

# **C&S Electric Limited**

**Annual Report  
2020-21**

We touch your electricity everyday!



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## NOTICE

**NOTICE** is hereby given that the 50<sup>th</sup> Annual General Meeting (“**AGM**”) of the Members of **C&S Electric Limited** will be held at Bipin Chandra Pal Memorial Trust, A-81, Chittaranjan Park Road, Block A, Chittaranjan Park, New Delhi – 110 019, on Thursday, 23<sup>rd</sup> September, 2021, at 3.00 p.m. to transact the following business:

### **ORDINARY BUSINESS:**

**1. To receive, consider and adopt:**

- (a) the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2021, together with the Reports of the Directors and the Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2021 and the Report of the Auditors thereon.

### **SPECIAL BUSINESS:**

To consider and if thought fit, to pass the following Resolutions:

**2. Appointment of Mr. Sunil Mathur (DIN: 02261944) as a Director of the Company**

**As an Ordinary Resolution:**

“**RESOLVED THAT** Mr. Sunil Mathur (DIN: 02261944), who was appointed as an Additional Director of the Company with effect from 1<sup>st</sup> March 2021 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“the Act”) and the Articles of Association of the Company and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

**3. Appointment of Mr. Andreas Matthe (DIN: 09086495) as a Director of the Company**

**As an Ordinary Resolution:**

“**RESOLVED THAT** Mr. Andreas Matthe (DIN: 09086495), who was appointed as an Additional Director of the Company with effect from 1<sup>st</sup> March 2021 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“the Act”) and the Articles of Association of the Company and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

**4. Appointment of Mr. Siddharth Kasera (DIN: 09086454) as a Director of the Company**

**As an Ordinary Resolution:**

“**RESOLVED THAT** Mr. Siddharth Kasera (DIN: 09086454), who was appointed as an Additional Director of the Company with effect from 1<sup>st</sup> March 2021 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“the Act”) and the Articles of Association of the Company and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160

of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

## **5. Appointment of Mr. Prakash Kumar Chandraker (DIN: 05150366) as a Director of the Company**

### **As an Ordinary Resolution:**

**“RESOLVED THAT** Mr. Prakash Kumar Chandraker (DIN: 05150366), who was appointed as an Additional Director of the Company with effect from 1<sup>st</sup> March 2021 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“the Act”) and the Articles of Association of the Company and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company, not liable to retire by rotation.”

## **6. Appointment of Mr. Prakash Kumar Chandraker (DIN: 05150366) as Managing Director and Chief Executive Officer of the Company and payment of remuneration to him**

### **As a Special Resolution:**

**“RESOLVED THAT** subject to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule V to the Act and the Rules made thereunder, (including any statutory modifications or amendments or re-enactment thereof for the time being in force), and approval of statutory / regulatory authorities, if required, Mr. Prakash Kumar Chandraker be and is hereby appointed as the Managing Director (“MD”) and Chief Executive Officer (“CEO”) of the Company (Key Managerial Personnel of the Company as per Section 203(1)(i) of the Act) for a term of 3 years, with effect from 1<sup>st</sup> March, 2021.

**RESOLVED FURTHER THAT** the Board of Directors / Nomination and Remuneration Committee (“NRC”) of the Company be and is hereby authorised to alter and vary the terms and conditions of the said appointment including authority from time to time to determine the amount of salary, performance linked incentive and commission as also the type and amount of perquisites, other benefits and allowances payable to Mr. Prakash Kumar Chandraker in such manner as may be agreed to between the Board / NRC and Mr. Chandraker, subject to the limits prescribed under Section 197 and Schedule V to the Act (including any amendment, modification, variation or re-enactment thereof) and to do all such acts, deeds, matters and things and execute all such agreements, documents, instruments and writings as may be required in regard to the said appointment as it may in its sole and absolute discretion deem fit, to give effect to this resolution.

**RESOLVED FURTHER THAT** any member of NRC and Head - Human Resources, be and are hereby authorised, acting jointly, by any two of them, to do all such acts, deeds, matters and things and sign and execute necessary agreements, documents, forms as may be required in this regard to give effect to this resolution.

**RESOLVED FURTHER THAT** any Director or Chief Financial Officer or Company Secretary of the Company be and are hereby severally authorised to do all such acts in connection with or incidental to giving effect to the above resolution for and on behalf of the Company, including without limitation making necessary entries in the registers of the Company, filing of requisite forms and documents with the Registrar of Companies and all other authorities and organisations, as may be concerned and also to comply with all other requirements in this regard.

**RESOLVED FURTHER THAT** each of the Director or Chief Financial Officer or Company Secretary of the Company, be and is hereby authorised to sign & file various documents and provide a certified copy of the above resolution to any person, as may be required.”

**7. Appointment of Mr. Mehernosh B. Kapadia (DIN: 00046612) as an Independent Director of the Company**

**As an Ordinary Resolution:**

**“RESOLVED THAT** Mr. Mehernosh B. Kapadia (DIN: 00046612), who was appointed as an Additional Director of the Company with effect from 1<sup>st</sup> March, 2021 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and the Articles of Association of the Company and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of Mr. Mehernosh B. Kapadia as an Independent Director, who meets the criteria for independence as provided in Section 149(6) of the Act and applicable rules thereon and who has submitted a declaration to that effect and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term with effect from 1<sup>st</sup> March, 2021 to 1<sup>st</sup> May, 2023, be and is hereby approved.”

**8. Appointment of Ms. Rumjhum Chatterjee (DIN: 00283824) as an Independent Director of the Company**

**As an Ordinary Resolution:**

**“RESOLVED THAT** Ms. Rumjhum Chatterjee (DIN: 00283824), who was appointed as an Additional Director of the Company with effect from 30<sup>th</sup> July 2021 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and the Articles of Association of the Company and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of Ms. Rumjhum Chatterjee as an Independent Director, who meets the criteria for independence as provided in Section 149(6) of the Act and applicable rules thereon and who has submitted a declaration to that effect and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) years, with effect from 30<sup>th</sup> July, 2021, be and is hereby approved.”

**9. Approval and ratification for payment of Remuneration to Mr. Ravinder Nath Khanna (DIN: 00024444), former Chairman (Whole-time Director) for Financial Year (FY) 2020-21.**

**As a Special Resolution**

**“RESOLVED THAT** pursuant to the provisions of Section 197, Schedule V and other applicable provisions of the Companies Act, 2013 (‘the Act’) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the recommendation of Board of Directors and Nomination and Remuneration Committee of Directors of the Company and in

pursuance of the Special Resolution passed by the Members at the 47<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2018 ("47<sup>th</sup> AGM") and amended to include medical expenditure in the Extra Ordinary General Meeting (EGM) held on 25<sup>th</sup> January, 2019, consent of the Members of the Company be and is hereby accorded to ratify and confirm the remuneration of Rs. 9,469,508/- paid to Mr. Ravinder Nath Khanna (DIN: 00024444), former Chairman (Whole-time Director) for the FY 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof, be and is hereby, authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

**10. Approval and ratification for payment of Remuneration to Mr. Ashok Khanna (DIN: 00003335), former Vice Chairman (Whole-time Director) for Financial Year (FY) 2020-21.**

**As a Special Resolution**

**"RESOLVED THAT** pursuant to the provisions of Section 197, Schedule V and other applicable provisions of the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the recommendation of Board of Directors and Nomination and Remuneration Committee of Directors of the Company and in pursuance of the Special Resolution passed by the Members at the 47<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2018 ("47<sup>th</sup> AGM"), consent of the Members of the Company be and is hereby accorded to ratify and confirm the remuneration of Rs. 9,469,508/- paid to Mr. Ashok Khanna (DIN: 00003335), former Vice Chairman (Whole-time Director) for the FY 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof, be and is hereby, authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

**11. Approval and ratification for payment of Remuneration to Mr. Anuj Khanna (DIN: 00025087), former Managing Director for Financial Year (FY) 2020-21.**

**As a Special Resolution**

**"RESOLVED THAT** pursuant to the provisions of Section 197, Schedule V and other applicable provisions of the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the recommendation of Board of Directors and Nomination and Remuneration Committee of Directors of the Company and in pursuance of the Special Resolution passed by the Members at the 47<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2018 ("47<sup>th</sup> AGM"), consent of the Members of the Company be and is hereby accorded to ratify and confirm the remuneration of Rs. 7,776,932/- paid to Mr. Anuj Khanna (DIN: 00025087), former Managing Director for the FY 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof, be and is hereby, authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to



do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

**12. Approval and ratification for payment of Remuneration to Mr. Rishi Nath Khanna (DIN: 00024808), former Managing Director for Financial Year (FY) 2020-21.**

**As a Special Resolution**

**"RESOLVED THAT** pursuant to the provisions of Section 197, Schedule V and other applicable provisions of the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the recommendation of Board of Directors and Nomination and Remuneration Committee of Directors of the Company and in pursuance of the Special Resolution passed by the Members at the 47<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2018 ("47<sup>th</sup> AGM"), consent of the Members of the Company be and is hereby accorded to ratify and confirm the remuneration of Rs. 7,776,932/- paid to Mr. Rishi Nath Khanna (DIN: 00024808), former Managing Director for the FY 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof, be and is hereby, authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

**13. Approval and ratification for payment of Remuneration to Ms. Radhika Kapoor (DIN: 00065337), former Whole-time Director for Financial Year (FY) 2020-21.**

**As a Special Resolution**

**"RESOLVED THAT** pursuant to the provisions of Section 197, Schedule V and other applicable provisions of the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the recommendation of Board of Directors and Nomination and Remuneration Committee of Directors of the Company and in pursuance of the Special Resolution passed by the Members at the 47<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2018 ("47<sup>th</sup> AGM"), consent of the Members of the Company be and is hereby accorded to ratify and confirm the remuneration of Rs. 3,705,059/- paid to Ms. Radhika Kapoor (DIN: 00065337), former Whole-time Director for the FY 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof, be and is hereby, authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

**14. Approval and ratification for payment of Remuneration to Mr. Prakash Kumar Chandraker (DIN: 05150366), Managing Director and Chief Executive Director for Financial Year (FY) 2020-21.**

**As a Special Resolution**

**"RESOLVED THAT** pursuant to the provisions of Section 197, Schedule V and other applicable provisions of the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-



enactment(s) thereof for the time being in force] and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the recommendation of Board of Directors and Nomination and Remuneration Committee of Directors of the Company consent of the Members of the Company be and is hereby accorded to ratify and confirm the remuneration of Rs. 1,230,546/- paid to Mr. Prakash Kumar Chandraker (DIN: 05150366), Managing Director and Chief Executive Officer for the FY 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof, be and is hereby, authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

**15. Payment of remuneration to Messrs Sanjay Gupta & Associates, Cost Accountants (Firm Registration No. 000212), the Cost Auditors of the Company for FY 1<sup>st</sup> April, 2021 to 30<sup>th</sup> September, 2021 or such other FY as may be approved by the statutory authorities**

**As an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Messrs Sanjay Gupta & Associates, Cost Accountants (Firm Registration No. 000212), appointed as Cost Auditors by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending 30<sup>th</sup> September 2021 (or such other Financial Year as may be approved by the statutory authorities), be paid a remuneration of Rs. 7,00,000/- (Rupees Seven Lakh only) per annum plus applicable tax and out of pocket expenses that may be incurred during the course of audit.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**By Order of the Board of Directors  
For C&S Electric Limited**

**Anup Sobti**

Company Secretary  
ACS No. 16466

**Registered Office:** 222, Okhla Industrial Estate, Phase 3, New Delhi - 110020

**Corporate Identity Number:** U31909DL1971PLC005672

**Tel.:** +91 11 33849000-09; **Fax:** +91 11 26847342

**Website:** [www.cselectric.co.in](http://www.cselectric.co.in)

**E-mail:** [info@cselectric.co.in](mailto:info@cselectric.co.in)

Thursday, 26<sup>th</sup> August 2021

**Notes:**

- a) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“AGM” OR “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Proxies, in order to be effective, must be received by the Company, duly filled, stamped and signed, at its Registered Office not less than FORTY-EIGHT HOURS before the Meeting.

Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions / authority, as applicable, issued on behalf of the nominating organisation.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.

- b) The statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, (“the Act”) concerning the Special Business in the Notice is annexed hereto and forms part of this Notice. The relevant details as required under Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India as approved by the Central Government, of the persons seeking appointment as Directors, are also annexed to this Notice.
- c) Institutional Members / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) intending to send their authorised representatives to attend the AGM are requested to submit before the commencement of the AGM a duly certified copy of their Board Resolution / Authority Letter.
- d) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- e) Members / Proxies / Authorised Representatives should bring the enclosed Attendance Slip, duly filled in, for attending the Meeting. Copies of the Annual Report or Attendance Slips will not be distributed at the Meeting.
- f) In accordance with the provisions of Section 101 of the Act read with Rule 18 of the Companies (Management and Administration) Rules, 2014, the copy of Annual Report of the Company for the Financial Year 2020-21 and this Notice inter-alia indicating the process and Attendance Slip and proxy form are being sent.
- g) The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital in the Company as on the cut-off date i.e. 20<sup>th</sup> August, 2021.
- h) In order to adhere to the social distancing norms issued by the competent authorities, as applicable on the date of the AGM, the Company reserves the right to restrict the number of Members and such other measures as may be required to be undertaken towards compliance of directives issued by the competent authorities.
- i) The statutory registers and relevant documents referred to in this Notice of AGM and explanatory statement, will be available for inspection by the Members at the Registered Office of the Company on all working days between 10.00 a.m. and 12 noon up to the date of the 50<sup>th</sup> AGM.
- j) Route Map showing directions to reach to the venue of the 50<sup>th</sup> AGM is given at the end of this Notice.

**STATEMENT SETTING OUT MATERIAL FACTS UNDER SECTION 102 OF THE COMPANIES ACT, 2013****Item No. 2**

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors appointed Mr. Sunil Mathur (DIN: 02261944), as an Additional Director of the Company with effect from 1<sup>st</sup> March, 2021. Pursuant to Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, Mr. Sunil Mathur holds office of Director upto the date of this Annual General Meeting and is eligible for appointment as a Director. The Company has received a notice pursuant to Section 160 of the Act, from Mr. Sunil Mathur signifying his intention to propose his appointment as a Director of the Company.

The profile of Mr. Sunil Mathur is provided in the Annexure to this Notice.

Mr. Sunil Mathur is not related to any of the Director of the Company.

The Board of Directors is confident that his vast knowledge and varied experience will be of great value to the Company and hence recommends the Ordinary Resolution as set out at Item No. 2 of this Notice for your approval.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Sunil Mathur and his relatives, are interested, financially or otherwise, in Resolution set out at Item No. 2 of this Notice.

**Item No. 3**

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors appointed Mr. Andreas Matthe (DIN: 09086495), as an Additional Director of the Company with effect from 1<sup>st</sup> March, 2021. Pursuant to Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, Mr. Andreas Matthe holds office of Director upto the date of this Annual General Meeting and is eligible for appointment as a Director. The Company has received a notice pursuant to Section 160 of the Act, from Mr. Andreas Matthe signifying his intention to propose his appointment as a Director of the Company.

The profile of Mr. Mr. Andreas Matthe is provided in the Annexure to this Notice.

Mr. Andreas Matthe is not related to any of the Director of the Company.

The Board of Directors is confident that his vast knowledge and varied experience will be of great value to the Company and hence recommends the Ordinary Resolution as set out at Item No. 3 of this Notice for your approval.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Andreas Matthe and his relatives, are interested, financially or otherwise, in Resolution set out at Item No. 3 of this Notice.

**Item No. 4**

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors appointed Mr. Siddharth Kasera (DIN: 09086454) as an Additional Director of the Company with effect from 1<sup>st</sup> March, 2021. Pursuant to Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, Mr. Siddharth Kasera holds office of Director upto the date of this Annual General Meeting and is eligible for appointment as a Director. The Company has received a notice pursuant to Section 160

of the Act, from Mr. Siddharth Kasera signifying his intention to propose his appointment as a Director of the Company.

The profile of Mr. Siddharth Kasera is provided in the Annexure to this Notice.

Mr. Siddharth Kasera is not related to any of the Director of the Company.

The Board of Directors is confident that his vast knowledge and varied experience will be of great value to the Company and hence recommends the Ordinary Resolution as set out at Item No. 4 of this Notice for your approval.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Siddharth Kasera and his relatives, are interested, financially or otherwise, in Resolution set out at Item No. 4 of this Notice.

### **Item No. 5 and 6**

On the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors appointed Mr. Prakash Kumar Chandraker (DIN: 05150366) as an Additional Director of the Company with effect from 1<sup>st</sup> March, 2021. Pursuant to Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, Mr. Prakash Kumar Chandraker holds office of Director upto the date of this Annual General Meeting and is eligible for appointment as a Director. The Company has received a notice pursuant to Section 160 of the Act, from Mr. Prakash Kumar Chandraker signifying his intention to propose his appointment as a Director of the Company.

Further, on the recommendation of the NRC, the Board of Directors appointed Mr. Prakash Kumar Chandraker (DIN: 05150366) as the Managing Director and Chief Executive Officer of the Company with effect from 1<sup>st</sup> March, 2021, subject to the approval of Members.

The terms and conditions and remuneration payable to Mr. Chandraker, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors are as follows:

**Tenure:** 01.03.2021 to 28.02.2024

Salary package range: Rs.880,000/- p.m. to Rs.1,500,000/- p.m.

Salary package comprises of Basic Salary and Flexi Pay Basket.

#### **I. Salary:**

Basic Salary: Rs.404,449/- per month

Increments as may be decided by the Board of Directors / NRC of Directors from time to time.

**II. Flexi Pay Basket :**

- House Rent Allowance : Rs.161,780/- per month
- Leave Travel Allowance : Rs.33,704/- per month
- Driver Salary Reimbursement : Rs.18,000/- per month
- Fuel & Maintenance Reimbursement : Rs.20,000/- per month
- Special Allowance : Rs.244,534/- per month

**III. Perquisites / Benefits :**

In addition to the above, he shall also be entitled to following Perquisites and Benefits, which shall be valued as per the Income Tax Rules, wherever applicable. In the absence of any such Rules, they shall be evaluated at actual cost:

**i) Hospitalization Expenses:** As per the rules of the Company.

The employee's insurance coverage with Siemens Limited will be maintained till the time Company has an insurance program covering similar risk.

**ii) Leaves :** As per the Rules of the Company.

**iii) Car Scheme:** As per the Rules of the Company.

**iv) Long Service Award :** As per the Rules of the Company.

**v) Communication facility :**

Communication facility i.e. telephone, Internet, Computer and Printer, Fax, Cable connection at residence as per the Rules of the Company. Personal long distance calls will be borne by him.

**vi) Retirement benefits :**

Company's contribution towards Provident Fund, Gratuity and Superannuation Fund – payable as per the rules of the Company.

**vii) Travel :**

As per the Rules of the Company.

**IV. Performance Linked Incentive**

He shall also be entitled to remuneration by way of Performance Linked Incentive (PLI) based on the specific goals mutually set and approved by the Board of Directors / NRC, from time to time.

The PLI payment will be governed by the Company policy as defined from time to time.

**V. Life Coverage:**

The employee's insurance coverage with Siemens Limited will be maintained till the time Company has an insurance program covering similar risk.

**VI. Group Personal Accident Insurance Policy (GPA)**

As per the rules of the Company.

The employee's insurance coverage with Siemens Limited will be maintained till the time Company has an insurance program covering similar risk.

**VII. Post-Retirement Medical Benefit**

He and his spouse shall continue to be covered under the Post-Retirement Medical Benefit Scheme of Siemens Limited. Upon their retirement from the Company, the Post-Retirement Medical Benefit guideline of Siemens Limited (as applicable on the date of his retirement from the Company) shall prevail in this regard.

**VIII. Equity based compensation programs of Siemens AG or Equivalent cash in lieu thereof**

Mr. Prakash Kumar Chandraker shall be eligible for Equity based compensation programs of Siemens AG or equivalent cash in lieu thereof.

**IX. Severance fees:** As per Rules of the Company.**Minimum Remuneration**

Notwithstanding anything hereinabove, where in any financial year during the currency of his tenure as Managing Director and Chief Executive Officer of the Company, the Company has no profits or its profits are inadequate, the Company will pay the aforesaid remuneration by the way of Basic Salary, Flexi Pay Basket, Perquisites, Performance Linked Incentive, benefits under the Equity Based compensation programs of Siemens AG or Cash in lieu thereof and Severance fees, as Minimum Remuneration to him.

Mr. Chandraker shall not be entitled to sitting fees.

The profile of Mr. Prakash Kumar Chandraker is provided in the Annexure to this Notice.

Mr. Prakash Kumar Chandraker is not related to any of the Director of the Company.

The Board of Directors is confident that his vast knowledge and varied experience will be of great value to the Company and hence recommends the Ordinary Resolution as set out at Item No. 5 and Special Resolution at Item No. 6 of this Notice for your approval.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Prakash Kumar Chandraker and his relatives, are interested, financially or otherwise, in Resolution set out at Item Nos. 5 and 6 of this Notice.

**Item No. 7**

The Board of Directors, on the recommendation of Nomination and Remuneration Committee appointed Mr. Mehernosh B. Kapadia (DIN: 00046612) as an Additional Director and also an Independent Director of the Company with effect from 1<sup>st</sup> March, 2021 to 1<sup>st</sup> May, 2023.

Pursuant to Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, Mr. Mehernosh B. Kapadia shall hold office upto the date of this Annual General Meeting and is eligible for appointment as a Director. The Company has, in terms of Section 160(1) of the Act, received a Notice from Mr. Mehernosh B. Kapadia proposing his candidature for the office of Director of the Company.

The Company has received a declaration from Mr. Kapadia to the effect that he meets the criteria of independence as provided in the Act and that he is not disqualified to act as Director by any authority.

In the opinion of the Board, Mr. Kapadia fulfils the conditions as specified in the Act for appointment as Independent Director and is independent of management of the Company. The terms and conditions of his

appointment shall be open for inspection by the Members at the Registered Office of the Company during business hours, on any working day (except Sundays and Holidays) of the Company, upto the date of the AGM and will also be available for inspection at the venue of the AGM.

The profile of Mr. Mehernosh B. Kapadia is provided in the Annexure to this Notice.

Mr. Mehernosh B. Kapadia is not related to any of the Director of the Company.

The Board of Directors, considering the experience and expertise of Mr. Kapadia, recommends the Resolution as set out in Item No. 7 of this Notice for approval of Members, as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Mehernosh B. Kapadia and his relatives, are interested, financially or otherwise, in Resolution set out at Item No. 7 of this Notice.

#### **Item No. 8**

The Board of Directors, on the recommendation of Nomination and Remuneration Committee appointed Ms. Rumjhum Chatterjee (DIN: 00283824) as an Additional Director and also an Independent Director of the Company for a term of five years with effect from 30<sup>th</sup> July, 2021.

Pursuant to Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, Ms. Rumjhum Chatterjee shall hold office upto the date of this Annual General Meeting and is eligible for appointment as a Director. The Company has, in terms of Section 160(1) of the Act, received a Notice from Ms. Rumjhum Chatterjee, proposing her candidature for the office of Director of the Company.

The Company has received a declaration from Ms. Chatterjee to the effect that she meets the criteria of independence as provided in the Act and that she is not disqualified to act as Director by any authority.

In the opinion of the Board, Ms. Chatterjee fulfils the conditions as specified in the Act for appointment as Independent Director and is independent of management of the Company. The terms and conditions of her appointment shall be open for inspection by the Members at the Registered Office of the Company during business hours, on any working day (except Sundays and Holidays) of the Company, upto the date of the AGM and will also be available for inspection at the venue of the AGM.

The profile of Ms. Rumjhum Chatterjee is provided in the Annexure to this Notice.

Ms. Rumjhum Chatterjee is not related to any of the Director of the Company.

The Board of Directors, considering the experience and expertise of Ms. Chatterjee, recommends the Resolution as set out in Item No. 8 of this Notice for approval of Members, as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel or their relatives except Ms. Rumjhum Chatterjee and her relatives, are interested, financially or otherwise, in Resolution set out at Item No. 8 of this Notice.

#### **Item Nos. 9 to 14**

1. Mr. Ravinder Nath Khanna, former Chairman (Whole-time Director) and Mr. Ashok Khanna, former Vice Chairman (Whole-time Director), were appointed for a period of five years each with effect from 1<sup>st</sup> November 2018, by means of Special Resolutions passed by the Members at the 47<sup>th</sup> Annual General Meeting. The Members also approved medical expenditure amounting to Rs. 3,50,00,000/- (Three crores fifty lacs) as incurred during the financial year 2018-19 and / or in subsequent financial year(s) for Mr. Ravinder Nath Khanna in the Extra Ordinary General Meeting



held on 25<sup>th</sup> January, 2019. The aforesaid Directors ceased to be Directors of the Company with effect from 1<sup>st</sup> March, 2021.

2. Mr. Anuj Khanna, former Managing Director, Mr. Rishi Nath Khanna, former Managing Director, Ms. Radhika Kapoor, former Whole-time Director were re-appointed for a period of five years each with effect from 1<sup>st</sup> April, 2019, by means of Special Resolutions passed by the Members at the 47<sup>th</sup> Annual General Meeting. The aforesaid Directors ceased to be Directors of the Company with effect from 1<sup>st</sup> March, 2021.
3. Mr. Prakash Kumar Chandraker was appointed as Additional Director and Managing Director and Chief Executive Officer of the Company with effect from 1<sup>st</sup> March, 2021 for a period of three (3) years, subject to the approval of the Members, as detailed under Item No. 5 and 6 of this Notice.
4. There is a drop in the profitability in Financial Year 2020-21 for reasons beyond the control of the Company as explained hereinafter. As a result, the Company has inadequate profits for the Financial Year 2020-21 for the purpose of payment of Managerial Remuneration to the aforesaid Directors.
5. Pursuant to the provisions of Section 197 (3) of the Act read with Schedule V thereto, if in any Financial Year, the Company has no profits or its profits are inadequate, it can pay remuneration to Directors in accordance with the provisions of Schedule V to the Act i.e. not exceeding the limits specified under Item (A) of Section II of Part II of the said Schedule. The Company has paid remuneration to the aforesaid Directors within the limits as prescribed thereunder. However as per the requirements of Section 197 of the Act read with Schedule V, the approval of Members is required in case of payment of remuneration to Directors, incase Company has no profits or its profits are inadequate.
6. Approval of Members by way of Special Resolutions for payment of remuneration to the aforesaid Directors for FY 2020-21, is sought, since the Company has inadequate profits for the said Financial year.
7. The Nomination and Remuneration Committee and Board of Directors of the Company at their respective Meetings held on 26<sup>th</sup> August 2021 have inter alia recommended above Resolutions for approval of the Members by means of Special Resolutions.
8. In terms of Schedule V to the Companies Act, 2013, the relevant details are as under:

**Statement containing additional information as required under Schedule V to the Act:**

**I. General information:**

(1) **Nature of industry:** Manufacturer and exporter of electrical equipment.

(2) **Date or expected date of commencement of commercial production:** The Company was incorporated on 15<sup>th</sup> June, 1971 and on receipt of Commencement of Business Certificate, the Company had since commenced its business.

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable.

**(4) Financial performance based on given indicators**

Particulars	Standalone (Continued operations)		Standalone (Discontinued operations)	
	FY 2020-21	FY 2019-20	FY 2020-21	FY 2019-20
Net Sale and Other Income	8,826	9,963	2,113	2,706
Operating Profit (Before Interest, Depreciation and Tax) (PBIDT)	-238	663	-97	88
Profit Before Depreciation & Tax (PBDT)	-484	385	-101	75
Profit before Taxation	-810	139	-149	23
Profit After Tax (PAT)	-658	6	-233	15

**(5) Foreign investments or collaborations, if any:** The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company, during the Financial Year ended 31<sup>st</sup> March, 2021.

**II. Information about the appointees:**
**(1) Background details, Job profile and suitability, recognition or awards:**
**a) Mr. Ravinder Nath Khanna, former Chairman (Whole-time Director)**

Mr. Ravinder Nath Khanna, an electrical engineer from IIT Kharagpur, is the founder of C&S Electric Limited. In 1975, he was conferred by the President of India a “Tamrapatra” for achieving excellence as a first generation Indian entrepreneur. In January 2005, IIT-Kharagpur honoured Mr. Khanna with the status of “Jewel in the Crown” and conferred him with a Gold Medal and the “Distinguished Alumnus Award-2006” in July 2006. He was also conferred upon the “Life time achievement” award by the PHDCCI in 2008 for his contribution to the Indian Industrial sector. In the past, Mr. Khanna has been the Chairman of the Indo-Spanish and Indo-Portuguese Joint Business Councils and is actively associated with FICCI, CII, PHDCCI, Assocham, IEEMA and the Ministry of Power, Heavy Industry for policy formations in the electrical industry.

**b) Mr. Ashok Khanna, former Vice Chairman (Whole-time Director)**

Mr. Ashok Khanna, a mechanical engineer from IIT Madras, jointly conceived the vision of C&S Electric with his brother and joined the company in April 1967. He is a widely respected figure in the electrical industry, known for his technical prowess and knowledge of electrical systems. A recipient of “Udyog Ratna” award from PHD Chamber of Commerce and Industry and a “Distinguished Alumnus Award 2004” by IIT, Madras. Mr. Khanna is a Member of various organizations, such as PHD, ASSOCHAM, FICCI, CII and Delhi Factory Owners’ Federation. He is the founding member of Small Industries Electrical Industry Association, promoted by the Department of Industrial Development and an Executive Member of Sub-Committee for Switchgears of the All India Electrical Manufacturers’ Association.

**c) Mr. Anuj Khanna, former Managing Director**

Mr. Anuj Khanna, a graduate in electrical and electronics engineering and an MBA from Stern School of Business, NYU, has been with C&S Electric from the last 16 years and is in-charge of power busbar, MV Switchgear, diesel genset and solar EPC businesses. Under his management,

C&S has achieved domestic leadership in the power busbar business. He has successfully led C&S's first acquisition in Europe.

d) Mr. Rishi Nath Khanna, former Managing Director

Mr. Rishi Nath Khanna, a graduate in electrical and electronics engineering and an MBA from Anderson School of Business, UCLA, has been with C&S Electric from the last 16 years. He is in-charge of the LV switchgear and electronic protection businesses. He has transformed the LV switchgear business as a domestic leader in India and established C&S as India's largest exporter of switchgear products. He has been responsible for the successful foray of C&S into China and the set up of its first manufacturing plant outside of India.

e) Mrs. Radhika Kapoor, former Whole-time Director

Mrs. Radhika Kapoor is a graduate in Commerce from the leading Lady Shri Ram College in New Delhi. She joined C&S in December 1991. She got involved initially in the Accounts and Finance Division to start with and later with the H.R. Divisions of the Company at the Head Office. She is leading the CSR activities of the company, working actively with different NGOs and institutions for upliftment of the poor and differently abled people and children in General in the society with a focus on their health and education. She often appears on the national television and is well recognized for her campaign in reducing the rising Air pollution with special focus on the welfare of children. She is actively involved in creative leads at advertising and marketing of the company's products and in development of Diaries and calendars and product catalogues specifically in the Retail Segment.

f) Mr. Prakash Kumar Chandraker, Managing Director and Chief Executive Officer

Mr. Chandraker has over 34 years of versatile leadership experience in the power industry. Prior to his current role, he was Head of the Distribution Systems business in Siemens Limited where he led a diverse, multi-location team. Prior to Siemens, he led the board of Schneider Electric Infrastructure Limited (Energy India Business) from 2012 to 2018, where he successfully executed the Company Program, Change Management Program, Corporate governance, Risk & Compliance initiatives.

## (2) Past remuneration

Details of remuneration paid during the FY 2020-21 is as under:

Sr. No.	Name	Remuneration (Amount – Rs. in Million)
1	Mr. Ravinder Nath Khanna	9.47
2	Mr. Ashok Khanna	9.47
3	Mr. Anuj Khanna	7.78
4	Mr. Rishi Nath Khanna	7.78
5	Ms. Radhika Kapoor	3.71
6	Mr. Prakash Kumar Chandraker	1.23

**(3) Remuneration proposed:** As approved by Members at 47<sup>th</sup> AGM for Mr. Ravinder Nath Khanna, former Chairman (Whole-time Director), Mr. Ashok Khanna, former Vice Chairman (Whole-time Director), Mr. Anuj Khanna, former Managing Director, Mr. Rishi Nath Khanna, former Managing Director and Ms. Radhika Kapoor, former Whole-time Director. The Members also approved medical expenditure of Mr. Ravinder Nath Khanna in the Extra Ordinary General Meeting held on 25<sup>th</sup> January, 2019. The details of the remuneration paid / proposed to be paid to Mr. Prakash Kumar Chandraker forms part of Item No. 6 of this Notice.

**(4) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:** The remuneration paid / payable to the Directors as mentioned above is comparable

to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and diverse nature of its business

**(5) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.**

Except for drawing remuneration as mentioned above, the Directors do not have any other pecuniary relationship with the Company. The following former directors viz. Mr. Ravinder Nath Khanna, Mr. Ashok Khanna, Mr. Anuj Khanna, Mr. Rishi Nath Khanna, Ms. Radhika Kapoor are related to each other.

Except for drawing remuneration as mentioned above, Mr. Prakash Kumar Chandraker does not have any other pecuniary relationship with the Company, or with the managerial personnel or other Directors of the Company.

**III. Other information:**

**(1) Reasons of loss or inadequate profits:** The unprecedented weak trends were witnessed on account of COVID-19 pandemic - Further, operations were partially closed due to lock-down conditions prevailing in various parts of country, impact on supply chain, impact on account of commodity prices. We expect a gradual recovery with easing of lockdowns.

**(2) Steps taken or proposed to be taken for improvement:** The Company has taken various initiatives, to maintain its leadership, improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve volumes and reduce costs and improve cash flows, launch of new products with improved features, coupled with sale, service, marketing campaigns and customer engagement programs.

