



MAHESHWARI & ASSOCIATES
Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

To the members of **SPML INFRASTRUCTURE LIMITED**

Report on the audit of the financial statements

Opinion

We have audited the financial statements of **SPML INFRASTRUCTURE LIMITED** (the 'Company'), which comprise the balance sheet as at 31 March 2024, 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 notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies, 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 Standard) Rule, 2015, as amended ('Ind AS') and the other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its loss, 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. 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 independent requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 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 audit opinion on the financial statements.

Emphasis of Matter

We draw your attention to the following:

To note number 2.01(c) of the financial statements, with regard to the management assertion on going concern assumption and preparing the financial statement on going concern basis. Though there are material uncertainties affecting the going concern of the company, in the opinion of management, the company will be able to generate the sufficient cash flows from its existing & future projects and meet its obligations.



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To note number 5 of the financial statement, with regard to provision for impairment in the value of investments in subsidiaries and other companies based on the present legal proceedings in the respective companies and opinion obtained by the company from the lawyer.

To note number 45 of the financial statements, with regard to the merger of Doon Vally Waste Management Private Limited through the merger vide order dated 23rd June 2023 by Hon'ble National Company Law Tribunal (NCLT) benched at Bengaluru.

To note number 47, with regard to sale of shares in Jaora-Nayagoan Toll Road Co Private Limited in prior years though there is a non-compliance of terms/restrictions placed by the shareholders' agreement and without obtaining the no objection from IDBI bank, though share were pledged against the borrowing of Jaora-Nayagoan Toll Road Co Private.

Our opinion is not modified in respect of these matters.

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 to boards report and shareholder's information, but does not include the financial statements and our auditor's report thereon.

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

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

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

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

The Company's Management and Board of Directors are 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 state of affairs, profit and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



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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 cease operations, or has no realistic alternative but to do so.

The Board of Directors of the Company are 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 this 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 with reference to financial statements in place and operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- 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



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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;
 - (b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid financial statements comply with the Indian Accounting Standards notified under Section 133 of the Act, as amended;
 - (e) on the basis of the written representations received from the directors as on 31st March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2024 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - (f) With respect to the adequacy of the internal financial controls with reference to the financial statements of the Company and the operating effectiveness of such controls, refer our separate report in Annexure "A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls over financial reporting.
 - (g) In our opinion and to the best of our information and according to the explanations given to us, the company has paid remuneration to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its financial statements.



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- 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 its knowledge and belief, other than as disclosed in the notes to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entity ("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 ("Ultimate Beneficiaries") by or on behalf of the company; or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;(b) The Management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the financial statements, no funds have been received by the company from any person or entity, including foreign entity ("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 ("Ultimate Beneficiaries") by or on behalf of the Funding Party; or
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries ; and(c) Based on our audit procedures that we have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations provided by the management under sub-clause (a) and (b) above contain any material misstatement.
- (d) The Company has not declared any dividend during the year.
- (e) Based on our examination, which included test checks, the Company has used accounting software's for maintaining its books of account for the financial year ended March 31, 2024 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 softwares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

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 financial 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 of India in terms of Section 143(11) of the Act, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For Maheshwari & Associates

Chartered Accountants

Firm's Registration No.: 311008E

A handwritten signature in black ink, appearing to read 'Sateesh Patil', with a horizontal line extending to the right from the end of the signature.

Sateesh Patil

Partner

Membership No.: 227311

UDIN: 24227311BKCUSA5135

Place: Bengaluru

Date: 27th May 2024



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Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 2(A)(f) under 'Report on other legal and regulatory requirements' section of our report to the Members of **SPML INFRASTRUCTURE LIMITED** of even date)

Report on the internal financial controls over financial reporting 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 **SPML INFRASTRUCTURE LIMITED** ("the Company") as at March 31, 2024, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's responsibility for internal financial controls

The board of directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('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 internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of chartered Accountants of India. Those standards and the guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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



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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 in 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 control 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 (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) 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 (iii) 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 of 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.

For Maheshwari & Associates

Chartered Accountants

Firm Registration No. 311008E

Sateesh Patil

Partner

Membership No. 227311

UDIN: 24227311BKCUSA5135

Place: Bengaluru

Date: 27th May 2024



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Annexure - B to the Independent Auditors' Report

Referred to in paragraph 2 under "Report on Other Legal and Regulatory Requirements" Section of our report to the members of SPML INFRASTRUCTURE LIMITED of even date.

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

- (i) In respect of company's Property, Plant and Equipment and Intangible Assets:
- 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 no intangible assets. Accordingly, the provisions of clause 3(i) (a) (B) of the Order are not applicable.
 - b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, plant and equipment by which all Property, plant and equipment are verified in each year. In accordance with this programme, Property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
 - c) The Company does not hold any immovable properties. Accordingly, the provisions of clause 3(ii)(c) of the Order are not applicable.
 - d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment (including Right-of-use assets) during the year.
 - e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) a) The Company does not hold any Inventory. Accordingly, the provisions of clause 3(ii)(a) of the Order are not applicable.
- b) According to the information and explanations given to us, and the records examined by us, the Company has not been sanctioned any working capital limits aggregating to more than five crores by banks or financial institutions on the basis of security of current assets at any point of time of the year. Hence reporting under paragraph 3(ii)(b) of the Order does not arise.



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(iii)a) The Company has granted loan, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Act, and details for the same are as follows:

A. Details of Loans or Advances and Guarantees or Security granted to subsidiaries, joint ventures and associates

(Amount in Rs. '000)

Name of the Concern	Nature of Relationship	Nature of transaction	Aggregate amount during the FY	Balance outstanding at the balance sheet
Allahabad Waste Processing Company Ltd.	Subsidiary	Loan	13,054.85	22,828.26
Madurai Municipal Waste Processing Company Pvt. Ltd.	Subsidiary	Loan	791.71	13,613.87
Mathura Nagar Waste processing Co. Ltd	Subsidiary	Loan	60.48	2,168.06
Sanmati Infra developers Pvt Ltd	Subsidiary	Loan	430.00	430.00

B. Loans or Advances and Guarantees or Security to other parties:

(Amount in Rs. '000)

Name of the Concern	Nature of transaction	Aggregate amount during the FY	Balance outstanding at the balance sheet
Chahel Infrastructure Limited	Loan	406.15	59,287.51

b) According to the information and explanations given to us, and the records examined by us, the investments made, guarantees provided, security and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are prejudicial to the company's interest.

c) In our opinion and according to information and explanation given to us, in respect of loans and advances in the nature of loans, the company has stipulated the terms and conditions as on demand and interest free. In case of loan given to Chahel Infrastructure Limited, the loan was given for the period of 10 years with interest. Since, the company has not demanded the repayment of loans from subsidiaries, the repayment of principal is regular. In case of Chahel Infrastructure Limited, the party has defaulted the payment of interest and not been able to repay the principle amount due to inadequate cash flows and financial position of the company.

d) According to the information and explanations given to us, and the records examined by us, since the company has not demanded the loans during the year, there are no overdue amounts. Except the loan given to Chahel Infrastructure Limited amounting to Rs. 5,92,87.51 thousands.



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e) According to the information and explanations given to us, and the records examined by us, there is no loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties, Hence reporting under paragraph 3(iii)(e) of the Order does not arise.

f) According to the information and explanations given to us, and the records examined by us, the company has granted loans or advances in the nature of loans repayable on demand:

Name of the Concern	Nature of Relationship	Aggregate amount of loan balance outstanding (Rs. in '000)	% thereafter of to the total loans granted
Allahabad Waste Processing Company Ltd.	Subsidiary	22828.26	23.22
Madurai Municipal Waste Processing Company Pvt. Ltd.	Subsidiary	13613.87	13.85
Mathura Nagar Waste processing Co. Ltd	Subsidiary	2168.06	2.20
Sanmati Infra Developers Pvt Limited	Subsidiary	430.00	0.44
Chahel Infrastructure Limited	Loan	59,287.51	60.30

- (iv) According to the information and explanations given to us, and the records examined by us, in respect of loans, investments, guarantees, and security, the provisions of sections 185 and 186 of the Companies Act have been complied with. As the company is engaged in infrastructure business and hence the exemption available in section 186 has been availed for the loans given by the company.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the clause 3(v) of the Order are not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
- a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services Tax ('GST'), Provident fund Employees' State Insurance, Income-tax, Duty of Customs, Cess and other material statutory dues applicable to it with the appropriate authorities.



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There were no undisputed amounts payable in respect of Goods and Service Tax, Provident fund, Employees' State Insurance, Income-tax, Duty of Customs, Cess and other material statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

- b) There are no statutory dues referred to in sub-clause (a), which have not been deposited on account of dispute.
- viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.
- (ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.
- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds have been raised on short-term basis by the Company. Accordingly, clause 3(ix)(d) of the Order is not applicable.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.
- (x) a) In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and hence, reporting under this paragraph 3(x)(a) of the order is not applicable.
- b) In our opinion and according to the information and explanations given to us, 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) (b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on





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Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) To the best of our knowledge and according to the information and explanations given to us, no whistle-blower complaints, have been received by the Company during the year.
- (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.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013, where applicable and details of related party transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.
- (xiv) In our opinion and according to the information and explanations given to us, the internal audit provisions are not applicable to the Company. Accordingly, paragraph 3(xiv) of the Order is not applicable.
- (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 its directors or persons connected with its directors. Hence provisions of section 192 of Companies Act, 2013 are not applicable to the Company.
- (xvi) a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a) and (b) of the Order is not applicable.
- b) In our opinion, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
- c) In our opinion, the company is not a core investment company (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(c) of the Order is not applicable.
- d) In our opinion, the Group has no CIC, Hence reporting under this clause 3(xvi)(d) will not arise.
- (xvii) The Company has incurred cash losses during the financial year amounting to Rs. 26,651.70 thousands but not incurred cash loss in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year. Accordingly, clause 3(xviii) of the Order is not applicable.



