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
0.02	-	-
0.02	-	-

Note 6

Other current assets

(unsecured, considered good)

Advances to supplier
Indirect tax recoverable
Prepaid Expenses

As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
2.51	0.14	0.68
2.52	11.45	12.32
-	-	-
5.03	11.59	13.00



Note 7

Equity Share capital

Authorised:

5,60,000 (as at 31st March, 2023: 5,60,000) equity shares of Rs. 10/- each

Issued, subscribed and fully paid-up shares:

Equity shares of Rs. 10/- each

5,60,000 (as at 31st March, 2023: 5,60,000) equity shares of Rs. 10/- each

Footnotes:

7 (a) Details of rights, preferences and restrictions attached to the equity shareholders:

The Company has only one class of equity shares having at par value of Rs. 10/- per share. Members of the Company holding equity share capital therein have a right to vote, on every resolution placed before the Company and right to receive dividend. The voting rights on a poll is in proportion to the share of the paid-up equity capital of the Company held by the shareholders. The Company declares dividends in Indian rupees. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company in proportion to their shareholding.

As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
6.00	6.00	6.00
6.00	6.00	6.00
5.60	5.60	5.60
5.60	5.60	5.60

7 (b) Reconciliation of equity shares at the beginning and at the end of the year:

Equity shares outstanding at the beginning of the year

Equity shares issued during the year - fresh issue

Equity shares outstanding at the end of the year

For the year ended 31st March, 2024	For the year ended 31st March, 2023
No. Amount in Rs.	No. Amount in Rs.
5,60,000 5,600.00	5,60,000 5,600.00
5,60,000 5,600.00	5,60,000 5,600.00

7 (c) Details of shareholders holding more than 5% shares in the Company:

Name of the shareholders:

Indigo Generation (India) Private Limited (Associate Company)

Ironhide Generation (India) Private Limited (Associate Company)

Clean Max Enviro Energy Solutions Private Limited

As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2022
No. % of holding	No. % of holding	No. No.
- 0%	2,80,000 50%	2,80,000 50%
- 0%	2,80,000 50%	2,80,000 50%
5,60,000 100%	- 0%	- 0%
5,60,000 100%	5,60,000 100%	5,60,000 100%

7 (d) Details of shareholding of promoters

Name of the promoters:

Indigo Generation (India) Private Limited (Associate Company)

Ironhide Generation (India) Private Limited (Associate Company)

Clean Max Enviro Energy Solutions Pvt Ltd

As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2022
No. % of holding % change during the year	No. % of holding % change during the year	No. % of holding % change during the year
- 0.00% -100%	2,80,000 50.00% Nil	2,80,000 50% Nil
- 0.00% -100%	2,80,000 50.00% Nil	2,80,000 50% Nil
5,60,000 100.00% 100%	- - -	- - -

Note 8

Other equity

Retained earnings

Opening balance

Loss for the period

Closing Balance

For the year ended 31st March, 2024	For the year ended 31st March, 2023	For the year ended 1st April 2022
(8.69)	(4.37)	
(5.21)	(4.32)	
(13.90)	(8.69)	(4.37)

Nature and Purpose of Reserves:

8(a) Retained earnings represent the amount of accumulated earnings of the Company.



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Notes to the financial statements for the year ended 31st March, 2024
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Note 14

Other expenses

	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Rent	0.14	0.04
Legal and professional fees	0.14	1.10
Rates and taxes	(0.05)	0.02
Payments to auditor		
- Statutory audit	0.02	0.05
Insurance charges	0.07	0.03
Filing and stamp duty charges	0.03	-
Bank Charges	-	0.03
Miscellaneous expenses	-	1.41
	0.35	2.68

Note 15

Finance costs

	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Interest on borrowings at amortised cost	2.90	0.56
Delayed payment of taxes	-	
	2.90	0.56

Breakup of finance cost:

Interest on borrowings measured at amortized cost	2.90	0.51
Other borrowing cost	-	0.05
	2.90	0.56

Note 16

Earnings per share (EPS)

Basic and diluted

	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Loss after tax (Rs. In Millions)	(5.21)	(4.32)
Number of equity shares (Nos.)	5,60,000	5,60,000
Earnings per share (Rs.)	(9.30)	(7.71)



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Notes to the financial statements for the year ended 31st March, 2024

(Currency: Indian Rupees in Millions)

Note 17: Financial Instruments

17.1 Capital management

The Company's objectives for managing capital comprise safeguarding the business as a going concern, creating value for stakeholders and supporting the development of the Company.