**(3) Expected increase in productivity and profits in measurable terms:** Improved realization of prices and increased capacity utilization are expected to improve the profits of the Company. Also, with the improved business situation, the Company is expected to perform better.

The Board accordingly recommends the Special Resolutions as set out at Item Nos. 9 to 14 of this Notice for approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives are interested, financially or otherwise, in Resolution set out at Item No. 9 to 13 of this Notice.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Prakash Kumar Chandraker and his relatives, are interested, financially or otherwise, in Resolution set out at Item No. 14 of this Notice.

**Item No. 15**

The Board of Directors of the Company, on the recommendation of the Audit Committee, has approved the appointment of Messrs Sanjay Gupta & Associates, Cost Accountants (Firm Registration No. 000212), as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 30<sup>th</sup> September, 2021 or such other financial year as may be approved by statutory authorities.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company. Accordingly, consent of the Members is sought by way of an Ordinary Resolution as set out at Item No. 15 of the Notice for ratification of the remuneration amounting to Rs. 7,00,000/- (Rupees Seven Lakh only) per annum plus applicable tax and out of pocket expenses that may be incurred by the Cost Auditors for the financial year ending 30<sup>th</sup> September 2021 (or such other financial year as may be approved by statutory authorities).

The Board accordingly recommends the Ordinary Resolution as set out at Item No. 15 of this Notice for approval of the Members.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in the resolution at Item No. 15 of this Notice.

**By Order of the Board of Directors  
For C&S Electric Limited**

**Anup Sobti**

Company Secretary

ACS No.16466

**Registered Office:** 222, Okhla Industrial Estate, Phase 3, New Delhi - 110020

**Corporate Identity Number:** U31909DL1971PLC005672

**Tel.:** +91 11 33849000-09; **Fax:** +91 11 26847342

**Website:** [www.cselectric.co.in](http://www.cselectric.co.in)

**E-mail:** [info@cselectric.co.in](mailto:info@cselectric.co.in)

Thursday, 26<sup>th</sup> August 2021

**Profile of Directors being appointed**

(as required under Clause 1.2.5 of Secretarial Standard - 2 on General Meetings)

<b>Name of the Director</b>	Mr. Sunil Mathur	Mr. Andreas Matthe
<b>Director Identification Number</b>	02261944	09086495
<b>Date of birth</b>	6 <sup>th</sup> January, 1963	4 <sup>th</sup> May, 1962
<b>Date of appointment</b>	1 <sup>st</sup> March, 2021	1 <sup>st</sup> March, 2021
<b>Qualification</b>	B.Sc., Qualified Chartered Accountant	Batchelor of Electrical Engineering from University of Applied Sciences Düsseldorf (Germany)
<b>Expertise in specific functional areas</b>	Leadership and General Management, Strategic and Business Planning, Technology, Accounting and Finance, Compliance and Risk Management	Leadership in sales and General Management. Strategy and Business development. Technology development, Compliance and Risk Management.
<b>Experience</b>	Mr. Mathur is Managing Director and Chief Executive Officer of Siemens Limited. Mr. Mathur has been with Siemens for over 30 years, holding several senior management positions in Germany and the UK in the energy and industry sectors.	Mr. Matthe is Global CEO of Electrical Products Business Unit of Smart Infrastructure of Siemens AG. Mr. Matthe has been working for Siemens for over 30 years with several management positions In Germany, South Africa, and China in Energy, Industry, and Infrastructure Sector.
<b>Directorships held in other companies in India</b>	Siemens Limited Siemens Gamesa Renewable Power Private Limited Siemens Healthcare Private Limited The Indo German Chamber of Commerce	Nil
<b>Chairmanship / Membership of Committees held in other companies in India</b>	Siemens Limited Stakeholders Relationship Committee - Member Corporate Social Responsibility Committee - Member Share Transfer Committee - Member	N.A.
<b>Relationship with other Directors and Key Managerial Personnel</b>	None	None
<b>Number of Equity shares held in the Company</b>	Nil	Nil
<b>Number of Board Meetings attended during last financial year 2020-21</b>	2 (two)	2 (two)
<b>Terms and conditions of appointment</b>	Non-Executive Non-Independent Director, liable to retire by rotation.	Non-Executive Non-Independent Director, liable to retire by rotation.

<b>Name of the Director</b>	Mr. Sunil Mathur	Mr. Andreas Matthe
<b>Director Identification Number</b>	02261944	09086495
<b>Details of Remuneration sought to be paid</b>	NIL	NIL



**Profile of Directors being appointed**

(as required under Clause 1.2.5 of Secretarial Standard - 2 on General Meetings)

<b>Name of the Director</b>	Mr. Siddharth Kasera	Mr. Mehernosh B. Kapadia						
<b>Director Identification Number</b>	09086454	00046612						
<b>Date of birth</b>	8 <sup>th</sup> July, 1970	24 <sup>th</sup> September 1954						
<b>Date of appointment</b>	1 <sup>st</sup> March, 2021	1 <sup>st</sup> March, 2021						
<b>Qualification</b>	Member of The Institute of Chartered Accountants of India and a qualified Company Secretary and Cost Accountant.	Master's degree in Commerce (Honours) and Member of The Institute of Chartered Accountants of India and The Institute of Company Secretaries of India						
<b>Expertise in specific functional areas</b>	Leadership and General Management, Business Planning, Accounting, Project Finance and General Finance, Compliance and Risk Management	Finance, Company Secretarial and Business Management						
<b>Experience</b>	Mr. Kasera is Executive Vice President and Head of Finance for Smart Infrastructure Business of Siemens Limited. He has worked in India, USA and Germany in his over 25 years of work experience in Siemens. Over these years he has gained experience in various facets of Financing, Accounting and Legal matters.	Mr. Kapadia has over 35 years of experience. He has served as the Senior Executive Director, Finance Director and Company Secretary of GlaxoSmithKline Pharmaceuticals Limited (GSK). During his tenure of over 27 years with GSK, in addition to his Finance and Accounting responsibilities, he has also held Management responsibility for other functions including Company Secretarial matters, Legal, Compliance, Corporate Communications, Administration and Information Technology.						
<b>Directorships held in other companies in India</b>	Nil	Siemens Limited HDFC ERGO General Insurance Company Limited Tata Capital Housing Finance Limited HDFC Trustee Company Limited						
<b>Chairmanship / Membership of Committees held in other companies in India</b>	N.A.	<table> <tr> <th>Name of the Company</th><th>Name of the Committee</th><th>Position (Member / Chairman)</th></tr> <tr> <td>Siemens Limited</td><td> <ul style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination and Remuneration Committee</li> <li>Stakeholders Relationship Committee</li> </ul> </td><td>Chairman</td></tr> </table>	Name of the Company	Name of the Committee	Position (Member / Chairman)	Siemens Limited	<ul style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination and Remuneration Committee</li> <li>Stakeholders Relationship Committee</li> </ul>	Chairman
Name of the Company	Name of the Committee	Position (Member / Chairman)						
Siemens Limited	<ul style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination and Remuneration Committee</li> <li>Stakeholders Relationship Committee</li> </ul>	Chairman						

<b>Name of the Director</b>	Mr. Siddharth Kasera	Mr. Mehernosh B. Kapadia																					
<b>Director Identification Number</b>	09086454	00046612																					
		<table> <tr> <td></td><td> <ul style="list-style-type: none"> <li>Corporate Governance Committee</li> </ul> </td><td></td></tr> <tr> <td></td><td> <ul style="list-style-type: none"> <li>Risk Management Committee</li> </ul> </td><td>Member</td></tr> <tr> <td>HDFC Ergo General Insurance Company Limited</td><td> <ul style="list-style-type: none"> <li>Audit and Compliance Committee</li> <li>Nomination and Remuneration</li> </ul> </td><td>Chairman</td></tr> <tr> <td></td><td> <ul style="list-style-type: none"> <li>Risk Management Committee</li> <li>Corporate Social Responsibility Committee</li> <li>Allotment Committee</li> </ul> </td><td>Member</td></tr> <tr> <td>Tata Capital Housing Finance Limited</td><td> <ul style="list-style-type: none"> <li>Nomination and Remuneration Committee</li> <li>Asset Liability Committee</li> <li>Information Technology Strategy Committee</li> </ul> </td><td>Chairman</td></tr> <tr> <td></td><td> <ul style="list-style-type: none"> <li>Audit Committee</li> <li>Risk Management Committee</li> <li>Stakeholders Relationship Committee</li> <li>Working Committee</li> </ul> </td><td>Member</td></tr> <tr> <td>HDFC Trustee Company Limited</td><td> <ul style="list-style-type: none"> <li>Audit Committee</li> <li>Customer Service Committee</li> <li>Risk Management Committee</li> <li>Committee of Trustee to approve investments in unrated debt securities</li> <li>Committee of Trustee to approve investments by Schemes of HDFC Mutual Fund in Debt</li> </ul> </td><td>Member</td></tr> </table>		<ul style="list-style-type: none"> <li>Corporate Governance Committee</li> </ul>			<ul style="list-style-type: none"> <li>Risk Management Committee</li> </ul>	Member	HDFC Ergo General Insurance Company Limited	<ul style="list-style-type: none"> <li>Audit and Compliance Committee</li> <li>Nomination and Remuneration</li> </ul>	Chairman		<ul style="list-style-type: none"> <li>Risk Management Committee</li> <li>Corporate Social Responsibility Committee</li> <li>Allotment Committee</li> </ul>	Member	Tata Capital Housing Finance Limited	<ul style="list-style-type: none"> <li>Nomination and Remuneration Committee</li> <li>Asset Liability Committee</li> <li>Information Technology Strategy Committee</li> </ul>	Chairman		<ul style="list-style-type: none"> <li>Audit Committee</li> <li>Risk Management Committee</li> <li>Stakeholders Relationship Committee</li> <li>Working Committee</li> </ul>	Member	HDFC Trustee Company Limited	<ul style="list-style-type: none"> <li>Audit Committee</li> <li>Customer Service Committee</li> <li>Risk Management Committee</li> <li>Committee of Trustee to approve investments in unrated debt securities</li> <li>Committee of Trustee to approve investments by Schemes of HDFC Mutual Fund in Debt</li> </ul>	Member
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<b>Name of the Director</b>	Mr. Siddharth Kasera	Mr. Mehernosh B. Kapadia			
<b>Director Identification Number</b>	09086454	00046612			
		<table border="1"> <tr> <td></td><td>Securities issued by a single issuer</td><td></td></tr> </table>		Securities issued by a single issuer	
	Securities issued by a single issuer				
<b>Relationship with other Directors and Key Managerial Personnel</b>	None	None			
<b>Number of Equity shares held in the Company</b>	Nil	Nil			
<b>Number of Board Meetings attended during last financial year 2020-21</b>	1 (one)	2 (two)			
<b>Terms and conditions of appointment</b>	Non-Executive Non-Independent Director, liable to retire by rotation.	Independent Director, from 1 <sup>st</sup> March, 2021 to 1 <sup>st</sup> May, 2023			
<b>Details of Remuneration sought to be paid</b>	Nil	Sitting fees and commission			

**Profile of Directors being appointed**  
(as required under Clause 1.2.5 of Secretarial Standard - 2 on General Meetings)

<b>Name of the Director</b>	Mr. Prakash Kumar Chandraker	Ms. Rumjhum Chatterjee
<b>Director Identification Number</b>	05150366	00283824
<b>Date of birth</b>	11 <sup>th</sup> January 1962	8 <sup>th</sup> August, 1960
<b>Date of appointment</b>	1 <sup>st</sup> March, 2021	30 <sup>th</sup> July, 2021
<b>Qualification</b>	Electrical Engineering graduate and done Executive Leadership Program from Indian Institute of Management, Bangalore.	Degree in Psychology from Calcutta University
<b>Expertise in specific functional areas</b>	Business integration, process harmonization, P&L management, Strategy, Marketing, Sales and Operations	Human Resource and Corporate Social Responsibility
<b>Experience</b>	Mr. Chandraker has over 34 years of versatile leadership experience in the power industry. Prior to his current role, Prakash was Head of the Distribution Systems business in Siemens Limited where he led a diverse, multi-location team. Prior to Siemens, he led the board of Schneider Electric Infrastructure Limited (Energy India Business) from 2012 to 2018, where he successfully executed the Company Program, Change Management Program, Corporate governance, Risk & Compliance initiatives.	Ms. Chatterjee is one of the co-founders of Feedback Infra Group. She is also the Chairperson of the Feedback Foundation Charitable Trust. She has experience in management of human capital in the infrastructure sector, Women Empowerment, CSR activities. She was recognized as one of the 20 Most Talented HR Leaders in India by the World HRD Congress in 2013.
<b>Directorships held in other companies in India</b>	Nil	Somany Ceramics Limited Blue Star Limited Mission Holdings Private Limited
<b>Chairmanship / Membership of Committees held in other companies in India</b>	N.A.	<u>Blue Star Limited</u> Nomination & Remuneration Committee - Member Corporate Social Responsibility Committee - Member
<b>Relationship with other Directors and Key Managerial Personnel</b>	None	None
<b>Number of Equity shares held in the Company</b>	Nil	Nil

<b>Name of the Director</b>	Mr. Prakash Kumar Chandraker	Ms. Rumjhum Chatterjee
<b>Director Identification Number</b>	05150366	00283824
<b>Number of Board Meetings attended during last financial year 2020-21</b>	2 (two)	Not applicable
<b>Terms and conditions of appointment</b>	<ul style="list-style-type: none"> <li>Managing Director and Chief Executive Officer for a period of 3 (three) years w.e.f. 1<sup>st</sup> March, 2021, not liable to retire by rotation;</li> <li>Key Managerial Personnel of the Company</li> </ul>	Independent Director, from 30 <sup>th</sup> July, 2021 to 29th July, 2026
<b>Details of Remuneration sought to be paid</b>	Details provided under Item No. 6 in the statement setting out material facts under Section 102 of the Companies Act, 2013, forming part of this AGM Notice	Sitting fees and commission

**C&S ELECTRIC LIMITED**
**CIN: U31909DL1971PLC005672**
**Registered Office:** 222, Okhla Industrial Estate, Phase 3, New Delhi - 110020

**Phone:** +91 11 33849000-09; **Fax:** +91 11 26847342

**Website:** [www.cselectric.co.in](http://www.cselectric.co.in)
**E-mail:** [info@cselectric.co.in](mailto:info@cselectric.co.in)
**ATTENDANCE SLIP**

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE AUDITORIUM

DP ID		NAME AND ADDRESS OF THE REGISTERED MEMBER
Client ID / Folio No.		
No. of shares		

I hereby record my presence at the 50<sup>th</sup> Annual General Meeting of the Company to be held at Bipin Chandra Pal Memorial Trust, A-81, Chittaranjan Park Road, Block A, Chittaranjan Park, New Delhi – 110 019 on Thursday, 23<sup>rd</sup> September, 2021, at 3.00 p.m.

**Full name of the Proxy, if attending the Meeting:**

**Signature of the Member / Joint Member / Proxy attending the Meeting:** \_\_\_\_\_

**Note:**

Persons attending the Meeting are requested to bring this Attendance Slip and Annual Report with them. Duplicate Attendance Slip and Annual Reports will not be issued at the Annual General Meeting.

✂ \_\_\_\_\_

**PROXY FORM**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

CIN	<b>U31909DL1971PLC005672</b>
Name of the Company	C&S Electric Limited
Registered Office	222, Okhla Industrial Estate, Phase 3, New Delhi - 110020
Name of the Member (s)	
Registered Address	
E-mail ID	
Folio No. / DP ID - Client ID	

I / We being the Member(s) of \_\_\_\_\_ shares of above named Company, hereby appoint:

1. Name: \_\_\_\_\_ Address: \_\_\_\_\_  
E-mail ID: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him / her
2. Name: \_\_\_\_\_ Address: \_\_\_\_\_  
E-mail ID: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him / her
3. Name: \_\_\_\_\_ Address: \_\_\_\_\_  
E-mail ID: \_\_\_\_\_ Signature: \_\_\_\_\_

As my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 50<sup>th</sup> Annual General Meeting of the Company to be held at Bipin Chandra Pal Memorial Trust, A-81, Chittaranjan Park Road, Block A, Chittaranjan Park, New Delhi – 110 019 on Thursday, 23<sup>rd</sup> September, 2021, at 3.00 p.m. at and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Description of the Resolutions as set out in the 50 <sup>th</sup> AGM Notice dated 26 <sup>th</sup> August, 2021	No. of shares held	For	Against
<b>ORDINARY BUSINESS</b>				
1	To receive, consider and adopt:  (a) the Audited Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2021, together with the Reports of the Directors and the Auditors thereon; and  (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2021 and the Report of the Auditors thereon.			
<b>SPECIAL BUSINESS</b>				
2	Appointment of Mr. Sunil Mathur (DIN: 02261944) as a Director of the Company.			
3	Appointment of Mr. Andreas Matthe (DIN: 09086495) as a Director of the Company.			
4	Appointment of Mr. Siddharth Kasera (DIN: 09086454) as a Director of the Company.			
5	Appointment of Mr. Prakash Kumar Chandraker (DIN: 05150366) as a Director of the Company			
6	Appointment of Mr. Prakash Kumar Chandraker (DIN: 05150366) as Managing Director and Chief Executive Officer of the Company and payment of remuneration to him.			



7	Appointment of Mr. Mehernosh B. Kapadia (DIN: 00046612) as an Independent Director of the Company.			
8	Appointment of Ms. Rumjhum Chatterjee (DIN: 00283824) as an Independent Director of the Company.			
9	Approval and ratification for payment of Remuneration to Mr. Ravinder Nath Khanna (DIN: 00024444), former Chairman (Whole-time Director) for Financial Year 2020-21			
10	Approval and ratification for payment of Remuneration to Mr. Ashok Khanna (DIN: 00003335), former Vice Chairman (Whole-time Director) for Financial Year 2020-21			
11	Approval and ratification for payment of Remuneration to Mr. Anuj Khanna (DIN: 00025087), former Managing Director for Financial Year 2020-21.			
12	Approval and ratification for payment of Remuneration to Mr. Rishi Nath Khanna (DIN: 00024808), former Managing Director for Financial Year 2020-21.			
13	Approval and ratification for payment of Remuneration to Ms. Radhika Kapoor (DIN: 00065337), former Whole-time Director for Financial Year 2020-21.			
14	Approval and ratification for payment of Remuneration to Mr. Prakash Kumar Chandraker (DIN: 05150366), Managing Director and Chief Executive Director for Financial Year 2020-21.			
15	Payment of remuneration to Messrs Sanjay Gupta & Associates, Cost Accountants (Firm Registration No. 000212), the Cost Auditors of the Company for FY 1 <sup>st</sup> April, 2021 to 30 <sup>th</sup> September, 2021 or such other FY as may be approved by the statutory authorities.			

Signed this \_\_\_\_ day of \_\_\_\_\_ 20\_\_

Signature of Member(s): \_\_\_\_\_

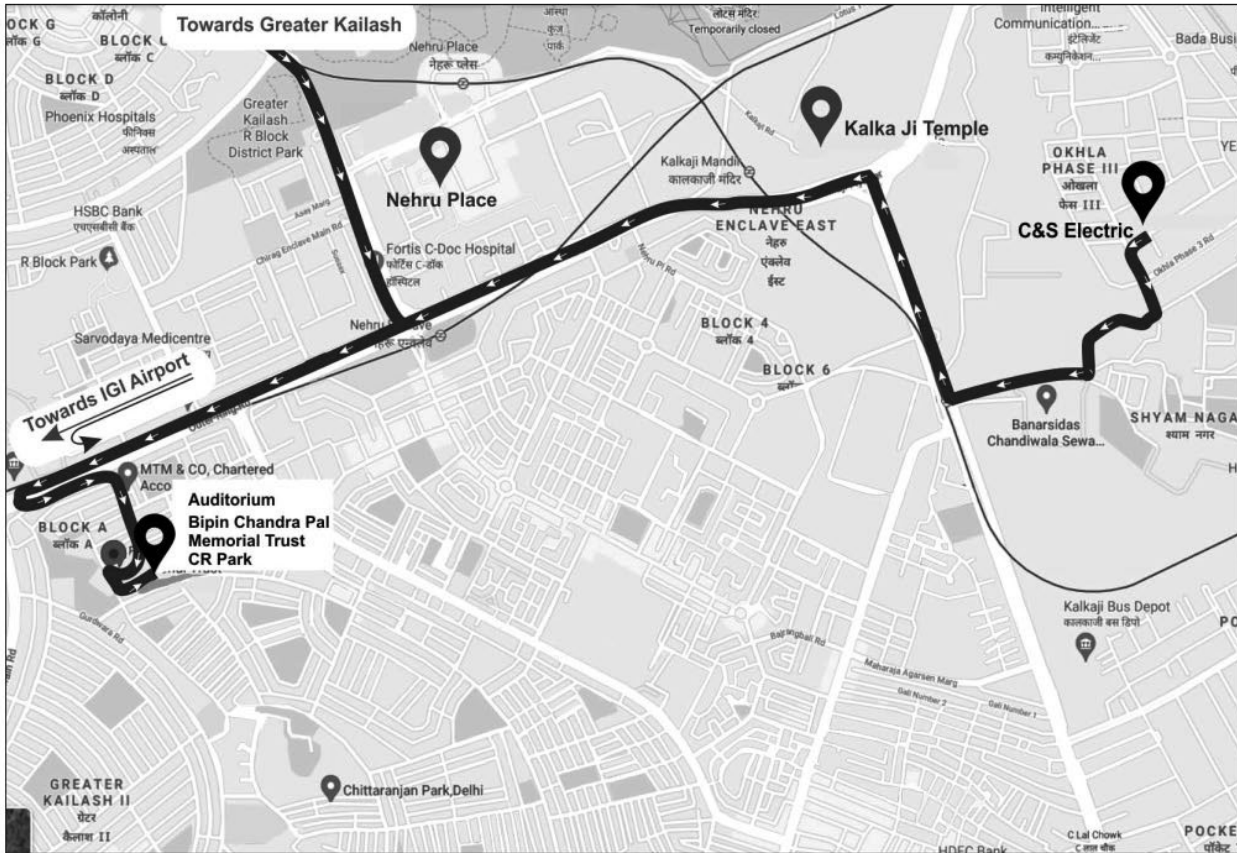
Signature of Proxy holder(s): \_\_\_\_\_

Affix  
Revenue  
Stamp

#### Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Statement setting out material facts thereon and notes, please refer to the Notice of the 50<sup>th</sup> Annual General Meeting.
3. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.
4. Please convey your assent in column “**FOR**” and dissent in the column “**AGAINST**” by placing a tick (✓) mark in the appropriate column above.

**Route Map showing directions to reach to the venue of the 50<sup>th</sup> AGM:**



The map is only for pictorial representation not to be scaled.

## **DIRECTORS' REPORT**

Dear Members,

The Directors have pleasure in presenting the 50<sup>th</sup> Annual Report of your Company and the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2021.

### **1. Financial Performance of the Company**

<b>Particulars</b>	(Rs. in million)			
	<b>Standalone (Continued operations)</b>		<b>Standalone (Discontinued operations)</b>	
	<b>FY 2020-21</b>	<b>FY 2019-20</b>	<b>FY 2020-21</b>	<b>FY 2019-20</b>
Revenue from operations	8,593	9,832	2,093	2,660
Profit / (Loss) before depreciation & Taxation	-484	385	-101	75
Less: Depreciation	326	246	48	52
Profit / (Loss) before Taxation	-810	139	-149	23
Current Tax	92	120	84	8
Deferred tax	-244	13	-	-
Total Provision for Tax	-152	133	84	8
Net Profit / (Loss) after Tax	-658	6	-233	15

### **2. State of the Company's affairs**

#### **i. Operations**

The revenue from continued operations for FY 2020-21 was Rs. 8,593 million as compared to Rs. 9,832 million in the previous year. The revenue from discontinued operations for FY 2020-21 was Rs. 2,093 million as compared to Rs. 2,660 million in the previous year.

Pre-tax loss from continued operations for FY 2020-21 was Rs. 810 million as compared to profit before tax of Rs. 139 million in the previous year. Pre-tax loss from discontinued operations was Rs. 149 million as compared to profit before tax of Rs. 23 million in the previous year.

Post-tax loss from continued operations for FY 2020-21 was Rs. 658 million as compared to profit after tax of Rs. 6 million in the previous year. Post-tax loss from discontinued operations for FY 2020-21 was Rs. 233 million as compared to profit after tax of Rs. 15 million in the previous year.

#### **ii. Change of Company's shareholding:**

During the year under review 99.22% share capital of the Company which was held by erstwhile Promoters was transferred to Siemens Limited on 1<sup>st</sup> March, 2021. Consequently, the Company became a subsidiary of Siemens Limited.

### iii. Sale and transfer of Company's business undertaking

(a) During the year under review the Company sold and transferred the following business undertaking pursuant to the Members approval by postal ballot on 24<sup>th</sup> October, 2020:

i. the business of manufacturing and distribution of the following products:

Division	Product Cluster	Product Group
Lighting	Domestic and Retail	LED Lights
	Lamps & Tubes	LED Lights
	Professional	Commercial
		Street Lights
		Industrial Lights
		Flood Lights
		Landscape Lights
MV Switchgear	Air Insulated Switchgear	11KV Panel
		22KV Panel
		33KV Panel
		Vacuum Circuit Breaker
	Ring Main Units	Outdoor Ring Main Unit
		Indoor Ring Main Unit
		Outdoor Kiosk
	Package Sub-Station	Package Sub-Station
Diesel Gensets	Immobile Gensets	DG Sets
	Mobile Gensets	Trolley Carried Genset
		Mobile Lighting Tower

ii. the business of owning, maintaining and/or operating solar plants;

iii. the business of providing end-to-end solutions and services in relation to engineering, procurement and construction for projects, from design and engineering to project execution and maintenance to Trimaster Private Limited (formerly Neeru Holding Private Limited) ("a Company owned and controlled directly and /or indirectly by the erstwhile Promoter Shareholders") by way of slump sale (as defined in Section 2(42C) of the Income-tax Act, 1961) for a consideration of Rs.1,859.8 million.

iv. During the year under review the Company sold and transferred its entire shareholding held in C&S Electric International B.V., Netherlands to Trimaster Private Limited (erstwhile Neeru Holding Private Limited) ("a Company owned and controlled directly and /or indirectly by the erstwhile Promoter Shareholders"), for a consideration of Rs. 251.2 million.

b) TC Electric Controls LLC, USA, a 50% Joint Venture, is currently under dissolution.

### iv. COVID-19 update

The performance of the Company was impacted due to COVID-19 pandemic, which caused disruption in supply chain, capacity underutilization, logistics issues arising out of COVID-19.

**v. Outlook**

The Company continues to maintain a healthy order book of Rs. 5,208 million as on FY ended 31<sup>st</sup> March, 2021. The operations during the current year is indicating signs of positive improvement, post COVID second wave. Our focus market segments of Data Centre, Oil and gas, retail, infrastructure, are showing revival trends and the Company is well positioned to capitalize on the opportunities.

**3. Dividend and transfer to reserves**

Keeping in view the financial results, the Board does not recommend any dividend for the Financial year ended 31<sup>st</sup> March, 2021.

The Company has made no transfer to reserves during FY 2020-21.

**4. Share Capital**

During the year under review, there was no change in share capital of the Company.

**5. Report on Performance and financial performance of each Subsidiary / Joint Venture / Associate Companies**

A report on performance and financial position of subsidiary companies and Joint Venture companies included in the consolidated financial statement is presented in a separate section in the Annual Report of the Company. Please refer enclosed **Annexure I** (Form AOC – 1).

**6. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo**

Information pursuant to Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is provided in **Annexure II** forming part of this Report.

**7. Directors and Key Managerial Personnel**
**a) Directors**

During the year under review following directors resigned from directorship of the Company:

Sr. No.	Name of Director	Date of Resignation
1	Mr. Ravinder Nath Khanna	1 <sup>st</sup> March, 2021
2	Mr. Ashok Khanna	
3	Mr. S K Bhattacharyya	
4	Mr. P R Khanna	
5	Mr. Biplab Majumder	
6	Mr. V N Koura	
7	Mrs. Radhika Kapoor	
8	Mr. Anuj Khanna	
9	Mr. Rishi Nath Khanna	
10	Mr. Aditya Khanna	

The Board places on record the appreciation for the valuable services, support and guidance rendered by the erstwhile Directors as mentioned above, during their tenure as Directors of the Company.

During the year under review, following Directors were appointed based on recommendation of the Nomination and Remuneration Committee ('NRC') of the Company, subject to approval of Members:

Sr. No.	Name of Director	Designation	Date of appointment	DIN
1	Mr. Sunil Mathur	Additional Director (Non Executive Non-Independent Director)	01/03/2021	02261944
2	Mr. Andreas Matthe		01/03/2021	09086495
3	Mr. Siddharth Kasera		01/03/2021	09086454
4	Mr. Mehernosh B. Kapadia <sup>#</sup>	Additional Director (Independent Director)	01/03/2021	00046612
5	Ms. Anjali Bansal <sup>*</sup>		01/03/2021	00207746
6	Mr. Prakash Kumar Chandraker	Additional Director (Managing Director and Chief Executive Officer)	01/03/2021	05150366

<sup>#</sup> Mr. Mehernosh B. Kapadia was appointed as Additional Director and Independent Director for a term with effect from 1st March, 2021 to 1st May, 2023, subject to approval of Member.

<sup>\*</sup>Ms. Anjali Bansal, ceased to be a Director of the Company with effect from 30<sup>th</sup> July, 2021. The Board places on record the appreciation for the valuable services, support and guidance provided by Ms. Bansal during her tenure.

Ms. Rumjhum Chatterjee (DIN: 00283824) was appointed as an Additional Director and Independent Director for a term of 5 (five) years with effect from 30<sup>th</sup> July, 2021, subject to approval of Members.

The Board of Directors is of opinion that the Independent Directors possess necessary expertise, integrity and experience.

As per the provisions of Section 161 of the Act and the Articles of Association of the Company, the aforesaid Directors shall hold office upto the date of the forthcoming 50<sup>th</sup> Annual General Meeting (AGM) and are eligible for appointment as Directors. The resolutions for aforesaid appointments along with the brief profile forms part of the Notice of the 50<sup>th</sup> AGM and resolutions are recommended for your approval.

#### **b) Declaration by Independent Directors**

The Independent Directors of the Company viz. Mr. Mehernosh B. Kapadia (DIN: 00046612) and Ms. Rumjhum Chatterjee (DIN: 00283824) have furnished declarations to the Company under Section 149(7) of the Act, confirming that they meet the criteria prescribed for Independent Directors under Section 149(6) of the Act and that their names have been included in the data bank of Independent Directors as prescribed under the Act.



**c) Changes in Key Managerial Personnel**

Mr. Ashish Krishan Trisal (PAN: AABPT1505E) resigned as the Chief Financial Officer (“CFO”) (“Key Managerial Personnel”) of the Company with effect from 1<sup>st</sup> March, 2021. Mr. Manav Adlakha has been appointed as the CFO of the Company with effect from 1<sup>st</sup> March, 2021.

Mr. Lalit Krishan Khanna (FCS: 3184) resigned as the Company Secretary (“CS”) (“Key Managerial Personnel”) of the Company with effect from close of business hours on 10<sup>th</sup> March, 2021. Mr. Anup Sobti (ACS: 16466) has been appointed as the CS (“Key Managerial Personnel”) of the Company with effect from 26<sup>th</sup> August, 2021.

**d) Annual evaluation of Board, its Committees and individual Directors**

Pursuant to the provisions of the Act and Nomination & Remuneration Policy, the Board of Directors / Independent Directors considered the topic of evaluation of its own performance, the performance of its Committees and of all the individual Directors including Independent Directors. However, since the Board and Committees thereof were re-constituted entirely with effect from 1<sup>st</sup> March, 2021, the evaluation was limited to that period. The same was also discussed by the Board of Directors.

**e) Statement containing additional information as required under Schedule V of the Companies Act, 2013.**

(i) all elements of remuneration paid to the Directors for FY 2020-21 are as follows:

Particulars	Mr. Ravinder Nath Khanna	Mr. Ashok Khanna	Mr. Anuj Khanna	Mr. Rishi Nath Khanna	Ms. Radhika Kapoor	Mr. Prakash Kumar Chandraker
	(A)	(B)	(C)	(D)	(E)	(F)
<b>Designation</b>	Chairman (Whole-time Director)	Vice Chairman (Whole-time Director)	Managing Director	Managing Director	Whole-time Director	Managing Director and Chief Executive Officer
<b>Basic</b>	3,960,000	3,960,000	3,218,160	3,071,712	2,002,000	404,449
<b>HRA</b>	1,980,000	1,980,000	1,609,080	-	662,537	161,780
<b>Special</b>	3,034,875	3,034,875	2,290,709	763,811	351,585	282,534
<b>Car Perquisite</b>	36,300	36,300	36,300	36,300	36,300	-
<b>Electricity &amp; Water, Medical, Club etc.</b>	458,333	458,333	236,504	236,504	112,097	-
<b>Co leased Accommodation value</b>	-	-	-	3,300,000	-	-
<b>LTA</b>	-	-	-	-	-	33,704
<b>Superannuation</b>	-	-	-	-	300,300	60,667

<b>Performance Linked Incentive</b>	-	-	-	-	-	238,878
<b>Total</b>	<b>9,469,508</b>	<b>9,469,508</b>	<b>7,390,753</b>	<b>7,408,327</b>	<b>3,464,819</b>	<b>1,182,012</b>
<b>Employer Contribution to Provident fund</b>	-	-	386,179	368,605	240,240	48,534
<b>Grand Total</b>	<b>9,469,508</b>	<b>9,469,508</b>	<b>7,776,932</b>	<b>7,776,932</b>	<b>3,705,059</b>	<b>1,230,546</b>

- (ii) the Directors mentioned from (A) to (E) resigned with effect from 1<sup>st</sup> March, 2021.
- (iii) details of fixed component and performance linked incentives along with the performance criteria: As mentioned above.
- (iv) for details of remuneration, service contracts, notice period, severance fees of Mr. Chandraker please refer to the Notice of 50<sup>th</sup> AGM of the Company. Mr. Prakash Kumar Chandraker shall be eligible for Equity based compensation programs of Siemens AG or equivalent cash in lieu thereof, for the proportionate period of one (1) month i.e. from 1<sup>st</sup> March, 2021 to 31<sup>st</sup> March, 2021.