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- (xix) On the basis of the financial ratios, ageing and expected dates of realisation 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 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) Since the provisions of Corporate Social Responsibility (CSR) of Companies Act, 2013 are not applicable to the company, the reporting under clause 3(xx)(a) and 3(xx)(b) of the Order is not applicable for the year.
- (xxi) The financial statements are not consolidated financial statements, accordingly, reporting under paragraph 3(xxi) of the Order is not applicable.

For Maheshwari & Associates

Chartered Accountants

Firm's Registration No.: 311008E

Sateesh Patil

Partner

Membership No.: 227311

UDIN: 24227311BKCUSA5135

Place: Bengaluru

Date: 27th May 2024

Balance Sheet as at 31st March 2024

(Amount in Rs '000)

Particulars	Note No.	As at 31st March 2024	As at 31st March 2023
ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	3,108.28	5,352.15
(b) Right to Use Assets	4	2,333.90	3,981.36
(c) Financial assets			
- Investments	5	36.01	1,01,055.68
- Loans	6	-	-
- Other non-current financial Assets	7	1,500.00	1,500.00
(d) Deferred tax Assets(net)	30	-7,408.49	40,119.82
		-430.29	1,52,009.02
Current assets			
(a) Financial assets			
- Trade Receivables	8	3,838.34	11,043.34
- Cash and Cash Equivalents	9	1,095.94	5,330.04
- Loans	10	-	18,481.22
- Other Current Financial Assets	11	3,184.01	29,389.26
(b) Other current assets	12	-	24,657.57
(c) Current Income tax Receivable (Net)	30	2,114.21	-
		10,232.50	88,901.43
TOTAL ASSETS		9,802.21	2,40,910.45
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	13	7,434.67	7,434.67
(b) Other Equity	14	(90,855.88)	1,51,660.32
Total equity		(83,421.21)	1,59,094.99
LIABILITIES			
Non-current liabilities			
(a) Financial liabilities			
- Borrowings	15	47,738.99	37,781.54
- Lease Liability	4	807.85	2,281.34
(b) Provisions	16	26.02	2.02
		48,572.86	40,064.90
Current liabilities			
(a) Financial liabilities			
- Borrowings	17	10,373.20	10,692.89
- Current maturities of long term liabilities	18	545.49	1,298.35
- Lease Liability	4	1,783.94	1,852.50
- Trade payables	19	-	-
Total outstanding dues of micro enterprise and small enterprise		-	-
Total outstanding dues of other than micro enterprise and small enterprise		7,511.18	13,469.26
- Other current financial liabilities	20	2.02	9.35
(b) Other current liabilities	21	24,434.67	14,197.44
(c) Provisions	22	0.05	0.01
(d) Current Income tax Receivable (Net)	30	-	230.76
		44,650.55	41,750.56
Total liabilities		93,223.42	81,815.46
TOTAL EQUITY AND LIABILITIES		9,802.21	2,40,910.45

The notes are an integral part of these financial statement

Summary of Significant accounting policies
Contingencies & Commitments

2
29 & 30

As per our Report of even date.

For Maheshwari & Associates
Chartered Accountants
Firm Reg.No. 311008E

Sateesh Patil
Partner
Membership No. 227311



For and on behalf of the board

Rajesh Kandoi
Director
DIN : 07434686

Pukhraj Jain
Director
DIN : 02671640

Place: Bengaluru
Date : 27/05/2024

Place: Bengaluru
Date : 27/05/2024

Statement of Profit and Loss for the year ended 31st March 2024

(Amount in Rs '000)

Particulars	Notes	For the year ended 31st March 2024	For the year ended 31st March 2023
Income			
Revenue from Operations	23	25,630.85	1,13,444.78
Other Income	24	1,192.11	38,826.54
Total Income		26,822.96	1,52,271.32
Expenses			
Cost of Material Consumed and Direct Expenses	25	47,716.04	52,493.87
Employee benefits expense	26	1,298.63	3,189.60
Finance Cost	27	832.67	1,765.53
Depreciation and Amortisation expenses	28	2,833.16	2,164.01
Other Expenses	29	1,67,757.60	12,635.26
Total Expenses		2,20,438.10	72,248.27
Profit/(loss) before exceptional items and tax from continuing operations		(1,93,615.15)	80,023.05
Exceptional Items		-	-
Profit/(loss) before tax from continuing operations		(1,93,615.15)	80,023.05
Tax Expenses	30		
Current tax		-	12,486.63
Income tax for earlier year		922.95	(16.63)
Deferred tax		47,641.52	(97.63)
Income Tax Expense		48,564.47	12,372.37
Profit for the year from Continuing Operations		(2,42,179.61)	67,650.68
Other Comprehensive Income (OCI)			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Re-Measurement gains on defined benefit plans		449.79	(75.72)
Income Tax effect		(113.20)	19.06
Other Comprehensive Income for the year		336.59	(56.67)
Total Comprehensive Income for the year		(2,42,516.20)	67,707.36
Earnings per share - Basic and Diluted (Nominal value Re.1 per share)	33	(32.57)	9.10

The notes are an integral part of these financial statement

Summary of Significant accounting policies

2

As per our Report of even date.

For Maheshwari & Associates

Chartered Accountants

Firm Reg.No. 311008E



Sateesh Patil

Partner

Membership No. 227311

For and on behalf of the board



Rajesh Kandoi

Director

DIN : 07434686



Pukhraj Jain

Director

DIN : 02671640

Place: Bengaluru

Date : 27/05/2024

Place: Bengaluru

Date : 27/05/2024

Statement of Cash flows for the year ended 31st March 2024

(Amount in Rs '000)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Cash flow from operating activities		
Profit before tax from Continuing Operations	(1,93,615.15)	80,023.05
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and Amortisation Expenses	2,833.16	2,164.01
Provision/Liability no longer required written back	(141.84)	(0.23)
Finance Expenses	832.67	1,765.53
Interest income on loans	(74.36)	(9.64)
Profit on sale of Investments/Assets	(877.87)	(4,160.73)
Excess Provision written back	-	(34,516.00)
Interest Income on financial assets	-	-
Impairment Cost on financial Assets	1,34,752.86	3,643.96
Provision for doubtful debts	29,377.42	107.50
Re-Measurement gains on defined benefit plans	(449.79)	75.72
	(27,362.90)	49,093.17
Working capital adjustments:		
(Decrease)/Increase in Other Current Financial assets	26,205.25	99.28
(Decrease)/Increase in Other non current Financial assets	-	(1,485.00)
(Decrease)/Increase in Trade Receivable	(22,172.42)	73,288.12
(Decrease)/Increase in Other Current assets	24,657.57	(4,177.52)
(Decrease)/Increase in Loans & Advances	18,481.22	(18,481.22)
(Decrease)/Increase in Trade Payables	(5,816.24)	(5,425.58)
(Decrease)/Increase in Non Current Financial liabilities	(1,542.05)	4,133.84
(Decrease)/Increase in Other Current Financial liabilities	(7.33)	(33.83)
(Decrease)/Increase in Other Current liabilities	9,484.37	8,509.23
(Decrease)/Increase in Provisions	24.05	(68.51)
	21,951.51	1,05,451.98
Income tax paid / (Refund)	3,267.93	6,285.34
Net cash flows from operating activities	18,683.59	99,166.64
Cash flow from investing activities		
Purchase of Property, Plant and Equipment Right to Use	1,936.04	(419.84)
Fair value change / Purchase of Investments	(33,733.19)	(4,942.38)
Proceed from Sale of Investments	-	32,807.36
Interest Income on financial assets	74.36	9.64
Net cash flows used in investing activities	(31,722.79)	27,454.78
Cash flow from financing activities		
Proceeds from Borrowings	17,696.51	(92,121.44)
Repayment of Borrowings	(8,058.75)	-
Capital Reserves and Amalgamation adjustment	(0.00)	(30,392.57)
Proceeds from Share capital	-	1.63
Finance Expense (Net)	(832.67)	(1,765.53)
Net cash flows from/(used in) financing activities	8,805.09	(1,24,277.91)
Net increase in cash and cash equivalents	(4,234.11)	2,343.51
Cash and cash equivalents at the beginning of the year	5,330.04	2,986.53
Cash and cash equivalents at the end of the year (Refer Note no 8)	1,095.93	5,330.04

Changes in Liability arising from Financing activities for the year ended 31st March 2024

(Amount in Rs '000)

	1st April 2023	Proceeds	Repayment	Fair Value Changes	31st March 2024
Borrowings - Non Current (Refer Note-14)	37,781.54	-	735.44	-	37,046.10
Borrowings - Current (Refer Note-16)	10,692.89	42,148.26	7,323.31	-	45,517.84
	48,474.43	42,148.26	8,058.75	-	82,563.94

Changes in Liability arising from Financing activities for the year ended 31st March 2023

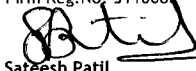
	1st April 2022	Proceeds	Repayment	Fair Value Changes	31st March 2023
Borrowings - Non Current (Refer Note-14)	31,459.63	10,440.89	4,118.98	-	37,781.54
Borrowings - Current (Refer Note-16)	1,09,136.24	1,25,003.78	2,23,447.12	-	10,692.89
	1,40,595.86	1,35,444.67	2,27,566.10	-	48,474.43

As per our Report of even date.