The capital structure of the Company consist of equity share capital and other equity. The Company has unsecured borrowings from Parent Company.

The management reviews the capital structure on a quarterly basis. As part of this review, the management considers risks associated with the Company that could result in erosion of its total equity.

Gearing Ratio

The capital structure of the company consists of net debt and total equity.

The gearing ratio at the end of the year is as follows

Particulars	As at 31st March, 2024	As at 31st March, 2023
Debt (i)	12.84	93.76
Less: Cash and cash equivalents	0.15	0.09
Net Debt (A)	12.69	93.67
Total capital (ii)	(8.30)	(3.09)
Capital and Net debt (B)	4.39	90.58
Net Debt to Total Capital plus net debt ratio% (A/B)	289%	103%

(i) Debt is defined as Non-current borrowings (including current maturities) and Current borrowings.

(ii) Capital is defined as Equity share capital and other equity.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023

17.2 Categories of financial instruments

All the financial assets and financial liabilities of the Company are recognised at amortised costs. The Company considers that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair value.

17.3 Financial risk management

The Company's activities expose it to a variety of financial risk notably credit risk and liquidity risk.

The Company's focus is to ensure liquidity which is sufficient to meet Company's operational requirements. The Company monitors and manages key financial risks so as to minimize potential adverse effects on its financial performance. The policies for managing each of these risks are summarised below:

17.3.1 Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company.

Bank balances are held with reputed and creditworthy banking institutions.

17.3.2 Market risk

Market risk is the risk that the expected cash flows or fair value of a financial instrument could change owing to changes in market prices. Market risks are primarily composed of foreign exchange risk and price risk. There is no significant risk to the Company on this account.

17.3.3 Foreign exchange risk

Foreign exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in exchange rates. The Company does not have any foreign exchange transactions during the year and also there is no unhedged foreign currency exposures outstanding as at the reporting date.

17.3.4 Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in net assets value (NAV) of the financial instruments held.

There is no price risk applicable to the Company as it does not hold any investments in other companies.



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Notes to the financial statements for the year ended 31st March, 2024

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17.3.5 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The company believes that the working capital is sufficient to meet its current requirements.

The following tables detail the Company's remaining contractual maturity for its financial liabilities with agreed repayment and realisation periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay and realise.

Particulars	Less than 1 year	More than 1 year	Total
As at 31 March, 2024			
Borrowings	12.84	-	12.84
Trade payables	4.24	-	4.24
Other current financial liabilities	2.61	-	2.61
	19.69	-	19.69
As at 31 March, 2023			
Borrowings	93.76	-	93.76
Trade payables	1.22	-	1.22
Other current financial liabilities	-	-	-
	94.98	-	94.98
As at 31 March, 2022			
Borrowings	83.78	-	83.78
Trade payables	8.12	-	8.12
Other current financial liabilities	-	-	-
	91.90	-	91.90

17.3.6 Interest rate risk

The company is exposed to interest rate risk because company borrows funds at prevailing interest rates.



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Note 18 : Income Taxes

18.1 The income tax expense for the period can be reconciled to the accounting profit as follows:

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Profit before tax	(7.33)	(4.32)
Enacted income tax rate in India	25.17%	25.17%
Income tax expense calculated at 25.17%	(1.84)	(1.09)
Others	0.28	-
Income tax expense recognised in Statement of Profit and Loss	(2.12)	-

Note 18.2

The tax rate used for FY 2023-24 & 2022-23 is at 25.17%. The reconciliations above is the corporate tax rate of payable by corporate entities in India on taxable profits under the Indian tax law.