## 8. Board Meetings

During the year under review meeting of Board of Directors have been held on 24.08.2020, 20.10.2020, 28.12.2020, 01.03.2021 and 30.03.2021.

## 9. Audit Committee

The Company has an Audit Committee pursuant to the requirements of the Act read with the rules framed thereunder.

The Composition of Audit Committee is as under:

<b>Sr. No.</b>	<b>Name</b>	<b>Designation</b>
1.	Mr. Biplab Majumder <sup>1</sup>	Independent Director
2	Mr. Prithvi Raj Khanna <sup>1</sup>	Independent Director
3	Mr. Sanjay Kumar Bhattacharyya <sup>1</sup>	Independent Director
4	Mr. Mehernosh B. Kapadia <sup>2</sup>	Independent Director
5	Ms. Anjali Bansal <sup>3</sup>	Independent Director
6	Mr. Prakash Kumar Chandraker <sup>4</sup>	Managing Director and Chief Executive Officer
7	Mr. Siddharth Kasera <sup>5</sup>	Non-Executive Non-Independent Director
8	Ms. Rumjhum Chatterjee <sup>6</sup>	Independent Director

Notes:

1. Ceased to be a Member of Audit Committee on 1<sup>st</sup> March, 2021
2. Appointed as Chairman of Audit Committee with effect from 1<sup>st</sup> March 2021.
3. Appointed as Member of Audit Committee with effect from 1<sup>st</sup> March 2021 and ceased to be Member of the Audit Committee with effect from 30<sup>th</sup> July 2021.
4. Appointed as Member of Audit Committee with effect from 1<sup>st</sup> March 2021 and ceased to be Member of the Audit Committee with effect from 1<sup>st</sup> April, 2021.



5. Appointed as Member of Audit Committee with effect from 1<sup>st</sup> April, 2021.
6. Appointed as Member of Audit Committee with effect from 30<sup>th</sup> July, 2021.

During the year under review meetings of Audit Committee were held on 24.08.2020, 20.10.2020, 28.12.2020 and 30.03.2021.

## 10. Corporate Social Responsibility

Your Company has always been undertaking CSR activities upholding the belief that corporates have a special and continuing responsibility towards social development. The vision of Company's CSR activities, to make sustainable impact on the human development of under-served communities through initiatives in Education, Health and Livelihoods, has been formally codified with the constitution of a dedicated Corporate Social Responsibility Committee of the Board pursuant to provisions of Section 135 of the Companies Act, 2013 and Rules framed thereunder.

Further, the Board of Directors of your Company has also adopted the CSR Policy of the Company as approved by the Corporate Social Responsibility Committee.

The Annual Report on CSR as per Companies (Corporate Social Responsibility Policy) Rules, 2014, is annexed herewith as **Annexure III** to this Report in the prescribed format.

## 11. Remuneration Policy

On recommendation of Nomination and Remuneration Committee ("NRC"), the Company has formulated, amongst others, a policy on Directors' appointment as well as Remuneration Policy for Directors, Key Managerial Personnel, Senior Management and other employees. The broad parameters covered under the Policy are – Company Philosophy, Guiding Principles, Nomination of Directors, Remuneration of Directors, Nomination and Remuneration of the Key Managerial Personnel (other than Managing / Whole-time Directors), Key-Executives and Senior Management and the Remuneration of other Employees. The Policy is placed on the Company's website at <https://cselectric.co.in/investors-relations>

Pursuant to the provisions of the Act and Nomination & Remuneration Policy, the Board of Directors / Independent Directors considered the topic of evaluation of its own performance, the performance of its Committees and of all the individual Directors including Independent Directors. However, since the Board and Committees thereof were re-constituted entirely with effect from 1<sup>st</sup> March, 2021, the evaluation was limited to that extent. The same was also discussed by the Board of Directors.

## 12. Material changes and commitment, if any, affecting financial position of the Company from financial year end and till the date of this report

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the Financial Year to which the Financial Statements relate and the date of this Report.

## 13. Risk Management Policy

Your Company understands controlling risks through a formal programme is necessary for the well-being of the Company. To this end, the Board has formulated Risk Management Policy to identify the risks impacting the business and formulate strategies/ policies aimed at risk mitigation as part of risk management.

The Policy outlines the parameters of identification, assessment, monitoring and mitigation of various risks which are key to business objectives.

#### **14. Vigil Mechanism**

As per the provisions of Section 177(9) of the Act, the Company is required to establish a Vigil Mechanism for Directors and employees to report genuine concerns. The Company has a Policy for Prevention, Detection and Investigation of Frauds and Protection of Whistleblowers ("the Whistleblower Policy") in place. The Company has disclosed information about the establishment of the Whistleblower Policy on its website <https://cselectric.co.in/investors-relations/>

#### **15. Directors' Responsibility Statement**

Pursuant to the provisions of Section 134(3)(c) read with Section 134(5) of the Act, the Directors confirm that, to the best of their knowledge and belief:

- a) that in the preparation of the Annual Financial Statements for the year ended 31<sup>st</sup> March, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) that such accounting policies have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2021 and of the loss of the Company for the year ended on that date;
- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the annual Financial Statements have been prepared on a going concern basis;
- e) that proper internal financial controls are in place and that such internal financial controls were adequate and were operating effectively;
- f) that proper systems have been devised to ensure compliance with the provisions of all applicable laws and are adequate and operating effectively.

#### **16. Annual Return**

In accordance with the provisions of Section 92(3) of the Act, Annual Return of the Company is hosted on website of the Company at <https://cselectric.co.in/investors-relations/>.

#### **17. Particulars of contracts or arrangements with Related Parties**

The particulars of contracts or arrangements with Related Parties referred to in Section 188(1) of the Act, in the prescribed Form AOC - 2, forms part of this report as **Annexure IV**.

## 18. Particulars of Loans, Guarantees or Investments

A statement providing particulars of loans, guarantees or investments under Section 186 of the Act is provided as **Annexure V** forming part of this Report.

## 19. Fixed Deposits

Your Company has not accepted any fixed deposits and, as such, no amount of principal or interest was outstanding as of the Balance Sheet date.

## 20. Change in Financial Year

In June 2021, the Company applied with the Ministry of Corporate Affairs (MCA) for changing its Financial Year from “1<sup>st</sup> April – 31<sup>st</sup> March” to “1<sup>st</sup> October – 30<sup>th</sup> September”, to align with the Financial Year of Siemens Limited, holding company of the Company. The current Financial Year is proposed to be from 1<sup>st</sup> April 2021 to 30<sup>th</sup> September 2021. The approval from MCA is awaited.

## 21. Employees

Your Directors place on record their deep appreciation for the contribution made by the employees of the Company at all levels.

The information on employees' particulars as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in the Annexure forming part of the Report. In terms of Section 136 of the Act, the Report and Financial Statements are being sent to the Members and others entitled thereto, excluding aforesaid Annexure. The said information is available for inspection by the Members as per the details mentioned in notice of the 50<sup>th</sup> AGM. Any Member interested in obtaining a copy of the same may write to the Company Secretary.

## 22. Policy on Prevention of Sexual Harassment at Workplace

The Company has Policy on Prevention of Sexual Harassment at Workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder and Internal Complaints Committee has also been set up to redress complaints received regarding sexual harassment.

During the year, no complaint with allegations of sexual harassment was received by the Company.

## 23. Internal Financial Controls

The Company has a proper and adequate system of internal financial controls. This ensures that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorized, recorded and reported correctly.

The internal control system has been designed to ensure that the financial and other records are reliable for preparing financial and other statements and for maintaining accountability of assets.

## 24. Auditors

- i. The Report issued by Messrs. B S R & Co. LLP, Chartered Accountants (Firm Registration No.101248W/W-100022), Statutory Auditor for FY 2020-21 does not contain any qualification, reservation, adverse remark or disclaimer.
- ii. The Board of Directors, on recommendation of the Audit Committee, has re-appointed Messrs. M/s. Sanjay Gupta & Associates, Cost Accountants, (Firm Registration No. 000212), as Cost Auditor of the Company, for the Financial Year ending 30<sup>th</sup> September 2021 (or such other financial year as may be approved by the statutory authorities), at a remuneration as mentioned in the Notice convening the 50<sup>th</sup> AGM and same is recommended for your consideration and ratification.
- iii. As per requirements of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost records and accordingly, such accounts and records has been maintained in respect of the applicable products for the year ended 31<sup>st</sup> March, 2021.
- iv. Pursuant to provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit Report for FY 2020-21 issued by Secretarial Auditor i.e., Mr. Shiv Kumar Gupta, Practicing Company Secretary is provided as **Annexure VI** to this Report. The Secretarial Audit Report for FY 2020-21 does not contain any qualification, reservation, adverse remark or disclaimer.
- v. There have been no instances of fraud reported by abovementioned Auditors under Section 143(12) of the Act and Rules framed thereunder either to the Company or to the Central Government during FY 2020-21.

## 25. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

No such orders have been passed against the Company.

## 26. Acknowledgements

The Board of Directors takes this opportunity to thank Siemens Limited – parent company, employees, customers, members, suppliers, bankers, business partners / associates and Central and State Governments for their consistent support and co-operation to the Company.

### On behalf of the Board of Directors

#### For C&S Electric Limited

**Prakash Kumar Chandraker**  
Managing Director and Chief Executive Director  
DIN: 05150366

**Siddharth Kasera**  
Director  
DIN: 09086454

Date: 26<sup>th</sup> August, 2021

**Annexure I**
**Form No. AOC-1**

Pursuant to first proviso to sub-section (3) of Section 129 of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014

Statement containing salient features of the financial statement of subsidiaries / associate companies / joint ventures:

Particulars	EON Telesystems Private Limited (Upto January 31, 2021)		Eta-com Middle East (FZE) (Upto February 28, 2020)		C&S (Nantong) Electric Limited (Upto January 31, 2021)		C&S Electric International B.V. * (Upto January 31, 2021)		C&S Electric U.K. Limited (Upto January 31, 2021)	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Capital	-	0.10	-	-	-	124.90	-	789.37	-	6.69
Reserves	-	(1.95)	-	-	-	(57.97)	-	(890.64)	-	(5.13)
Total Assets	-	0.09	-	-	-	223.77	-	1,576.54	-	14.49
Total Liabilities	-	1.95	-	-	-	156.84	-	1,677.81	-	12.93
Investment	-	-	-	-	-	-	-	-	-	-

(Rs. in Million)

Particulars	EON Telesystems Private Limited (Upto January 31, 2021)		Eta-com Middle East (FZE) (Upto February 28, 2020)		C&S (Nantong) Electric Limited (Upto January 31, 2021)		C&S Electric International B.V.* (Upto January 31, 2021)		C&S Electric U.K. Limited (Upto January 31, 2021)	
	As at Jan 31, 2021	As at March 31, 2020	As at Jan 31, 2021	As at March 31, 2020	As at Jan 31, 2021	As at March 31, 2020	As at Jan 31, 2021	As at March 31, 2020	As at Jan 31, 2021	As at March 31, 2020
Turnover	-	-	-	1.68	217.12	367.80	766.91	1,268.79	28.73	24.12
Profit before tax	(0.03)	(0.04)	-	(12.31)	(9.99)	(9.43)	(168.92)	(165.76)	1.92	(3.10)
Provision for Taxation	-	-	-	-	-	-	-	-	-	-
Profit after tax	(0.03)	(0.04)	-	(12.31)	(9.99)	(9.43)	(168.92)	(165.76)	1.92	(3.10)
Proposed dividend	-	-	-	-	-	-	-	-	-	-

Exchange rate as on closing day of the financial year	Rs. / United Arab Emirate Dirham (AED)		Rs. / Chinese Yuan Renminbi (RMB)		Rs. / Euro		Rs. / GBP	
	As at Jan 31, 2021	As at March 31, 2020	As at Jan 31, 2021	As at March 31, 2020	As at Jan 31, 2021	As at March 31, 2020	As at Jan 31, 2021	As at March 31, 2020
	19.93	20.51	11.34	10.62	85.81	83.08	100.71	93.55

The annual accounts of the subsidiary companies and related detailed information shall be made available to shareholders on demand.  
\* Consolidated figures.

## B. Report on Performance and financial performance of each Joint Venture Companies

The Company has interests in the following jointly controlled entities:

Name of companies	Country of incorporation	Year ended	% of shareholding	Audited / Unaudited	Amount of interest					Capital commitments
					Assets	Liabilities	Revenue from operations	Expenditure	Contingent liabilities	
C&S Himoinsa Private Limited (Upto January 31, 2021)	India	March 31, 2021	50	Unaudited	-	-	244.56	257.48	4.66	-
		March 31, 2020	50	Audited	274.12	158.75	501.44	500.28	25.87	-
TC Electric Controls LLC (Under Dissolution)	USA	March 31, 2021	50	Unaudited	-	-	4.64	15.43	-	-
		March 31, 2020	50	Unaudited	10.84	15.29	31.29	35.96	-	-

(Rs. in 'Million)

The Company has not disclosed the information related to RS Components & Controls (India) Limited in view of insignificant investment in the company for the purpose of Ind AS-28.

### On behalf of the Board of Directors

#### For C&S Electric Limited

**Prakash Kumar Chandraker**  
Managing Director and Chief Executive Director  
DIN: 05150366

**Siddharth Kasera**  
Director  
DIN: 09086454

**Manav Adlakha**  
Chief Financial Officer  
PAN: AEIPA4199N

**Anup Sobti**  
Company Secretary  
ACS No. 16466

Date: 26<sup>th</sup> August, 2021

**Annexure II**
**Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo**

(Pursuant to provisions of Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014)

**A. Conservation of Energy**
**I. Steps taken or impact on conservation of energy:**

- Servo based moulding and press machines installed for energy conservation
- CFL replaced with energy efficient LED Lights
- Single control switch implemented to club all supply of assembly & finishing line impacting conveyers/fans/lights
- Power off for AC/fan/lights at lunch timings
- Variable speed Compressor installed for power saving
- Installation on PNG line to replace consumption of Diesel in paint & powder coating plants (Planned at BT Plant at Haridwar)

**II. Steps taken by the Company for utilizing alternate sources of energy:**

- Started using solar energy for genset battery charging
- Solar street lights installed

**III. Capital investment on energy conservation equipments:**

The Company made capital investments amounting to Rs. 11.58 million on energy conservation equipment in FY 2020-21.

**B. Technology Absorption**
**I. Efforts made towards technology absorption:**

- Laser marking and VMS installed;
- Laser machine installed for Sheet metal processing;
- Special purpose machines installed in MCB plant for better yield and quality;
- Development of crimping flexible braids with fixed bus bar of ACBs which eliminates energy intensive brazing operations;
- CreO simulation software installed for static analysis;
- PLM (Teamcentre) adopted for better control on Development, Engineering change management and BOM control;
- Wide band coil operated Electronic Module with PWM technology for various range of contactors;
- Ultrasonic welding technology used for TA8DN Side Add block.
- Development of Track Busway for data center application for at Busbar Division.
- Development of off load Isolators for MV Cubicles
- Development of Smart Busway system for Health (Temperature) monitoring for BBT system
- Successful Testing of RoHs & REACH compliance

**II. Benefits derived as a result of the above efforts:**

- Improvement in quality of components for switchgear items;
- Improvement in productivity.



**III. Imported Technology:**

Details of Technology Imported	Year of Import	Whether the technology has been fully absorbed	If not fully absorbed, areas where this has not taken place, reasons there for
Closed door technology from IDS Germany	FY 18-19, 19-20 and 20-21	Yes	Not Applicable

**IV. Expenditure incurred on Research and Development:**

(Rs. in million)

Revenue nature:	90.95
Capital nature:	4.02
<b>Total expenditure:</b>	<b>94.97</b>

**C. Foreign exchange earnings and outgo**

Foreign exchange earnings and outgo during Financial Year 2020-21:

(Rs. in million)

Foreign Exchange earned in terms of actual inflows	1376.70
Foreign Exchange outgo in terms of actual outflows	861.79

**On behalf of the Board of Directors**
**For C&S Electric Limited**
**Prakash Kumar Chandraker**

Managing Director and Chief Executive Director  
DIN: 05150366

**Siddharth Kasera**

Director  
DIN: 09086454

Date: 26<sup>th</sup> August, 2021

**Annexure III**
**Corporate Social Responsibility (CSR) Report 2020-21**
**1. Brief outline on CSR Policy of the Company.**

In adherence to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors, in order to help and aid the schools, support education and healthcare, upon recommendation of CSR Committee as per CSR Policy of the Company. In accordance with the primary CSR philosophy of the Company and the specified activities under Schedule VII to the Companies Act, 2013, the CSR activities of the Company cover certain areas such as Children education and nutrition area, employment enhancing and vocational skills, children welfare, natural calamity and environmental sustainability.

**2. Composition of CSR Committee:**

The Composition of the CSR Committee from 1<sup>st</sup> April, 2020 to 1<sup>st</sup> March, 2021 was as under:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. R N Khanna	(Executive Director) - Chairman	1	1
2	Mr. Ashok Khanna	(Executive Director) - Member	1	1
3	Ms. Radhika Kapoor	(Executive Director) - Member	1	1
4	Ms. Aditya Khanna	(Executive Director) - Member	1	1
5	Mr. P R Khanna	(Independent Director) - Member	1	1

The Composition of the CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Ms. Anjali Bansal#	Chairperson (Independent Director)	-	-
2	Ms. Rumjhum Chatterjee^	Chairperson (Independent Director)	-	-
3	Mr. Sunil Mathur	Member (Non- executive Director)	-	-
4	Mr. Prakash Kumar Chandraker	Member (Managing Director and Chief Executive Officer)	-	-

# Ms. Anjali Bansal, Chairperson of the CSR Committee for the period 1<sup>st</sup> March, 2021 to 30<sup>th</sup> July, 2021.

^ Ms. Rumjhum Chatterjee, appointed as Chairperson of the CSR Committee with effect from 30<sup>th</sup> July, 2021.

3. The web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company. <https://cselectric.co.in/investors-relations>.
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable: **Not Applicable**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
<b>Not Applicable</b>			

Rs. (In Million)

6. Average net profit of the Company as per Section 135(5): 698.70
7. (a) Two percent of average net profit of the company as per Section 135(5): 13.97
- (b) Surplus arising out of the CSR projects or programs or activities of the previous financial years: -
- (c) Amount required to be set off for the financial year, if any: -
- Total CSR obligation for the financial year (7a+7b-7c) 13.97
8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs. Million)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
7.97	NIL	NIL	Contribution to the Prime Minister's National Relief Fund.	6.00	To be transferred by 30 <sup>th</sup> September 2021

**(b) Details of CSR amount spent against ongoing projects for the financial year:**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency
				State. District.						Name CSR Registration number.
Not Applicable										

**(c) Details of CSR amount spent against other than ongoing projects for the financial year:**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Amount spent in the current financial Year (in Rs.).	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency
				State District			Name CSR Registration number.
1.	VVKI (Aparajita Sewa Project)	Employment enhancing vocational skills	Yes	Delhi South Delhi	0.30	No	Vyakti Vikas Kendra India 3255/IV/95-96
2.	SOS India	Setting up homes for orphans and promoting education	Yes	Haryana Faridabad	2.33	No	SOS Children's Village India 2007-2008/S-4309/588
3.	Aparajita Mahila Samiti	Promoting education among children and Employment enhancing vocational skills	Yes	Delhi South Delhi	0.23	No	Aparajita Mahila Samiti 55827
4.	Himalayan School Society	Promoting Education	Yes	Uttarakhand Dehradun	0.90	No	Himalayan School Society 1074/2004-2005

5.	Himalayan School Society	Promoting Education	Yes	Uttarakhand	Dehradun	0.60	No	Himalayan School Society	1074/2004-2005
6.	Serve Samman	Employment enhancing vocational skills	Yes	Delhi	South Delhi	1.10	No	Serve Samman	381/4
7.	LSDSS	Promoting Health Care	Yes	Delhi	Central Delhi	0.45	No	Lysosomal Storage Disorders Support Society	S/69555
8.	The Teamwork Fine Arts Society	Promoting Health Care	Yes	Delhi	Mehrauli	0.35	No	The Teamwork fine Arts Society	36933
9.	Tata Memorial Center	Promoting Health Care	No	Maharashtra	Parel, Mumbai	0.71	No	Tata Memorial Centre	F-12499
10.	Serve Samman Vocational Training Center	Covid-19 community help CSR activity - UP	Yes	Delhi	South Delhi	0.46	No	Serve Samman	381/4
11.	Shiv Shakti Sewa Sammiti	Covid-19 community help CSR activity - UK	Yes	Uttarakhand	Haridwar	0.54	No	Shiv Shakti Sewa Sammiti	UK/098/2014-15
	TOTAL					<b>7.97</b>			

- (d) Amount spent in Administrative Overheads NIL
- (e) Amount spent on Impact Assessment, if applicable Not Applicable
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e) Rs. 7.97 Million
- (g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs. Million)
(i)	Two percent of average net profit of the company as per Section 135(5)	13.97
(ii)	Total amount spent for the Financial Year	7.97
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

9. (a) Details of Unspent CSR amount for the preceding three financial years: **Not Applicable**

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6)(in Rs.)	Amount spent in the reporting Financial Year(in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs Million).	Date of transfer.	
Not Applicable							

(b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s): Not Applicable.

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration .	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
Not Applicable								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: **NIL**

- Date of creation or acquisition of the capital asset(s):
- Amount of CSR spent for creation or acquisition of capital asset:
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- Details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reasons, in case, the Company has failed to spend two per cent of the average net profit as per Section 135(5):

Due to COVID-19 restrictions, the working of Company was affected and hence the Company was unable to identify suitable CSR projects to meet the requirement to spend two per cent of the average net profit as per Section 135(5) in the current financial year. In respect of Unspent CSR funds, the Company shall transfer the same to funds as specified in the Corporate Social Responsibility Policy) Rules, 2014.

**On behalf of the Board of Directors**

**For C&S Electric Limited**

**Rumjhum Chatterjee**  
Chairperson of CSR Committee  
DIN: 00283824

**Prakash Kumar Chandraker**  
Managing Director and Chief Executive Officer  
DIN: 05150366

Date: 26<sup>th</sup> August, 2021

**Annexure IV**
**Form No. AOC-2**

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

**1. Details of contracts or arrangements or transactions not at arm's length basis: Nil**

**2. Details of material contracts or arrangements or transactions at arm's length basis:**

(Rs. in Million)

Sl No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of the contracts / arrangement s/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1	Trimaster Private Limited ("Trimaster") (Formerly known as Neeru Holdings Private Limited)	(i) Sale and transfer of Company's businesses and (ii) Disinvestment of C&S Electric International B.V., Netherlands	-	Sale and transfer of the Company's businesses as "going concern" and by way of a slump sale for a lump sum for a consideration of Rs. 1,859.8 million and Disinvestment of C&S Electric International B.V. for a consideration of Rs. 251.2 million to Trimaster, as approved by the shareholders via postal ballot on 24 <sup>th</sup> October, 2020.	24.08.2020	-

**On behalf of the Board of Directors**

**For C&S Electric Limited**

**Prakash Kumar Chandraker**  
Managing Director and Chief Executive Director  
DIN: 05150366

**Siddharth Kasera**  
Director  
DIN: 09086454

Date: 26<sup>th</sup> August, 2021

**Annexure V**
**Particulars of Loans, Guarantees or Investments**

Pursuant to Section 186(4) read with Section 134(3)(g) of the Act

(Rs. in million)

Sr. No.	Nature of transaction (loans given / investments made / guarantees given / security provided)	Purpose for which loan / guarantees / security is proposed to be utilised by the recipient	As at 31.03.2021	As at 31.03.2020	Maximum outstanding during the year
1	<b>Loans &amp; Advances</b> C&S Electric International B.V.	Working capital purpose	-	300.27	313.61
2	<b>Investment</b> EON Telesystems Private Limited  C&S (Nantong) Electric Limited  C&S Electric International B.V.  C&S Electric U.K. Limited  C&S Himoina Private Limited  RS Components & Controls (India) Limited  TC Electric Controls LLC	Equity investment  Equity investment  Equity investment  Equity investment  Equity investment in 50% Joint venture  Equity investment in 0.56% Joint Venture  Equity investment in 50% Joint venture	-	0.10  124.90  250.04  6.69  94.51  0.10  13.58	Not Applicable
3	<b>Guarantees</b> C&S Electric International B.V.	Standby letter of credit	-	822.49	1030.07

**On behalf of the Board of Directors**
**For C&S Electric Limited**

**Prakash Kumar Chandraker**  
Managing Director and Chief Executive Director  
DIN: 05150366

**Siddharth Kasera**  
Director  
DIN: 09086454

Date: 26<sup>th</sup> August, 2021



Form No. MR-3

**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**C&S ELECTRIC LIMITED**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **C&S ELECTRIC LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of **C&S ELECTRIC LIMITED's** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended on **31<sup>st</sup> March, 2021**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31<sup>st</sup> March, 2021**, according to the provisions of the following Acts, to the extent of their applicability, on the Company:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made hereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **Not Applicable, since the Company is an unlisted company.**
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; **Not Applicable, since the Company is an unlisted company.**
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **Not Applicable, since the Company is an unlisted company.**

- d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **Not Applicable, since the Company is an unlisted company.**
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable as the Company has not issued and listed any debt securities.**
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **Not Applicable, since the Company is an unlisted company.**
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable, since the Company is an unlisted company.**
- and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not Applicable, since the Company is an unlisted company.**

vi. Other Laws-

- (i) Indian Factories Act, 1948 and Rules,
- (ii) The Minimum Wages Act, 1948,
- (iii) The Payment Of Wages Act, 1936,
- (iv) The Payment Of Bonus Act, 1965,
- (v) The Payment Of Gratuity Act, 1972,
- (vi) Workmen Compensation Act, 1923,
- (vii) The Employees State Insurance Act, 1948,
- (viii) The Employee Provident Fund And Miscellaneous Provision Act, 1952,
- (ix) Industrial Disputes Act, 1947,
- (x) Equal Remuneration Act, 1976,
- (xi) Contract Labour (Regulation And Abolition) Act, 1970,
- (xii) The Trade Union Act, 1926,
- (xiii) The Maternity Benefits Act, 1961,
- (xiv) The Child Labour (Prohibition and Regulation) Act, 1986,
- (xv) The Employees' State Insurance Act, 1948,
- (xvi) Shops and Establishment Act,
- (xvii) The Weekly Holidays Act, 1942,

- (xviii) Industrial Employment (Standing Orders) Act, 1946,
- (xix) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013,
- (xx) The Water (Prevention and Control of Pollution) Act, 1974 and Rules,
- (xxi) The Water (Prevention and Control of Pollution) Cess Act, 1977 and Rules,
- (xxii) The Air (Prevention and Control of Pollution) Act, 1981 and Rules,
- (xxiii) The Environment (Protection) Act, 1986 and Rules,
- (xxiv) Hazardous Wastes (Management and Handling) Rules, 1989,
- (xxv) The Public Liability Insurance Act, 1991 and Rules,

I have also examined compliance with the applicable clause of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the company with ....Stock Exchanges, if applicable;  
**Not Applicable, since the Company is an unlisted company.**

#### **I further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The following are the details of Directors of the Company as on 31<sup>st</sup> March, 2021.

- Mr. Sunil Mathur (DIN: 02261944), Additional Director (Chairman)
- Mr. Andreas Matthe (DIN: 09086495), Additional Director
- Mr. Siddharth Kasera (DIN: 09086454), Additional Director
- Mr. Mehernosh B. Kapadia (DIN: 00046612), Additional Director (Independent Director)
- Ms. Anjali Bansal (DIN: 00207746), Additional Director (Independent Director)
- Mr. Prakash Kumar Chandraker (DIN: 05150366), Additional Director (Managing Director and Chief Executive Officer)

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Companies Act, 2013.

Adequate notices are given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Board Meetings were taken unanimously.

**I further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that** during the audit period the following events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

**1. Sale and transfer of Company's business undertaking**

(a) During the year under review the Company sold and transferred the following business undertaking pursuant to the Members approval by postal ballot on 24<sup>th</sup> October, 2020:

i. the business of manufacturing and distribution of the following products:

<b>Division</b>	<b>Product Cluster</b>	<b>Product Group</b>
Lighting	Domestic and Retail	LED Lights
	Lamps & Tubes	LED Lights
	Professional	Commercial
		Street Lights
		Industrial Lights
		Flood Lights
		Landscape Lights
MV Switchgear	Air Insulated Switchgear	11KV Panel
		22KV Panel
		33KV Panel
	Ring Main Units	Vacuum Circuit Breaker
		Outdoor Ring Main Unit
		Indoor Ring Main Unit
		Outdoor Kiosk
Diesel Gensets	Package Sub-Station	Package Sub-Station
	Immobile Gensets	DG Sets
	Mobile Gensets	Trolley Carried Genset
		Mobile Lighting Tower

ii. the business of owning, maintaining and/or operating solar plants;

iii. the business of providing end-to-end solutions and services in relation to engineering, procurement and construction for projects, from design and engineering to project execution and maintenance, to Trimaster Private Limited (formerly Neeru Holding Private Limited) ("a Company owned and controlled directly and /or indirectly by the erstwhile Promoter Shareholders") by way of slump sale (as defined in Section 2(42C) of the Income-tax Act, 1961).

iv. During the year under review the Company sold and transferred its entire shareholding held in C&S Electric International B.V., Netherlands to Trimaster Private Limited (erstwhile Neeru Holding Private Limited) ("a Company owned and controlled directly and /or indirectly by the erstwhile Promoter Shareholders").

2. During the year under review, 99.22% share capital of the Company which was held by erstwhile Promoters of the Company, was transferred to Siemens Limited on 1<sup>st</sup> March, 2021. Consequently, the Company became a subsidiary of Siemens Limited.

**Shiv Kumar Gupta**  
**Practicing Company Secretary**  
**FCS No.:1633**  
**C P No.: 7343**

Place : New Delhi  
Date : 26<sup>th</sup> August, 2021  
UDIN Number: F001633C000846631

This report is to be read with my letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

**Annexure – A to Secretarial Audit Report**

To,  
The Members,  
**C&S ELECTRIC LIMITED**

My report of even date is to be read along with this letter.

1. Maintenance of secretarial records and other records under the scope/ambit of Secretarial Audit (hereinafter called 'Record') is the responsibility of the management of the Company. My responsibility is to express an opinion on these records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed, provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation and Managing Directors Certificate provided to the Board in each meeting of the Board about statutory compliances and / or compliance of laws, rules and regulations and happening of events etc. and have relied upon the same.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Shiv Kumar Gupta**  
**Practicing Company Secretary**  
**FCS No.: 1633**  
**C P No.: 7343**

Place : New Delhi  
Date : 26<sup>th</sup> August, 2021  
UDIN Number: F001633C000846631

## INDEPENDENT AUDITORS' REPORT

### To the Members of C&S Electric Limited

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the standalone financial statements of C&S Electric Limited ("the Company"), which comprise the standalone balance sheet as at 31 March 2021, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone 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 standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2021, and loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

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

#### Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this

other information, we are required to report that fact. The annual report is expected to be made available to us after the date of this auditor's report. We have nothing to report in this regard.

### **Management's and Board of Directors' Responsibility for the Standalone 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 standalone financial statements that give a true and fair view of the state of affairs, loss 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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



- Conclude on the appropriateness of the Management and Board of Directors 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. (A) As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on 31 March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".



(B) With respect to the other matters to be included in the Auditors' 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 2021 on its financial position in its standalone financial statements - Refer Note 36 to the standalone financial statements;
- ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts- Refer Note 38(a) to the standalone financial statements;
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;
- iv. The disclosures in the standalone financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2021.

(C) With respect to the matter to be included in the Auditors' Report under section 197(16):

We draw attention to Note 53 to the standalone financial statements, relating to Managerial Remuneration which explains that the managerial remuneration aggregating to Rs 39.42 million was in accordance with the provision of Section 197 read with schedule V to the Companies Act, 2013. Owing to the inadequacy of profit for the year ended 31 March 2021, the company shall seek approval through a special resolution of the shareholders in the forthcoming annual general meeting. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us. Our opinion is not modified in respect of this matter.

**For B S R & Co. LLP**  
*Chartered Accountants*  
Firm's Registration No.: 101248W/W-100022

**Adhir Kapoor**  
*Partner*  
Membership No.: 098297  
UDIN No.: 21098297AAAACI3133

Place: New Delhi  
Date: 26 August 2021

**Annexure A to the Independent Auditor's Report of even date on the standalone financial statements of C&S Electric Limited**

The Annexure A referred to in our Independent Auditor's Report to the members of C&S Electric Limited on the financial statements for the year ended 31 March 2021, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified once in three years in a phased manner. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Attention is invited to note 2(a) where it is mentioned that property, plant and equipment amounting to written down value of Rs 17.48 million (Gross block Rs 185.23 million) found damaged/obsolete/unavailable on physical verification have been appropriately adjusted in the financials statements.
- (c) According to the information and explanations given to us, subsequent to the year end, the title deeds of immovable properties, are held in the name of the Company.
- (ii) The inventory, except goods in transit, has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. The discrepancies noticed on verification between the physical stocks and book records were not material.
- (iii) The Company has granted loans, unsecured, to one of its wholly owned subsidiary, in respect of which:
  - (a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest, as these loans are given to a wholly owned subsidiary to support and promote the Company's trade.
  - (b) Pursuant to business transfer agreement dated 18 February 2020, during the year ended 31 March 2021, the Company has transferred the outstanding loan to Trimaster Private Limited and has recovered the outstanding balance from them (refer note 49 of the financial statements). Accordingly, para 3 (iii) (b) and (c) of the order is not applicable.