For Maheshwari & Associates

Chartered Accountants

Firm Reg.No. 311008F


Sateesh Patil

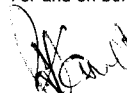
Partner

Membership No. 227311

Place: Bengaluru

Date : 27/05/2024

For and on behalf of the board


Rajesh Kandoi

Director

DIN : 07434686

Place: Bengaluru

Date : 27/05/2024


Pukhray Jain

Director

DIN : 02671640

SPML INFRASTRUCTURE LIMITED

CIN: U45201KA2007PLC043613

Registered Office: Golden Enclave, Corporate Block, Tower C, 3rd Floor, HAL Old Airport Road, Bengaluru - 560 017

Statement of Changes in Equity for the year ended 31st March 2024

A) Equity Share Capital

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Equity shares of Re 1 each issued, subscribed and fully paid		
Balance at the beginning of the reporting period	7,434.67	7,434.67
Changes in equity share capital during the year	-	-
Balance at the end of the reporting period	7,434.67	7,434.67

B) Other Equity

For the year ended 31st March 2024

(Amount in Rs '000)

Particulars	Retained earnings	Security Premium	Capital Reserves on Amalgamation	Other comprehensive income	Total
Balance as at 1st April 2023	(4,38,463.47)	5,88,762.66	433.44	927.69	1,51,660.31
Profit for the year	(2,42,179.61)	-	-	-	(2,42,179.61)
Other comprehensive income for the year, net of tax	-	-	-	(336.59)	(336.59)
Adjustments	-	-	-	-	-
Total comprehensive income	(2,42,179.61)	-	-	(336.59)	(2,42,516.20)
Balance as at 31st March 2024	(6,80,643.09)	5,88,762.66	433.44	591.10	(90,855.90)

For the year ended 31st March 2023

(Amount in Rs '000)

Particulars	Retained earnings	Security Premium	Capital Reserves on Amalgamation	Other comprehensive income	Total
Balance as at 1st April 2022	(4,68,413.17)	5,88,762.66	65.06	871.02	1,21,285.57
Profit for the year	67,650.68	-	-	-	67,650.68
Other comprehensive income for the year, net of tax	-	-	-	56.67	56.67
Adjustments	(37,700.99)	-	368.38	-	(37,332.61)
Total comprehensive income	29,949.70	-	368.38	56.67	30,374.74
Balance as at 31st March 2023	(4,38,463.47)	5,88,762.66	433.44	927.69	1,51,660.32

The notes are an integral part of these financial statement

As per our Report of even date.

For Maheshwari & Associates

Chartered Accountants

Firm Reg.No. 311008E



Sateesh Patil

Partner

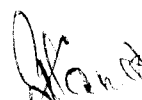
Membership No. 227311



Place: Bengaluru

Date : 27/05/2024

For and on behalf of the board



Rajesh Kandoi

Director

DIN : 07434686

Place: Bengaluru

Date : 27/05/2024



Pukhraj Jain

Director

DIN : 02671640

1 Company background

SPML Infrastructure Ltd., being the vertical leader of SPML Infra Ltd. for the infrastructure projects as its 100% subsidiary, spearheads, develops & manages infrastructure projects like Ports, SEZs, Integrated Industrial Townships, Urban Infrastructure, Automated Car Parking Solutions, Toll Link roads among other infrastructure projects.

2 Significant accounting policies**2.01 Basis of preparation and presentation****(a) Statement of compliance**

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued there after.

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 in use.

(b) Basis of measurement

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for the following material items that have been measured at fair value as required by relevant Ind AS:

- i. Certain financial assets and liabilities measured at fair value (refer accounting policy on financial instruments) and
- ii. Defined benefit and other long-term employee benefits.

(c) Going Concern Concept and its impact on the company

It is observed by the management that the company has negative cash flows, negative net worth and uncertainty in receipt of money from subsidiaries companies during the year. However though these unfavourable situation indicate uncertainty of the financial position of the company, the management is confident of generating adequate cash flows from its exiting project and also confident of getting a new projects. Therefore in the opinion of the management, though there are negative indicators, the management has prepared the financials on a going concern basis based on the company current and future prospects.

(d) Use of estimates and judgement

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

(e) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

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

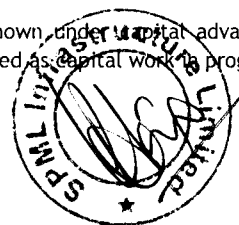
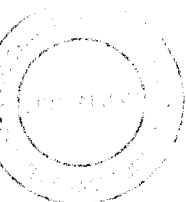
The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.02 Property, plant and equipment.

Under the previous GAAP (Indian GAAP), property, plant and equipment were carried in the balance sheet at their carrying value being the cost of acquisition or construction less accumulated depreciation.

The cost of property, plant and equipment includes freight, duties, taxes and other incidental expenses relating to the acquisition and installation of the respective assets. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Borrowing costs directly attributable to acquisition or construction of those assets which necessarily take a substantial period of time to get ready for their intended use are capitalized.

Advance paid towards the acquisition of assets outstanding at each balance sheet are shown under capital advances. The cost of property, plant and equipment not ready for their intended use before such date, are disclosed as capital work in progress.



Depreciation methods, estimated useful lives and residual value:

The method of depreciation adopted and estimated useful life of fixed assets is enumerated below:

Asset Description	Method	Useful life adopted	Useful life as per Schedule II to the Companies Act, 2013
Office equipments	SLM	5 years	5 years
Vehicle	SLM	8 years	8 years
End user devices, such as, desktops, laptops, etc.	SLM	3 years	3 years

The management has identified useful life of the assets (tangible), based on the life as prescribed in Schedule II to the Companies Act, 2013. Further the residual value is estimated to be 5% of cost of asset.

2.03 Impairment of non-financial assets

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

2.04 Revenue recognition

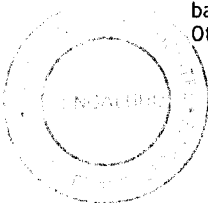
Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment, net of taxes or duties collected on behalf of the government. Further, The Company uses significant judgments while determining the transaction price allocated to performance obligations.

The Company uses the percentage-of-completion method in accounting for its fixed-price contracts. Use of the percentage-of-completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity.

Further, the Company uses significant judgments while determining the transaction price allocated to performance obligations using the expected cost plus margin approach.

Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

Other Income - The specific recognition criteria described below must also be met before revenue is recognised.



SPML INFRASTRUCTURE LIMITED

Notes to financial statements as at 31st March 2024

Interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

Dividends

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

2.05 Leases

The company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the company assesses whether: (1) the contract involves the use of an identified asset (2) the company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the company has the right to direct the use of the asset.

At the date of commencement of the lease, the company 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 includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

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

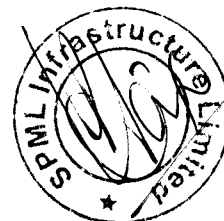
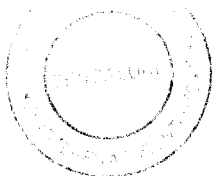
Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may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

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of the leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the group changes its assessment if whether it will exercise an extension or a termination option.

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

2.06 Financial Instruments

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



A Financial Assets

a) Classification

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

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

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

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

b) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

c) Subsequent measurement

Financial assets carried at amortised cost: A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold asset in order to collect contractual cash flows and the contractual cash 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. Interest income from these financial assets is accounted in profit or loss using the effective interest rate method. Impairment losses, forex gain / loss and gain / loss on derecognition of financial asset in this category is recognised in profit or loss.

Financial assets at fair value through other comprehensive income (FVTOCI): A financial asset is measured at FVTOCI, if it is held withing a business model whose objective is achieved by both from collection of contractual cash flows and selling the financial assets, where the assets' cash flows represent solely payments of principal and interest. Further equity instruments where the company has made an irrevocable election based on its business model, to classify as instruments measured at FVTOCI, are measured subsequently at fair value through other comprehensive income.

Debt instruments - Movements in the carrying amount are taken through other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised. Interest income from these financial assets is included in other income using the effective interest rate method.

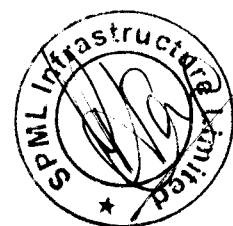
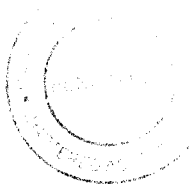
Equity instruments - Movements in the carrying amount are taken to OCI and there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividend from such investments are recognised in profit or loss.

Financial assets at fair value through profit or loss (FVTPL): A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss. All gains and losses are recognised in profit or loss.

d) Impairment of financial assets

The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVTOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 43 details how the company determines whether there has been a significant increase in credit risk.

For trade receivables, the company applies the simplified approach specified by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.



e) Derecognition of financial assets

A financial asset is primarily derecognised when:

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

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

B Financial liabilities

a) Classification

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

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

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

b) Initial recognition and measurement

The company recognises financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial liabilities are recognized at fair value on initial recognition. Transaction costs that are directly attributable to the issue of financial liabilities, that are not at fair value through profit or loss, are reduced from the fair value on initial recognition. Transaction costs that are directly attributable to the issue of financial liabilities at fair value through profit or loss are expensed in profit or loss.

c) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

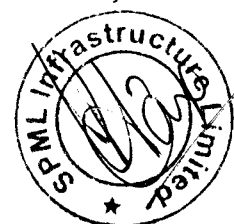
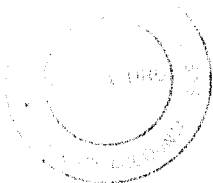
Amortised cost: After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective interest rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Financial liabilities at fair value through profit or loss: Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to Statement of Profit and Loss. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The company has not designated any financial liability as at fair value through profit and loss.



Derecognition of financial Liabilities

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

C Financial guarantee contracts

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee or the estimated amount that would be payable to a third party for assuming the obligations.

(i) as Guarantor

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with Ind AS 109 and the amount initially recognised less cumulative amortisation, where appropriate.

Where guarantees in relation to loans or other payables of associates are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

(ii) as Beneficiary

Financial guarantee contracts are recognised as a financial asset at the time the guarantee is taken. The asset is initially measured at fair value and subsequently amortised over the guarantee period.