Note 18.3 Deferred taxes

The following table provides the details of movement of deferred tax assets and liabilities:

For the year ended 31st March, 2024

Item of deferred tax asset/(liability)	Opening Balance	(Charge)/Credit in P&L	Closing Balance
Deferred tax liabilities			
Difference between book balance and tax balance of property, plant and equipment and Unamortised borrowing cost	-	(7.79)	(7.79)
Deferred tax assets:			
Unabsorbed depreciation and Carried forward losses	-	9.91	9.91
Deferred tax assets/(liabilities) (net)	-	2.12	2.12

For the year ended 31st March, 2023

Item of deferred tax asset/(liability)	Opening Balance	(Charge)/Credit in P&L	Closing Balance
Deferred tax liabilities			
Property, plant and equipment	-	-	-
Unamortised borrowing cost	-	-	-
Deferred tax assets:			
Unabsorbed depreciation and Carried forward losses	-	-	-
Deferred tax assets/(liabilities) (net)	-	-	-

Note 19 : Related Party disclosure

(a) Name of the Related Party and Description of relationship

Ultimate Holding company	BGTF One Holding (DIFC) Limited (w.e.f. 01st July, 2023)
Parent company	Clean Max Enviro Energy Solutions Private Limited (w.e.f. 01st July, 2023)
Fellow Subsidiaries	Clean Max Charge LLP Clean Max Light Power LLP
Key managerial personnel	Mrs. Shweta Javeri (Director) Mr. Sushant Nagre (Director) (w.e.f. 01st July, 2023)
Associate Company	Indigo Generation (India) Private Limited Ironhide Generation (India) Private Limited (upto 01st July, 2023)
Key managerial personnel	Mr. Mehal Shah (Director) Mr. Rahul Sankhe (Director) Ms. Payal Narsale (Director) (upto 01st July, 2023)
Related parties where key management personnel has significant influence / control	Natems Green Energy Private Limited (upto 01st July, 2023)



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(b) Transactions with related parties during the period
Particulars

	For the year ended 31st March, 2024	For the year ended 31st March, 2023
<u>Indigo Generation (India) Private Limited</u>		
Short term borrowings taken during the year	-	16.29
<u>Ironhide Generation (India) Private Limited</u>		
Short term borrowings taken during the year	-	10.32
<u>Natems Green Energy Private Limited</u>		
Short term borrowings taken during the year	-	2.00
Short term borrowings repaid during the year	-	18.10
Interest expense on short-term borrowings	-	1.88
<u>Rahul Sankhe</u>		
Other expenses - Non executive director sitting fees	-	0.40
<u>Clean Max Enviro Energy Solutions Private Limited</u>		
Interest Expenses	2.90	-
Common infra charges	13.56	-
Short term borrowing net	12.84	-
Equity Share Capital	5.60	-
<u>Clean Max Charge LLP</u>		
Common Infra Income	36.45	-
<u>Clean Max Light Power LLP</u>		
Common Infra Income	57.95	-

The above transactions are exclusive of GST.

(c) Outstanding Balances
Particulars

	As at 31st March, 2024	As at 31st March, 2023
<u>Cleanmax Enviro Energy Solutions Private Limited</u>		
Long term borrowings	12.84	-
Advances to supplier	0.05	-
Interest payable	2.61	-
Equity Share Capital	5.60	-
<u>Indigo Generation (India) Private Limited</u>		
Short term borrowings	-	46.87
<u>Ironhide Generation (India) Private Limited</u>		
Short term borrowings	-	46.89
<u>Clean Max Charge LLP</u>		
Advance from customers	0.12	-



h) Net Working Capital Turnover Ratio = Sales divided by average Working capital whereas net working capital= current assets - current liabilities

The above ratio is not applicable as there is no turnover.

i) Net profit ratio = Net profit/(loss) after tax divided by Net Sales

The above ratio is not applicable as there is no turnover.

j) Return on Capital employed =Earnings before interest and taxes(EBIT) divided by Capital Employed

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023	Change (%)
Net loss after tax(A)	(5.21)	(4.32)	
Finance Costs (B)	2.90	0.56	
Total Tax Expense (C)	(2.12)	-	
EBIT (D) = (A)+(B)+(C)	(4.43)	(3.76)	
Total equity (E)	(8.30)	(3.09)	
Less: Capital Reserve on Business Combination (F)	-	-	
Less: Foreign Currency Translation Reserve (G)	-	-	
Total debt (H)	12.84	93.76	
Capital Employed (I)=(E)-(F)-(G)+(H)	4.54	90.67	
Ratio (D)/(I)	(0.98)	(0.04)	2350%

This ratio is decreased due to increase in loss

k) Return on Investment = Income from investment divided by the closing balance of the investment

The above ratio is not applicable as the Company has no other investments other than current operations

Footnote: -

The above Non-GAAP measures presented may not be comparable to similarly titled measures reported by other companies. Further, it should be noted that these are not a measure of operating performance or liquidity defined by generally accepted accounting principles and may not be comparable to similarly titled measures presented by other companies.