The Company has not granted any loans, secured or unsecured, to firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.

- (iv) 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 complied with the provisions of Section 185 and 186 of the Act in respect of loans given, or made any investments, or provided any guarantee, or security as applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits covered under Section 73 to 76 or any other provisions of the Act and the rules framed thereunder.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules prescribed by the Central Government for the maintenance of cost records under section 148(1) of the Act, in respect of its products and are of the opinion that prima facie, the prescribed accounts and records are made and maintained. However, we have not made a detailed examination of records.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including income-tax, duty of customs, cess and other material statutory dues have generally been regularly deposited with the appropriate

authorities, though there have been slight delays in few cases related to deposit of income tax, provident fund, employees' state insurance and goods and service tax.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and service tax and other material statutory dues were in arrears as at 31 March 2021 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues of income-tax, sales tax, service tax, duty of customs, duty of excise and value added tax which have not been deposited with the appropriate authorities on account of any dispute except as disclosed below:

Name of the Statute	Nature of Dues	Amount involved (in millions)	Amount paid under protest (in millions)	Period to which the amount relates	Forum where Dispute is pending
Income Tax Act, 1961	Income tax	14.63	9.10	2008-2015	ITAT
		417.26	4.30	2005-2006 2013-2014 2015-2017 2018-2019	Appellate authority upto Commissioners level
Sales tax laws	Sales tax	57.36	15.90	2005-2017	Appellate authority upto Commissioners level

The following matters which have been excluded from the table above, have been decided in favour of the Company but the department has preferred appeals at higher levels. The details are given below:

Name of the Statute	Nature of Dues	Amount involved (in millions)	Amount paid under protest (in millions)	Period to which the amount relates	Forum where Dispute is pending
Income Tax Act, 1961	Income tax	1.05	-	2002-2003	High Court
		24.48	1.67	2008-2010 2011-2015	ITAT

- (viii) According to the information and explanations given to us, the Company has not defaulted in repayment of loan or borrowings to its bankers or financial institutions. The Company did not have any loans or borrowings from government or dues to debenture holders during the year.
- (ix) According to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. The term loan taken by the Company during the previous years has been applied for the purpose which they were raised.

- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanation given to us and on the basis of our examination of records of the Company, We draw attention to Note 53 to the standalone financial statements, relating to Managerial Remuneration which explains that the managerial remuneration aggregating to Rs 39.42 million was in accordance with the provision of Section 197 read with schedule V to the Companies Act, 2013. Owing to the inadequacy of profit for the year ended 31 March 2021, the company shall seek approval of the shareholders through a special resolution in the forthcoming annual general meeting. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.
- (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) Based on our examination of the books of the account and according to the information and explanations given to us, all the transactions with the related parties are in compliance with section 177 and Section 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them as referred to in Section 192 of the Act.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable to the Company.

**For B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.: 101248W/W-100022

**Adhir Kapoor**

*Partner*

Membership No.: 098297

UDIN No.: 21098297AAAACI3133

Place: New Delhi

Date: 26 August 2021

**Annexure B to the Independent Auditors' report on the Standalone financial statements of C&S Electric Limited for the period ended 31 March 2021.**

**Report on the internal financial controls with reference to the aforesaid Standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

**(Referred to in paragraph 2 (A) (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**Opinion**

We have audited the internal financial controls with reference to standalone financial statements of C&S Electric limited ("the Company") as of 31 March 2021 in conjunction with our audit of the standalone 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 standalone financial statements and such internal financial controls were operating effectively as at 31 March 2021, based on the internal financial controls with reference to standalone 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 Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 (hereinafter referred to as "the Act").

**Auditors' responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

**Meaning of internal financial controls with reference to Standalone financial statements**

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

**Inherent limitations of internal financial controls with reference to Standalone financial statements**

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

*For B S R & Co. LLP*  
*Chartered Accountants*  
Firm's Registration No.: 101248W/W-100022

Place: New Delhi  
Date: 26 August 2021

**Adhir Kapoor**  
*Partner*  
Membership No.: 098297  
UDIN No.: 21098297AAAACI3133

**C&S Electric Limited**  
**Standalone Balance sheet**  
**As at March 31, 2021**

(All amounts are in INR million except wherever stated otherwise)

Particulars	Note	As at March 31, 2021	As at March 31, 2020
<b>I. ASSETS</b>			
<b>1 Non - current assets</b>			
(a) Property, plant and equipment	2a	1,536.73	2,010.50
(b) Right-of-use assets	2b	282.47	272.21
(c) Capital work-in-progress	3	30.66	13.09
(d) Goodwill	4	-	4.63
(e) Other intangible assets	5	15.43	38.89
(f) Intangible assets under development	6	-	1.41
(g) Financial assets			
(i) Investments	7	-	490.35
(ii) Trade receivables	8 (a)	9.19	6.89
(iii) Other financial assets	9 (a)	34.44	89.65
(h) Deferred tax assets (net)	11	222.99	-
(i) Income tax assets (net)	12	46.32	77.88
(j) Other non current assets	10 (a)	74.77	80.05
		<b>2,253.00</b>	<b>3,085.55</b>
<b>2 Current assets</b>			
(a) Inventories	13	1,872.89	2,836.94
(b) Financial assets			
(i) Investments	14	-	79.71
(ii) Trade receivables	8 (b)	2,572.22	4,480.18
(iii) Cash and cash equivalents	15 (a)	1,436.28	415.78
(iv) Bank balances other than (iii) above	15 (b)	126.91	118.90
(v) Loans	16	1.60	302.40
(vi) Other financial assets	9 (b)	110.81	53.64
(c) Other current assets	10 (b)	167.44	400.52
(d) Current tax assets (net)	25	-	8.75
		<b>6,288.15</b>	<b>8,696.82</b>
		<b>8,541.15</b>	<b>11,782.37</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Equity share capital	17	442.68	442.68
(b) Other equity		3,594.83	4,488.86
		<b>4,037.51</b>	<b>4,931.54</b>
<b>2 Liabilities</b>			
<b>Non - current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	18	9.81	320.96
(ii) Lease liabilities	19 (a)	199.11	129.32
(iii) Other financial liabilities	20 (a)	41.31	48.26
(b) Provisions	21 (a)	202.61	200.55
(c) Deferred tax liabilities (net)	11	-	22.43
		<b>452.84</b>	<b>721.52</b>
<b>3 Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	23	4.78	1,873.30
(ii) Lease liabilities	19 (b)	45.38	40.67
(iii) Trade payables	24		
(A) total outstanding dues of micro enterprises and small enterprises; and		490.00	352.72
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		2,043.46	2,145.68
(iv) Other financial liabilities	20 (b)	903.25	1,260.34
(b) Other current liabilities	22	355.94	437.43
(c) Provisions	21 (b)	178.55	19.17
(d) Current tax liabilities (net)	25	29.44	-
		<b>4,050.80</b>	<b>6,129.31</b>
		<b>4,503.64</b>	<b>6,850.83</b>
<b>Total equity and liabilities</b>		<b>8,541.15</b>	<b>11,782.37</b>

**Significant accounting policies**

1

The accompanying notes from **1 to 58** form an integral part of the standalone financial statements.

As per our report of even date attached

For **B S R & Co. LLP**  
Chartered Accountants  
ICAI Firm registration No.: 101248W/ W-100022

For and on behalf of the Board of Directors  
**C&S Electric Limited**

**Adhir Kapoor**  
Partner  
Membership No. : 098297

**Prakash Kumar Chandraker**  
Managing Director & CEO  
DIN No.: 05150366

**Siddharth Kasera**  
Director  
DIN No.: 09086454

**Manav Adlakha**  
Chief Financial Officer  
PAN.: AEIPA4199N

**Anup Sobti**  
Company Secretary  
ACS No.: 16466

Place : New Delhi  
Date : 26 August 2021

Place : New Delhi  
Date : 26 August 2021

**C&S Electric Limited**  
**Standalone statement of profit and loss**  
**For the year ended March 31, 2021**  
*(All amounts are in INR million except wherever stated otherwise)*

Particulars	Note	For the year ended March 31, 2021	For the year ended March 31, 2020
I Revenue from operations	26	8,593.24	9,831.85
II Other income	27	233.23	130.69
<b>III Total income (I + II)</b>		<b>8,826.47</b>	<b>9,962.54</b>
IV Expenses:			
(a) Cost of materials consumed	28	5,057.24	5,686.56
(b) Purchases of stock-in-trade	29	14.48	27.44
(c) Changes in inventories of finished goods, stock-in-trade and work in progress	30	6.03	(195.33)
(d) Employee benefits expense	31	1,325.54	1,522.59
(e) Finance cost	32	245.81	277.76
(f) Depreciation and amortisation expense	33	325.93	246.06
(g) Provision for impairment of Investment	7&14	93.29	421.70
(h) Other expenses	34	2,568.08	1,836.87
<b>Total expenses (IV)</b>		<b>9,636.40</b>	<b>9,823.65</b>
<b>V (Loss)/ profit before tax (III - IV)</b>		<b>(809.93)</b>	<b>138.89</b>
VI Tax expense:			
(a) Current tax	35 (a)	91.83	119.71
(b) Deferred tax charge	35 (b)	(244.13)	12.97
		<b>(152.30)</b>	<b>132.68</b>
<b>VII Profit for the year from continuing operations (V - VI)</b>		<b>(657.63)</b>	<b>6.21</b>
Discontinued operations:			
(Loss)/ profit from discontinued operations		(148.54)	23.08
Tax Credit on discontinued operations		84.04	8.07
<b>(Loss)/ profit after tax from discontinued operations</b>		<b>(232.58)</b>	<b>15.01</b>
<b>Loss/ profit for the year</b>		<b>(890.21)</b>	<b>21.23</b>
VIII Other comprehensive income			
In respect of continuing operations			
Items that will not be reclassified to profit or loss			
Remeasurements of the defined benefit liabilities		(4.91)	(31.54)
Income tax relating to items that will not be reclassified to profit or loss	35 (c)	1.23	11.16
In respect of discontinued operations			
Items that will not be reclassified to profit or loss			
Remeasurements of the defined benefit liabilities		(0.19)	(1.39)
Income tax relating to items that will not be reclassified to profit or loss	35 (c)	0.05	0.35
<b>Other comprehensive income</b>		<b>(3.82)</b>	<b>(21.42)</b>
<b>IX Total comprehensive income for the year (VII + VIII)</b>		<b>(894.03)</b>	<b>(0.19)</b>
X Basic and diluted earnings per share (of Rs. 10 each):			
(i) Earning per share from continuing operations	46	(14.86)	0.14
(ii) Earning per share from discontinued operations	46	(5.25)	0.34
(iii) Earning per share from continuing and discontinued operations	46	(20.11)	0.48

**Significant accounting policies**

1

The accompanying notes from 1 to 58 form an integral part of the standalone financial statements.

As per our report of even date attached

For **B S R & Co. LLP**  
Chartered Accountants  
ICAI Firm registration No.: 101248W/ W-100022

For and on behalf of the Board of Directors  
**C&S Electric Limited**

**Adhir Kapoor**  
Partner  
Membership No. : 098297

**Prakash Kumar Chandraker**  
Managing Director & CEO  
DIN No.: 05150366

**Siddharth Kasera**  
Director  
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**Manav Adlakha**  
Chief Financial Officer  
PAN.: AEIPA4199N

**Anup Sobti**  
Company Secretary  
ACS No.: 16466

Place : New Delhi  
Date : 26 August 2021

Place : New Delhi  
Date : 26 August 2021



**C&S Electric Limited**
**Standalone Statement of changes in equity for the year ended March 31, 2021**
*(All amounts are in INR million except wherever stated otherwise)*
**a. Equity share capital**

Particulars	As at March 31, 2021	As at March 31, 2020
Opening Balance	442.68	442.68
Changes in equity share capital during the year	-	-
Closing Balance	442.68	442.68

**b. Other equity**

Particulars	Other equity		Other Comprehensive income	Total
	Reserves and surplus			
	General reserve	Surplus in Statement of Profit and Loss		
Balance as at April 1, 2019	681.18	3,977.41	(0.90)	4,657.69
1. Profit for the year	-	21.23	-	21.23
2. Other comprehensive income for the year, net of income tax	-	(21.42)	-	(21.42)
Total comprehensive income for the year	-	(0.19)	-	(0.19)
3. Dividends on equity shares	-	(139.89)	-	(139.89)
4. Corporate dividend tax	-	(28.75)	-	(28.75)
Balance as at March 31, 2020	681.18	3,808.58	(0.90)	4,488.86
1. Profit for the year	-	(890.21)	-	(890.21)
2. Other comprehensive income for the year, net of income tax	-	(3.82)	-	(3.82)
Total comprehensive income for the year	-	(894.03)	-	(894.03)
Balance as at March 31, 2021	681.18	2,914.55	(0.90)	3,594.83

**Significant accounting policies**
**1**

The accompanying notes from **1 to 58** form an integral part of the standalone financial statements.

As per our report of even date attached

For **B S R & Co. LLP**

Chartered Accountants

ICAI Firm registration No.: 101248W/ W-100022

For and on behalf of the Board of Directors

**C&S Electric Limited**
**Adhir Kapoor**

Partner

Membership No. : 098297

**Prakash Kumar Chandraker**

Managing Director &amp; CEO

DIN No.: 05150366

**Siddharth Kasera**

Director

DIN No.: 09086454

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PAN.: AEIPA4199N

**Anup Sobti**

Company Secretary

ACS No.: 16466

Place : New Delhi

Date : 26 August 2021

Place : New Delhi

Date : 26 August 2021

**C&S Electric Limited**  
**Statement of standalone cash flows**  
**For the year ended March 31, 2021**  
*(All amounts are in INR million except wherever stated otherwise)*

Particulars	As at March 31, 2021		As at March 31, 2020	
<b>A. Cash flow from operating activities</b>				
Net (Loss)/ profit before tax	(809.93)		138.89	
(Loss)/ profit before tax from discontinuing operations	(148.54)	(958.47)	23.08	161.97
Adjustments for :				
(Loss)/ profit from discontinued operations, net of income taxes	148.54		(23.08)	
Depreciation and amortisation	325.93		246.06	
Loss / (profit) on sale of Property, plant and equipment	3.72		(1.98)	
Interest expenses	189.57		233.17	
Other borrowing costs	37.57		28.22	
Unwinding of discounts on financial assets	-		1.12	
Interest expense on lease liabilities	18.66		15.25	
Interest income on deposits	(15.77)		(9.41)	
Interest income on overdue trade receivables	(8.88)		(7.59)	
Interest income on financial assets carried at amortised cost	(0.40)		(1.72)	
Dividend income	-		(0.18)	
Net gain arising on financial assets designated at FVTPL	(30.13)		(13.14)	
Net loss on disposal of debt instruments at amortised cost	-		4.31	
Mark to market gain on derivative contracts	(35.45)		-	
Liabilities/ provisions no longer required written back	(23.32)		(4.84)	
Provision for foreseeable loss and others	162.48		-	
Charge for slow moving inventory/ inventory written off	175.19		3.61	
Provision for doubtful debt/ bad debts written off	511.80		47.45	
Provision for impairment of Investment	93.29		421.70	
Unrealised foreign exchange (gain) (net)	49.93		(60.01)	
Profit on sale of Investment	(88.49)		-	
	<b>1,514.24</b>		<b>878.94</b>	
<b>Operating profit before working capital changes</b>		<b>555.77</b>		<b>1,040.91</b>
Changes in working capital:				
Adjustments for (increase) / decrease in operating assets:				
Inventories	35.45		(354.11)	
Trade receivables	449.18		247.12	
Other non-current financial assets	(1.27)		(2.97)	
Other current financial assets	(39.37)		3.92	
Other current assets	156.17		(64.15)	
Other non-current assets	(14.92)		13.75	
Adjustments for increase / (decrease) in operating liabilities:				
Trade payables	691.06		38.30	
Other non-current financial liabilities	0.73		8.32	
Other current financial liabilities	(352.19)		(106.63)	
Other current liabilities	(16.21)		48.68	
Short-term provisions	(0.84)		(12.39)	
Long-term provisions	9.79		12.35	
	<b>917.58</b>		<b>(167.81)</b>	
<b>Cash flow from operating activities</b>		<b>1,473.35</b>		<b>873.10</b>
Income taxes paid		(114.87)		(177.56)
Net cash flow from operating activities - continuing operations		1,358.48		695.54
Net cash used in operating activities - discontinuing operations		(11.63)		(205.66)
<b>Net cash flow from operating activities - continuing and discontinuing operations (A)</b>		<b>1,346.85</b>		<b>489.88</b>
<b>B. Cash flow from investing activities</b>				
Capital expenditure on Property, plant and equipment	(291.75)		(256.29)	
Proceeds from sale of Property, plant and equipment	55.56		4.37	
Purchase of investments	-		(7.95)	
Sale of investments	676.10		97.50	
Loan to employees	1.16		36.42	
Interest income on deposits	-		8.54	
Dividend income	-		0.18	
Movement in bank balances not considered as cash and cash equivalents	(8.01)		1.04	
Net cash flow from/ (used in) investing activities - continuing operations		433.06		(116.19)
Net cash flow from investing activities - discontinuing operations		1,464.09		61.41
<b>Net cash flow from/ (used in) investing activities - continuing and discontinuing operations (B)</b>		<b>1,897.15</b>		<b>(54.78)</b>
<b>C. Cash flow from financing activities</b>				
Proceeds from borrowings (Include foreign exchange loss of Rs. 39.81 (previous Year Rs. Nil))	210.19		38.99	
Repayment of borrowings	(264.04)		(226.77)	
Net increase in working capital borrowings	(1,868.51)		527.13	
Interest expenses	(196.55)		(231.22)	
Other borrowing costs	(37.57)		(28.22)	
Repayment of lease liabilities and interest	(56.08)		(46.57)	
Dividends paid	-		(139.89)	
Corporate dividend tax	-		(28.75)	
Net cash used in financing activities - continuing operations		(2,212.56)		(135.30)
Net cash used in financing activities - discontinuing operations		(10.94)		(15.67)
<b>Net cash used in financing activities - continuing and discontinuing operations (C)</b>		<b>(2,223.50)</b>		<b>(150.97)</b>
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>		<b>1,020.50</b>		<b>284.13</b>
Cash and cash equivalents at the beginning of the year		415.78		131.65
Cash and cash equivalents from acquisition		-		-
<b>Cash and cash equivalents at the end of the year</b>		<b>1,436.28</b>		<b>415.78</b>
<b>Cash and cash equivalents comprise:</b>				
Cash in hand		0.29		1.39
Cheques / drafts in hand		-		0.82
Balances with banks				
(i) In current accounts		471.86		413.57
(ii) In deposits accounts with original maturity of less than 3 months		964.13		-
(Refer note 15a)		<b>1,436.28</b>		<b>415.78</b>

Movement in financial liabilities	Non-current borrowings	Current Borrowings	Total
As at April 1, 2020	320.96	2,095.74	2,416.70
Proceeds from borrowings	-	249.98	249.98
Repayments of borrowings	(311.15)	(1,821.40)	(2,132.55)
As at March 31, 2021	<b>9.81</b>	<b>524.33</b>	<b>534.13</b>

The above statement of cash flow has been prepared under the "indirect method" as set out in Ind AS-7 - "Statement of cash flow".

**Significant accounting policies**

1

The accompanying notes from 1 to 58 form an integral part of the standalone financial statements.

As per our report of even date attached

For **B S R & Co. LLP**  
Chartered Accountants  
ICAI Firm registration No.: 101248W/ W-100022

For and on behalf of the Board of Directors  
**C&S Electric Limited**

**Adhir Kapoor**  
Partner  
Membership No.: 098297

**Prakash Kumar Chandraker**  
Managing Director & CEO  
DIN No.: 05150366

**Siddharth Kasera**  
Director  
DIN No.: 09086454

**Manav Adlakha**  
Chief Financial Officer  
PAN.: AEIP4199N

**Anup Sobti**  
Company Secretary  
ACS No.: 16466

Place : New Delhi  
Date : 26 August 2021

Place : New Delhi  
Date : 26 August 2021

**C&S Electric Limited**
**Notes forming part of the standalone financial statements for the year ended March 31, 2021**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 1 - General information and Significant Accounting Policies**
**Note 1.1 - General information**

C&S Electric Limited ('The Company') is a limited company incorporated in India, having registered office at 222, Okhla phase - III, New Delhi - 110 020 and having principal place of business in New Delhi, Noida, Greater Noida, Haridwar and Assam.

The Company's operations and principal activities includes manufacturing and business of electrical switchgear, controlgears, contactors, miniature circuit breakers (MCBs), electrical and electronic panels, protection and measurement devices, bus ducts, bus trunkings, lighting & wiring products and generation of Solar power etc.

**Note 1.2 - Basis of preparation and presentation**
**I. Statement of compliance**

The Standalone financial statements ("financial statements") have been prepared to comply in all material aspects with the Indian Accounting Standard (Ind AS) notified under section 133 of the Companies Act, 2013, read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended.

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act 2013 ("The Act") and other relevant provisions of the Act, as applicable.

Accounting policy has been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a changes in the accounting policy hitherto in use.

**II. Functional and presentation currency**

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest million upto two decimal places, unless otherwise indicated.

**III. Basis of measurement**

The financial statements have been prepared on the historical cost basis except for following items:

Items	Measurement Basis
Certain financial assets and liabilities	Fair Value
Net defined benefits (assets)/liability	Fair value of plan assets less present value of defined benefits obligations

**IV. Use of estimates and judgement**

The preparation of the financial statements in conformity with recognition and measurement principles of Ind AS requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which estimates are revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods. The following are the key assumptions concerning the future, and other sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities in future are:

- (i) Useful lives and residual value of property, plant and equipment, intangible assets and investment properties : Useful life and residual value are determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc and same is reviewed at each financial year end.
- (ii) Impairment of investments : The Company has reviewed its carrying value of long term investments in equity shares of subsidiaries and other companies carried at cost/amortized cost at the end of each reporting period. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.
- (iii) Deferred tax assets : The Company has reviewed the carrying amount of deferred tax assets including MAT credit at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.
- (iv) Revenue Recognition : Provision for Sales Returns and Discounts are estimated based on past experience, market conditions and announced schemes.

**V. Measurement of fair values**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

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

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

**VI. Operating Cycle**

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

**Note 1.3 - Significant Accounting Policies**
**I. Revenue recognition**

Effective April 1, 2018, the Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts. The Company has adopted Ind AS 115 using the cumulative effect method. The effect of initially applying this standard is recognised at the date of initial application (i.e. April 1, 2018). The standard is applied retrospectively only to contracts that are not completed as at the date of initial application – i.e. the comparative information continues to be reported under Ind AS 18 and Ind AS 11.

**C&S Electric Limited**
**Notes forming part of the standalone financial statements for the year ended March 31, 2021**
*(All amounts are in INR million except wherever stated otherwise)*

Sale of goods : - Revenue is recognised on satisfaction of performance obligation upon transfer of control of promised products or services to customer in an amount that reflect the consideration the Company expects to receive in exchange of this product and service. Revenue is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts, cash discounts and volume rebates.

Income from services :- Revenue from sale of power is recognised based on generated electricity units supplied to the customer.

Income from erection / work contracts :- When the outcome of a erection / work contracts can be estimated reliably, revenue and costs are recognised by reference to the stage of completion of the contract activity at the end of the reporting period, measured based on the proportion of contract costs incurred for work performed to date relative to the estimated total contract costs, except where this would not be representative of the stage of completion. Variations in contract work, claims and incentive payments are included to the extent that the amount can be measured reliably and its receipt is considered probable.

When the outcome of a erection / work contracts cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred that it is probable will be recoverable. Contract costs are recognised as expenses in the period in which they are incurred. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

Other income : - Dividend income from investments is recognised when the shareholder's right to receive the payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefit will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective rate applicable, which is the rate that discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition.

**II. Property, Plant and Equipment**

i. Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2015 measured as per the previous GAAP. Cost is inclusive of inward freight, duties and taxes and incidental expenses related to acquisition or construction. All upgradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss. Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortizes the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value over their useful lives. Freehold Land is not depreciated.

**ii. Capital work-in-progress**

Projects under which property plant and equipment are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses.

**III. Intangible assets :**

i. Intangible assets that the Company controls and from which it expects future economic benefits are capitalised upon acquisition and measured initially:

- for assets acquired in a business combination, at fair value on the date of acquisition.
- for separately acquired assets, at cost comprising the purchase price (including import duties and non refundable taxes) and directly attributable costs to prepare the asset for its intended use. Internally generated assets for which the cost is clearly identifiable are capitalised at cost. Research expenditure is recognised as an expense when it is incurred. Development costs are capitalised only after the technical and commercial feasibility of the asset for sale or use has been established. Thereafter, all directly attributable expenditure incurred to prepare the asset for its intended use are recognised as the cost of such assets. Internally generated brands and websites are not recognised as intangible assets. The carrying value of intangible assets includes deemed cost which represents the carrying value of intangible assets recognised as at 1st April, 2015 measured as per the previous GAAP.

The useful life of an intangible asset is considered finite where the rights to such assets are limited to a specified period of time by contract or law (e.g. patents, licenses and trademarks) or the likelihood of technical, technological obsolescence (e.g. computer software, design, prototypes) or commercial obsolescence (e.g. lesser known brands are those to which adequate marketing support may not be provided). If, there are no such limitations, the useful life is taken to be indefinite. Intangible assets that have finite lives are amortized over their estimated useful lives by the straight line method unless it is practical to reliably determine the pattern of benefits arising from the asset. An intangible asset with an indefinite useful life is not amortized. All intangible assets are tested for impairment. Amortization expenses and impairment losses and reversal of impairment losses are taken to the Statement of Profit and Loss. Thus, after initial recognition, an intangible asset is carried at its cost less accumulated amortization and / or impairment losses. The useful lives of intangible assets are reviewed annually to determine if a reset of such useful life is required for assets with finite lives and to confirm that business circumstances continue to support an indefinite useful life assessment for assets so classified. Based on such review, the useful life may change or the useful life assessment may change from indefinite to finite. The impact of such changes is accounted for as a change in accounting estimate.

**ii. Intangible assets under development**

Expenditure on intangible assets eligible for capitalisation are carried as Intangible assets under development where such assets are not yet ready for their intended use.

**IV. A. Depreciation / amortisation**

i. The Company is following the straight line method of depreciation in respect of buildings, plant and machinery, office equipment and written down value method in respect of other assets.

ii. Depreciation on all tangible assets is provided on the basis of estimated useful life and residual value determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset etc., as given below:

Estimated useful lives :-

Asset	Useful Life
Buildings	30-60 years
Plant and Equipment	3-15 years
Furniture and Fixtures	10 years
Vehicles	8-10 years
Office Equipments	5 years
Leasehold improvement	Shorter of lease period or above estimated useful life

**C&S Electric Limited**
**Notes forming part of the standalone financial statements for the year ended March 31, 2021**
*(All amounts are in INR million except wherever stated otherwise)*

- iii. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.
- iv. Intangible assets, comprising of development expenditure on technical know how and commercial rights are amortised on a straight line method over the period of their useful life.
- v. Goodwill arising on acquisition of business is carried at cost as established at the date of acquisition of the business, less accumulated amortisation and impairment losses, if any.  
For the purpose of impairment testing, Goodwill is allocated to each of the Company's cash generating units that is expected to benefit from the synergies of the combinations.

**B. Impairment**
**(i). Financial assets**

The Company recognizes loss allowances using the expected credit loss for the financial assets which are not measured at fair value through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime expected credit loss.

**(ii). Non - financial assets**
**Tangible and intangible assets**

Property, plant and equipment and intangible assets are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit or loss. The Company review/assess at each reporting date if there is any indication that an asset may be impaired.

**V. Foreign Currency Transactions**

Transactions in foreign currency are recorded on initial recognition at the exchange rate prevailing at the time of transaction.

Monetary items (i.e. receivables, payables, loans etc.) denominated in foreign currency are reported using the closing exchange rate on each balance sheet date.

The exchange differences arising on the settlement of monetary items or on reporting these items at rates different from rates at which these were initially recorded / reported in previous financial statements are recognised as income / expense in the period in which they arise.

**VI. Financial Instruments**
**Initial recognition**

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of financial asset or financial liabilities, as appropriate, on initial recognition.

**Subsequent measurement**
**Non derivative financial instruments**

**(i) Financial assets carried at amortised cost** : A financial asset is subsequently measured at amortised cost if it is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**(ii) Financial assets carried at fair value through other comprehensive income (FVTOCI)**: A financial asset is subsequently measured at FVTOCI if it is held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in other comprehensive income.

**(iii) Investment in subsidiaries and Joint Venture** : Investment in subsidiaries and joint venture is carried at cost less impairment, if any, in the separate financial statements.

**(iv) Financial assets carried at fair value through profit or loss (FVTPL)**: A financial asset which is not classified in any of the above categories are subsequently measured at fair value through profit or loss.

**(v) Financial liabilities** : Financial liabilities are subsequently measured at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**Derecognition**
**i) Financial assets:**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

**ii) Financial liabilities:**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

**Offsetting**

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

**VII. Impairment of investments**

The Company reviews its carrying value of long term investments in equity shares of subsidiaries and other companies carried at cost / amortized cost at the end of each reporting period. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

**C&S Electric Limited**
**Notes forming part of the standalone financial statements for the year ended March 31, 2021**
*(All amounts are in INR million except wherever stated otherwise)*
**VIII. Inventories**

Finished goods and Stock-in-trade are valued at lower of cost and net realisable value.

Work in progress on works contracts, awaiting billing is valued at proportionate contract value.

The bases of determining costs for various categories of inventories are as follows:-

- |                                     |  |
|-------------------------------------|--|
| Raw material and components         | - Weighted average   |
| Work in progress and finished goods | - Weighted material cost plus appropriate share of labour and other overheads. |
| Work in progress at works contracts | - Weighted material cost, direct labour and other direct expenses.             |

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished goods. Raw materials and other supplies held for use in production of finished goods are not written down below cost, except in cases where material prices have declined, and it is estimated that the cost of the finished goods will exceed its net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis.

**IX. Employee Benefits**

The Company has various schemes of employee benefits such as provident fund, superannuation fund, gratuity and leave encashment, which are dealt with as under:

- i. Contributions to provident fund are charged to statement of profit and loss every year.
- ii. Contributions towards Superannuation Scheme of Life Insurance Corporation of India are charged to statement of profit and loss every year.
- iii. Contributions are made towards Gratuity Scheme of Life Insurance Corporation of India. Provision for gratuity is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Re-measurement comprising actuarial gains and losses and return on plan assets (excluding net interest) are recognized in the other comprehensive income for the period in which they occur and is not reclassified to profit or loss.
- iv. Provision for leave encashment (including long term compensated absences) is made based on an actuarial valuation. Actuarial gains and losses are recognized in the statement of profit and loss for the period in which they occur.
- v. Liability on account of short term employee benefits, comprising largely of compensated absences and performance incentives, is recognised on an undiscounted accrual basis during the period when the employee renders service.

**X. Contingent liabilities and provisions**

Contingent liabilities are disclosed after evaluation of the facts and legal aspects of the matter involved, in line with the provisions of Ind AS 37. The Company records a liability for any claims where a potential loss probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the Company provides disclosures in the financial statements but does not record a liability in its financial statements unless the loss becomes probable.

Provisions are recognised when the Company has a legal / constructive obligation as a result of a past event, for which it is probable that a cash outflow may be required and a reliable estimate can be made of the amount of the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

**XI. Research and development**

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss unless a product's technical feasibility has been established, in which case such expenditure is capitalised. The amount capitalised comprises expenditure that can be directly attributed or allocated on a reasonable and consistent basis to creating, producing and making the asset ready for its intended use. Property plant and equipment utilised for research and development are capitalised and depreciated in accordance with the policies stated for the same.

**XII. Business combinations**

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Company elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 "Income Tax" and Ind AS 19 "Employee Benefits" respectively.

When the Company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

**XIII. Earnings per share**

Basic earnings / (loss) per share is calculated by dividing the net profit / (loss) for the current year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The number of shares used in computing diluted earnings per share comprises the weighted average share considered for calculating basic earnings / (loss) per share, and also the weighted average number of shares, which would have been issued on the conversion of all dilutive potential equity shares. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate.

**XIV. Income taxes**

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. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss i.e. in other comprehensive income. 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.

**C&S Electric Limited**
**Notes forming part of the standalone financial statements for the year ended March 31, 2021**
*(All amounts are in INR million except wherever stated otherwise)*

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the reporting date. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off.

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 reassessed 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.

**XV. Borrowing cost**

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

**XVI. Ind AS 116 "Leases"**

Effective 1 April 2019, the Company has applied Ind AS 116 using modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under Ind AS 17. The details of accounting policies under Ind AS 17 are disclosed separately if they are different from those under Ind AS 116 and the impact of changes is disclosed a note below.

**Policy applicable from 1 April 2019**

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. 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 assess whether:

the contract involves the use of an identified asset - this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;

the Company has the right to obtain substantially all of the economic benefits from use of the asset through the period of use; and  
the Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases, where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:

- the Company has the right to operate the asset; or
- the Company designed the asset in a way that predetermines how and for what purpose it will be used

An entity shall reassess whether a contract is, or contains, a lease only if the terms and conditions of the contract are changed.

This policy is applicable to contracts entered into, or changed, on or after 1 April 2019.

At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

Company as lessee

The Company accounts for assets taken under lease arrangement in the following manner:

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right of use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentive received

The right of use asset is subsequently depreciated using the straight line method from the commencement date to the end of the lease term. The estimated useful lives of right-of-use assets are determined on the basis of remaining lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the fixed payments, including in-substance fixed payments.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

**Short-term leases and leases of low-value assets**

The Company has elected not to recognise right-of use assets and lease liabilities for short term leases that have a lease term of 12 months or less and leases of low value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

**Policy applicable before 1 April 2019**

In the comparative period, a lease arrangement is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement.

**Finance leases**

Assets held under finance lease are initially recognised as assets at the fair value at the inception of lease or at the present value of the minimum lease payments, whichever is lower. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing cost.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.