Where guarantees in relation to loans or other payables are provided by group companies for no compensation, the fair values are accounted for as contributions and recognised as part of equity.

D Offsetting financial instruments

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

2.07 Borrowings

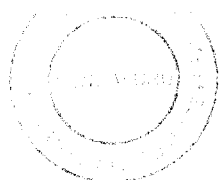
Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

2.08 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.



2.09 Taxes

Current income tax

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

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

Minimum alternate tax ('MAT') paid in a year is charged to the statement of profit and loss as current tax. The company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognises MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as 'MAT Credit Entitlement'. The company reviews the 'MAT credit entitlement' asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period. Deferred tax asset is defined in Ind AS 12 to include the carry forward of unused tax credits. MAT Credits are in the form of unused tax credits that are carried forward by the company for a specified period of time. Accordingly, MAT Credit Entitlement is grouped with Deferred Tax Asset (net) in the Balance Sheet.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

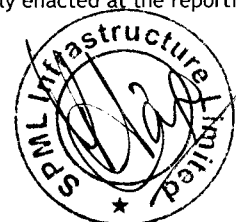
- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

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

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



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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

2.10 Provisions and contingent liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

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

Contingent liabilities recognised in a business combination

A contingent liability recognised in a business combination is initially measured at its fair value. Subsequently, it is measured at the higher of the amount that would be recognised in accordance with the requirements for provisions above or the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with the requirements for revenue recognition.

2.11 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Cash flow statement

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

2.12 Cash dividend and non-cash distribution to equity holders of the parent

The Company recognises a liability to make cash or non-cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Non-cash distributions are measured at the fair value of the assets to be distributed with fair value re-measurement recognised directly in equity.

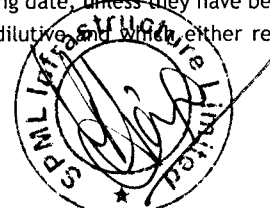
Upon distribution of non-cash assets, any difference between the carrying amount of the liability and the carrying amount of the assets distributed is recognised in the statement of profit and loss.

2.13 Earnings per share

The basic earnings per share is computed by dividing the net profit/ (loss) attributable to owner's of the company for the year by the weighted average number of equity shares outstanding during reporting period.

The number of shares used in computing diluted earnings/ (loss) per share comprises the weighted average shares considered for deriving basic earnings/ (loss) per share and also the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

Dilutive potential equity shares are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and which either reduces earnings per share or increase loss per share are included.

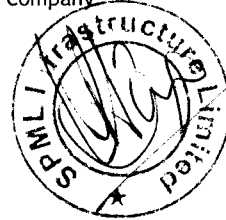


2.14 Segment reporting

Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the company performance and allocates resources based on an analysis of various performance indicators by business segments.

2.15 Recent Accounting pronouncements

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



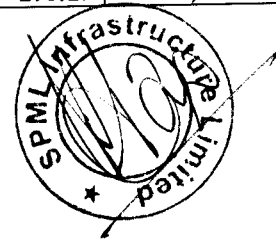
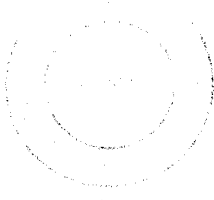
SPML INFRASTRUCTURE LIMITED

Notes to financial statements as at 31st March 2024

3 PROPERTY, PLANT AND EQUIPMENT

(Amount in Rs '000)

Particulars	Office equipment	Furniture & Fixture	End user devices, such as, desktops, laptops, etc.	Vehicles	Total
GROSS BLOCK					
As at April 1, 2022	112.60	26.70	152.70	9,128.69	9,420.69
Additions	-	-	434.98	-	434.98
Disposals	-	-	21.38	-	21.38
Exchange Difference	-	-	-	1,002.55	1,002.55
As at March 31, 2023	112.60	26.70	566.30	10,131.24	10,836.84
Additions	-	-	-	-	-
Disposals	-	-	-	2,640.76	2,640.76
Exchange Difference	-	-	-	-	-
As at March 31, 2024	112.60	26.70	566.30	7,490.47	8,196.07
ACCUMULATED DEPRECIATION					
As at April 1, 2022	37.09	4.31	31.92	3,212.06	3,285.38
Depreciation Charge for the year	40.23	2.54	77.70	1,082.51	1,202.99
Impairment	-	-	-	-	-
Disposals	-	-	-	-	-
Exchange Difference	-	-	-	996.32	996.32
As at March 31, 2023	77.32	6.85	109.62	5,290.89	5,484.69
Charge for the year	20.67	2.54	158.41	1,004.09	1,185.70
Impairment	-	-	-	-	-
Disposals	-	-	-	1,582.60	1,582.60
Exchange Difference	-	-	-	-	-
As at March 31, 2024	98.00	9.39	268.03	4,712.38	5,087.79
NET BLOCK					
As at March 31, 2023	35.28	19.85	456.68	4,840.34	5,352.15
As at March 31, 2024	14.60	17.31	298.27	2,778.10	3,108.28



4 RIGHT OF USE ASSETS

The Company has leased immovable property for a period of 36 months entering into the lease arrangement. Accordingly the company has accounted for a Right To Use (ROU) asset and Lease Liability as per requirement of Ind AS 116.

The weighted average incremental borrowing rate applied to lease liabilities is 9% (PY - Nil)

Following are the changes in the carrying value of right of use assets for the year ended 31st March 2024 and 31st March 2023:

Category of ROU asset - Lease Immovable Property		(Amount in '000)	
Particulars	As at 31st March 2024	As at 31st March 2023	
Balance at the beginning	3,981.36	-	
Additions	-	4,942.38	
Deletions	-	-	
Depreciation	(1,647.46)	(961.02)	
Balance at the end of the year	2,333.90	3,981.36	

The following is the break-up of current and non-current lease liabilities as at 31st March 2024 and 31st March 2023:

		(Amount in '000)	
Particulars	As at 31st March 2024	As at 31st March 2023	
Current lease liabilities	1,783.94	1,852.50	
Non-current lease liabilities	807.85	2,281.34	
Total	2,591.79	4,133.84	

The following is the movement in lease liabilities during the year ended 31st March 2024 and 31st March 2023:

		(Amount in '000)	
Particulars	As at 31st March 2024	As at 31st March 2023	
Balance at the beginning	4,133.84	-	
Additions	-	4,942.38	
Deletions	-	-	
Finance cost accrued during the period	310.45	241.46	
Payment of lease liabilities	(1,852.50)	(1,050.00)	
Balance at the end	2,591.79	4,133.84	

The table below provides details regarding the contractual maturities of lease liabilities as at 31st March 2024 and 31st March 2023 on an undiscounted basis:

		(Amount in '000)	
Particulars	As at 31st March 2024	As at 31st March 2023	
Less than one year	1,783.94	1,852.50	
One to five years	807.85	2,281.34	
More than five years	-	-	
Total	2,591.79	4,133.84	

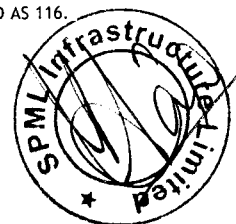
The company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

The aggregate depreciation on ROU assets has been included under depreciation and amortisation expense in the Statement of Profit and Loss.

The details of Short-term Lease entered by the Company during the year are as follows:

The Company has entered into leases for office premises, that are renewable on a periodic basis and are cancellable by giving the notice from one month. There are escalation clause in the agreement and there are no restrictions imposed in the lease arrangements.

The Company has incurred Rs. Nil (31 March 2023: Rs. 1313.00) during the year towards minimum lease payment. The Company is availing the exemption available for short-term and low value lease under IND AS 116.



FINANCIAL ASSETS

5 INVESTMENTS		(Amount in Rs '000)	
Particulars	As at 31st March 2024	As at 31st March 2023	
Valued at amortised cost unless stated otherwise			
(A) Investment in Unquoted Equity Shares (Fully paid up)			
Subsidiary			
6,16,41,000 (March 31, 2022: 1,12,51,000) Equity Shares of Re 1/- Each, fully paid up of Allahabad Waste Processing Co Limited *	50,390.00	50,390.00	
5,53,34,000 (March 31, 2022: 53,34,000) Equity Shares of Re 1/- Each, fully paid up of Mathura Nagar Waste Processing Co Limited *	50,000.00	50,000.00	
1,69,48,990 (March 31, 2022: 43,55,400) Equity Shares of Rs. 10/- Each, fully paid up of Madurai Municipal Waste Processing Co Private Limited	11,245.50	11,245.50	
15,00,000 (March 31, 2022 : 15,00,000) Equity Shares of Rs. 10/- Each, fully paid up of Sananti Infradevelopers Private Limited *	1,000.00	1,000.00	
Associates			
36,000 (March 31, 2022: 36,000) Equity Shares of Re 1/- Each, fully paid up of SPMLIL - AMRUTHA Contructions Private Limited	36.00	36.00	
Fair value through the statement of other comprehensive income			
Others			
20,004 (March 31, 2022: 20,004) Equity Shares of Rs. 10/- Each, fully paid up of Chahel Infrastructure Limited (Includes the beneficial interest in 4 shares) *	-	-	
	1,12,671.50	1,12,671.50	
Less: Provision for impairment of financial assets**	1,12,635.49	11,615.82	
	36.01	1,01,055.68	
Valued at Fair value through the statement of profit and loss			
(B) Investment in Redeemable Preference Shares (Fully Paid up)			
Subsidiary			
91,00,000 (March 31, 2022: 91,00,000) preference Shares of Re 1/- Each, fully paid up of Mathura Nagar Waste Processing Company Limited	9,100.00	9,100.00	
9,08,38,000 (March 31, 2022: 7,18,48,000) Preference Shares of Re 1/- Each, fully paid up of Allahabad Waste Processing Company Limited	89,360.12	70,370.12	
1,78,51,000 (March 31, 2022: 1,78,51,000) Preference Shares of Re 1/- Each, fully paid up of Madurai Municipal Waste Processing Company Private Limited	42,407.54	42,407.54	
	1,40,867.66	1,21,877.66	
Less: Provision for impairment of financial assets**	1,40,867.66	1,21,877.66	
	-	-	
	-	-	
Total	36.01	1,01,055.68	
Current	-	-	
Non-Current	36.01	1,01,055.68	
Total Investments	36.01	1,01,055.68	
Aggregate value of unquoted investments	2,53,539.16	2,34,549.16	
Aggregate amount of impairment in value of investments	2,53,503.15	1,33,493.48	

* These investments made before the period of IND AS adaption by the company are carried at deemed cost at the transition date based on the fair value and hence the corresponding value shown against each of the investments are Nil. The investment made subsequently in subsidiary companies are recorded at cost.