Note 21 - Trade Payable

Trade Payable Ageing Schedule						
Particulars	Not due	Less than 1 year	1 - 2 Years	2-3 Years	> 3 Years	Total
As at 31st March, 2024						
(i) Undisputed Dues - Micro, small and medium enterprise (MSME)	0.01	-		-	-	0.01
(ii) Undisputed Dues - Others		2.92		1.31	-	4.23
(iii) Disputed dues - Micro, small and medium enterprise (MSME)	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	0.01	2.92	-	1.31	-	4.24

Trade Payable Ageing Schedule						
Particulars	Not due	Less than 1 year	1 - 2 Years	2-3 Years	> 3 Years	Total
As at 31st March, 2023						
(i) Undisputed Dues - Micro, small and medium enterprise (MSME)	-	-	1.22	-	-	1.22
(ii) Undisputed Dues - Others	-	-	-	-	-	-
(iii) Disputed dues - Micro, small and medium enterprise (MSME)	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	-	-	1.22	-	-	1.22

The above figures are considered from the date of transaction

Note 22

There are no contingent liabilities as at the 31 March 2024.

Note 23

Operating Segments are reported in a manner consistent with the internal reporting provided to the Chief operating decision maker ("CODM") of the Company. The CODM who is responsible for allocating resources and assessing performance of the operating segments has been identified as the Board of Directors of the Company.

The Company operates only in one business segment i.e. "Sale of Solar Power" which is reviewed by CODM and all the activities incidental thereto are within India, hence Company does not have any reportable segments as per Ind AS 108 "Operating Segments".

Information about major customers:-

There are no customers from whom the Company has earned more than 10% of its total revenue.

Note 24

Reconciliation of movements of liabilities to cash flows arising from financing activities

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Borrowings at the beginning of the period (current and non-current borrowings)	93.76	83.78
Proceeds from non-current borrowings		
Repayments of non-current borrowings		
Proceeds from short term borrowing (net)	(80.92)	9.98
Changes due to effective interest rate		
Borrowings at the end of the period (current and non-current borrowings)	12.84	93.76

Note 25-Going concern

For the year ended 31st March 2024, the Company's current liabilities have exceeded the current assets by Rs.15.73 millions on account of Short-term borrowings & payables on purchase of property, plant & equipment from parent company and associates. Further deficit in meeting its current obligations will be met through capital infusion by Cleanmax Enviro Energy Solutions Private Limited (Parent Company). Management is confident of its ability to generate future cash inflows from operations so that it would be able to meet its obligations on due dates. On these considerations, these financial statements are prepared on a going concern basis.

Note 26

Company is not required to spend amounts on account of Corporate Social Responsibility as per Section 135 of Companies Act, 2013

Note 27 : Other Regulatory Disclosures relating to borrowings and loans

a) The Company has not given Loans or advances in the nature of loans to promoters, directors, KMPs and the related parties, that are repayable on demand or without specifying any terms or period of repayment.

b) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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.

c) No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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.



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Note 28 : Disclosures required under schedule III

- The Company has no relationship and transactions with struck off companies.
- The Company has not any entered in scheme of arrangement under section 230 to 237 of Companies Act 2013.
- The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- The Company has complied with the number of layers prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with the companies (Restriction on number of layer) Rules, 2017.

Note 29

Ind AS 101 reconciliations

Reconciliation of total equity as at 31st March, 2022 and 1st April, 2021

	As at 31st March, 2023	As at 1st April, 2022
Total equity / shareholders' funds under previous GAAP (Including non controlling interest)	(8.69)	(4.37)
Less: Adjustments	-	-
Total equity under Ind AS (including Non-controlling interests)	<u>(8.69)</u>	<u>(4.37)</u>

Reconciliation of total comprehensive income as at 31st March, 2022 and 1st April, 2021

	As at 31st March, 2023
Loss as per previous GAAP	(4.32)
Less: Adjustments	-
Total comprehensive income	<u>(4.32)</u>

Effect of Ind AS adoption on the statement of cash flows for the year ended 31st March, 2023

Net cash flows from operating activities	(9.25)
Net cash flows from investing activities	(20.58)
Net cash flows from financing activities	(81.21)
Net increase (decrease) in cash and cash equivalents	0.06
Cash and cash equivalents at the beginning of the period	0.09
Cash and cash equivalents at the end of the period	0.15

Note 30

- Previous years figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.
- Wherever the figures are less than the denomination disclosed, the figures do not appear.