**C&S Electric Limited****Notes forming part of the standalone financial statements for the year ended March 31, 2021**

*(All amounts are in INR million except wherever stated otherwise)*

**Operating leases**

Lease rental expenses from operating leases is generally recognised on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

**XVII. Discontinued operations**

A discontinued operation is a division of Company's business, the operations and cash flows of which can be clearly distinguished from those of the rest of the Company and which represents a separate major line of business or geographical area of operations and is a part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; or is a subsidiary acquired exclusively with a view to re-sale.

Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if either.

When an operation is classified as discontinued operation, the comparative statement of profit and loss is re-presented as if the operation had been discontinued from the start of the comparative period.

**Note 1.4 - Recent accounting pronouncement issued but not yet effective upto the date of issuance of financial statements**

"On March 24, 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from 1 April 2021."



**Note 2a - Property, plant and equipment**

As at March 31, 2021

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount	
	As at March 31, 2020	Additions	Disposals / discard of assets	Transferred to discontinued operations	As at March 31, 2021	Depreciation for the year	Eliminated on disposal / discard of assets	Transferred to discontinued operations	As at March 31, 2021	As at March 31, 2020
<b>LAND</b>										
Leasehold land under perpetual lease	10.59	-	-	(10.59)	-	-	-	-	-	10.59
Freehold land	7.44	-	(0.74)	(6.70)	-	-	-	-	-	7.44
	<b>18.03</b>	-	<b>(0.74)</b>	<b>(17.29)</b>	-	-	-	-	-	<b>18.03</b>
<b>BUILDINGS</b>										
Factory buildings	639.29	62.55	(47.84)	(150.67)	<b>503.33</b>	38.21	(17.69)	(38.09)	<b>113.04</b>	508.67
Office buildings	35.59	-	-	(35.58)	<b>0.01</b>	0.58	-	(3.89)	<b>0.01</b>	32.27
Leasehold improvements	100.39	12.86	-	(14.16)	<b>99.09</b>	21.84	-	(1.34)	<b>24.97</b>	78.56
Temporary shed	2.36	3.08	-	(0.40)	<b>5.04</b>	0.59	-	(0.17)	<b>3.46</b>	1.77
	<b>777.63</b>	<b>78.49</b>	<b>(47.84)</b>	<b>(200.81)</b>	<b>607.47</b>	<b>44.42</b>	<b>(17.69)</b>	<b>(43.49)</b>	<b>139.60</b>	<b>621.27</b>
<b>PLANT AND EQUIPMENT</b>										
Plant and machinery	1,099.80	85.69	(54.20)	(272.81)	<b>858.48</b>	93.76	(48.28)	(122.07)	<b>410.57</b>	612.64
Laboratory testing equipment	51.20	1.51	(0.05)	(10.82)	<b>41.84</b>	24.26	5.49	(0.03)	<b>26.19</b>	26.95
Tools, dies, jigs and fittings (refer note (i) below)	804.20	79.52	(204.45)	(22.01)	<b>657.26</b>	114.22	(201.39)	(7.03)	<b>121.44</b>	588.56
Generator	23.79	5.42	(0.43)	(1.94)	<b>26.84</b>	2.22	(0.48)	(1.23)	<b>11.91</b>	12.39
Storage weighing and handling equipment	27.52	0.11	(1.03)	(8.53)	<b>18.07</b>	9.87	(0.94)	(2.72)	<b>8.51</b>	17.65
Air conditioner	15.99	3.10	(0.31)	(5.68)	<b>13.10</b>	11.88	(0.31)	(4.96)	<b>8.08</b>	4.11
Computer	98.31	9.89	(8.29)	(25.82)	<b>74.09</b>	19.84	(8.20)	(18.39)	<b>54.11</b>	37.44
	<b>2,120.81</b>	<b>185.24</b>	<b>(268.76)</b>	<b>(347.61)</b>	<b>1,689.68</b>	<b>239.30</b>	<b>(259.63)</b>	<b>(159.93)</b>	<b>640.81</b>	<b>1,299.74</b>
<b>FURNITURE AND FIXTURES</b>										
Furniture and fixtures	23.71	4.11	(3.98)	(10.92)	<b>12.92</b>	2.37	(3.96)	(6.84)	<b>8.76</b>	6.52
	<b>23.71</b>	<b>4.11</b>	<b>(3.98)</b>	<b>(10.92)</b>	<b>12.92</b>	<b>2.37</b>	<b>(3.96)</b>	<b>(6.84)</b>	<b>8.76</b>	<b>6.52</b>
<b>VEHICLES</b>										
Vehicles	107.75	-	(87.11)	(6.20)	<b>14.44</b>	14.38	(58.15)	(3.40)	<b>7.10</b>	53.48
	<b>107.75</b>	<b>-</b>	<b>(87.11)</b>	<b>(6.20)</b>	<b>14.44</b>	<b>14.38</b>	<b>(58.15)</b>	<b>(3.40)</b>	<b>7.10</b>	<b>53.48</b>
<b>OFFICE EQUIPMENT</b>										
Office equipment	27.20	6.88	(9.16)	(13.43)	<b>11.49</b>	4.41	(9.12)	(8.04)	<b>3.00</b>	11.45
	<b>27.20</b>	<b>6.88</b>	<b>(9.16)</b>	<b>(13.43)</b>	<b>11.49</b>	<b>4.41</b>	<b>(9.12)</b>	<b>(8.04)</b>	<b>3.00</b>	<b>11.45</b>
	<b>3,075.13</b>	<b>274.72</b>	<b>(417.59)</b>	<b>(596.26)</b>	<b>2,336.00</b>	<b>304.88</b>	<b>(348.55)</b>	<b>(221.70)</b>	<b>799.27</b>	<b>2,010.50</b>

(i) The cost of finished and semi finished tools, dies, jigs and fittings manufactured during the year in the tool room and included in Property, plant and equipment at Rs.38.93 (previous year Rs. 61.57) has been determined on the basis of estimates of the technical personnel of the Company, for materials used and labour hours spent on each such tools, dies, jigs and fittings.

(ii) For lien / charge against Property, plant and equipment refer note 18 and 23.

(iii) During the current year, the company has done the physical verification of Property plant and equipment as per the program and written off the asset amounting to Rs. 17.48 (Gross Block: Rs. 185.23 and Net Block: Rs. 17.48) for the assets which were not physically available.

**Note 2b - Right-of-use assets**

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount	
	As at March 31, 2020	Additions	Disposals / discard of assets	Transferred to discontinued operations	As at March 31, 2021	Depreciation for the year	Disposals / discard of assets	Transferred to discontinued operations	As at March 31, 2021	As at March 31, 2020
<b>Leasehold Land</b>										
Buildings	146.00	51.41	(17.54)	(88.72)	<b>91.15</b>	10.96	(6.54)	(8.70)	<b>4.58</b>	137.14
	172.14	105.50	-	-	<b>277.64</b>	37.07	-	-	<b>81.74</b>	135.07
	<b>318.14</b>	<b>156.91</b>	<b>(17.54)</b>	<b>(88.72)</b>	<b>368.79</b>	<b>55.63</b>	<b>(6.54)</b>	<b>(8.70)</b>	<b>86.32</b>	<b>272.21</b>

(i) The Company had adopted Ind AS 116, effective annual reporting period beginning April 1, 2019 and had applied the standard to its leases by using modified retrospective approach and accordingly had recognised right of use assets and lease liability on the basis of lease payment remaining outstanding as of April 1, 2019 by discounting it at an incremental rate of 8.5% of borrowing at the date of initial application i.e. 1 April 2019. As a result of initially applying Ind AS 116, in relation to the leases that were previously classified as operating leases, on 1 April 2019, the Company had recognized, a lease liability amounting to Rs.192.37 and Right-of-Use (ROU) assets amounting to Rs. 307.06. Further in relation to those leases under Ind AS 116, the Company had recognized depreciation and finance cost, instead of operating lease expense. During the year ended March 31, 2021, the Company has recognized depreciation amounting to Rs. 55.63 (Previous Year Rs. 45.93) and finance cost amounting to Rs. 21.57 (Previous Year Rs. 21.78) from these leases.

(ii) The impact on the statement of profit and loss account is as below :

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Rent expenses is lower by	63.31	46.56
Depreciation is higher by	51.70	45.93
Finance cost is higher by	18.66	21.78
<b>Profit before tax is lower by</b>	<b>7.05</b>	<b>21.15</b>

(iii) The Company has recognised as rent expense during the year Rs. 3.59 (Previous Year Rs. 35.42) which includes short term lease/low value asset which were not recognised as part of right of use asset. (Refer note 34)

Particulars	As at March 31, 2020	Addition	Transfer / Capitalisation	Transferred to discontinued operations	As at March 31, 2021
<b>Note 3 - Capital work-in-progress</b>	13.09	29.88	(6.92)	(5.39)	30.66

Particulars	Gross carrying amount			Net carrying amount	
	As at March 31, 2020	Additions	Transferred to discontinued operations	As at March 31, 2021	As at March 31, 2020
<b>Note 4 - Goodwill</b>	4.63	-	(4.63)	-	4.63
<b>Total</b>	<b>4.63</b>	<b>-</b>	<b>(4.63)</b>	<b>-</b>	<b>4.63</b>

Particulars	Gross carrying amount				Accumulated amortisation		Net carrying amount	
	As at March 31, 2020	Additions	Disposals / discard of assets	Transferred to discontinued operations	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
<b>Note 5 - Other Intangible assets</b>	25.89	-	-	-	25.89	25.88	0.01	0.01
Technical know how	70.25	8.77	-	(71.4)	71.88	54.96	15.42	15.29
Softwares	83.32	6.24	-	(67.23)	22.33	59.73	-	23.59
<b>Total</b>	<b>179.46</b>	<b>15.01</b>	<b>-</b>	<b>(74.37)</b>	<b>120.10</b>	<b>140.57</b>	<b>15.43</b>	<b>38.89</b>

Particulars	As at March 31, 2020	Addition	Transfer / Capitalisation	Transferred to discontinued operations	As at March 31, 2021
<b>Note 6 - Intangible assets under development</b>	1.41	5.93	(1.97)	(5.37)	-

**C&S Electric Limited**  
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**Note 2a - Property, plant and equipment**  
**As at March 31, 2020**

Particulars	Gross carrying amount				Accumulated depreciation			Net carrying amount	
	As at March 31, 2019	Additions	Disposals / discard of assets	As at March 31, 2020	As at March 31, 2019	Depreciation for the year	Eliminated on disposal / discard of assets	As at March 31, 2020	As at March 31, 2019
<b>LAND</b>									
Leasehold land under perpetual lease	10.59	-	-	10.59	-	-	-	-	10.59
Freehold land	7.44	-	-	7.44	-	-	-	7.44	7.44
	<b>18.03</b>			<b>18.03</b>				<b>18.03</b>	<b>18.03</b>
<b>BUILDINGS</b>									
Factory buildings	621.93	17.53	(0.17)	639.29	104.64	26.06	(0.08)	130.61	517.29
Office buildings	35.44	0.15	-	35.59	2.63	0.69	-	3.32	32.27
Leasehold improvements	96.41	3.98	-	100.39	16.55	5.28	-	21.84	79.86
Temporary shed	0.40	1.96	-	2.36	0.04	0.55	-	0.59	0.36
	<b>754.18</b>	<b>23.62</b>	<b>(0.17)</b>	<b>777.63</b>	<b>123.86</b>	<b>32.58</b>	<b>(0.08)</b>	<b>156.36</b>	<b>630.32</b>
<b>PLANT AND EQUIPMENT</b>									
Plant and machinery	997.48	103.02	(0.70)	1,099.80	388.32	99.17	(0.33)	487.16	609.16
Laboratory testing equipment	46.90	4.30	-	51.20	18.82	5.44	-	24.26	28.08
Tools, dies, jigs and fittings (refer note (i) below)	715.33	88.87	-	804.20	160.57	55.07	-	215.64	554.76
Generator	23.52	0.27	-	23.79	9.16	2.24	-	11.40	12.39
Storage weighing and handling equipment	25.11	2.41	-	27.52	7.45	2.42	-	9.87	17.66
Air conditioner	14.56	1.43	-	15.99	10.12	1.76	-	11.88	4.44
Computer	77.02	24.19	(2.90)	98.31	45.29	18.44	(2.87)	60.86	31.73
	<b>1,899.92</b>	<b>224.49</b>	<b>(3.60)</b>	<b>2,120.81</b>	<b>639.73</b>	<b>184.54</b>	<b>(3.20)</b>	<b>821.07</b>	<b>1,299.74</b>
<b>FURNITURE AND FIXTURES</b>									
Furniture and fixtures	20.44	3.27	-	23.71	15.25	1.94	-	17.19	6.52
	<b>20.44</b>	<b>3.27</b>		<b>23.71</b>	<b>15.25</b>	<b>1.94</b>		<b>17.19</b>	<b>6.52</b>
<b>VEHICLES</b>									
Vehicles	72.81	43.34	(8.40)	107.75	52.14	8.63	(6.50)	54.27	53.48
	<b>72.81</b>	<b>43.34</b>	<b>(8.40)</b>	<b>107.75</b>	<b>52.14</b>	<b>8.63</b>	<b>(6.50)</b>	<b>54.27</b>	<b>53.48</b>
<b>OFFICE EQUIPMENT</b>									
Office equipment	23.73	3.47	-	27.20	11.45	4.30	-	15.75	11.45
	<b>23.73</b>	<b>3.47</b>		<b>27.20</b>	<b>11.45</b>	<b>4.30</b>		<b>15.75</b>	<b>11.45</b>
	<b>2,789.11</b>	<b>298.19</b>	<b>(12.17)</b>	<b>3,075.13</b>	<b>842.43</b>	<b>231.98</b>	<b>(9.78)</b>	<b>1,064.64</b>	<b>2,010.50</b>
									<b>1,946.68</b>

(i) The cost of finished and semi finished tools, dies, jigs and fittings manufactured during the year in the tool room and included in Property, Plant and Equipment at Rs.61.57 (previous year Rs. 57.35) has been determined on the basis of estimates of the technical personnel of the Company, for materials used and labour hours spent on each such tools, dies, jigs and fittings.  
(ii) For lien / charge against Property, Plant and Equipment refer note 18 and 23.

**Note 2b - Right-of-use assets**

Particulars	Gross carrying amount			Accumulated depreciation			Net carrying	
	As at March 31, 2019	Transition impact of INDAS 116	Additions	Disposals / discard of assets	As at March 31, 2019	Depreciation for the year	Disposals / discard of assets	As at March 31, 2020
Leasehold Land	-	146.00	-	-	146.00	-	8.86	137.14
Buildings	-	161.06	11.08	-	172.14	-	37.07	135.07
		<b>307.06</b>	<b>11.08</b>		<b>318.14</b>		<b>45.93</b>	<b>272.21</b>

(i) The Company has adopted Ind AS 116, effective annual reporting period beginning April 1, 2019 and applied the standard to its leases by using modified retrospective approach and accordingly recognised right of use assets and lease liability on the basis of lease payment remaining outstanding as of April 1, 2019 by discounting it at an incremental rate of 8.5% of borrowing at the date of initial application i.e. 1 April 2019. The Company has not restated comparative figures for the year ended 31 March 2019 availing exemption given in modified retrospective approach. As a result of initially applying Ind AS 116, in relation to the leases that were previously classified as operating leases, On 1 April 2019, the Company has recognized, a lease liability amounting to Rs. 192.37 and Right-of-Use (ROU) assets amounting to Rs. 307.06 . Further in relation to those leases under Ind AS 116, the Company has recognized depreciation and finance cost, instead of operating lease expense. During the year ended March 31, 2020, the Company has recognized depreciation amounting to Rs. 45.93 and finance cost amounting to Rs. 21.78 from these leases.

**C&S Electric Limited**  
**Notes forming part of the standalone financial statements**  
*(All amounts are in INR million except wherever stated otherwise)*

(ii) The impact on the statement of profit and loss account for the year ended March 31, 2020 is as below :

Particulars	Year Ended March 31, 2020
Rent expenses is lower by	46.56
Depreciation is higher by	45.93
Finance cost is higher by	21.78
<b>Profit before tax is lower by</b>	<b>21.15</b>

(iii) . The Company has recognised Rs. 35.42 as rent expense during the year which includes short term lease/ low value asset which were not recognised as part of right of use asset. (Refer note 34)

Particulars	As at March 31, 2019	Addition	Transfer / Capitalisation	As at March 31, 2020
<b>Note 3 - Capital work-in-progress</b>	11.22	57.25	(55.38)	13.09

Particulars	Gross carrying amount		Net carrying amount	
	As at March 31, 2019	Additions	As at March 31, 2020	As at March 31, 2019
<b>Note 4 - Goodwill</b>	4.63	-	4.63	4.63
<b>Total</b>	<b>4.63</b>	<b>-</b>	<b>4.63</b>	<b>4.63</b>

Particulars	Gross carrying amount			Accumulated amortisation			Net carrying amount	
	As at March 31, 2019	Additions	Disposals / discard of assets	As at March 31, 2020	As at March 31, 2019	Depreciation for the year	Eliminated on disposal / discard of assets	As at March 31, 2020
<b>Note 5 - Other Intangible assets</b>	25.89	-	-	25.89	25.88	-	-	0.01
Technical know how	65.71	4.54	-	70.25	46.56	8.40	-	15.29
Softwares	77.26	6.06	-	83.32	47.76	11.97	-	23.59
<b>Total</b>	<b>168.86</b>	<b>10.60</b>	<b>-</b>	<b>179.46</b>	<b>120.20</b>	<b>20.37</b>	<b>-</b>	<b>38.89</b>
								<b>48.66</b>

Particulars	As at March 31, 2019	Addition	Transfer / Capitalisation	As at March 31, 2020
<b>Note 6 - Intangible assets under development</b>	-	1.41	-	1.41

C&S Electric Limited

Notes forming part of the standalone financial statements

(All amounts are in INR million except wherever stated otherwise)

**Note 7 - Non-current investments**

Particulars	As at March 31, 2021		As at March 31, 2020	
	Qty (in nos)	Amount	Qty (in nos)	Amount
<b>Investment in equity instruments (valued at cost)</b> <b>(Unquoted, in subsidiary companies)</b> Fully paid up shares				
EON Telesystems Private Limited	-	-	10,000	0.10
C&S (Nantong) Electric Limited	-	-	*	124.90
C&S Electric International BV (refer note (iii) below) (Net off provision for impairment of Rs. Nil (Previous Year: Rs. 539.33))	-	-	10,018,000	250.04
C&S Electric U.K. Limited	-	-	75,000	6.69
<b>Total investments in subsidiaries</b>		-		<b>381.73</b>
<b>(Unquoted, in joint ventures)</b> Fully paid equity shares of Rs. 10 each C&S Himoina Private Limited	-	-	14,200,000	94.51
RS Components & Controls (India) Limited	-	-	10,000	0.10
TC Electric Controls LLC (Net off provision for impairment of Rs. 13.58 (Previous Year: Rs. Nil))	-	-	-	13.58
<b>Total investments in joint ventures</b>		-		<b>108.19</b>
<b>Investment in equity instruments at FVTPL</b> Fully paid equity shares of Rs. 10 each				
<b>(Quoted)</b> IDBI Bank Limited	-	-	1,440	0.03
<b>(Unquoted)</b> Controls & Switchgear Contactors Limited	-	-	40,000	0.40
Navbharat Potteries Private Limited	-	-	1	0.00
<b>Total investments in others</b>		-		<b>0.43</b>
<b>Total investments</b>		-		<b>490.35</b>
* As per laws of respective country, no share certificate is issued, accordingly only investment in absolute value terms is being disclosed.				
Aggregate market value of quoted investments		-		0.03
Aggregate amount of unquoted investments		-		490.32
Aggregate amount of Impairment in value of investments		13.58		539.33

(i) The Company has sold its investments in subsidiaries and joint ventures to Trimaster Private Limited (erstwhile promoters) for a consideration of Rs. 647.30. The total profit on sale of investment of Rs. 88.49 has been shown in other income.

(ii) Management has during the current year decided to wind up the operations of TC Electric Controls LLC USA. As a result of the JV partners decision to wind up, the Company based on the draft summary financial information of the business as at March 31, 2021, determined the provision of Rs 13.58 (Previous Year Rs. Nil) in respect of non-current investment in the JV and Rs 29.45 (Previous Year Rs. Nil) receivable as at March 31 2021. Realization, if any, as part of the liquidation process received by Company will be accounted for as and when received.

(iii) During the previous year, the Company has recorded provision of Rs. 539.33 on investment of its wholly owned subsidiary, C&S Electric International BV ("CSEIBV") due to continuing business losses, based on an assessment of expected cash flows as per latest management approved business plans and valuation by an independent valuer.

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 8 - Trade receivables**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Non current</b>		
Trade receivables on deferred credit term		
Unsecured, considered good	9.19	6.89
	<b>9.19</b>	<b>6.89</b>
<b>(b) Current</b>		
Trade receivables other than (a) above		
Secured, considered good	183.37	23.09
Unsecured, considered good*	2,388.85	4,457.09
Credit Impaired**	642.93	208.05
Less: Allowance for doubtful trade receivable	(642.93)	(208.05)
	<b>2,572.22</b>	<b>4,480.18</b>
(i) Parri passu charge on trade receivables refer note 18 and 23.		
(ii) The Company's exposure to credit risk, currency risk and loss allowance related to trade receivables are disclosed in note 43.		

\*Trade receivables (unsecured, considered good) includes Rs. 40.00 (Previous Year Rs. 341.31 ) due from related parties. (refer note 40)

\*\*There is outstanding of Rs.395.00 from C&S Electric International B.V. (an erstwhile subsidiary of C&S Electric Limited) as on March 31, 2021 and out of this overdues of Rs. 260.00 which is beyond 180 days (normal payment terms are 120 days ). Currently , The Management is in discussion with C&S Electric international B.V. for release of payment against the old outstanding. Given the fact that the Company has not received any written confirmation from the C&S Electric International B.V. specifying the date by which the outstanding will get settled and also given that the current financial health of the entity does not demonstrate ability to settle the overdue outstanding therefore management has decided to record a provision for the Rs. 260.00 which is more than 180 days. Management continues to carry out business with C&S Electric International B.V. under a back to back payment arrangement. Appropriate adjustments will be recorded in the financial statements of the period when a definitive arrangement between the Company and C&S Electric International B.V. will be finalized or payment will be received.

**Note 9 - Financial assets - Others**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Non Current</b>		
Security deposits	32.32	35.24
Earnest money deposits	2.12	6.12
Other receivables	-	48.29
	<b>34.44</b>	<b>89.65</b>
<b>(b) Current</b>		
Other bank balances - Margin money deposits *	3.29	2.76
Security deposits	1.23	11.27
Earnest money deposits	3.30	9.01
Interest accrued on overdues from customers	1.03	8.30
Contract Assets - Unbilled Revenue	16.30	22.30
Other receivables	0.39	-
Export incentives receivable	38.38	-
Contractually reimbursable expenses	2.58	-
Insurance claim receivables	8.86	-
Mark to market receivable on derivative contracts	35.45	-
	<b>110.81</b>	<b>53.64</b>
* Margin money with bank represents fixed deposits pledged with banks for guarantees issued to Government authorities.		

**Note 10 - Other assets**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Unsecured, considered good</b>		
<b>(a) Non Current</b>		
Capital advances	35.26	40.51
<b>Advances other than capital advances</b>		
Prepaid expenses	16.55	23.53
Others (amount deposited with Government authorities)	22.96	16.01
	<b>74.77</b>	<b>80.05</b>
<b>(b) Current</b>		
Advances to vendors	55.14	116.04
Advances to related parties	-	16.29
Advances to employees	-	3.58
Prepaid expenses	41.53	57.72
Other receivables	-	21.81
Balance with government authorities	70.77	185.08
	<b>167.44</b>	<b>400.52</b>

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 11 - Deferred tax assets/(Liabilities) (net)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Tax effect of items constituting deferred tax assets</b>		
Provision for foreseeable & contingencies	36.63	-
Provision for employee benefits	71.29	99.27
Provision for doubtful trade receivables and inventory	211.65	86.26
Lease liabilities	61.53	59.40
Other temporary differences	19.53	25.22
	<b>400.63</b>	<b>270.15</b>
<b>Tax effect of items constituting deferred tax liability</b>		
On difference between written down value (WDV) of property plant and equipment as per Company's Act and as per Income tax act, 1961	106.55	237.44
On Right-of-use assets	71.09	55.14
<b>Deferred tax assets/(Liabilities) (net)</b>	<b>222.99</b>	<b>(22.43)</b>

**Note 12 - Tax Assets (Net)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Tax Assets</b>		
Advance income tax and tax deducted at source receivable	1,157.70	1,078.95
Less : Provision for taxation	(1,111.38)	(1,001.07)
	<b>46.32</b>	<b>77.88</b>

**Note 13 - Inventories \***
*(At lower of cost and net realisable value)*

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Raw materials and bought out components (Includes goods in transit of Rs. 79.06 (Previous Year : Rs. 105.91))	1,042.63	1,367.05
(b) Work-in-progress	210.97	496.11
(c) Finished goods (other than those acquired for trading) (Includes goods in transit of Rs. 98.67 (Previous Year : Rs. 20.81))	873.39	975.76
(d) Stock-in-trade	4.44	97.36
	2,131.43	2,936.28
Less : Write down / provision of inventory	(258.54)	(99.34)
	<b>1,872.89</b>	<b>2,836.94</b>

\* Pari passu charge on inventories refer note 18 and 23.

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 14 - Current investments**

Particulars	As at March 31, 2021		As at March 31, 2020	
	Qty (in nos)	Amount	Qty (in nos)	Amount
<b>Investment in units of Bonds at amortised cost (Unquoted)</b>				
Dewan Housing Fin Corp. Ltd. (DHFL) 9.1% 16.08.2019 of face value of Rs. 1,000 each* (Net off provision for impairment of Rs. 159.42 (Previous Year: Rs. 79.71))	-	-	1,50,000	79.71
		-		<b>79.71</b>
<b>Aggregate amount of Unquoted Investment</b>				
<b>Financial Assets measured at amortised cost</b>				
Bonds		-		79.71
		-		<b>79.71</b>

\*The Company had invested Rs. 150 in bonds of DHFL in financial year 2016-17. Till July 2019, the Company had received all contracted interest payments on due date without any delay. In August 2019, DHFL had defaulted in the payment of principle and interest. There are multiple media reports which create concern over DHFL's ability to discharge its liability in the near term. However, basis discussions with various financial experts and based on its assessment management has created a provision of Rs. 159.42 (Previous Year Rs. 79.71).

**Note 15 - Cash and cash equivalents**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Cash and cash equivalents</b>		
Cash in hand	0.29	1.39
Cheques / drafts in hand	-	0.82
Balances with banks		
(i) In current accounts	471.86	413.57
(ii) In deposits accounts with original maturity of less than 3 months	964.13	-
	<b>1,436.28</b>	<b>415.78</b>
<b>(b) Bank balances other than (a) above</b>		
Other bank balances		
(i) Deposits with original maturity of more than 3 months but less than 12 months	126.34	118.28
(ii) Earmarked Balances with banks - unpaid dividend	0.57	0.62
	<b>126.91</b>	<b>118.90</b>

**Note 16 - Loans**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Unsecured, considered good unless otherwise stated</b>		
Loan to employees	1.60	2.13
Loan to related parties (refer note 40)	-	300.27
	<b>1.60</b>	<b>302.40</b>



**C&S Electric Limited**  
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**Note 17 - Equity share capital**

Particulars	As at March 31, 2021		As at March 31, 2020	
	Number of shares	Amount	Number of shares	Amount
<b>Authorised</b>				
Equity shares of Rs. 10 each with voting rights	71,000,000	710.00	71,000,000	710.00
<b>Issued, subscribed and fully paid up</b>				
Equity shares of Rs. 10 each with voting rights	71,000,000	710.00	71,000,000	710.00
	44,268,062	442.68	44,268,062	442.68
<b>Total</b>	<b>44,268,062</b>	<b>442.68</b>	<b>44,268,062</b>	<b>442.68</b>

**(a) Reconciliation of equity shares at the beginning and at the end of the year:**

Particulars	As at March 31, 2021		As at March 31, 2020	
	Number of shares	Amount	Number of shares	Amount
<b>Equity shares with voting rights</b>				
Shares outstanding at the beginning of the year	44,268,062	442.68	44,268,062	442.68
<b>Shares outstanding at the end of the year</b>	<b>44,268,062</b>	<b>442.68</b>	<b>44,268,062</b>	<b>442.68</b>

**(b) Shareholder holding more than 5 percent shares :**

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares held	% of holding	No. of shares held	% of holding
<b>Equity shares with voting rights</b>				
R.N. Khanna	-	-	9,850,214	22.25%
Ashok Khanna	-	-	9,002,873	20.34%
Rishi Nath Khanna	-	-	6,088,740	13.75%
Anuj Khanna	-	-	6,088,740	13.75%
Aditya Khanna	-	-	6,088,740	13.75%
Radhika Kapoor	-	-	6,088,740	13.75%
Siemens Limited	43,924,114	99.22%	-	-

**(c)** 44,228,720 equity shares of Rs. 10 each were allotted as fully paid up bonus shares by capitalisation of Securities premium, during the year ended March 31, 2014.

**(d) Rights, preferences and restrictions on equity shares:**

Voting rights and dividend shall be in the proportion to the capital paid upon equity shares. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company in proportion to the capital paid upon equity share after distribution of all preferential amount.

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 18 - Non - current financial liabilities - Borrowings (at amortised cost)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Secured</b>		
<b>(a) Term loans *</b>		
from banks (refer note (i) below)	519.54	500.74
Deferred payment liability	9.81	-
Less : Current maturity of long term borrowings disclosed under other financial liabilities - Current {refer note 20 (b)}	(519.54)	(211.76)
<b>(b) Long term maturities of Vehicle loans (refer note (ii) below)</b>		
from banks	-	13.61
from other parties	-	29.05
Less : Current maturities of Vehicle loans disclosed under other financial liabilities - Current {refer note 20 (b)}	-	(10.68)
	<b>9.81</b>	<b>320.96</b>

**Notes :-**

- (i) Term loan in form of external commercial borrowings from Standard Chartered Bank of Rs. 28.60 (March 31, 2020 Rs. 61.76) is secured by present and future movable properties out of proceeds of the facility.

Repayment term :- Payable in 3 balance quarterly installments, each of Rs. 8.82.

Term loan in form of external commercial borrowing from Standard Chartered Bank of Rs. Nil (March 31, 2020 Rs. 26.47) is secured by immovable property of the Company located at Plot no. 1A Sector 8C Haridwar, Uttarakhand.

Term loan of Rs. 300.19 (March 31, 2020 Rs. 412.50) from RBL Bank is secured by immovable property of the Company located at Plot no. 1B and 1C Sector 8C Haridwar, Uttarakhand and second pari passu charge by way of hypothecation on movable assets both present and future.

Repayment term :- Payable in 7 balance quarterly installments, each of Rs. 37.5. However, the same has been subsequently repaid on 14 July 2021 hence the same has been classified under current maturities of loan term borrowing disclosed under other financial liabilities {refer note. 20 (b)}.

Term loan of Rs. 190.76 (March 31, 2020 Rs. Nil) from HDFC Bank is secured by first pari passu charge on present and future stock and book debts of the Company.

Repayment term :- Payable in 18 balance quarterly installments, each of Rs. 10.60. However, the same has been subsequently repaid on 03 June 2021 hence the same has been classified under current maturities of loan term borrowing disclosed under other financial liabilities {refer note. 20 (b)}.

All Above term loans carry interest rate in the range of 7.90% to 10.40% (previous year 8.95% to 10.40%) per annum.

- (ii) Vehicle loans from banks of Rs. Nil (March 31, 2020 Rs. 42.66).

Repayment term :- Payable on equivalent monthly installments basis, carrying interest rate in the range of 8.65% to 10.04% per annum.

**Note 19 - Lease liabilities**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Non current</b>		
Lease liabilities	199.11	129.32
	<b>199.11</b>	<b>129.32</b>
<b>(b) Current</b>		
Lease liabilities	45.38	40.67
	<b>45.38</b>	<b>40.67</b>

**The movement in lease liabilities is as follows :**

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Opening lease liabilities	169.99	192.37
Additions	130.69	11.08
Finance cost accrued during the year	21.36	21.78
Payment of lease liabilities	(63.31)	(55.24)
Deletions	(12.41)	-
Transferred to discontinued operations	(1.83)	-
<b>Closing lease liabilities</b>	<b>244.49</b>	<b>169.99</b>

**The details of the contractual maturities of lease liabilities on an undiscounted basis are as follows :**

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Less than one year	66.09	56.04
One to five years	225.60	124.79
More than five years	73.25	90.12
	<b>364.94</b>	<b>270.96</b>

The leases that the Company has entered with lessors are generally long term in nature and no changes in terms of those leases are expected due to Covid-19.

**C&S Electric Limited**
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*(All amounts are in INR million except wherever stated otherwise)*
**Note 20 - Other financial liabilities (at amortised cost)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Non current</b>		
Security deposits taken from customers	41.31	48.26
	<b>41.31</b>	<b>48.26</b>
<b>(b) Current</b>		
Payable against property, plant and equipment	31.21	11.52
Current maturities of term loans {refer note 18 (a)}	519.54	211.76
Current maturities of vehicle loans {refer note 18 (b)}	-	10.68
Overdrawn balances in current accounts	30.81	434.71
Interest accrued on borrowings	3.10	12.98
Employee and workers related payables	210.78	244.31
Unpaid dividends	0.57	0.60
Other payable*	107.24	-
Loans payable to bank (Vendor Finance Scheme)	-	333.78
	<b>903.25</b>	<b>1,260.34</b>

The Company exposure to currency and liquidity risks related to other financial liabilities are disclosed note 43.

\*Represents amount received from trade receivables of Trimaster Private Limited on their behalf.