** The company has made an investment in the equity and preference shares of Mathuranagar Waste Processing Company Limited, Allahabad Waste Processing Company Limited and Madurai Municipal Waste Processing Company Private Limited. The respective companies are in the business of (i) Collection, Segregation, and Processing of Solid Waste (ii) to Dispose of Municipal Dispose (iii) Renovates, Operate, Maintain Garbage Dumping Centers (iv) Land Filling of Remnants. The project has been commissioned by the companies but the necessary obligations committed by the respective Nagar Nigams as per the Concession agreement has not been fulfilled. Therefore during the 2015-16 the companies have filed for the arbitration petition and the suits at the civil courts for the litigations. Based on the assesment of current status of arbitration/Court proceedings and legal opinion obtained from the lawyer, the management have made the provision for impairment of these investments.

6 LOANS

(Amount in Rs '000)

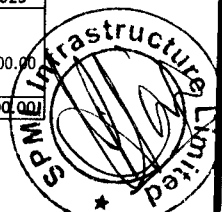
Particulars	As at 31st March 2024	As at 31st March 2023
Unsecured considered good unless stated		
Loans and advances others	59,287.51	58,881.36
Less: Provision for impairment of loan	59,287.51	58,881.36
	-	-
Total	-	-

Loans and receivables are non-derivative financial assets which generate a fixed or variable interest income for the Group. The carrying value may be affected by changes in the credit risk of the counterparties.

7 OTHER NON-CURRENT FINANCIAL ASSETS

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Unsecured considered good unless stated		
Security deposit receivable	1,500.00	1,500.00
Total	1,500.00	1,500.00



11 OTHER CURRENT FINANCIAL ASSETS

Particulars	(Amount in Rs '000)	
	As at 31st March 2024	As at 31st March 2023
Unsecured considered good unless stated		
Interest accrued on Fixed Deposit	3.68	-
Advance paid to staff	13.50	11.84
Insurance claim receivable	-	-
Balance with Government authorities	3,166.83	-
Arbitration Claims receivable *	29,377.42	29,377.42
	32,561.43	29,389.26
Less : Provision for doubtful debts	29,377.42	-
Total	3,184.01	29,389.26

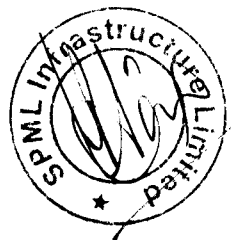
* During the Prior year the company acquired "Jamshedpur Waste Processing Company Private Limited" through merger order dated 31st January 2018. The transferor company was in the business of (i) Collection, Segregation, and Processing of Solid Waste (ii) to Dispose of Municipal Dispose (iii) Renovates, Operate, Maintain Garbage Dumping Centers (iv) Land Filling of Remnants. The project has been dispensed by the company on account of non fulfilment of necessary obligations committed by the Jamshedpur Notified Area Committee as per the Concession agreement. Therefore during 2015-16 the transferor company have filed for the arbitration petition and accordingly arbitration awarded in favour of company. Presently the company has filed the execution petition with the appropriate court and awaiting for the decision from them. Based on the assesment of current status of arbitration/Court proceedings and legal opinion obtained from the lawyer, the management have made the provision for impairment of these investments.

Break up of financial assets

Particulars	(Amount in Rs '000)	
	As at 31st March 2024	As at 31st March 2023
Investments	36.01	1,01,055.68
Loans	-	18,481.22
Other non-current financial Assets	1,500.00	1,500.00
Trade Receivables	3,838.34	11,043.34
Cash and cash equivalents	1,095.94	5,330.04
Other Current Financial Assets	3,184.01	29,389.26
Total financial assets	9,654.30	1,66,799.54

12 OTHER CURRENT ASSETS

Particulars	(Amount in Rs '000)	
	As at 31st March 2024	As at 31st March 2023
Unsecured considered good unless stated		
Unbilled Revenue	-	8,439.03
Advance to Vendors	-	15,384.46
Prepaid Expenses	-	834.08
Total	-	24,657.57



13 SHARE CAPITAL

(Amount in Rs '000)

Particulars	As at 31st March 2024		As at 31st March 2023	
	Number	Amount (Rs)	Number	Amount (Rs)
Authorised				
Equity shares of Re. 1/- each	5,50,00,000	55,000.00	5,50,00,000	55,000.00
Preference Equity shares of Rs. 1/- each	4,30,50,000	43,050.00	4,30,50,000	43,050.00
	9,80,50,000	98,050.00	9,80,50,000	98,050.00
Issued, Subscribed & Paid-up				
Equity shares of Re. 1/- each, fully paid	74,34,667	7,434.67	74,34,667	7,434.67
Total	74,34,667	7,434.67	74,34,667.00	7,434.67

(a) Reconciliation of number of shares

(Amount in Rs '000)

Particulars	Equity Shares		Equity Shares	
	As at 31st March 2024		As at 31st March 2023	
	Number	Rs	Number	Rs
Shares outstanding at the beginning of the year	74,34,667	7,434.67	74,33,042	7,433.04
Shares Issued during the year	-	-	1,625	1.63
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	74,34,667	7,434.67	74,34,667	7,434.67

(b) Rights, preferences and restrictions attached to equity shares

Equity Shares: The company has one class of equity shares having paid-up value of Re.1 per share. Each shareholder is eligible for one vote per share held. The company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the Shareholder.

(c) Shares held by holding company and subsidiary of holding companies:

Name of Shareholder and Relationship with the company	As at 31st March 2024		As at 31st March 2023	
	No. of Shares held	Amount	No. of Shares held	Amount
Equity Shares				
SPML Infra Limited *	74,34,139	7,434.14	74,34,139	7,434.14

* Including beneficial interest in 1042 equity shares

The 74,32,000 shares (PY 74,32,000 Shares) held by holding company (SPML Infra Limited) has been pledged in favour of the SBICAP Trustee/S4A Lenders for securing the due repayment of the Debts as restructure under the SPML S4A Scheme as approved by the Overseeing Committee (Governed under RBI) with the super majority of the lenders bank.

(d) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	As at 31st March 2024		As at 31st March 2023	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity Shares				
SPML Infra Limited *	74,34,139	99.99%	74,34,139	99.99%

* Including beneficial interest in 1042 equity shares

(e) The Company has not allotted any fully paid up equity shares by way of bonus shares nor has bought back any class of equity shares during the period of five years immediately preceding the balance sheet date nor has issued shares for consideration other than cash.

(f) There are no unpaid calls from director & officers of the company

(g) There are no buy back of shares during the year by the company.

(h) Disclosure of shareholding of promoters:

Name of Promoters	As at 31st March 2024			As at 31st March 2023		
	No. of shares	% of total shares	% Change	No. of shares	% of total shares	% Change
SPML Infra Limited *	74,34,139	99.99%	0.00%	74,34,139	99.99%	0.00%

* Including beneficial interest in 1042 equity shares



14 OTHER EQUITY

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Capital Reserve on Amalgamation		
Opening balance	433.44	65.06
(+) Additions	-	368.38
(-) Deductions	-	-
Total	433.44	433.44
Security Premium		
Opening balance	5,88,762.66	5,88,762.66
(+) Additions	-	-
(-) Deductions	-	-
Total	5,88,762.66	5,88,762.66
Retained Earnings		
Opening balance	(4,37,535.78)	(4,67,542.15)
Adjustment on Amalgamation	-	(37,700.99)
(+) Net Profit/(Net Loss) For the current year	(2,42,516.20)	67,707.36
Total	(6,80,051.98)	(4,37,535.78)
Total - Other equity	-90,855.88	1,51,660.32

Nature and purpose of other reserves:

Capital Reserves on Amalgamation: The excess of liabilities over the assets on amalgamation has been accounted as capital reserves.

Securities premium reserve: Securities premium reserve is used to record the premium received on issue of shares by the Company. The reserve can be utilised in accordance with the provision of sec 52(2) of Companies Act, 2013.

Retained Earnings: Retained Earnings comprise of the company's accumulated undistributed earnings / (losses). This Reserve represents the cumulative profits of the Company and effects of remeasurement of defined benefit obligations. This Reserve can be utilised in accordance with the provisions of the Companies Act, 2013.

15 BORROWINGS

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Secured		
From Banks *	545.49	1,754.34
Less: Disclosed under current maturities of long term borrowings (Refer note 18)	545.49	1,298.35
	-	455.99
Unsecured		
From related parties **	47,738.99	37,325.55
Total	47,738.99	37,781.54

* The details of term of the repayment along with interest from banks are as Follows:

Particulars of loan and Security given	The Loan availed Amount	Interest Rate	EMI*	No of Installments
HDFC Bank - Secured by - Hypothecation of Vehicle	5,200.00	8.75%	108.20	36

** Loan received from related parties are repayable after 10 years from 01.12.2018 during the year interest has not been charged.