**For and on behalf of the Board of
Downing Gridco Private Limited**
CIN : U40101MH2018PTC363541


Sweta Javeri
Director
DIN: 10049453
Place: Mumbai
Date: 17th May, 2024


Sushant Nagre
Director
DIN: 10048401
Place: Mumbai
Date: 17th May, 2024

Note 9

Other Non Current Liabilities

Deferred revenue

As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2022
94.39	-	-
94.39	-	-

Note 10

Short-term borrowings (at amortised cost)

Unsecured

Loan from Related Parties

Natems Green Energy Private Limited
Indigo Generation (India) Private Limited
Ironhide Generation (India) Private Limited
Clean Max Enviro Energy Solutions Private Limited

As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
-	-	16.63
-	46.87	30.59
-	46.89	36.56
12.84	-	-
12.84	93.76	83.78

Note 11

Trade payables

(Due on account of goods purchased and services received)

Total outstanding dues of micro and small enterprises [refer foot note 11(a)]

Total outstanding dues of creditors other than micro and small enterprises

As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
0.01	-	-
4.23	1.22	8.12
4.24	1.22	8.12

Footnote:

11 (a): Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(i) The amount due to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information collected by the Management.

(ii) The Disclosure relating Micro and Small Enterprises is as under:

- (i) The principal amount remaining unpaid to any supplier as at the end of the accounting period
- (ii) Interest on above
- (iii) The amount of interest paid along with the principal payment made to the supplier beyond the appointed date during the period
- (iv) Amount of interest due and payable on delayed payments
- (v) Amount of further interest remaining due and payable for the earlier years
- (vi) Amount of Interest payable on last years interest outstanding
- (vii) Total outstanding dues of Micro and Small Enterprises
 - Principal
 - Interest

As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
0.01	-	-
-	-	-
-	-	-
-	-	-
-	-	-
-	-	-
0.01	-	-
-	-	-

Note 12

Other current financial liabilities

Interest accrued but not due on borrowing

As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
2.61	-	-
2.61	-	-

Note 13

Other current liabilities

Advance from customers
Provision for audit fees
Other Provisions
Statutory obligations

As at 31st March, 2024	As at 31st March, 2023	As at 1st April, 2022
0.12	-	-
-	0.05	0.05
-	0.11	0.11
1.12	0.03	1.11
1.24	0.19	1.27



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Note 20 - Key Ratios

a) Current Ratio = Current Assets divided by Current Liabilities

Particulars	As at 31st March, 2024	As at 31st March, 2023	Change (%)
Current Assets	5.20	11.68	
Current Liabilities	20.93	95.17	
Ratio	0.25	0.12	108%

The ratio has increased due to decrease in current liabilities.

b) Debt Equity ratio = Total debt divided by Total equity where total debt refers to sum of current & non current borrowings

Particulars	As at 31st March, 2024	As at 31st March, 2023	Change (%)
Total Debt	12.84	93.76	
Total Equity	(8.30)	(3.09)	
Ratio	(1.55)	(30.34)	-95%

The ratio has decreased due to reduction in total debts

c) Debt Service Coverage Ratio = Earnings available for debt services divided by Total interest and principal repayments

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023	Change (%)
EBITDA	(1.15)		
Total interest and principal repayments	(0.29)	(0.51)	
Ratio	3.97	-	-

d) Return on Equity Ratio / Return on investment Ratio = Net profit/(loss) after tax attributable to owners of the Company divided by Average Equity attributable to owners of the Company

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023	Change (%)
Net loss after tax attributable to owners of the Company	(5.21)	(4.32)	
Average Equity attributable to owners of the Company	(5.70)	0.01	
Ratio	0.91	(432.00)	-100%

The ratio has decreased due to increase in loss.

e) Inventory Turnover Ratio = Cost of goods sold divided by average inventory - NA as no Inventory and purchases of goods

The above ratio is not applicable as there is no turnover.

f) Trade Receivables turnover ratio = Sales divided by average trade receivables

The above ratio is not applicable as there is no turnover.

g) Trade payables turnover ratio = purchases divided by average trade payables

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023	Change (%)
Purchases	0.80	-	
Average Trade Payables	2.73	0.61	
Ratio	0.29	-	-