**Note 21 - Provisions**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Non current</b>		
<b>Provision for employee benefits</b>		
Provision for gratuity (net) (refer note 44)	151.88	156.31
Provision for compensated absences		
- Earned leave	34.69	33.56
- Sick leave	10.95	10.68
- Long service award	5.09	-
	<b>202.61</b>	<b>200.55</b>
<b>(b) Current</b>		
<b>Provision for employee benefits</b>		
Provision for gratuity (net) (refer note 44)	-	-
Provision for compensated absences		
- Earned leave (refer note 44)	11.72	15.19
- Sick leave (refer note 44)	3.01	3.42
- Casual leave	-	0.56
- Long service award	1.34	-
Provision for foreseeable losses {refer note 38 (a)}	119.22	-
Provision for contingencies (net of payments) {refer note 38 (b)}	26.32	-
Provision for warranty {refer note 38 (c)}	10.89	-
Provision for restoration cost	6.05	-
	<b>178.55</b>	<b>19.17</b>

**Note 22 - Other Liabilities**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
<b>Contract liabilities</b>		
Advances from customers	237.49	303.65
Income received in advance against Specific or Combined contracts - unearned revenue	6.64	5.34
Payable to government authorities	111.81	128.44
	<b>355.94</b>	<b>437.43</b>

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 23 - Current financial liabilities - Borrowings (at amortised cost)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Loans repayable on demand</b>		
<b>From banks</b>		
<b>Secured *</b>		
Working capital demand loan	4.78	1,873.30
	<b>4.78</b>	<b>1,873.30</b>

\* Working capital demand loan are secured by:-

- first pari passu charge on whole of the current assets of the Company (both present and future);
- pari passu charge on movable property, plant and equipment of the Company (both present and future);
- first pari passu charge on the following immovable properties of the Company:-
  - land and building situated at A-7, A-8 and A-9, Sector - VIII, Noida, Phase I;
  - land and building situated at C-59, Noida, Phase II;

Repayment term :- On demand.

**Note 24 - Trade payables**

Particulars	As at March 31, 2021	As at March 31, 2020
Outstanding dues to Micro and Small enterprises (refer note 37)	490.00	352.72
Outstanding dues to parties other than Micro and Small enterprises (refer note 40)	2,043.46	2,145.68
	<b>2,533.46</b>	<b>2,498.40</b>

(i) All trade payables are current.

(ii) The Company exposure to currency and liquidity risks related to trade payables are disclosed note 43.

**Note 25 - Current tax assets / (liabilities)**

Particulars	As at March 31, 2021	As at March 31, 2020
Advance income tax and TDS receivable	107.55	124.58
Less : Provision for income tax	(136.99)	(115.83)
	<b>(29.44)</b>	<b>8.75</b>

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 26 - Revenue from operations**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>(a) Sale of products</b>		
<b>Manufactured goods</b>		
Domestic	6,613.07	7,660.13
Exports	1,723.94	1,936.27
	<b>8,337.01</b>	<b>9,596.40</b>
<b>Traded goods</b>		
Domestic	14.71	28.40
	<b>14.71</b>	<b>28.40</b>
	<b>8,351.72</b>	<b>9,624.80</b>
<b>(b) Sale of services</b>		
Sale of power, service, job work and commission income	11.24	45.68
<b>(c) Income from erection / work contracts</b>	114.67	76.43
<b>(d) Other operating revenues</b>		
Scrap sales	53.38	55.16
Export incentives	62.23	29.78
	<b>8,593.24</b>	<b>9,831.85</b>

**Note 27 - Other income**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>(a) Interest income</b>		
Interest income earned on financial assets that are not designated as at FVTPL		
- Financial assets that are designated at amortised cost		
(a) On overdue trade receivables	8.88	7.59
(b) On bank deposits	15.77	9.41
(c) On income tax refunds	0.17	2.56
(d) On financial assets	0.40	1.72
<b>(b) Dividend income</b>		
On current non-trade investments	-	0.18
<b>(c) Other gains and losses</b>		
Net gain/ (loss) arising on financial assets designated at FVTPL	30.13	13.14
Net gain/ (loss) on disposal of investment	88.49	-
Mark to market gain on derivative contracts	35.45	-
<b>(d) Other non-operating income</b>		
(a) Profit on property, plant and equipment sold / discarded (net)	-	1.98
(b) Net gain on foreign currency transactions and translation	-	29.62
(c) Liabilities / provisions no longer required written back	23.32	4.84
(d) Miscellaneous income	30.62	59.65
	<b>233.23</b>	<b>130.69</b>

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 28 - Cost of material consumed**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Raw materials</b>		
Opening inventories	1,106.64	981.30
Add:- Purchases	4,993.23	5,811.90
Less:- Closing inventories	(1,042.63)	(1,106.64)
	<b>5,057.24</b>	<b>5,686.56</b>

**Note 29 - Purchase of stock-in-trade**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Purchase of stock in trade	14.48	27.44
	<b>14.48</b>	<b>27.44</b>

**Note 30 - Changes in inventory of finished goods, work-in-progress and stock-in-trade**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Add: Opening stock</b>		
Finished goods	771.53	684.44
Work-in-progress	320.51	212.77
Stock-in-trade	2.79	0.48
<b>Less: Closing stock</b>		
Finished goods	(873.39)	(771.53)
Work-in-progress	(210.97)	(318.70)
Stock-in-trade	(4.44)	(2.79)
Net decrease / (increase) in inventory of finished goods, work-in-progress and stock-in-trade	6.03	(195.33)
	<b>6.03</b>	<b>(195.33)</b>

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 31 - Employee benefits expense**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
(i) Salaries and wages	1,165.56	1,392.97
(ii) Contribution to provident and other funds (refer note 44 (b) & 49)	111.58	76.08
(iii) Staff welfare expenses	48.40	53.54
	<b>1,325.54</b>	<b>1,522.59</b>

**Note 32 - Finance cost**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Interest expense on		
- Term loans	47.27	58.48
- Vehicle loan	3.36	1.34
- Others	138.95	173.35
(b) Other borrowing costs	37.57	28.22
(c) Unwinding of discounts on financial assets	-	1.12
(d) Interest on lease liabilities (refer note 19)	18.66	15.25
	<b>245.81</b>	<b>277.76</b>

**Note 33 - Depreciation and amortisation expense**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Depreciation of Property, plant and equipment (refer note 2a)	270.35	195.28
(b) Depreciation on Right-of-use assets (refer note 2b)	51.70	41.22
(c) Amortisation of intangible assets (refer note 5)	3.88	9.56
	<b>325.93</b>	<b>246.06</b>

**Note 34 - Other expenses**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Contract manufacturing and erection expenses (Including manpower charges)	389.79	444.04
Consumption of stores and spare parts	107.66	119.55
Power and fuel	99.85	125.62
Rent	3.59	35.42
Repairs and maintenance		
Buildings	44.54	15.05
Machinery	28.69	59.72
Other	109.61	62.13
Insurance	22.06	17.06
Rates and taxes	215.90	59.08
Travelling and conveyance	57.44	165.89
Legal and professional	190.92	175.09
Director's sitting fees	2.18	1.95
Payment to auditors (see note (i) below)	9.37	7.30
Communication	21.47	27.30
Vehicle running and maintenance	10.57	13.87
Bad trade receivables written off	43.11	47.93
(Less) : Charged against provision for trade receivables	(35.58)	(44.49)
Provision for doubtful trade receivables (net)	504.27	44.01
Slow moving inventories written off	8.40	1.28
(Less) : Charged against provision for Slow moving inventories	(8.40)	(1.28)
Charge for slow moving inventories	175.19	3.60
Quality analysis and certification expenses	30.31	40.31
Business promotion	52.60	119.46
Commission	21.70	27.24
Freight and forwarding	185.25	183.57
Printing and stationery	11.04	16.45
Donations and contributions	-	0.05
Expenditure on Corporate Social Responsibility (refer note 47)	13.97	18.21
Net loss on foreign currency transactions and translation	70.81	-
Net loss on property, plant and equipment sold / discard (net)	3.72	-
Provision for foreseeable losses	119.22	-
Bank charges	29.11	29.69
Miscellaneous expenses	68.65	83.34
	<b>2,607.01</b>	<b>1,898.44</b>
Less: Capitalised with tools, jigs, dies and fittings	(38.93)	(61.57)
	<b>2,568.08</b>	<b>1,836.87</b>

**Note - (i)**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Statutory audit	6.75	6.00
(b) Tax audit	1.25	-
(c) Certifications	1.28	0.85
(d) Reimbursement of expenses	0.09	0.45
	<b>9.37</b>	<b>7.30</b>

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 35 - Tax expense**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020							
<b>(a) Current Tax</b>									
Current tax expense	133.57	127.34							
Tax adjustments related to earlier years	42.30	0.43							
	<b>175.87</b>	<b>127.77</b>							
<b>(b) Deferred tax charge / (credit)</b>									
In respect of current year	(244.13)	(19.24)							
Minimum alternate tax credit utilised for current year	-	82.23							
Minimum alternate tax credit related to earlier years	-	(50.02)							
Effect on deferred tax balances due to changes in Income tax rate									
	<b>(244.13)</b>	<b>12.97</b>							
<b>Income tax recognised in Profit and Loss</b>	<b>(68.26)</b>	<b>140.74</b>							
<b>The Income tax expense for the year can be reconciled to the accounting profit as follows :-</b>									
Profit before tax	(958.47)	161.97							
Income tax expense calculated at 25.168% (Previous year 34.944%)	(241.23)	56.60							
Income exempt from tax	-	(0.12)							
Income chargeable to tax under the head capital gains	100.73	5.34							
Effect of expenses that are not deductible in determining taxable profit	38.13	156.63							
Weighted deduction on research and development expenses	-	(23.26)							
Deduction under section 80IA of the Income tax act, 1961	-	(2.17)							
Deduction under section 80IE of the Income tax act, 1961	-	(9.79)							
Deduction under section 80G of the Income tax act, 1961	-	2.32							
Others	(8.18)	4.78							
Adjustments recognized in the current year in relation to the current tax of prior years	42.29	(49.59)							
<b>Income tax expense recognised in statement of profit and loss</b>	<b>(68.26)</b>	<b>140.74</b>							
<b>(c) Income tax recognised in other comprehensive income (OCI)</b>									
Arising on income and expenses recognised in OCI									
<b>Items that will not be reclassified to profit or loss</b>									
Remeasurement of defined benefit obligation	1.28	11.51							
	<b>1.28</b>	<b>11.51</b>							
<b>(d) Deferred tax movements</b>									
<b>Deferred tax assets/(liabilities) in relation to:</b>									
Particulars	Provision for forseeable & Contingencies	MAT credit entitlement	Provision for employee benefits	Provision for doubtful debts and Inventory	Lease liabilities	Others	Right-of-use assets	Depreciation	Total
<b>As at April 1, 2019</b>	-	32.21	83.53	78.63	-	22.06	-	(225.89)	(9.46)
(Charged)/credited to:									
Profit or loss	-	(32.21)	4.23	7.63	59.40	3.16	(55.14)	(11.55)	(24.48)
Other comprehensive income	-	-	11.51	-	-	-	-	-	11.51
<b>As at March 31, 2020</b>	-	-	99.27	86.26	59.40	25.22	(55.14)	(237.44)	(22.43)
(Charged)/credited to:									
Profit or loss	36.63	-	(29.26)	125.39	2.13	(5.69)	(15.95)	130.89	244.14
Other comprehensive income	-	-	1.28	-	-	-	-	-	1.28
<b>As at March 31, 2021</b>	<b>36.63</b>	-	<b>71.29</b>	<b>211.65</b>	<b>61.53</b>	<b>19.53</b>	<b>(71.09)</b>	<b>(106.55)</b>	<b>222.99</b>

Pursuant to the business transfer agreement (BTA) dated 18 February 2020, the Company has transferred certain businesses on a slump sales basis to erst while promoters at a total consideration of Rs 2,110.99 in view of the recent amendment to the Income Tax Act, management has computed tax on transfer of businesses, determined on a fair value basis, amounting to Rs 84.00. While alternate interpretation as regards the retrospective applicability of the Income tax amendment is possible, management as a matter of abundant caution calculated tax basis the recent amendment and subsequently deposited the same with the tax authorities.



**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 36 - Contingent liabilities and commitments**

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Contingent Liabilities		
Claims against the Company not acknowledged as debts		
Income tax matters	458.00	117.33
Sales tax matters	57.36	40.22
Entry tax matters	2.14	2.14
Others matters	9.90	-
Standby letter of credit (SBLC) given to bank in respect of loan facility availed by other parties (total value of SBLC offered Rs. Nil, March 31, 2020 Rs. 822.49)	-	804.31
	<b>527.40</b>	<b>964.00</b>
(b) Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	60.34	37.19
<b>Total</b>	<b>587.74</b>	<b>1,001.19</b>

In respect of above contingent liabilities, the future cash outflows are determinable only on receipt of judgements pending at various forums/ authorities. The Company has assessed that it is only possible, but not probable, that outflow of economic resources will be required.

**Note 37 - Dues to micro and small enterprises**

On the basis of confirmation obtained from suppliers who have registered themselves under the Micro Small Medium Enterprise Development Act, 2006 (MSMED Act, 2006) and based on the information available with the Company, the balance due to Micro and Small Enterprises as defined under the MSMED Act, 2006 and interest due thereon is as under. Further, no interest during the year has been paid under the terms of the MSMED Act, 2006.

Particulars	As at March 31, 2021	As at March 31, 2020
The amounts remaining unpaid to micro and small suppliers as at the end of the year:		
- Principal	458.45	332.01
- Interest	31.55	20.71
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	-	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	31.55	20.71
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	31.55	20.71

**Note 38 (a) - Provision for foreseeable losses**

A provision for expected loss on contracts is recognised when it is probable that the contract costs will exceed total contract revenue. For all other contracts, loss order provisions are made when the unavoidable costs of meeting the obligation under the contract exceed the currently estimated economic benefits.

The movement of provision in accordance with Ind-AS 37 on "Provisions, Contingent Liabilities and Contingent Assets" is given below :-

Particulars	As at March 31, 2021	As at March 31, 2020
Opening balance	-	-
Provision created during the year	119.22	-
(Actualised) during the year	-	-
Closing balance	<b>119.22</b>	-

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 38 (b) - Provision for Contingency**

Management has reassessed exposure in respect of certain ongoing IR&LL litigations involving ex-employees and contractual labour, and basis external legal opinion has determined an amount of Rs 26.32 (Previous Year Rs. Nil) as a probable outflow in future in respect of such cases.

The movement of provision in accordance with Ind-AS 37 on "Provisions, Contingent Liabilities and Contingent Assets" is given below :-

Particulars	As at March 31, 2021	As at March 31, 2020
Opening balance	-	-
Provision created during the year	26.32	-
(Actualised) during the year	-	-
Closing balance	26.32	-

**Note 38(c) - Provision for warranty**

Warranty costs are provided based on a technical estimate of the costs required to be incurred for repairs, replacement, material cost, servicing and past experience in respect of warranty costs. It is expected that this expenditure will be incurred over the contractual warranty period.

The movement of provision in accordance with Ind-AS 37 on "Provisions, Contingent Liabilities and Contingent Assets" is given below :-

Particulars	As at March 31, 2021	As at March 31, 2020
Opening balance	-	-
Provision created during the year	10.89	-
(Actualised) during the year	-	-
Closing balance	10.89	-

**Note 39 - Expenditure on Research and Development**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Capital	4.02	7.66
Recurring / revenue	90.95	110.16

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 40- Related party disclosures under Accounting Standard Ind-AS - 24 “Related Party Disclosures”**
**a) Holding Company: (W.e.f. March 01, 2021)**

Siemens Ltd.

**b) Ultimate Holding Company: (W.e.f. March 01, 2021)**

Siemens AG. Germany

**c) Subsidiaries and fellow Subsidiaries:**
**(Upto January 31, 2021)**

EON Telesystems Private Limited

C&amp;S (Nantong) Electric Limited

C&amp;S Electric U.K. Limited

C&amp;S Electric International B.V.

Eta-Com B NV

Eta-Com B.V.

Eta-Com Deutschland GmbH

Eta-Com UK Preedcrete Limited

Eta Bim NV

Eta-com Middle East (FZE)

**(W.e.f. March 01, 2021)**

Siemens Bangladesh Ltd

**d) Joint Ventures:**

C&amp;S Himoina Private Limited (Upto January 31, 2021)

RS Components &amp; Controls (India) Limited (Upto January 31, 2021)

TC Electric Controls LLC (Under dissolution)

**e) Key Managerial Personnel and their relatives :**
**Key Management Personnel (Upto February 28, 2021)**

Mr. R. N. Khanna

Mr. Ashok Khanna

Mr. Rishi Khanna

Mr. Anuj Khanna

Mr. Aditya Khanna

Ms. Radhika Kapoor

Mr. Prakash Kumar Chandraker (W.e.f. March 01, 2021)

Mr. Manav Adlakha (W.e.f. March 01, 2021)

**Relatives of Key Management Personnel (Upto February 28, 2021)**

Ms. Kanwal Khanna

Ms. Anju Khanna

**f) Enterprises over which Key Managerial Personnel and / or their relatives exercise significant influence :**
**(Upto February 28, 2021)**

R. N. Khanna &amp; Sons (HUF)

Ashok Khanna &amp; Sons (HUF)

Controls &amp; Switchgear Contactors Limited

Anuj Khanna (HUF)

Rishi Khanna (HUF)

Margdarshak Estates Private Limited

RAAS Controls

Hitkari Industries Limited

Trimaster (Formerly known as Neeru Holdings Private Limited)

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**(i) Transactions with related parties :**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Sales</b>		
C&S (Nantong) Electric Limited	34.39	97.60
C&S Himoina Private Limited	0.08	0.16
Eta-Com B NV	139.58	102.66
TC Electric Controls LLC	-	45.30
Siemens Ltd	6.36	-
<b>Purchases</b>		
C&S (Nantong) Electric Limited	93.68	270.08
C&S Himoina Private Limited	8.72	7.07
RS Components & Controls (India) Limited	14.18	17.75
Eta-Com B NV	9.28	4.20
Siemens Ltd	1.36	-
<b>Rent paid</b>		
Controls & Switchgear Contactors Limited	9.32	11.37
RAAS Controls	11.94	12.03
<b>Professional fee paid</b>		
C&S Electric U.K. Limited	32.96	26.89
<b>Expenses recovered / received</b>		
C&S Himoina Private Limited	1.56	4.17
RS Components & Controls (India) Limited	1.27	1.18
EON Telesystems Private Limited	0.01	0.02
Eta-Com B NV	0.24	6.01
<b>Loan given</b>		
C&S Electric International B.V.	-	233.88
<b>Loan recovered</b>		
C&S Electric International B.V.	-	39.50

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*

<b>Purchase of property, plant and equipment</b>		
C&S Himoina Private Limited	2.73	-
C&S (Nantong) Electric Limited	0.34	-
<b>Commission expense</b>		
Eta-com Middle East (FZE)	-	1.28
<b>Commission / interest income</b>		
RS Components & Controls (India) Limited	7.69	10.78
C&S Electric International B.V.	13.34	15.86
<b>Dividend</b>		
RS Components & Controls (India) Limited	-	0.20
<b>Standby letter of credit (SBLC) given*</b>		
C&S Electric International B.V.	1,030.07	774.64
<b>Standby letter of credit (SBLC) annulled</b>		
C&S Electric International B.V.	1,804.71	799.40
<b>Expenses reimbursed / incurred</b>		
C&S (Nantong) Electric Limited	-	4.80
Eta-Com B NV	5.37	5.06
TC Electric Controls LLC	-	0.23

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*

<b>Investment made</b>		
EON Telesystems Private Limited	77.10	-
TC Electric Controls LLC	-	3.56
C&S Electric U.K. Limited	-	4.39
<b>Investments &amp; business transfer (discontinued operations)</b>		
C&S Electric International B.V.	-	1.88
Mr. R.N. Khanna	14.60	-
Mr. Ashok Khanna	14.60	-
Trimaster (Formerly known as Neeru Holdings Private Limited)	2,110.99	-
<b>Dividend</b>		
R. N. Khanna & Sons (HUF)	-	5.49
Ashok Khanna & Sons (HUF)	-	6.22
Neeru Holdings Private Limited	-	2.26

\*This does not include guarantee fee paid to bank of Rs. 17.93 (Previous year Rs. 13.83) for obtaining SBLC.

**Closing balances with related parties :**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Balance outstanding as at year end</b>		
<b>Trade Receivables</b>		
C&S (Nantong) Electric Limited	-	91.52
C&S Himoina Private Limited	-	1.37
RS Components & Controls (India) Limited	-	3.93
C&S Electric International B.V.	-	26.91
Eta-Com B NV	-	278.57
TC Electric Controls LLC	29.45	29.09
Less: Provision created for TC Electric Controls LLC Outsanding	(29.45)	
EON Telesystems Private Limited	-	1.91
Siemens Ltd	40.00	-
<b>Advances</b>		
C&S (Nantong) Electric Limited	-	16.29
Eta-Com B NV	-	33.28
<b>Capital Advances</b>		
C&S (Nantong) Electric Limited	-	12.16
<b>Payable</b>		
C&S (Nantong) Electric Limited	-	20.39
Eta-Com B NV	-	1.00
RS Components & Controls (India) Limited	-	18.05
C&S Electric U.K. Limited	-	2.48
Siemens Ltd	0.40	-
<b>Standby letter of credit (SBLC)</b>		
C&S Electric International B.V.	-	822.49
<b>Loan receivable</b>		
C&S Electric International B.V.	-	300.27

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Managerial Remuneration *</b>		
Mr. R.N. Khanna	9.47	12.85
Mr. Ashok Khanna	9.47	12.85
Mr. Rishi Khanna	7.78	10.59
Mr. Anuj Khanna	7.78	10.59
Ms. Radhika Kapoor	3.71	5.04
Mr. Prakash Kumar Chandraker	1.23	-
<b>Dividend paid</b>		
Mr. R.N. Khanna	-	22.45
Mr. Ashok Khanna	-	19.04
Ms. Kanwal Khanna	-	3.18
Ms. Anju Khanna	-	3.18
Ms. Radhika Kapoor	-	19.24
Mr. Anuj Khanna	-	19.24
Mr. Aditya Khanna	-	19.24
Mr. Rishi Khanna	-	19.24

**Category-wise break up of compensation to key management personal**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Managerial Remuneration *</b>		
Short-term benefits	38.38	50.81
Post-employment benefits	1.04	1.10

\* Does not include provisions for incremental gratuity and leave encashment liabilities, since the provisions are based on actuarial valuations for the Company as a whole.

**Closing balances with related parties :**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Payables</b>		
Mr. R.N. Khanna	-	0.50
Mr. Ashok Khanna	-	0.50
Mr. Rishi Khanna	-	0.22
Mr. Anuj Khanna	-	0.44
Ms. Radhika Kapoor	-	0.21
Mr. Prakash Kumar Chandraker	1.23	-

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 41 - Financial Instruments by Categories - fair value and risk management**

The criteria for recognition of financial instruments is explained in significant accounting policies note 1.

Particulars	As at March 31, 2021		As at March 31, 2020	
	Amortised cost	FVTPL	Amortised	FVTPL
<b>Financial assets</b>				
Investments				
- Equity investments	-	-	489.92	0.43
- Mutual funds	-	-	-	-
- Bonds	-	-	79.71	-
Trade receivables	2,581.41	-	4,487.07	-
Loans	1.60	-	302.40	-
Cash and cash equivalents and bank balances	1,563.19	-	534.67	-
Other financial assets	109.80	35.45	143.29	-
<b>Total financial assets</b>	<b>4,256.00</b>	<b>35.45</b>	<b>6,037.06</b>	<b>0.43</b>
<b>Financial liabilities</b>				
Borrowings	14.59	-	2,194.25	-
Trade payables	2,533.46	-	2,498.40	-
Other financial liabilities	944.56	-	1,308.60	-
Lease liabilities	244.49	-	169.99	-
<b>Total financial liabilities</b>	<b>3,737.10</b>	<b>-</b>	<b>6,171.24</b>	<b>-</b>

The Company has disclosed financial instruments such as cash and cash equivalents, other bank balances, trade receivables, current account balances with group companies, trade payables and unpaid dividends at carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short-term nature.

The following table presents fair value hierarchy of financial assets measured at fair value on a recurring basis:

Particulars	Level 1	Level 2	Level 3	Total
<b>As at March 31, 2021</b>				
<b>Financial Assets</b>				
Mark to market receivable on derivative contracts	-	35.45	-	35.45
<b>Total Financial assets</b>	<b>-</b>	<b>35.45</b>	<b>-</b>	<b>35.45</b>
<b>As at March 31, 2020</b>				
<b>Financial Assets</b>				
Investment in equity instruments at FVTPL	0.03	-	0.40	0.43
Investment in units of Mutual funds at FVTPL	-	-	-	-
Mark to market receivable on derivative contracts	-	-	-	-
<b>Total Financial assets</b>	<b>0.03</b>	<b>-</b>	<b>0.40</b>	<b>0.43</b>

During the year ended March 31, 2021, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers in to and out of Level 3 fair value measurements.

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2 inputs other than quoted prices included within level 1 that are observable for the assets or liability, either directly or indirectly.

Level 3 inputs are unobservable inputs for the assets or liability.



**C&S Electric Limited**
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**Note 42 - Capital Management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value. The Company monitors capital on the basis of debt equity ratio.

The Company's net debt to equity ratio was as follows:

Particulars	As at March 31, 2021	As at March 31, 2020
Total debt	534.13	2,416.70
Less: cash and cash equivalent	1,563.19	534.67
Net debt	(1,029.06)	1,882.03
Total Equity	4,037.51	4,931.54
Net debt to equity ratio	(0.25)	0.38

**Note 43 - Financial Risk Management**
**Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors is responsible for developing and monitoring the Company's risk management policies. The Board regularly reviews the Company's risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

**The Company has exposure to the following risks arising from financial instruments**

Credit risk;  
Liquidity risk; and  
Market risk.

**(a) Credit risk management**

Credit risk arises from credit exposure to customers (including receivables and deposit), loans and other financial assets. The Company perform credit evaluation and defines credit limits for each customer/counter party. The Company also continuously reviews and monitors the same.

Particulars	As at March 31, 2021	As at March 31, 2020
Investments	-	570.06
Trade receivables	2,581.41	4,487.07
Loans	1.60	302.40
Cash and Cash Equivalent	1,436.28	415.78
Bank balances other than cash and cash equivalent	126.91	118.90
Others	145.25	143.29
	<b>4,291.45</b>	<b>6,037.50</b>

**Trade Receivables, Loans and Security Deposits**

The Company also makes general provision for lifetime expected credit loss based on its previous experience of write off in previous years.

The movement in the provision for doubtful debts is as under:

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Opening Balance</b>	<b>208.05</b>	<b>191.92</b>
Provision made during the year for continued operations	504.27	44.01
Provision made during the year for discontinued	20.08	16.61
Written off during the year	(35.58)	(44.49)
Transferred to discontinued operations	(53.88)	-
<b>Closing Balance</b>	<b>642.94</b>	<b>208.05</b>

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans.

Credit risk on cash and cash equivalents is limited as the Company generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies.

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. Trade receivables are primarily unsecured and are derived from revenue earned from customers primarily located in India. The Company does monitor the economic environment in which it operates. The Company manages its credit risk through credit approvals, establishing credit limits and continuously monitoring credit worthiness of customers to which the Company grants credit terms in the normal course of business.

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**(b) Liquidity risk management**

(i) The Company manages liquidity by ensuring control on its working capital which involves adjusting production levels and purchases to market demand and daily sales of production and low receivables. It also ensures adequate credit facilities sanctioned from bank to finance the peak estimated funds requirements. The working capital credit facilities are continuing facilities which are reviewed and renewed every year.

The Company also ensures that the long term funds requirements are met through adequate availability of long term capital (Debt and Equity).

Particulars	As at March 31, 2021	As at March 31, 2020
Total committed working capital limits from Banks	1,450.00	2,450.00
Utilized working capital limit	4.78	1,873.30
Unutilized working capital limit	1,445.22	576.70

**(ii) Maturities of financial liabilities**

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities. The amount disclosed in the table are the contractual undiscounted cash flow.

**Exposure to liquidity risk**

Particulars	Upto 1 year	Between 1 year to 5 years	Over 5 years	Total
<b>As at March 31, 2021</b>				
Non-derivatives				
Lease liabilities	66.09	225.60	73.25	364.94
Borrowing *	530.65	-	-	530.65
Trade payable	2,533.46	-	-	2,533.46
Other financial liabilities	383.71	-	41.31	425.02
Total non-derivatives liabilities	<b>3,513.91</b>	<b>225.60</b>	<b>114.56</b>	<b>3,854.07</b>
<b>As at March 31, 2020</b>				
Non-derivatives				
Lease liabilities	56.04	124.79	90.12	270.95
Borrowing *	262.91	351.77	-	614.68
Trade payable	2,498.40	-	-	2,498.40
Other financial liabilities	1,037.89	-	48.26	1,086.15
Total non-derivatives liabilities	<b>3,855.24</b>	<b>476.56</b>	<b>138.38</b>	<b>4,470.18</b>

\* Excludes utilized working capital limit disclosed above in Liquidity risk management.

There were no breaches of the covenants associated with the borrowings as at March 31, 2021 and none of the borrowings were called during the year.

**(c) 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 two types of risk: currency risk, interest rate risk. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Company.

**a. Foreign currency risk**

The Company operates internationally and the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through services in foreign currencies. The Company holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures.

**Sensitivity analysis**

with respect to the above unhedged exposure the sensitivity is as follows:

Particulars	As at March 31, 2021	As at March 31, 2020
USD sensitivity*		
INR/USD- Increase by 5%	24.22	28.16
INR/USD- Decrease by 5%	(24.22)	(28.16)
Euro sensitivity*		
INR/Euro- Increase by 5%	6.90	21.25
INR/Euro- Decrease by 5%	(6.90)	(21.25)

\* Holding all Other variable constant

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**b. 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 borrowings with floating interest rates.

The exposure of the Company's borrowing to interest rate change at the end of the reporting period are as follows:

Particulars	As at March 31, 2021	As at March 31, 2020
Variable rate borrowings		
Short term	4.78	1,873.30
Total variable rate borrowings	4.78	1,873.30
Fixed rate borrowings		
Long term	9.81	320.96
Current maturities of term loans / vehicle loans	519.54	222.44
Total fixed rate borrowings	529.35	543.40
Total borrowings	534.13	2,416.70

**(d) Sensitivity**

Variable interest rate loans are exposed to Interest rate risk, the impact on profit or loss before tax may be as follows:

Particulars	Impact on profit before tax March 31, 2021	March 31, 2020
Interest rate - increase by 1% *	13.83	16.60
Interest rate - decrease by 1% *	(13.83)	(16.60)

\* Holding all other variable constant

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**

(All amounts are in INR million except wherever stated otherwise)

**Note 44- Employee benefits plans**
**(a) Defined benefits plans**

Gratuity scheme - This is a partly funded defined benefit plan for qualifying employees. The Company makes contributions to the group gratuity cum life insurance scheme of the Life Insurance Corporation of India. The scheme provides for a lumpsum payment to vested employees at retirement, death while in employment or on termination of employment. Vesting occurs upon completion of five years of service.

Long term leaves includes earned leaves and sick leaves. These have been provided on accrual basis, based on year end actuarial valuation.

The defined benefits plan exposes the company to the following risks:

**Interest rate risk:**

The defined benefits obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefits obligation will tend to increase.

**Salary inflation risk:**

Higher than expected increase in salary will increase the defined benefit obligation.

**Demographic risk:**

This is the risk of variability of result due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combinations of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financials analysis the retirement benefits of a short career employee typically costs less per year than a long service employee.

The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefits obligations. The Company has not changed the processes used to manage its risks from previous years. The funds are managed by specialised team of Life Insurance Corporation of India.

Particulars	Gratuity		Earned and sick leaves	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
<b>Change in benefit obligation (A)</b>				
1. Present value of obligation as at the beginning of the year	230.52	184.33	62.86	46.05
2. Current service cost	20.47	16.53	17.94	12.71
3. Interest cost	13.25	13.46	3.48	2.98
4. Actuarial (gain) / loss	-	-	-	-
4a. Effect of changes in financial assumptions	21.78	7.71	4.98	1.49
4b. Effect of experience adjustments	(16.62)	4.37	(6.14)	5.42
4c. Effect of demographic assumptions	-	20.85	-	8.48
5. Benefits paid	(26.66)	(16.73)	(11.51)	(14.27)
6. Acquisitions (credit) / cost	(28.72)	-	(11.23)	-
<b>7. Present value of obligation as at the end of the year</b>	<b>214.02</b>	<b>230.52</b>	<b>60.38</b>	<b>62.86</b>
<b>Change in plan assets (B)</b>				
1. Fair value of plan assets at the beginning of the year	74.37	58.01	-	-
2. Actual return on plan assets	4.11	4.89	-	-
3. Contribution by the Company	0.79	27.51	-	-
4. Benefits paid	(17.12)	(16.04)	-	-
<b>5. Fair value of plan assets at the end of the year</b>	<b>62.15</b>	<b>74.37</b>	-	-
<b>Liability recognized in the financial statement (A-B)</b>	<b>151.87</b>	<b>156.15</b>	<b>60.38</b>	<b>62.86</b>
<b>Composition of plan assets</b>				
Other than equity, debt, property and bank account *	<b>62.15</b>	<b>74.37</b>	-	-
<b>Main actuarial assumption</b>				
Discount rate	6.00%	6.10%	6.00%	6.10%
Expected rate of increase in compensation levels	6.00%	0% for the CY and 4% thereafter	6.00%	0% for the CY and 4% thereafter
Expected rate of return on plan assets	7.15%	7.27%	-	-
Expected average remaining working lives of employees (years)	19.48	20.55	17.98 - 19.97	19.31 - 21.06
Average remaining working lives of employees with Mortality and Withdrawal (years)	6.00	5.00	5.00	5.00
Mortality rates inclusive of provision for disability (100% of Indian Assured Lives Mortality (IALM) (2006-08):-				
Age upto 30 years	20.00%	20.00%	20.00%	20.00%
From 31 years and above	10.00%	10.00%	10.00%	10.00%
Retirement age (years)	58	58	58	58

**Maturity profile of defined benefit obligation**

Year	Gratuity	Earned and sick leaves
April 2021 - March 2022	31.56	15.17
April 2022 - March 2023	28.71	13.50
April 2023 - March 2024	31.25	13.68
April 2024 - March 2025	31.29	12.80
April 2025 - March 2026	33.99	11.85
April 2026 - March 2031	155.22	46.46

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(All amounts are in INR million except wherever stated otherwise)

\* The plan assets are maintained with Life Insurance Corporation of India Gratuity Scheme. The details of investments maintained by Life Insurance Corporation are not available with the Company and have not been disclosed.