16 PROVISIONS

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Provision for employee benefits (Refer note 40)		
Gratuity	26.02	2.02
Total	26.02	2.02

17 BORROWINGS

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Unsecured		
From other corporates who are related parties		
Repayable on Demand with interest *	7,437.30	-
Repayable on Demand without interest **	2,935.90	10,692.89
Total	10,373.20	10,692.89

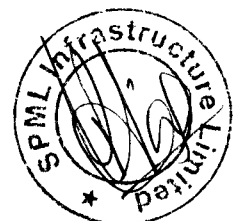
* Loan received from related party repayable on demand and interest at the rate of 9% pa (PY - @ 9% pa)

** Loan received from related parties are repayable on demand and interest free.

18 CURRENT MATURITIES OF LONG TERM LIABILITIES

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Current Maturities of loan obligation	545.49	1,298.35
Total	545.49	1,298.35



19 TRADE PAYABLES

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Trade Payables :		
Total outstanding dues of micro and small enterprises *	-	-
Total outstanding dues of other than micro and small enterprises	7,511.18	13,469.26
Total	7,511.18	13,469.26

Particulars	As at 31st March 2023 and As at 31st March 2024					Total
	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-
(ii) Others	7,241.72	269.47	-	-	-	7,511.18
(iii) Disputed Dues - MSME	-	13,469.26	-	-	-	13,469.26
(iv) Disputed Dues -Others	-	-	-	-	-	-
Total Trade Payable	7,241.72	269.47	-	-	-	7,511.18
	-	13,469.26	-	-	-	13,469.26

* There are no reported Micro, Small and Medium Enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 to whom the Company owes dues.

Terms and conditions of the above financial liabilities:

- Trade payables are non-interest bearing and are normally settled on 60-day terms
 - Other payables are non-interest bearing and have an average term of six months
 - Interest payable is normally settled quarterly throughout the financial year
 - For terms and conditions with related parties, refer to Note 41
- For explanations on the Company's credit risk management processes, refer to Note .44

20 OTHER CURRENT FINANCIAL LIABILITIES

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Interest accrued but not due	2.02	9.35
Total	2.02	9.35

Break up of financial liabilities carried at amortised cost

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Borrowings	58,112.19	48,474.43
Trade Payables	7,511.18	13,469.26
Other current financial liability	547.51	1,307.70
Total	66,170.88	63,251.40

21 OTHER CURRENT LIABILITIES

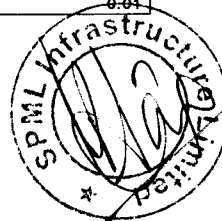
(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Salaries and other employee benefit payable	872.85	949.59
Advance received	23,500.00	8,560.81
Statutory Dues payable (including GST and TDS)	61.82	4,687.04
Total	24,434.67	14,197.44

22 PROVISIONS

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Provision for employee benefits (Refer note 40)		
Gratuity	0.05	0.01
Total	0.05	0.01



23 REVENUE FROM OPERATION

(Amount in Rs '000)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Sale of Services		
-Consultancy Charges	19,248.78	59,971.43
-Contract Revenue	5,827.09	53,473.35
Other Operating Revenue		
-Insurance Claim	554.98	-
Total	25,630.85	1,13,444.78

24 OTHER INCOME

(Amount in Rs '000)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Liability no longer required written back	141.84	0.23
Interest on Fixed Deposit Received	74.36	9.64
Profit on sale of Fixed Assets	877.87	-
Profit on sale of Investment	-	4,160.73
Excess Provision Written Back	-	34,516.00
Interest on Income Tax Refund	98.04	139.94
Total	1,192.11	38,826.54

25 COST OF MATERIAL CONSUMED AND DIRECT EXPENSES

(Amount in Rs '000)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Contract Service Direct Expenses:		
Purchases of Consumables	24,854.05	28,355.64
Subcontractor Expenses	20,701.16	23,689.74
Site Office Expenses	2,160.83	448.49
Total	47,716.04	52,493.87

26 EMPLOYEE BENEFITS EXPENSE

(Amount in Rs '000)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Salaries & Wages	1,051.94	2,704.39
ESI Contribution	22.88	3.45
Bonus Paid	31.71	22.17
Employees Gratuity (Refer Note No 39)	26.17	7.22
Staff Medical Insurance	-	146.34
Staff Welfare expenses	165.93	306.03
Total	1,298.63	3,189.60

27 FINANCE COSTS

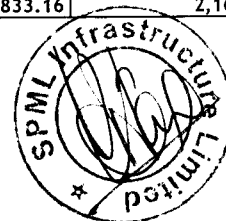
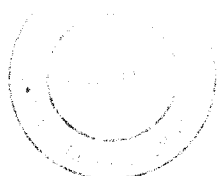
(Amount in Rs '000)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Interest on unsecured loan	240.71	565.31
Interest on Lease Assets	310.45	241.46
Interest on Car Loan	82.18	160.44
Interest on delayed payment of statutory dues	199.33	798.32
Total	832.67	1,765.53

28 DEPRECIATION & AMMORTISATION EXPENSES

(Amount in Rs '000)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Depreciation on Tangible assets	1,185.70	1,202.99
Depreciation on Lease Assets	1,647.46	961.02
Total	2,833.16	2,164.01



29 OTHER EXPENSES

(Amount in Rs '000)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Advertisement Expenses	11.20	129.90
Audit Fees *	100.00	161.80
Insurance	85.20	165.50
Communication Expenses	216.29	223.50
Consultancy & Professional Charges	1,579.55	1,495.12
Donation Paid	25.00	2,215.00
Electricity Charges	95.83	157.93
Printing & Stationery	91.18	156.10
Rent expenses (Refer Note 4)	-	1,313.00
Repair & Maintenance - office	114.87	518.70
Repair & Maintenance - Vehicle	449.95	1,217.40
Security Charges	-	43.22
Traveling & Conveyance	326.57	176.78
Impairment Cost on financial Assets	1,34,752.86	3,643.96
Provision for doubtful debts	29,377.42	107.50
Rates & Taxes	178.69	56.67
Misc Expenses	352.99	853.18
Total	1,67,757.60	12,635.26

* Payment to Auditors

(Amount in Rs '000)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
As Auditors*		
- Audit fees	100.00	100.00
- For Tax Audit fees	-	50.00
Total	100.00	150.00

* Exclusive of GST

30 INCOME TAX ASSETS (NET)

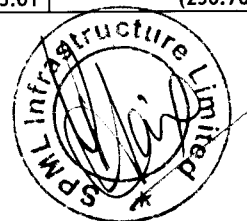
i) The following table provides the details of income tax assets and liabilities as at 31 March 2024:

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Income Tax Assets	2,415.01	12,255.87
Current Income Tax Liabilities	-	12,486.63
Net Balance	2,415.01	(230.76)

ii) The gross movement in the current tax asset/ (Liability) for the years ended 31 March 2024 is as follows:

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Net current income tax asset at the beginning	(230.76)	5,953.91
Income Tax paid (Net of Refund)	3,568.72	6,285.33
Current Income tax expense	-	12,486.63
Income Tax paid for earlier year	922.95	(16.63)
Income tax on other comprehensive income	-	-
Net current income tax asset at the end	2,415.01	(230.76)



iii) The tax expenses recognised in statement of profit and loss for the year ended 31 March 2024 is as follows:

(Amount in Rs '000)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Income Tax expense in the Statement of Profit and Loss		
Comprises:		
Current income taxes	922.95	12,470.00
Deferred income taxes	47,641.52	(97.62)
Income tax expenses (net)	48,564.47	12,372.38

iv) A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the profit before income taxes is as below:

(Amount in '000)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Profit before income tax	(1,93,615.15)	53,836.67
Effect of expenses not allowed for tax purposes	1,65,752.89	(3,257.66)
Effect of expense allowed for tax purposes	(544.83)	(965.91)
Effects of income not considered for tax purposes	(877.87)	-
Carried Forward Loss	-	-
Adjusted Taxable profit	(29,284.96)	49,613.11
Applicable income tax rate	25.17%	25.17%
Computed expected tax expense	-	12,486.63
Income tax for earlier year	922.95	-16.63
Deferred tax charged to profit and loss	47,641.52	-97.62
Income tax expense charges to the statement of Profit and loss	48,564.47	12,372.38

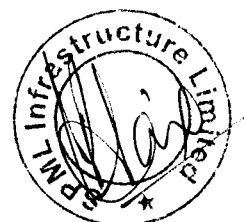
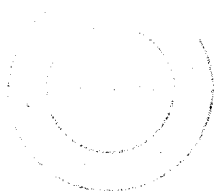
v) DEFERRED TAX

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Deferred income tax liability	7,479.96	7,005.53
Timing difference on tangible and intangible assets depreciation and amortisation	109.52	65.50
Carried Forward Loss	7,370.44	-
Transfer	-	6,940.03
Deferred income tax asset *	71.47	47,125.35
Timing difference on lease assets and lease liabilities	64.91	38.38
Timing difference on investments in securities**	-	47,086.46
Provision for Gratuity	6.56	0.51
Total deferred tax liabilities/ (assets) (net)	-7,408.49	40,119.82

* The Company has not recognised the deferred tax asset arising on timing difference on account of tax loss pertaining to Capital Asset amounting to Rs. 29,311.10 (PY - Rs. 29,311.10), considering the concept of prudence and virtual certainty of profits as on date.

** Considering the concept of prudence and uncertainty of timing difference in value of investment in equity Shares and preference share of Subsidiary, Associates & Others, the deferred tax asset amounting to Rs. 1,23,346.07 (PY - 80,037.72) has not been recognised.



31 CONTINGENT LIABILITIES

(Amount in Rs '000)

Particulars	As at 31st March 2024	As at 31st March 2023
Claims against Companies not acknowledged as debt	-	-
Claims towards liquidated damages not acknowledged as debts by the Company Against the above, debts of the like amounts are withheld by the customers. However, the Company expects no material liability to accrue on account of these claims	-	-
Disputed Statutory Demands	-	-
Performance bank guarantees given to various authorities	-	-

32 Capital and Other Commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for: as at 31st March 2024 - Rs. Nil (PY - Rs. 25,488.00)

33 Earning Per Share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

(Amount in Rs '000)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Net profit available for Equity Shareholders	(2,42,179.61)	67,650.68
Weighted Average number of Equity shares	74,34,667	74,34,667
Basic and Diluted Earnings Per Share	(32.57)	9.10

34 Significant accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements: In the process of applying the company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Estimates and assumptions: The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumptions when they occur.

Impairment of non-financial assets: Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill and other intangibles with indefinite useful lives recognised by the company.

Taxes: Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

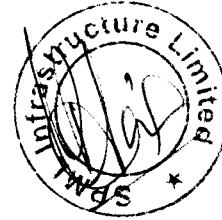
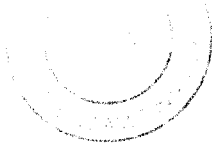


SPML INFRASTRUCTURE LIMITED

Notes to financial statements for the year ending 31st March 2024

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

- 35 A disclosure with respect to segment reporting is not applicable, since the Company operates in the similar economic characteristics for both the sale of products and for the sale of services and does not have more than one reportable segment.
- 36 Foreign Currency Earnings And Outgo Rs. Nil (PY - Rs. Nil)
- 37 There are no reported foreign currency exposures that have not been hedged by a derivative instrument or otherwise, hence the disclosure of the same is not made.
- 38 CIF value of imports Rs. Nil (PY - Rs. Nil).



39 EMPLOYEE BENEFITS

A Defined contribution scheme: The company does not have any employee contribution scheme expenses.

B Defined benefit plans

Gratuity: In accordance with the Payment of Gratuity Act of 1972, the Company contributes to a defined benefit plan (the "Gratuity Plan") covering certain categories of employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement, disability or termination of employment being an amount based on the respective employee's last drawn salary and the number of years of employment with the Company.

The financial and demographic assumptions on annual basis used for valuation as at the Valuation Date are shown below. The assumptions as at the Valuation Date are used to determine the Present Value of Defined Benefit Obligation at that date:

Summary of financial assumptions: (Amount in Rs '000)

Particulars	As at	As at
	31st March 2024	31st March 2023
Discount rate	7.48%	7.48%
Expected rate of increase in compensation level of covered employees	5.00%	5.00%
Summary of Demographic assumptions:		
Particulars	As at	As at
	31st March 2024	31st March 2023
Mortality Rate (as % of IALM (2006-08) (Mod.) Ult. Mortality Table)	100.00%	100.00%
Disability Rate (as % of above mortality rate)	7.48%	7.48%
Withdrawal Rate	5.00%	5.00%
Normal Retirement Age	70 years	70 years
Adjusted Average Future Service	43.00 Years	42.00 Years

Changes in the defined benefit obligation: (Amount in Rs '000)

Particulars	As at	As at
	31st March 2024	31st March 2023
Defined benefit obligation at the beginning of the year	2.03	70.53
Current service cost	26.02	2.03
Net Interest cost	0.15	5.19
Sub-total included in profit or loss	26.17	7.22
Benefits paid	(451.92)	-
Return on plan assets (excluding amounts included in net interest expense)	-	-
Actuarial changes arising from changes in financial assumptions	1.42	(0.05)
Actuarial changes arising from changes in demographic assumptions	-	-
Experience adjustments	448.37	(75.67)
Subtotal included in OCI	449.79	(75.72)
Contributions by employer	-	-
Defined benefit obligation at the end of the year	26.07	2.03

Changes in the fair value of plan assets: (Amount in Rs '000)

Particulars	As at	As at
	31st March 2024	31st March 2023
Fair Value of Plan Assets at the beginning	NA	NA
Interest income	NA	NA
Contributions by employer	NA	NA
Benefit Payments from Plan Assets	NA	NA
Remeasurements - Return on Assets (Excluding Interest Income)	NA	NA
Fair Value of Plan Assets at the end	NA	NA

A quantitative sensitivity analysis for significant assumption for defined benefit obligations are as shown below: (Amount in Rs '000)

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Increase	Decrease	Increase	Decrease
Discount rate by 0.5%	-2.55	2.95	-0.20	0.23
Expected rate of increase in compensation level of covered employees by 1%	6.46	-4.88	0.50	-0.38
Withdrawal Rate by 5%	0.08	-4.72	-0.09	-0.31

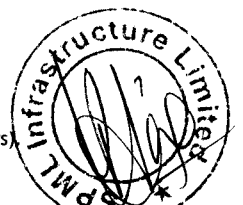
The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The following payments are expected contributions to the defined benefit plan in future years:

(Amount in Rs '000)

Particulars	As at	As at
	31st March 2024	31st March 2023
Within the next 12 months (next annual reporting period)	0.05	0.01
Between 2 and 5 years	1.55	0.02
After 5 years	192.61	15.57
Total expected payments	194.21	15.59

The average duration of the defined benefit plan obligation at the end of the reporting period is 15 years (31 March 2023: 15 years)



40 RELATED PARTY DISCLOSURES:

A Information given in accordance with the requirements of Ind AS 24 on Related Party Disclosures:

- (i) Holding Company:
SPML Infra Limited
- (ii) Subsidiary:
Allahabad Waste Processing Company Ltd.
Mathura Nagar Waste Processing Company Ltd.
Sanmati Infra Developers Private Limited (w.e.f 4th August 2022, till this date this company was Associate)
Madurai Municipal Waste Processing Company Pvt. Ltd.
- (iii) Associate Companies:
SPMLIL - AMRUTHA Constructions Private Limited
- (iv) Key Managerial Person:
Mr. Pukhraj Jain
Mr. Om Prakash Sharma
Mr. Rajesh Kandoi
- (v) Companies in which key Managerial Personnel or relatives of KMP have significant influence:
Subhash Kabini Power Corporation Limited
Delhi Waste Management Limited till 30.09.2022

B Aggregate transactions with related parties disclosure:

(Amount in Rs '000)

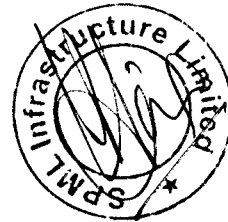
Sl No	Particulars	Transactions During the year								Outstanding balances as at the end of the year	
		Loans & Advances Received	Loans & Advances Paid	Consultancy Services*	Contract Revenue*	Interest Paid	Provision for impairment of financial assets	Sale of Share	Purchase of Share	Debit Balance **	Credit Balance
Holding Company											
1	SPML Infra Limited										
	As at 31st March 2024		279.45								37,046.10
	As at 31st March 2023		(3,045.57)								33,103.25
Subsidiary Company											
2	Allahabad Waste Processing Company Limited										
	As at 31st March 2024		13,054.85							22,828.26	
	As at 31st March 2023		939.78						50,390.00	9,773.41	
3	Mathura Nagar Waste Processing Co Limited										
	As at 31st March 2024		60.48						50,000.00	2,168.06	
	As at 31st March 2023		871.90						50,000.00	2,107.58	
4	Sanmati Infra Developers Pvt Limited										
	As at 31st March 2024		430.00							430.00	
	As at 31st March 2023	11,200.00	2,887.48								
5	Pondicherry Special Economic Zone Limited										
	As at 31st March 2024		4,030.10								3,449.00
	As at 31st March 2023		5,697.31	5,697.31							
6	Madurai Municipal Waste Processing Co Pvt Ltd										
	As at 31st March 2024		791.71							13,613.87	
	As at 31st March 2023		650.44							12,822.16	
Associate Company											
7	SPMLIL - AMRUTHA Constructions Pvt Limited										
	As at 31st March 2024			19,248.78						1,912.39	
	As at 31st March 2023			59,971.43						96.77	
Companies in which Key Managerial Personnel or relatives of KMP have control or significant influence:											
8	Delhi Waste Management Limited										
	As at 31st March 2024		508.78						18,990.00		
	As at 31st March 2023		31,248.55			508.76					18,481.22
9	Subhash Kabini Power Corporation Limited										
	As at 31st March 2024										10,692.09
	As at 31st March 2023										10,692.09

* Exclusive of GST

** Outstanding balance are exclusive of provision for impairment.

C Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.



41 Fair values

The carrying value and fair value of financial instruments by category:

Assets and liabilities carried at amortised cost

(Amount in Rs '000)

Particulars	Carrying Value		Fair Value	
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Financial assets				
Investments	1,12,671.50	1,12,671.50	36.01	1,01,055.68
Loans	-	18,481.22	-	18,481.22
Other non-current financial Assets	1,500.00	1,500.00	1,500.00	1,500.00
Trade Receivables	3,838.34	11,043.34	3,838.34	11,043.34
Cash and cash equivalents	1,095.94	5,330.04	1,095.94	5,330.04
Other Current Financial Assets	3,184.01	29,389.26	3,184.01	29,389.26
Total	1,22,289.79	1,78,415.36	9,654.30	1,66,799.54
Financial liabilities				
Borrowings	58,112.19	48,474.43	58,112.19	48,474.43
Trade Payables	7,511.18	13,469.26	7,511.18	13,469.26
Other current financial liability	547.51	1,307.70	547.51	1,307.70
Total	66,170.88	63,251.39	66,170.88	63,251.39

The management assessed that cash and cash equivalents, trade receivables, trade payables, and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the Companies interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own nonperformance risk as at 31 March 2024 was assessed to be insignificant.

(Amount in Rs '000)

Particulars	Carrying Value		Fair Value	
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Financial assets				
Investments	1,40,867.66	1,21,877.66	1,40,867.66	1,21,877.66
Less Provision for Impairment	(1,40,867.66)	(1,21,877.66)	(1,40,867.66)	(1,21,877.66)
Total	-	-	-	-

The fair values of the unquoted equity shares have been estimated using a DCF model. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted equity investments.