Particulars	Gratuity		Earned and sick leaves	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
<b>Cost for the period</b>				
1. Current service cost	20.47	16.53	17.94	12.71
2. Net interest cost	9.21	8.59	3.48	2.98
<b>Total amount recognised in profit or loss</b>	<b>29.68</b>	<b>25.12</b>	<b>21.42</b>	<b>15.69</b>
<b>Re-measurements recognised in Other comprehensive income</b>				
1. Actuarial gain on plan assets	0.07	0.01	-	-
2. Effect of changes in demographic assumptions	-	(20.85)	-	-
3. Effect of changes in financial assumptions	(21.78)	(7.71)	-	-
4. Effect of experience adjustments	16.62	(4.53)	-	-
<b>Total re-measurements included in Other Comprehensive Income</b>	<b>(5.09)</b>	<b>(33.08)</b>	<b>-</b>	<b>-</b>

**Sensitivity analysis of the defined benefit obligation**

The significant actuarial assumption for the determination of defined benefit obligations are discount rate and expected salary increase.

Particulars	Gratuity		Earned and sick leaves	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Present value of Obligation at the end of the year	214.02	230.52	60.38	62.86
a) Impact of the change in discount rate				
i). Impact due to increase of 0.50%	(5.51)	(4.85)	(1.25)	(1.17)
ii). Impact due to decrease of 0.50%	5.81	5.10	1.31	1.23
b) Impact of the change in salary increase				
i). Impact due to increase of 0.50%	5.79	5.22	1.30	1.26
ii). Impact due to decrease of 0.50%	(5.54)	(4.13)	(0.38)	(0.95)

**(b) Defined contribution Plans**

The Company makes contribution towards employees' provident fund, superannuation fund and employees' deposit linked insurance scheme for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of payroll cost, as specified in the rules of the schemes, to these defined contribution schemes.

The Company has recognised for contributions to these plans in the statement of profit and loss as under :

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Company's contribution to provident and pension fund	93.57	86.86
Company's contribution to superannuation fund	1.52	1.56
<b>Total</b>	<b>95.09</b>	<b>88.42</b>

**Note 45 - Segment Reporting**

The Company was set-up with the object of, inter alia, carrying on the manufacturing business of electrical switchgears, switchgear accessories, electrical and electronic control panels, switchboards, bus ducts, bus trunkings and its allied products. This is the only activity performed and is thus also the main source of risks and returns. The Company's segments as reviewed by the Chief Operating Decision Maker (CODM) does not result in to identification of different ways / sources in to which they see the performance of the Company. Accordingly, the Company has a single reportable segment.

**Note 46 - Earning per share**

Particulars		For the year ended March 31, 2021	For the year ended March 31, 2020
Profit for the year from continuing operations attributable to equity shares	Rs. in million	(657.63)	6.21
Profit for the year from discontinued operations attributable to equity shares	Rs. in million	(232.58)	15.01
Profit for the year from total operations attributable to equity shares	Rs. in million	(890.21)	21.23
Weighted average number of Basic and diluted equity shares outstanding	Numbers	44,268,062	44,268,062
Basic earnings per share from continuing operations (face value - Rs. 10 per share)	Rupees	(14.86)	0.14
Basic earnings per share from discontinuing operations (face value - Rs. 10 per share)	Rupees	(5.25)	0.34
Basic earnings per share from total operations (face value - Rs. 10 per share)	Rupees	(20.11)	0.48

**Note 47 - Corporate Social Responsibility (CSR) expenditure**

As per section 135 of the Companies Act, 2013, a Corporate Social Responsibility (CSR) committee has been formed by the Company. The Company has contributed Rs 7.97 as specified in schedule VII of the Companies Act, 2013.

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
The gross amount required to be spent by the Company for CSR expenditure.	13.97	9.92
The amount spent (already paid for purposes other than construction / acquisition of any asset)	7.97	18.21
There were no amount spent for construction / acquisition of any capital asset.		

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**Note 48 - Interest in joint ventures**

The Company has interests in the following jointly controlled entities:

Name of company	C&S Himoinsa Private Limited	
Principal activity	Manufacturing business of silent DG sets	
Principal place of business and country of incorporation :	India	
Proportion of ownership interest and voting rights held by the Company :	50%	50%
	Audited	Audited
Particulars	As at March 31, 2021	As at March 31, 2020
Non current assets	-	145.81
Current assets *	-	402.44
Non current liabilities	-	6.54
Current liabilities*	-	310.95
* The above amounts of assets and liabilities include the following :		
Cash and cash equivalents	-	5.22
Current financial liabilities (excluding trade payables and provisions)	-	111.16
Non current financial liabilities (excluding trade payables and provisions)	-	4.37

Particulars	For the period April 01, 2020 to January 31, 2021	For the year ended March 31, 2020
Revenue	488.27	1,002.88
Profit / (loss) from continuing operations **	(25.55)	1.49
Post-tax profit / (loss) from discontinuing operations	-	-
Other comprehensive income	(0.27)	(0.60)
Total comprehensive income	(25.82)	0.88
** The above amounts of profit / (loss) include the following :		
Depreciation and amortisation	11.42	13.36
Interest income	0.29	0.36
Finance cost	4.43	7.86
Income tax expense / (income)	-	1.20

Name of company	TC Electric Controls LLC	
Principal activity	Business of Electrical controls components	
Principal place of business and country of incorporation :	USA	
Proportion of ownership interest and voting rights held by the Company :	50%	50%
	Audited	Audited
Particulars	As at March 31, 2021	As at March 31, 2020
Non current assets	9.97	13.70
Current assets *	3.83	7.97
Non current liabilities	-	-
Current liabilities	29.26	30.59
* The above amounts of assets and liabilities include the following :		
Cash and cash equivalents	3.83	2.79
Current financial liabilities (excluding trade payables and provisions)	-	-
Non current financial liabilities (excluding trade payables and provisions)	-	-

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Revenue	4.62	62.57
Profit / (loss) from continuing operations **	(6.93)	(9.34)
Post-tax profit or loss from discontinuing operations	-	-
Other comprehensive income	-	-
Total comprehensive income	(6.93)	(9.34)
** The above amounts of Profit / (loss) include the following :		
Depreciation and amortisation	0.78	0.64
Interest income	-	-
Interest expenses	-	-
Income tax expense / (income)	-	-

The Company has not disclosed the information related to RS Components &amp; Controls (India) Limited in view of insignificant investment in the company for the purpose of Ind-AS 28.

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 49 - Discontinued operations**

On 31 January 2021, pursuant to the business transfer agreement dated 18 February 2020, executed between the Company and Trimaster Private Limited, The Company has transferred certain businesses, investments and loans as a going concern on a slump sale basis for a consideration of Rs. 2,110.99. Management has eliminated from the results of the discontinued operations the inter segment sales and cost thereof made prior to its disposal.

The Company has presented certain businesses as discontinued operations for the year ended 31 March 2021 in accordance with Ind AS 105 (Non current assets held for sale & discontinued operations) and accordingly reclassified the comparative financial information of the previous year prescribed as below:

**Revenue, expenses and net cash flows relating to discontinued operations is as follows:**

Particulars	For the period 01 April 2020 to 31 January 2021	For the year ended March 31, 2020
<b>Income</b>		
Revenue from operations	2,093.25	2,659.92
Other income	20.24	45.99
<b>Total Income</b>	<b>2,113.49</b>	<b>2,705.91</b>
<b>Cost of materials consumed</b>	<b>1,070.39</b>	<b>1,431.70</b>
Purchases of stock-in-trade	10.07	737.48
Changes in inventories of finished goods, stock-in-trade and work in progress	474.41	(218.18)
Employee benefits expense	202.39	273.17
Finance costs	3.71	12.88
Depreciation and amortisation expense	47.92	52.22
Other expenses	453.14	393.56
<b>Total expenses</b>	<b>2,262.03</b>	<b>2,682.83</b>
<b>(Loss)/ profit before tax</b>	<b>(148.54)</b>	<b>23.08</b>
Current tax	84.04	8.07
Deferred tax charge / (credit)	84.04	8.07
<b>(Loss)/ profit for the year</b>	<b>(232.58)</b>	<b>15.01</b>
<b>Other comprehensive income / (Expense) (OCI)</b>		
<b>Items that will not be reclassified to profit or loss</b>		
Remeasurements of the defined benefit liabilities	(0.19)	(1.39)
Income tax relating to items that will not be reclassified to profit or loss	0.05	0.35
<b>Other comprehensive income</b>	<b>(0.14)</b>	<b>(1.04)</b>
<b>Total comprehensive income for the year (VII + VIII)</b>	<b>(232.72)</b>	<b>13.97</b>

**The net cash flow attributable to the discontinued operations are as follows:**

Particulars	For the period 01 April 2020 to 31 January 2021	For the year ended March 31, 2020
Net Cash used in operating activities	(11.63)	(205.66)
Net Cash used in investing activities	1,464.09	61.41
Net Cash used in financing activities	(10.94)	(15.67)

During the year, the Company has sold the discontinued operations for a consideration of Rs. 1463.69 at a loss of Rs. 154.82.

**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 50 - Disclosures w.r.t. Revenue from Contracts with Customers under Ind AS 115**
**(i) Contract balances**

The following table presents the information of trade receivables / unbilled revenue and contract liabilities arising out of contract with customers under Ind AS 115.

Particulars	March 31, 2021	March 31, 2020
<b>(a) Trade receivables (refer Note 8)</b>		
Trade receivable with respect to revenue from contracts with customers		
From related parties (refer Note 40)	40.00	433.31
From others	3,184.34	4,261.81
Less: Allowance for doubtful debts	(642.93)	(208.05)
<b>Total trade receivables</b>	<b>2,581.41</b>	<b>4,487.07</b>
<b>(b) Unbilled revenue (refer Note 9(b))</b>	<b>16.30</b>	<b>22.30</b>
<b>(c) Contract liabilities (refer Note 22)</b>	<b>244.13</b>	<b>308.99</b>

**Unbilled revenue (refer Note 9(b))**

Particulars	March 31, 2021
<b>Opening balance as on April 1, 2020</b>	22.30
Increase during the year	16.30
Billed during the year	(22.30)
<b>Closing balance as on March 31, 2021</b>	<b>16.30</b>
Analysed as :	
Current	16.30
Non-current	-
<b>Total</b>	<b>16.30</b>

**Contract liabilities (refer Note 22)**

Particulars	March 31, 2021
<b>Opening balance as on April 1, 2020</b>	<b>308.99</b>
Revenue recognised during the year	(174.30)
Increase in customer advances during the year	108.14
Increase in unearned income during the year	1.30
<b>Closing balance as on March 31, 2021*</b>	<b>244.13</b>
Analysed as :	
Current	244.13
Non-current	-
<b>Total</b>	<b>244.13</b>

\*Management expects that the entire transaction price allocated to the unsatisfied contracts as at the end of the reporting period will be recognised as revenue during the next reporting period.

**Note 51 - Judgement of Supreme Court - Provident Fund and Miscellaneous Provisions Act, 1952 ('EPF Act')**

The Supreme Court on 28 February 2019 has provided its judgment regarding inclusion of other allowances such as travel allowances, special allowances, etc within the expression 'basic wages' for the purpose computation of contribution of provident fund under the Employees' Provident Fund and Miscellaneous Provisions Act, 1952 ('EPF Act'). There are interpretive challenges on the application of the Supreme Court Judgment including the period from which judgment would apply, consequential implications on resigned employees etc. Further, various stakeholders have also filed representations/ review petition with PF authorities and the Supreme Court respectively. All these factors raises significant uncertainty regarding the implementation of the Supreme Court Judgment.

Owing to the aforesaid uncertainty and pending clarification from regulatory authorities in this regard, the Company has recognized provision for the PF contribution on the basis of above mentioned order with effect from the order date. Further, the management believes that impact of aforementioned uncertainties on the financial statements of the Company should not be material.

**Note 52 - Pursuant to the share purchase agreement dated January 24, 2020 entered in between the erstwhile promoters, Siemens Limited and the Company, on March 1, 2021, Siemens Limited acquired 99.22% equity share capital of the Company from its promoters for a consideration of Rs. 21,000, on cash free / debt free basis on terms and conditions that are mutually agreed between the parties to the transaction. The final settlement of the transaction price between Siemens Limited and the erstwhile promoters has not yet been settled. Based on the assessment of the current scenario, the management believes there would not be any material impact on the current financial statement.**



**C&S Electric Limited**
**Notes forming part of the standalone financial statements**
*(All amounts are in INR million except wherever stated otherwise)*

**Note 53** - For the Financial Year (FY) 2020-21, the Company has reported inadequate profit, calculated as per Section 198 of the Companies Act, 2013 ("Act").

Pursuant to the provisions of Section 197(3) of the Act read with Schedule V thereto, if, in any financial year, a company has no profits or its profits are inadequate, the company shall not pay to its directors, including any managing or whole-time director or manager or any other non-executive director, including an independent director, by way of remuneration any sum exclusive of any fees payable to directors under sub-section (5) hereunder except in accordance with the provisions of Schedule V.

As per Schedule V, Part II, Section II, Part A where in any financial year during the currency of tenure of a managerial person or other director, a company has no profits or its profits are inadequate, it may, pay remuneration to the managerial person or other director not exceeding, the limits prescribed thereunder. The Company has paid remuneration to its Directors within the limits as prescribed thereunder, for FY 2020-21.

Further, as per the requirements of Section 197 of the Act read with Schedule V, the approval of Board of Directors and Nomination and Remuneration Committee and the Members is required where Company has no profits or its profits are inadequate. The Nomination and Remuneration Committee and Board of Directors of the Company at their respective Meetings held on 26th August, 2021 have approved the payment of Managerial Remuneration in FY 2020-21, subject to approval of the members at the ensuing 50th Annual General Meeting of the Company.

**Note 54 - Proposed dividend**

The Board of Directors, in its meeting held on August 26, 2021, have not recommended any final dividend for the financial year ended March 31, 2021. The Board of Directors, in its meeting held on August 24, 2020, did not recommend any final dividend for the financial year ended March 31, 2020.

**Note 55 - Transfer Pricing**

The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing regulation under sections 92-92F of the Income tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company continuously updates its documentation for the international and domestic transactions entered into with the associated enterprises during the financial year. The management is of the opinion that its international and specified domestic transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation, if any.

**Note 56** -In view of the pandemic relating to COVID - 19, the Company has considered internal and external information and has performed an analysis based on current estimates while assessing the recoverability of property, plant and equipment, trade receivables, inventories and other assets, for any possible impact on the Financial Statements. The Company has also assessed the impact of this whole situation on its capital and financial resources, profitability, liquidity position, internal financial reporting controls etc. and is of the view that based on its present assessment this situation does not materially impact the financial statements.

However, the actual impact of COVID - 19 on the financial statements may differ from that estimated due to unforeseen circumstances and the Company will continue to closely monitor any material changes to future economic conditions.

**Note 57** - Previous year's figures have been regrouped/reclassified wherever necessary to confirm the current year classification.

**Note 58 - Approval of financial statements**

The financial statements were approved for issue by the Board of Directors on 26 August 2021.

As per our report of even date attached

For **B S R & Co. LLP**

Chartered Accountants

ICAI Firm registration No.: 101248W/ W-100022

For and on behalf of the Board of Directors

**C&S Electric Limited**

**Adhir Kapoor**

Partner

Membership No. : 098297

**Prakash Kumar Chandraker**

Managing Director & CEO

DIN No. 05150366

**Siddharth Kasera**

Director

DIN No. 09086454

**Manav Adlakha**

Chief Financial Officer

PAN.: AEIPA4199N

**Anup Sobti**

Company Secretary

ACS No.: 16466

Place : New Delhi

Date : 26 August 2021

Place : New Delhi

Date : 26 August 2021

## INDEPENDENT AUDITOR'S REPORT

To the Members of C&S Electric Limited

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the consolidated financial statements of C&S Electric Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), and its joint ventures, which comprise the consolidated balance sheet as at 31 March 2021, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of such subsidiaries and joint ventures as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, and joint ventures as at 31 March 2021, of its consolidated loss and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

#### Basis for Opinion

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

#### Other Information

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. When we read the other information, if we conclude that there is a material misstatement there in we are required to communicate the matter to those charged with governance.

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

The Holding Company's management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its joint ventures in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective management and Board of Directors of the companies included in the Group and of its joint ventures are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The respective Board of Directors of the companies included in the Group and of its joint ventures is responsible for overseeing the financial reporting process of each company

**Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated 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 consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the

appropriateness of this assumption. 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 consolidated 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 Group (company and subsidiaries) as well as joint ventures to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group and its joint ventures to express an opinion on the consolidated financial statements, of which we are the independent auditors. We are responsible for the direction, supervision and performance of the audit of financial information of such entities. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in the section titled 'Other Matters' in this audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in 'Other Matters' paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.

### Other matters

We did not audit the financial statements of ten subsidiaries, whose financial statements reflect, total revenues of Rs 1,012.76 million for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (and other comprehensive income) of Rs 16.39 million for the year ended 31 March 2021, in respect of joint ventures, whose financial statements have not been audited by us. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and joint ventures is based solely on the audit reports of the other auditors.

Certain of these subsidiaries and a joint venture are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries and a joint venture located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management.

Our opinion in so far as it relates to the balances and affairs of such subsidiaries and a joint venture located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Group's interest in share of net profit and share in net worth of RS Components & Control (India) Limited, the jointly controlled entity have not been considered in these consolidated financial statements for the reason stated in note 1.5 (ix) to the consolidated financial statements of the Company.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

#### **Report on Other Legal and Regulatory Requirements**

- (i) As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries and joint ventures as were audited by other auditors, as noted in the 'Other Matters' paragraph, we report, to the extent applicable, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act.
  - e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2021 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company is disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies and joint venture companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries and joint ventures, as noted in the 'Other Matters' paragraph:
- i. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2021 on the consolidated financial position of the Group and joint ventures. Refer Note 36 to the consolidated financial statements.
  - ii. The Group and joint ventures have made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts. Refer Note 38(a) to the consolidated financial statements.
  - iii. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies and joint venture company incorporated in India during the year ended 31 March 2021; and.
  - iv. The disclosures in the consolidated financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in the financial statements since they do not pertain to the financial year ended 31 March 2021.

- (ii) With respect to the matter to be included in the Auditors' Report under section 197(16):

We draw attention to Note 53 to the consolidated financial statements, relating to Managerial Remuneration which explains that the managerial remuneration aggregating to Rs 39.42 million was in accordance with the provision of Section 197 read with schedule V to the Companies Act, 2013. Owing to the inadequacy of profit for the year ended 31 March 2021, the company shall seek approval through a special resolution of the shareholders in the forthcoming annual general meeting. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us. Our opinion is not modified in respect of this matter.

**For B S R & Co. LLP**  
*Chartered Accountants*  
Firm's Registration No.: 101248W/W-100022

**Adhir Kapoor**  
*Partner*  
Membership No.: 098297  
UDIN No.: 21098297AAAACJ5730

Place: New Delhi  
Date: 26 August 2021



**Annexure A to the Independent Auditor's report on the consolidated financial statements of C&S Electric Limited for the period ended 31 March 2021.****Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013****Opinion**

In conjunction with our audit of the consolidated financial statements of C&S Electric Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2021, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and such Company incorporated in India under the Companies Act, 2013 which is its joint venture company, as of that date.

In our opinion, the Holding Company and such Company incorporated in India which is its joint venture company, have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2021, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls 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 respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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 (hereinafter referred to as "the Act").

**Auditors' responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of the internal controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant joint venture company in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

**Meaning of internal financial controls with reference to consolidated financial statements**

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

**Inherent limitations of internal financial controls with reference to consolidated financial statements**

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

**Other matters**

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates one joint venture Company, which is a company incorporated in India, is based on the corresponding report of the auditor of such company incorporated in India.

*For B S R & Co. LLP*  
*Chartered Accountants*  
Firm's Registration No.: 101248W/W-100022

**Adhir Kapoor**  
*Partner*  
Membership No.: 098297  
UDIN No.: 21098297AAAACJ5730

Place: New Delhi  
Date: 26 August 2021



**C&S Electric Limited**  
**Consolidated Balance sheet**  
**As at March 31, 2021**

(All amounts are in INR million except wherever stated otherwise)

Particulars	Note	As at March 31, 2021	As at March 31, 2020
<b>I. ASSETS</b>			
<b>1 Non - current assets</b>			
(a) Property, plant and equipment	2a	1,536.73	2,302.53
(b) Right-of-use assets	2b	282.47	272.21
(c) Capital work-in-progress	3	30.65	16.62
(d) Goodwill	4	-	198.24
(e) Other intangible assets	5	15.43	101.98
(f) Intangible assets under development	6	-	1.41
(g) Financial assets			
(i) Investments	7	-	111.80
(ii) Trade receivables	8 (a)	9.19	6.89
(iii) Other financial assets	9 (a)	34.44	91.13
(h) Deferred tax assets (net)	11	222.99	32.74
(i) Income tax assets (net)	12	46.32	83.90
(j) Other non current assets	10 (a)	74.77	68.31
		<b>2,252.99</b>	<b>3,287.76</b>
<b>2 Current assets</b>			
(a) Inventories	13	1,872.89	3,197.08
(b) Financial assets			
(i) Investments	14	-	79.71
(ii) Trade receivables	8 (b)	2,572.22	4,832.81
(iii) Cash and cash equivalents	15 (a)	1,436.28	522.48
(iv) Bank balances other than (iii) above	15 (b)	126.91	118.90
(v) Loans	16	1.60	2.13
(vi) Other financial assets	9 (b)	110.81	54.62
(c) Other current assets	10 (b)	167.44	418.98
(d) Current tax Assets (net)	25	-	8.75
		<b>6,288.15</b>	<b>9,235.46</b>
<b>Total assets</b>		<b>8,541.14</b>	<b>12,523.22</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Equity share capital	17	442.68	442.68
(b) Other equity		3,594.83	4,081.05
		<b>4,037.51</b>	<b>4,523.73</b>
<b>2 Liabilities</b>			
<b>Non - current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	18	9.81	326.45
(ii) Lease liabilities	19 (a)	199.11	129.32
(iii) Other financial liabilities	20 (a)	41.31	48.26
(b) Provisions	21 (a)	202.61	203.97
(c) Other non current liabilities		-	-
		<b>452.84</b>	<b>708.00</b>
<b>3 Current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	23	4.78	2,528.90
(ii) Lease liabilities	19 (b)	45.38	40.67
(iii) Trade payables	24		
(A) total outstanding dues of micro enterprises and small enterprises; and		464.80	352.72
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		2,068.66	2,588.78
(iv) Other financial liabilities	20 (b)	903.25	1,314.17
(b) Other current liabilities	22	355.93	447.08
(c) Provisions	21 (b)	178.55	19.17
(d) Current tax liabilities (net)	25	29.44	-
		<b>4,050.79</b>	<b>7,291.49</b>
<b>Total Equity and Liabilities</b>		<b>8,541.14</b>	<b>12,523.22</b>

**Significant accounting policies**

1

The accompanying notes from 1 to 58 form an integral part of the consolidated financial statements.

As per our report of even date attached

For **B S R & Co. LLP**

Chartered Accountants

ICAI Firm registration No.: 101248W/ W-100022

**Adhir Kapoor**

Partner

Membership No. : 098297

For and on behalf of the Board of Directors

**C&S Electric Limited**

**Prakash Kumar Chandraker**

Managing Director & CEO

DIN No.: 05150366

**Siddharth Kasera**

Director

DIN No.: 09086454

**Manav Adlakha**

Chief Financial Officer

PAN.: AEIPA4199N

**Anup Sobti**

Company Secretary

ACS No.: 16466

Place : New Delhi

Date : 26 August 2021

Place : New Delhi

Date : 26 August 2021

C&S Electric Limited  
**Consolidated Statement of profit and loss**  
**For the year ended March 31, 2021**  
*(All amounts are in INR million except wherever stated otherwise)*

Particulars	Note	For the year ended March 31, 2021	For the year ended March 31, 2020
I Revenue from operations	26	8,419.28	9,631.60
II Other income	27	144.67	116.90
<b>III Total income (I + II)</b>		<b>8,563.95</b>	<b>9,748.50</b>
<b>IV Expenses:</b>			
(a) Cost of materials consumed	28	4,954.28	5,406.26
(b) Purchases of stock-in-trade	29	14.48	27.44
(c) Changes in inventories of finished goods, stock-in-trade and work in progress	30	6.03	(195.33)
(d) Employee benefits expense	31	1,325.54	1,522.59
(e) Finance cost	32	245.81	277.76
(f) Depreciation and amortisation expense	33	325.93	246.06
(g) Provision for impairment of Investment	14	79.71	79.71
(h) Other expenses	34	2,539.35	1,817.48
<b>Total expenses (IV)</b>		<b>9,491.13</b>	<b>9,181.97</b>
V Share of (losses) of joint ventures	7	(3.48)	(4.67)
<b>VI (Loss)/ profit before tax (III - IV + V)</b>		<b>(930.66)</b>	<b>561.86</b>
<b>VII Tax expense:</b>			
(a) Current tax	35 (a)	91.83	119.71
(b) Deferred tax	35 (b)	(244.13)	12.96
		<b>(152.30)</b>	<b>132.67</b>
<b>VIII (Loss)/ profit for the year from continuing operations (VI - VII)</b>		<b>(778.36)</b>	<b>429.19</b>
<b>Discontinued operations:</b>			
Profit/(loss) from discontinued operations		391.47	(245.23)
Tax credit on discontinued operations		84.04	8.07
<b>Profit/ (Loss) after tax from discontinued operations</b>		<b>307.43</b>	<b>(253.30)</b>
<b>(Loss) / profit for the year</b>		<b>(470.93)</b>	<b>175.89</b>
<b>IX Other comprehensive income (OCI)</b>			
<b>In respect of Continuing operations</b>			
<b>Items that will not be reclassified to profit or loss</b>			
Remeasurements of the defined benefit liabilities	44	(4.91)	(31.54)
Share of other comprehensive income in joint ventures	7	-	-
Income tax relating to items that will not be reclassified to profit or loss	35 (c)(i)	1.23	11.15
<b>In respect of discontinued operations</b>			
<b>Items that will not be reclassified to profit or loss</b>			
Remeasurements of the defined benefit liabilities		(0.19)	(1.38)
Share of other comprehensive income in joint ventures	35 (c)(ii)	(0.14)	(0.30)
Income tax relating to items that will not be reclassified to profit or loss	35 (c)(ii)	0.05	0.35
<b>Items that may be reclassified to profit or loss</b>			
Exchange differences in translating the financial statement of foreign operation		(11.34)	(4.39)
Income tax relating to items that may be reclassified to profit or loss		-	1.53
<b>Other comprehensive income</b>		<b>(15.30)</b>	<b>(24.58)</b>
<b>X Total comprehensive income for the year (VIII + IX)</b>		<b>(486.23)</b>	<b>151.31</b>
<b>XI Earnings per share (of Rs. 10 each):</b>			
(i) Earning per share from continuing operations	46	(17.58)	9.70
(ii) Earning per share from discontinued operations	46	6.94	(5.72)
(iii) Earning per share from continuing and discontinued operations	46	(10.64)	3.97

**Significant accounting policies**
**1**

The accompanying notes from **1 to 58** form an integral part of the consolidated financial statements.

As per our report of even date attached

For **B S R & Co. LLP**

Chartered Accountants

ICAI Firm registration No.: 101248W/ W-100022

**Adhir Kapoor**

Partner

Membership No. : 098297

For and on behalf of the Board of Directors

**C&S Electric Limited**

**Prakash Kumar Chandraker**

Managing Director & CEO

DIN No.: 05150366

**Siddharth Kasera**

Director

DIN No.: 09086454

**Manav Adlakha**

Chief Financial Officer

PAN.: AEIPA4199N

**Anup Sobti**

Company Secretary

ACS No.: 16466

Place : New Delhi

Date : 26 August 2021

Place : New Delhi

Date : 26 August 2021

**C&S Electric Limited**  
**Statement of consolidated cash flows**  
**For the year ended March 31, 2021**  
*(All amounts are in INR million except wherever stated otherwise)*

Particulars	As at March 31, 2021		As at March 31, 2020	
<b>A. Cash flow from operating activities</b>				
Net (Loss)/ profit before tax	(930.66)		561.86	
Profit/ (loss) before tax from discontinuing operations	391.47	(539.19)	(245.23)	316.63
Adjustments for :				
Profit/ (loss) from discontinued operations, net of income taxes	(391.47)		245.23	
Depreciation and amortisation	325.93		246.06	
Share of losses in joint venture	3.48		4.67	
Loss / (profit) on sale of Property, plant and equipment	3.72		(1.98)	
Interest expenses	189.57		233.17	
Other borrowing costs	37.57		28.22	
Unwinding of discounts on financial assets	-		1.12	
Interest expense on lease liabilities	18.66		15.25	
Interest income on deposits	(15.77)		(9.41)	
Interest income on overdue trade receivables	(8.88)		(7.59)	
Interest income on financial assets carried at amortised cost	(0.40)		(1.72)	
Dividend income	(0.00)		(0.18)	
Net gain arising on financial assets designated at FVTPL	(30.13)		(13.14)	
Net loss on disposal of debt instruments at amortised cost	-		4.31	
Mark to market gain on derivative contracts	(35.45)		-	
Liabilities/ provisions no longer required written back	(23.32)		(4.84)	
Provision for foreseeable loss and others	162.48		-	
Charge for slow moving inventory/ inventory written off	175.19		3.61	
Provision for doubtful debt/ bad debts written off	511.80		47.45	
Provision for impairment of Investment	93.29		79.71	
Unrealised foreign exchange loss/ (gain) (net)	49.93		(60.01)	
		<b>1,066.20</b>		<b>809.93</b>
<b>Operating profit before working capital changes</b>		<b>527.01</b>		<b>1,126.56</b>
Changes in working capital:				
Adjustments for (increase) / decrease in operating assets:				
Inventories	35.45		(354.11)	
Trade receivables	449.18		247.12	
Other non-current financial assets	(1.27)		(2.97)	
Other current financial assets	(39.37)		3.92	
Other current assets	156.17		(64.15)	
Other non-current assets	(14.92)		13.75	
Adjustments for increase / (decrease) in operating liabilities:				
Trade payables	691.06		38.30	
Other non-current financial liabilities	0.73		8.32	
Other current financial liabilities	(352.19)		(106.63)	
Other current liabilities	(16.21)		48.68	
Other long-term liabilities	-		-	
Short-term provisions	(0.84)		(12.39)	
Long-term provisions	9.79		12.35	
		<b>917.58</b>		<b>(167.81)</b>
<b>Cash flow from operating activities</b>				
Income taxes paid		<b>1,444.59</b>		<b>958.75</b>
		(114.87)		(178.35)
Net cash flow from operating activities - continuing operations		1,329.72		780.40
Net cash inflow from/ (used in) operating activities - discontinuing operations		35.41		(449.23)
<b>Net cash flow from operating activities - continuing and discontinuing operations (A)</b>		<b>1,365.13</b>		<b>331.17</b>
<b>B. Cash flow from investing activities</b>				
Capital expenditure on Property, plant and equipment	(291.74)		(256.30)	
Proceeds from sale of Property, plant and equipment	55.56		4.37	
Purchase of investments	-		(7.95)	
Sale of investments	29.79		97.50	
Loan to employees	1.16		36.42	
Interest income on deposits	-		8.54	
Dividend income	0.00		0.18	
Movement in bank balances not considered as cash and cash equivalents	(8.01)		1.04	
Sales of Discontinued Operations	-		-	
Net cash (used in) investing activities - continuing operations		(213.24)		(116.20)
Net cash flow from investing activities - discontinuing operations		1,985.43		202.61
<b>Net cash flow from/ (used in) investing activities - continuing and discontinuing operations (B)</b>		<b>1,772.19</b>		<b>86.41</b>
<b>C. Cash flow from financing activities</b>				
Proceeds from borrowings (Include foreign exchange loss of Rs. 39.81 (previous Year Rs. Nil))	210.19		38.99	
Repayment of borrowings	(264.04)		(226.77)	
Net increase in working capital borrowings	(1,868.51)		527.13	
Interest expenses	(196.55)		(231.22)	
Other borrowing costs	(37.57)		(28.22)	
Repayment of lease liabilities and interest	(56.08)		(46.57)	
Dividends paid	-		(139.89)	
Corporate dividend tax	-		(28.75)	
Net cash used in financing activities - continuing operations		(2,212.56)		(135.30)
Net cash flow from/ (used in) financing activities - discontinuing operations		(10.96)		18.26
<b>Net cash used in financing activities - continuing and discontinuing operations (C)</b>		<b>(2,223.52)</b>		<b>(117.04)</b>
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>		<b>913.80</b>		<b>300.54</b>
Cash and cash equivalents at the beginning of the year		522.48		221.94
Cash and cash equivalents from acquisition		-		-
<b>Cash and cash equivalents at the end of the year</b>		<b>1,436.28</b>		<b>522.48</b>
<b>Cash and cash equivalents comprise:</b>				
Cash in hand		0.29		1.45
Cheques / drafts in hand		-		0.82
Balances with banks				
(i) In current accounts		471.86		520.21
(ii) In deposits accounts with original maturity of less than 3 months		964.13		-
(Refer note 15a)		<b>1,436.28</b>		<b>522.48</b>

Movement in financial liabilities	Non-current borrowings	Current Borrowings	Total
As at April 1, 2020	320.96	2,095.74	2,416.70
Proceeds from borrowings	-	249.98	249.98
Repayments of borrowings	(311.15)	(1,821.40)	(2,132.55)
As at March 31, 2021	9.81	524.33	534.13

The above statement of cash flow has been prepared under the "indirect method" as set out in Ind AS-7 - "Statement of cash flow".