Assets and liabilities carried at fair values through Other Comprehensive Income

(Amount in Rs '000)

Particulars	Carrying Value		Fair Value	
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Financial assets				
Investments	-	-	-	-
Less Provision for Impairment	-	-	-	-
Total	-	-	-	-

42 Fair value hierarchy

Level 1: Quoted prices in active markets for identical assets or liabilities.

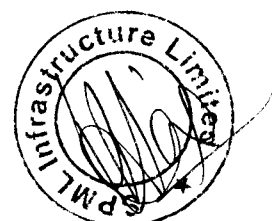
Level 2: Significant observable inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

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

(Amount in Rs '000)

Particulars	Fair value hierarchy (Level)	Fair value	
		As at 31 March 2024	As at 31 March 2023
A Financial Assets			
a) Measured at amortised cost			
Investments(Unquoted)	2	1,12,671.50	1,12,671.50
Loans	2	-	18,481.22
Security deposit receivable	1	1,500.00	1,500.00
Trade Receivables	1	3,838.34	11,043.34
Cash And Bank Balances	1	1,095.94	5,330.04
Advance Paid To Staff	1	13.50	11.84
Arbitration Claims Receivable	2	29,377.42	29,377.42
B Financial Liabilities			
a) Measured at amortised cost			
Borrowings	2	58,112.19	48,474.43
Trade Payables	1	7,511.18	13,469.26
Current Maturities of loan obligation	1	545.49	1,298.35
Interest accrued but not due	1	2.02	9.35

There were no transfers between Level 1, 2 and Level 3 during the year ended 31 March 2024 and 31 March 2023.



43 Financial risk management objectives and policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a financial risk committee that advises on financial risks and the appropriate financial risk governance framework for the company. The financial risk committee provides assurance to the company's senior management that the company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the company's policies and risk objectives.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments and derivative financial instruments.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company's exposure to the risk of changes in market interest rates relates primarily to the company's long-term debt obligations with floating interest rates. The company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Credit risk

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

Liquidity risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

	(Amount in Rs '000)				
As at 31st March 2024	On Demand	Less than 3 months	More than 3 months to 12 months	More than 1 year	Total
Borrowings	10,373.20	-	-	47,738.99	58,112.19
Trade Payable	-	7,511.18	-	-	7,511.18
Other current financial liability	-	2.02	545.49	-	547.51

As at 31st March 2023	On Demand	Less than 3 months	More than 3 months to 12 months	More than 1 year	Total
Borrowings	10,692.89	-	455.99	33,103.25	44,252.13
Trade Payable	-	13,445.06	-	-	13,445.06
Other current financial liability	-	9.35	1,298.35	-	1,307.70

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly. Selective hedging is used within the Group to manage risk concentrations at both the relationship and industry levels.

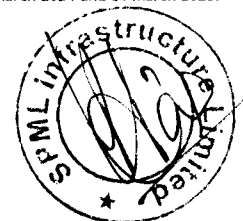
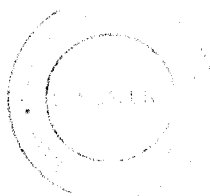
44 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value. The company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

Particulars	(Amount in Rs '000)	
	As at 31st March 2024	As at 31st March 2023
Borrowings	58,112.19	48,474.43
Trade payables	7,511.18	13,469.26
Other current financial liability	547.51	1,307.70
Other current liability	24,434.67	14,197.44
Less: cash and cash equivalents	(1,095.94)	(5,330.04)
Net Debt	89,509.61	72,118.79
Equity	7,434.67	7,433.04
Capital Reserves	433.44	65.06
Security premium	5,88,762.66	5,88,762.66
Other equity	(6,80,051.98)	(4,37,535.78)
Total Equity	-83,421.21	1,58,724.98
Gearing ratio	1470.17%	31.24%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

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



45 (a) Summary of merger

During the year the Doon Valley Waste Management Private Limited (Transferor Company) merged with the company through the merger order dated 23.06.2023 by National Company Law Tribunal. The merger is effective from 01.04.2022. The transferee company was in the business of collection and processing of Waste.

Details of the purchase consideration, the net assets acquired and capital reserve are as follows:

Purchase consideration	Doon Valley Waste Management Private Limited
Cash paid	Nil
Equity shares issued	Nil
Contingent consideration	Nil
Total purchase consideration	Nil

The assets and liabilities recognised as a result of the acquisition are as follows:

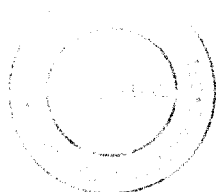
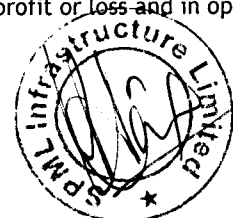
Particulars	Doon Valley Waste Management Private Limited
	Fair value
Motor Vehicle	10,02,549.00
Provision for Depreciation	(9,96,320.00)
Cash	887.00
Bank Account	3,099.47
Fixed Deposit	92,500.00
TDS Payable	(944.00)
Trade payables	(66,961.00)
Borrowings	(42,22,304.00)
Deffered Tax Liability	(69,40,014.00)
Net identifiable assets acquired	(1,11,27,507.53)

Calculation of goodwill	Doon Valley Waste Management Private Limited
Consideration transferred	1,14,94,262
Non-controlling interest in the acquired entity	1,625
Acquisition date fair value of previously held equity interest	-
Less: Net identifiable assets acquired	1,11,27,508
Capital Reserve	3,68,379

The Capital Reserve is attributable to the loss incurred by the merged business.

Acquisition related costs

As per the National Company Law Tribunal order, the transferee Company has paid Rs. 25 thousand to Prime Minister National Relief Fund and Rs. 75 thousand to Regional Director, South East Region that were not directly attributable to the issue of shares are included in other expenses in profit or loss and in operating cash flows in the statement of cash flows.



46 RATIO

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

Sr. No	Particulars	Numerator	Denominator	As at 31st March 2024	As at 31st March 2023	% of Variance for variance (Note Reference)	Explanation for variance (Note Reference)
1	Current Ratio	Current assets	Current liabilities	0.23	2.13	-879.16%	1
2	Debt-Equity Ratio	Total Debt	Shareholder's Equity	-0.70	0.31	144.49%	2
3	Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	-588.28	115.68	119.66%	3
4	Return on Equity Ratio	Net Profits after taxes	Average Shareholder's Equity	-6.40	0.28	-668.06%	4
5	Inventory Turnover Ratio	Purchases of Goods	Average Inventory	NA	NA	NA	5
6	Trade Receivables Turnover Ratio	Revenue	Average Trade Receivable	3.44	2.38	30.91%	6
7	Trade payables turnover ratio	Purchases of services and other expenses	Average Trade Payables	20.54	4.03	80.38%	7
8	Net capital turnover ratio	Revenue	Working Capital	-0.74	2.41	423.62%	8
9	Net profit ratio	Net Profit	Revenue	-7.55	0.71	-825.94%	9
10	Return on Capital employed	Earnings before interest and taxes	Capital Employed	5.53	0.41	512.14%	9
11	Return on investment	Income generated from investments	Cost of Investments	NA	NA	NA	9

Notes

- 1 During the year the company has paid borrowed fund and collected receivables which has resulted increasing of current assets intum increase of current ratio.
- 2 During the year the company has repaid borrowed funds accordingly there is a decrease in debt-equity ratio.
- 3 During the year there is decrease in borrowings which has resulted in lower finance cost. This has resulted in the variance.
- 4 During the year there is net profit earned compared to previous year loss. Due to this there is variance.
- 5 During the year decrease in trade receivable is higher in proportion to revenue compare to previous year hence there is the variance.
- 6 During the year decrease in trade payable is lower in proportion to consumption and direct expenses cost compare to previous year hence there is the variance.
- 7 The increase in net working capital ratio is and reduction in revenue which has resulted in the variance.
- 8 During the year there is net profit earned compared to previous year loss. Due to this there is variance.
- 9 During the year there is net profit earned compared to previous year loss. Due to this there is variance.

47 The company had entered into the sale agreement with Viva Highways Limited for the sale of shares in Jaora - Nayagaon Toll Road Co Private Limited in the prior year (dated 11th Nov 2014). Subsequently the sale transactions has been completed as on 31st March 2021 based on the undertaking issued by Viva Highways Limited for indemnify transferor, its successors & assigners against all actions, causes of action, suits, proceedings accounts claim and demands whatsoever either at law or in equity or otherwise. Considering the substance over the form, the company has recorded the sale of investment entry in books and recorded the corresponding profit or loss on this transaction.

However due to the non-completion of terms/restrictions placed by the shareholders agreement, the legal right in the shares have not been transferred by the company and investments continued to be in the name of company as on date. These investments are being charged by IDBI bank against the loan borrowed by Jaora Nayagaon Toll Road Company Private Limited and this charge is valid and not closed by the bank.

We have been informed by the Viva Highway Limited, that they are in the process of clearing all the legal requirements for valid transfer of investments from company name to their name including the release of charge from IDBI bank.

48 During the year the company has loss of Rs. 41,888,96 towards damaged of power duct about 188 mtr which was constructed by us. As per the wo condition we have repaired the damaged power duct and filed claim with insurance company which is under process.

49 The amounts and disclosures included in the financial statements of the previous year have been reclassified and regrouped wherever necessary.


For and on behalf of the board

As per our Report of even date,
For Maheshwari & Associates
Chartered Accountants
Firm Reg. No. 311008E



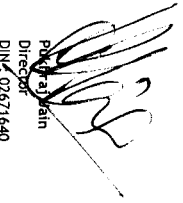
Sateesh Patil
Partner
Membership No. 227311

Place: Bengaluru
Date : 27/05/2024



Rajesh Kandoi
Director
DIN : 07434686

Place: Bengaluru
Date : 27/05/2024



P. S. Jain
Director
DIN: 02671640