**Significant accounting policies**

The accompanying notes from 1 to 58 form an integral part of the consolidated financial statements.

As per our report of even date attached

For **B S R & Co. LLP**  
Chartered Accountants  
ICAI Firm registration No.: 101248W/ W-100022

For and on behalf of the Board of Directors  
**C&S Electric Limited**

**Adhir Kapoor**  
Partner  
Membership No.: 098297

**Prakash Kumar Chandraker**  
Managing Director & CEO  
DIN No.: 05150366

**Siddharth Kasera**  
Director  
DIN No.: 09086454

**Manav Adilakha**  
Chief Financial Officer  
PAN: AEIPA199N

**Anup Sobti**  
Company Secretary  
ACS No.: 16466

Place : New Delhi  
Date : 26 August 2021

Place : New Delhi  
Date : 26 August 2021

**C&S Electric Limited**  
**Consolidated Statement of changes in equity for the year ended March 31, 2021**  
*(All amounts are in INR million except wherever stated otherwise)*

**a. Equity share capital**

Particulars	As at March 31, 2021	As at March 31, 2020
Opening Balance	442.68	442.68
Changes in equity share capital during the year	-	-
Closing Balance	442.68	442.68

**b. Other equity**

Particulars	Other equity				
	Reserves and surplus		Other Comprehensive income		Total
	General reserve	Surplus in Statement of Profit and Loss			
Debt instruments through OCI			Foreign currency translation reserve		
Balance as at April 1, 2019	633.91	3,451.18	(0.90)	14.20	4,098.39
1. Profit for the year	-	175.89	-	-	175.89
2. Other comprehensive income for the year, net of income tax	-	(21.72)	-	(2.86)	(24.58)
Total comprehensive income for the year	-	154.17	-	(2.86)	151.31
3. Dividends on equity shares	-	(139.89)	-	-	(139.89)
4. Corporate dividend tax	-	(28.75)	-	-	(28.75)
Balance as at March 31, 2020	633.91	3,436.70	(0.90)	11.34	4,081.05
1. Profit for the year	-	(470.93)	-	-	(470.93)
2. Other comprehensive income for the year, net of income tax	-	(3.96)	-	(11.34)	(15.30)
Total comprehensive income for the year	-	(474.89)	-	(11.34)	(486.23)
Balance as at March 31, 2021	633.91	2,961.81	(0.90)	(0.00)	3,594.83

**Significant accounting policies**

**1**

The accompanying notes from **1 to 58** form an integral part of the consolidated financial statements.

As per our report of even date attached

For **B S R & Co. LLP**

Chartered Accountants

ICAI Firm registration No.: 101248W/ W-100022

**Adhir Kapoor**

Partner

Membership No. : 098297

For and on behalf of the Board of Directors

**C&S Electric Limited**

**Prakash Kumar Chandraker**

Managing Director & CEO

DIN No.: 05150366

**Siddharth Kasera**

Director

DIN No.: 09086454

**Manav Adlakha**

Chief Financial Officer

PAN.: AEIPA4199N

**Anup Sobti**

Company Secretary

ACS No.: 16466

Place : New Delhi

Date : 26 August 2021

Place : New Delhi

Date : 26 August 2021

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 1 - General information and Significant Accounting Policies**
**Note 1.1 - General information**

C&S Electric Limited ("the Company") is a limited company incorporated in India, having registered office at 222, Okhla phase - III, New Delhi - 110 020. The Company have subsidiaries namely EON Telesystems Private Limited, Eta-com Middle East (FZE), C&S (Nantong) Electric Limited, C&S Electric U.K. Limited, C&S Electric International B.V., Eta-Com I.S.D. B.V., Eta-Com B.V., Eta Bim NV, Eta-Com B NV, Eta-Com Deutschland GmbH, Eta-Com UK Preedcrete Limited and Joint Ventures namely C&S Himoina Private Limited, TC Electric Controls LLC and RS Components & Controls (India) Limited. C&S Electric Limited together with its subsidiaries is hereinafter referred to as "Group".

The principal place of business of the Group is in New Delhi and operations are at Noida, Greater Noida, Haridwar, Assam, China, Dubai (UAE) and Belgium. The principal activities of the Group includes manufacturing and business of electrical switchgear, controlgears, contactors, miniature circuit breakers (MCBs), electrical and electronic panels, protection and measurement devices, bus ducts, bus trunkings, lighting & wiring products and generation of Solar power etc.

**Note 1.2 - Basis of preparation and presentation**
**I. Statement of compliance**

The Consolidated financial statements ("financial statements") have been prepared to comply in all material aspects with the Indian Accounting Standard (Ind AS) notified under section 133 of the Companies Act, 2013, read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended. These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act 2013 ("The Act") and other relevant provisions of the Act, as applicable.

Accounting policy has been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a changes in the accounting policy hitherto in use.

**II. Functional and presentation currency**

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Indian Rupee, which is C&S Electric Limited's functional and presentation currency. All amounts have been rounded off to the nearest millions upto two decimal places, unless otherwise indicated.

**III. Basis of measurement**

The financial statements have been prepared on the historical cost basis except for following items:

Items	Measurement Basis
Certain financial assets and liabilities	Fair Value
Net defined benefits (assets)/liability	Fair value of plan assets less present value of defined benefits obligations

**IV. Use of estimates and judgement**

The preparation of the financial statements in conformity with recognition and measurement principles of Ind AS requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which estimates are revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods. The following are the key assumptions concerning the future, and other sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities in future are:

- (i) Useful lives and residual value of property, plant and equipment, intangible assets and investment properties : Useful life and residual value are determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc and same is reviewed at each financial year end.
- (ii) Impairment of investments : The Group has reviewed its carrying value of long term investments in equity/preference shares of subsidiaries and other companies carried at cost/amortized cost at the end of each reporting period. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.
- (iii) Deferred tax assets : The group has reviewed the carrying amount of deferred tax assets including MAT credit at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.
- (iv) Revenue Recognition : Provision for Sales Returns and Discounts are estimated based on past experience, market conditions and announced schemes.

**V. Measurement of fair values**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

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

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

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**

(All amounts are in INR million except wherever stated otherwise)

**VI. Operating Cycle**

Based on the nature of products / activities of the group and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

**Note 1.3 - Significant Accounting Policies**
**I. Revenue recognition**

Effective April 1, 2018, the group has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts. The group has adopted Ind AS 115 using the cumulative effect method. The effect of initially applying this standard is recognised at the date of initial application (i.e. April 1, 2018). The standard is applied retrospectively only to contracts that are not completed as at the date of initial application – i.e. the comparative information continues to be reported under Ind AS 18 and Ind AS 11.

**Sale of goods :** - Revenue is recognised on satisfaction of performance obligation upon transfer of control of promised products or services to customer in an amount that reflect the consideration the group expects to receive in exchange of this product and service. Revenue is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts, cash discounts and volume rebates.

**Income from services :-** Revenue from sale of power is recognised based on generated electricity units supplied to the customer.

**Income from erection / work contracts :-** When the outcome of a erection / work contracts can be estimated reliably, revenue and costs are recognised by reference to the stage of completion of the contract activity at the end of the reporting period, measured based on the proportion of contract costs incurred for work performed to date relative to the estimated total contract costs, except where this would not be representative of the stage of completion. Variations in contract work, claims and incentive payments are included to the extent that the amount can be measured reliably and its receipt is considered probable.

When the outcome of a erection / work contracts cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred that it is probable will be recoverable. Contract costs are recognised as expenses in the period in which they are incurred. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

**Other income :** - Dividend income from investments is recognised when the shareholder's right to receive the payment has been established (provided that it is probable that the economic benefits will flow to the group and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefit will flow to the group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective rate applicable, which is the rate that discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition.

**II. Property, Plant and Equipment**

- i. Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2015 measured as per the previous GAAP. Cost is inclusive of inward freight, duties and taxes and incidental expenses related to acquisition or construction. All upgradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss. Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortizes the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value over their useful lives. Freehold Land is not depreciated.

- ii. Capital work-in-progress

Projects under which property plant and equipment are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses.

**III. Intangible assets :**

- i. Intangible assets that the group controls and from which it expects future economic benefits are capitalised upon acquisition and measured initially:
  - a. for assets acquired in a business combination, at fair value on the date of acquisition.
  - b. for separately acquired assets, at cost comprising the purchase price (including import duties and non refundable taxes) and directly attributable costs to prepare the asset for its intended use. Internally generated assets for which the cost is clearly identifiable are capitalised at cost. Research expenditure is recognised as an expense when it is incurred. Development costs are capitalised only after the technical and commercial feasibility of the asset for sale or use has been established. Thereafter, all directly attributable expenditure incurred to prepare the asset for its intended use are recognised as the cost of such assets. Internally generated brands and websites are not recognised as intangible assets. The carrying value of intangible assets includes deemed cost which represents the carrying value of intangible assets recognised as at 1st April, 2015 measured as per the previous GAAP.

The useful life of an intangible asset is considered finite where the rights to such assets are limited to a specified period of time by contract or law (e.g. patents, licenses and trademarks) or the likelihood of technical, technological obsolescence (e.g. computer software, design, prototypes) or commercial obsolescence (e.g. lesser known brands are those to which adequate marketing support may not be provided). If, there are no such limitations, the useful life is taken to be indefinite. Intangible assets that have finite lives are amortized over their estimated useful lives by the straight line method unless it is practical to reliably determine the pattern of benefits arising from the asset. An intangible asset with an indefinite useful life is not amortized. All intangible assets are tested for impairment. Amortization expenses and impairment losses and reversal of impairment losses are taken to the Statement of Profit and Loss. Thus, after initial recognition, an intangible asset is carried at its cost less accumulated amortization and / or impairment losses. The useful lives of intangible assets are reviewed annually to determine if a reset of such useful life is required for assets with finite lives and to confirm that business circumstances continue to support an indefinite useful life assessment for assets so classified. Based on such review, the useful life may change or the useful life assessment may change from indefinite to finite. The impact of such changes is accounted for as a change in accounting estimate.

- ii. Intangible assets under development

Expenditure on intangible assets eligible for capitalisation are carried as Intangible assets under development where such assets are not yet ready for their intended use.

- iii. Goodwill on acquisition of subsidiaries have an indefinite useful life are not subject to amortisation and are tested for impairment annually or more frequently if events or circumstances indicate that they might be impaired. Goodwill is carried at cost less accumulated impairment losses, if any.

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**IV. A. Depreciation / amortisation**

- i. The group is following the straight line method of depreciation in respect of buildings, plant and machinery, office equipment and written down value method in respect of other assets.
- ii. Depreciation on all tangible assets is provided on the basis of estimated useful life and residual value determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset etc., as given below:

Estimated useful lives :-

Asset	Useful Life
Buildings	30-60 years
Plant and Equipment	3-15 years
Furniture and Fixtures	10 years
Vehicles	8-10 years
Office Equipments	5 years
Leasehold improvement	Shorter of lease period or above estimated useful life

- iii. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.
- iv. Intangible assets, comprising of development expenditure on technical know how and commercial rights are amortised on a straight line method over the period of their useful life.
- v. Goodwill arising on acquisition of business is carried at cost as established at the date of acquisition of the business, less accumulated amortisation and impairment losses, if any.

For the purpose of impairment testing, Goodwill is allocated to each of the group's cash generating units that is expected to benefit from the synergies of the combinations.

**B. Impairment**
**(i). Financial assets**

The group recognizes loss allowances using the expected credit loss for the financial assets which are not measured at fair value through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime expected credit loss.

**(ii). Non - financial assets**
**Tangible and intangible assets**

Property, plant and equipment and intangible assets are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit or loss. The group review/assess at each reporting date if there is any indication that an asset may be impaired.

**V. Foreign Currency Transactions**

In preparing the financial statements of each individual group entity, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at rates prevailing at that date. Non- monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

The exchange differences arising on the settlement of monetary items or on reporting these items at rates different from rates at which these were initially recorded / reported in previous financial statements are recognised as income / expense in the period in which they arise.

For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Indian Rupees using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity (and attributed to noncontrolling interests as appropriate).

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, a disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint venture that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Group are reclassified to profit or loss.

Goodwill and fair value adjustment to identifiable assets acquired and liabilities assumed through acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the rate of exchange prevailing at the end of each reporting period. Exchange differences arising are recognised in other comprehensive income.

**VI. Financial Instruments**
**Initial recognition**

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of financial asset or financial liabilities, as appropriate, on initial recognition.

**Subsequent measurement**
**Non derivative financial instruments**

**(i) Financial assets carried at amortised cost :** A financial asset is subsequently measured at amortised cost if it is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**(ii) Financial assets carried at fair value through other comprehensive income (FVTOCI):** A financial asset is subsequently measured at FVTOCI if it is held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in other comprehensive income.

**(iii) Investment in subsidiaries and Joint Venture :** Investment in subsidiaries and joint venture is carried at cost less impairment, if any, in the separate financial statements.

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**(iv) Financial assets carried at fair value through profit or loss (FVTPL):** A financial asset which is not classified in any of the above categories are subsequently measured at fair value through profit or loss.

**(v) Financial liabilities :** Financial liabilities are subsequently measured at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**Derecognition**
**i) Financial assets:**

The group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

**ii) Financial liabilities:**

The group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

**Offsetting**

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

**VII. Impairment of investments**

The Group reviews its carrying value of long term investments carried at cost / amortized cost at the end of each reporting period. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

**VIII. Inventories**

Finished goods and Stock-in-trade are valued at lower of cost and net realisable value.

Work in progress on works contracts, awaiting billing is valued at proportionate contract value.

The bases of determining costs for various categories of inventories are as follows:-

Raw material and components	- Weighted average
Work in progress and finished goods	- Weighted material cost plus appropriate share of labour and other overheads.
Work in progress at works contracts	- Weighted material cost, direct labour and other direct expenses.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished goods. Raw materials and other supplies held for use in production of finished goods are not written down below cost, except in cases where material prices have declined, and it is estimated that the cost of the finished goods will exceed its net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis.

**IX. Employee Benefits**

The group has various schemes of employee benefits such as provident fund, superannuation fund, gratuity and leave encashment, which are dealt with as under:

- i. Contributions to provident fund are charged to statement of profit and loss every year.
- ii. Contributions towards Superannuation Scheme of Life Insurance Corporation of India are charged to statement of profit and loss every year.
- iii. Contributions are made towards Gratuity Scheme of Life Insurance Corporation of India. Provision for gratuity is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Re-measurement comprising actuarial gains and losses and return on plan assets (excluding net interest) are recognized in the other comprehensive income for the period in which they occur and is not reclassified to profit or loss.
- iv. Provision for leave encashment (including long term compensated absences) is made based on an actuarial valuation. Actuarial gains and losses are recognized in the statement of profit and loss for the period in which they occur.
- v. Liability on account of short term employee benefits, comprising largely of compensated absences and performance incentives, is recognised on an undiscounted accrual basis during the period when the employee renders service.

**X. Contingent liabilities and provisions**

Contingent liabilities are disclosed after evaluation of the facts and legal aspects of the matter involved, in line with the provisions of Ind AS 37. The group records a liability for any claims where a potential loss probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the group provides disclosures in the financial statements but does not record a liability in its financial statements unless the loss becomes probable.

Provisions are recognised when the group has a legal / constructive obligation as a result of a past event, for which it is probable that a cash outflow may be required and a reliable estimate can be made of the amount of the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

**XI. Research and development**

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss unless a product's technical feasibility has been established, in which case such expenditure is capitalised. The amount capitalised comprises expenditure that can be directly attributed or allocated on a reasonable and consistent basis to creating, producing and making the asset ready for its intended use. Property plant and equipment utilised for research and development are capitalised and depreciated in accordance with the policies stated for the same.



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**XII. Business combinations**

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 "Income Tax" and Ind AS 19 "Employee Benefits" respectively.

When the group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

**XIII. Earnings per share**

Basic earnings / (loss) per share is calculated by dividing the net profit / (loss) for the current year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The number of shares used in computing diluted earnings per share comprises the weighted average share considered for calculating basic earnings / (loss) per share, and also the weighted average number of shares, which would have been issued on the conversion of all dilutive potential equity shares. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate.

**XIV. Income taxes**

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. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss i.e. in other comprehensive income. 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 accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the group will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the reporting date. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the group has a legally enforceable right for such set off.

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 reassessed 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 relating to items recognised outside profit or loss is recognised outside profit or loss i.e. in other comprehensive income.

**XV. Borrowing cost**

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

**XVI. Ind AS 116 "Leases"**

Effective 1 April 2019, the group has applied Ind AS 116 using modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under Ind AS 17. The details of accounting policies under Ind AS 17 are disclosed separately if they are different from those under Ind AS 116 and the impact of changes is disclosed a note below.

**Policy applicable from 1 April 2019**

At inception of a contract, the group assesses whether a contract is, or contains, a lease. 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 group assess whether:

the contract involves the use of an identified asset - this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;

the group has the right to obtain substantially all of the economic benefits from use of the asset through the period of use; and

the group has the right to direct the use of the asset. The group has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases, where the decision about how and for what purpose the asset is used is predetermined, the group has the right to direct the use of the asset if either:

- the group has the right to operate the asset; or
- the group designed the asset in a way that predetermines how and for what purpose it will be used

An entity shall reassess whether a contract is, or contains, a lease only if the terms and conditions of the contract are changed.

This policy is applicable to contracts entered into, or changed, on or after 1 April 2019.

At inception or on reassessment of a contract that contains a lease component, the group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

Group as lessee

The group accounts for assets taken under lease arrangement in the following manner:

The group recognises a right-of-use asset and a lease liability at the lease commencement date. The right of use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentive received.

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The right of use asset is subsequently depreciated using the straight line method from the commencement date to the end of the lease term. The estimated useful lives of right-of-use assets are determined on the basis of remaining lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the group's incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the fixed payments, including in-substance fixed payments.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in group's estimate of the amount expected to be payable under a residual value guarantee, or if the group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

*Short-term leases and leases of low-value assets*

The group has elected not to recognise right-of use assets and lease liabilities for short term leases that have a lease term of 12 months or less and leases of low value assets. The group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

**Policy applicable before 1 April 2019**

In the comparative period, a lease arrangement is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement.

*Finance leases*

Assets held under finance lease are initially recognised as assets at the fair value at the inception of lease or at the present value of the minimum lease payments, whichever is lower. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the group's general policy on the borrowing cost.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

*Operating leases*

Lease rental expenses from operating leases is generally recognised on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

**XVII. Discontinued operations**

A discontinued operation is a division of Company's business, the operations and cash flows of which can be clearly distinguished from those of the rest of the Company and which represents a separate major line of business or geographical area of operations and is a part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; or is a subsidiary acquired exclusively with a view to re-sale.

Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if either.

When an operation is classified as discontinued operation, the comparative statement of profit and loss is re-presented as if the operation had been discontinued from the start of the comparative period.

**Note 1.4 - Recent accounting pronouncement issued but not yet effective upto the date of issuance of financial statements**

"On March 24, 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from 1 April 2021."

**Note 1.5 - Principles of consolidation**

- (i) The Consolidated Financial Statements relate to C&S Electric Limited ("the Company") and its subsidiaries (collectively referred to as "Group") which have been prepared in accordance with the Indian Accounting Standards (Ind AS).
- (ii) The financial statements of the group and its subsidiaries have been combined on line-by-line basis by adding the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances and intra-group transactions resulting in unrealised profits or losses (excluding amounts capitalised). Interests in jointly controlled entity are consolidated under equity method, which means that the Group's share in the jointly controlled entities in profits / (losses) is consolidated.
- (iii) The excess of cost of investments in the subsidiaries over the group's portion of equity of the subsidiaries, at the date on which investments are made, is recognised in the financial statements as Goodwill.
- (iv) The excess of group's portion of equity of the subsidiaries over the cost of the investments by the Company, at the date on which investments are made is treated as a Capital Reserve.
- (v) The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. When necessary, adjustments are made to the consolidated financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.
- (vi) Figures pertaining to the subsidiaries and the interests in jointly controlled entity have been reclassified wherever necessary to bring them in line with the group's financial statements.

## C&S Electric Limited

### Notes forming part of the Consolidated financial statements

(All amounts are in INR million except where stated otherwise)

#### (vii) Subsidiaries:

The Group's financial statements comprise figures aggregated for the group and its subsidiaries. Subsidiaries are entities in which the group owns, either directly or indirectly, more than half of the shares with voting rights or where the group has a controlling influence on the basis of agreements. Subsidiaries are included in the Consolidated financial statements from the point in time at which the controlling influence is transferred to the Group and are no longer included in the Consolidated financial statements from the point in time at which the controlling influence ceases. The controlling influence is usually transferred at the date of acquisition.

The list of subsidiary companies which are included in the consolidation and the Group's holdings therein are as under:

Name	Country of incorporation	Proportion of ownership interest	
		March 31, 2021	March 31, 2020
EON Telesystems Private Limited (upto January 31, 2021)	India	-	100%
Eta-com Middle East (FZE) (upto February 28, 2020)	UAE	-	-
C&S (Nantong) Electric Limited (upto January 31, 2021)	China	-	100%
C&S Electric U.K. Limited (upto January 31, 2021)	England	-	100%
C&S Electric International B.V. (upto January 31, 2021)	Netherlands	-	100%
Eta-Com B.V. *	Netherlands	-	100%
Eta Bim NV *	Belgium	-	100%
Eta-Com B NV *	Belgium	-	100%
Eta-Com Deutschland GmbH *	Germany	-	100%
Eta-Com UK Preedcrete Limited *	England	-	100%
Eta-com Middle East (FZE) *	UAE	-	100%

\* Subsidiary of C&S Electric International B.V.

#### (viii) Joint ventures:

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. The Group's investments in its joint ventures are accounted for using the equity method. Under the equity method, investments in joint ventures are carried in the consolidated Balance sheet at cost as adjusted for post-acquisition changes in the Group's share of the net assets of the joint ventures, less any impairment in the value of the investments. Additional losses are provided for, and a liability is recognized, only to the extent that the Group has incurred legal or constructive obligation or made payments on behalf of the joint venture.

The joint venture are accounted for from the date on which Group obtains joint control over Joint Venture for the same reporting period as the Group. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

Name	Country of incorporation	Shareholding	
		March 31, 2021	March 31, 2020
C&S Himoina Private Limited (upto January 31, 2021)	India	-	50%
TC Electric Controls LLC	USA	50%	50%
RS Components & Controls (India) Limited (upto January 31, 2021)	India	-	0.55%

(ix) The Company has not consolidated Group's share of profits/loss as per the Ind AS 110 "Consolidated Financial Statements" and disclosed the information related to RS Components & Controls (India) Limited, a joint venture of the Group, in view of insignificant investment of the Company .

**Note 2a - Property, Plant and Equipment**

As at March 31, 2021

Particulars	As at March 31, 2020	Additions	Disposals / discards of assets	Effect of foreign currency exchange difference	Transferred to discontinued operations	As at March 31, 2021	As at March 31, 2020	Depreciation for the year	Eliminated on disposal / discard of assets	Effect of foreign currency exchange difference	Transferred to discontinued operations	As at March 31, 2021	As at March 31, 2021	Net carrying amount
<b>LAND</b>														
Leasehold land under perpetual lease	1059	-	-	-	(10.59)	-	-	-	-	-	-	-	-	10.59
Freehold land	185.07	-	(0.74)	11.23	(196.56)	-	-	-	-	-	-	-	-	186.07
	195.66	-	(0.74)	11.23	(207.15)	-	-	-	-	-	-	-	-	196.66
<b>BUILDINGS</b>														
Factory buildings	736.75	62.55	(47.84)	6.12	(254.25)	508.33	173.47	38.21	(17.69)	7.15	(88.10)	113.04	390.29	563.28
Office buildings	4032	-	-	0.30	(40.61)	0.01	4.64	0.58	-	0.08	(5.30)	-	0.01	35.68
Leasehold improvements	10039	12.86	-	-	(14.16)	99.09	21.83	4.47	-	-	(1.33)	24.97	74.12	78.57
Temporary shed	236	3.08	-	-	(0.40)	5.04	0.59	1.16	-	-	(0.17)	1.58	3.46	1.77
	879.82	78.49	(47.84)	6.42	(309.42)	607.47	200.53	44.42	(17.69)	7.23	(94.90)	139.59	467.88	679.29
<b>PLANT AND EQUIPMENT</b>														
Plant and machinery	1,197.30	88.30	(91.41)	3.79	(339.50)	888.48	538.89	95.95	(67.40)	8.30	(165.17)	410.57	447.91	658.41
Laboratory testing equipment	51.20	1.51	(0.05)	-	(10.82)	41.84	24.26	5.49	(0.03)	-	(3.53)	26.19	15.65	26.94
Tools, dies, jigs and fittings (refer note (i) below)	804.20	79.52	(204.45)	-	(22.01)	657.26	215.64	114.22	(201.39)	-	(7.03)	121.44	535.82	588.56
Generator	23.79	5.42	(0.43)	-	(1.94)	26.84	11.94	2.22	(0.48)	-	(1.23)	11.91	14.93	12.39
Storage weighing and handling equipment	27.55	0.11	(1.05)	-	(8.54)	18.07	9.87	2.30	(0.95)	-	(2.71)	8.51	9.56	17.68
Air conditioner	16.41	3.10	(0.74)	-	(5.67)	13.10	12.03	1.49	(0.50)	-	(4.94)	8.08	5.02	4.38
Computer	108.37	10.03	(9.00)	0.59	(35.90)	74.09	70.25	17.57	(8.70)	9.43	(26.14)	54.11	19.98	38.14
	2,228.84	187.99	(307.13)	4.38	(424.38)	1,689.68	882.34	239.24	(279.45)	9.43	(210.75)	640.81	1,048.87	1,346.50
<b>FURNITURE AND FIXTURES</b>														
Furniture and fixtures	47.97	4.65	(5.83)	1.39	(35.26)	12.92	34.89	2.43	(5.31)	2.66	(25.91)	8.76	4.16	13.08
	47.97	4.65	(5.83)	1.39	(35.26)	12.92	34.89	2.43	(5.31)	2.66	(25.91)	8.76	4.16	13.08
<b>VEHICLES</b>														
Vehicles	114.62	2.53	(87.69)	0.40	(15.42)	14.44	59.07	14.38	(58.61)	0.56	(8.30)	7.10	7.34	55.55
	114.62	2.53	(87.69)	0.40	(15.42)	14.44	59.07	14.38	(58.61)	0.56	(8.30)	7.10	7.34	55.55
<b>OFFICE EQUIPMENT</b>														
Office equipment	27.20	6.88	(9.16)	-	(13.43)	11.49	15.75	4.41	(9.12)	-	(8.04)	3.00	8.48	11.46
	27.20	6.88	(9.16)	-	(13.43)	11.49	15.75	4.41	(9.12)	-	(8.04)	3.00	8.48	11.46
	3,495.11	280.54	(468.39)	23.82	(1,005.06)	2,336.00	1,132.58	304.88	(370.18)	19.88	(347.90)	795.26	1,536.73	2,302.53

(i) The cost of finished and semi finished tools, dies, jigs and fittings manufactured during the year in the tool room and included in Property, plant and equipment at Rs. 61.57 (previous year Rs. 61.57) has been determined on the basis of estimates of the technical personnel of the group, for materials used and labour hours spent on each such tools, dies, jigs and fittings.

(ii) For lien / charge against Property, plant and equipment refer note 18 and 23.

(iii) During the current year, the group has done the physical verification of Property, plant and equipment assets as per the program and write off the asset amounting to Rs. 17.48 (Gross Block: Rs. 185.23 and Net Block: Rs. 17.48) for the assets which are not physically available.

**Note 2b - Right-of-use assets**

Particulars	As at March 31, 2020	Additions	Disposals / discards of assets	Effect of foreign currency exchange difference	Transferred to discontinued operations	As at March 31, 2021	As at March 31, 2020	Depreciation for the year	Disposals / discard of assets	Effect of foreign currency exchange difference	Transferred to discontinued operations	As at March 31, 2021	As at March 31, 2020	Net carrying amount
Leasehold land	146.00	51.41	(17.54)	-	(88.72)	91.15	8.86	10.96	(6.54)	-	(8.70)	4.58	86.57	137.14
Buildings	172.14	105.50	-	-	-	277.64	37.07	44.67	-	-	-	81.74	195.90	135.07
	318.14	156.91	(17.54)	-	(88.72)	368.79	45.93	55.63	(6.54)	-	(8.70)	86.32	282.47	272.21

(i) The group had adopted Ind AS 116, effective annual reporting period beginning April 1, 2019 and had applied the standard to its leases by using modified retrospective approach and accordingly had recognised right of use assets and lease liability on the basis of lease payment remaining outstanding as of April 1, 2019 by discounting it at an incremental rate of 8.5% of borrowing at the date of initial application i.e. 1 April 2019. As a result of initially applying Ind AS 116, in relation to the leases that were previously classified as operating leases, on 1 April 2019, the group had recognized, a lease liability amounting to Rs. 192.37 and right-of-use (ROU) assets amounting to Rs. 307.06. Further in relation to those leases under Ind AS 116, the group had recognized depreciation and finance cost, instead of operating lease expense. During the year ended March 31, 2021, the group has recognized depreciation amounting to Rs. 35.63 (Previous Year Rs. 45.93) and finance cost amounting to Rs. 21.57 (Previous Year Rs. 21.78) from these leases.

(ii) The impact on the statement of profit and loss account is as below :

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Rent expenses is lower by	63.31	46.56
Depreciation is higher by	51.70	45.93
Finance cost is higher by	18.66	21.78
<b>Profit before tax is lower by</b>	<b>7.05</b>	<b>21.15</b>

(iii) The group has recognised Rs. 3.59 as rent expense during the year which includes short term lease/ low value asset which were not recognised as part of right of use asset. (Refer note 34)

Particulars	As at March 31, 2020	Additions	Transfer/ Capitalization	Effect of foreign currency exchange difference	Transferred to discontinued operations	As at March 31, 2021
Note 3 - Capital work-in-progress	16.62	29.88	(6.92)	0.22	(9.15)	30.65

Particulars	Gross carrying amount				Net carrying amount	
	As at March 31, 2020	Impairment loss for the year	Effect of foreign currency exchange difference	Transferred to discontinued operations	As at March 31, 2021	As at March 31, 2020
Note 4 - Goodwill	198.24	-	12.46	(210.70)	0.00	198.24
<b>Total</b>	<b>198.24</b>	<b>-</b>	<b>12.46</b>	<b>(210.70)</b>	<b>0.00</b>	<b>198.24</b>

Particulars	Gross carrying amount						Net carrying amount	
	As at March 31, 2020	Additions	Disposals / discard of assets	Effect of foreign currency exchange difference	Transferred to discontinued operations	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021
Note 5 - Other intangible assets	118.92	8.77	-	11.27	(104.30)	25.89	62.08	56.84
Technical know how	106.26	-	(0.06)	2.26	(45.35)	71.88	85.15	21.11
Softwares	83.32	6.24	-	-	(67.23)	22.33	59.73	15.43
Commercial rights	11.40	-	-	0.72	(12.12)	0.00	11.40	23.59
Brand Value	0.79	-	-	0.05	(0.84)	0.00	0.35	-
Patents	320.69	15.01	(0.06)	14.30	(229.84)	120.10	218.71	0.44
<b>Total</b>	<b>320.69</b>	<b>15.01</b>	<b>(0.06)</b>	<b>14.30</b>	<b>(229.84)</b>	<b>120.10</b>	<b>218.71</b>	<b>101.98</b>

Particulars	As at March 31, 2020	Additions	Transfer/ Capitalization	Effect of foreign currency exchange difference	Transferred to discontinued operations	As at March 31, 2021
Note 6 - Intangible assets under development	1.41	5.93	(1.97)	-	(5.37)	-

**C&S Electric Limited**  
Notes forming part of the Consolidated financial statements  
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**Note 2a - Property, Plant and Equipment**

As at March 31, 2020

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount	
	As at March 31, 2019	Additions	Disposals / discard of assets	Effect of foreign currency exchange difference	As at March 31, 2020	As at March 31, 2019	Depreciation for the year	Eliminated on disposal / discard of assets	Effect of foreign currency exchange difference	As at March 31, 2020
<b>LAND</b>										
Leasehold land under perpetual lease	10.59	-	-	-	10.59	-	-	-	-	10.59
Freehold land	174.29	-	-	11.78	186.07	-	-	-	-	186.07
	184.88	-	-	11.78	196.66	-	-	-	-	196.66
<b>BUILDINGS</b>										
Factory buildings	712.96	17.53	(0.17)	6.43	736.75	137.46	33.37	(0.08)	2.72	173.47
Office buildings	39.64	0.38	-	0.30	40.32	3.86	0.69	-	0.09	4.64
Leasehold improvements	96.41	3.98	-	-	100.39	16.55	5.28	-	-	21.83
Temporary shed	0.40	1.96	-	-	2.36	0.04	0.55	-	0.59	0.36
	849.41	23.85	(0.17)	6.73	879.82	157.91	39.89	(0.08)	2.81	200.53
<b>PLANT AND EQUIPMENT</b>										
Plant and machinery	1,073.82	118.22	1.25	4.01	1,197.30	427.87	106.86	1.62	2.54	538.89
Laboratory testing equipment	46.90	4.30	-	-	51.20	18.82	5.44	-	-	24.26
Tools, dies, jigs and fittings (refer note (i) below)	715.33	88.87	-	-	804.20	160.57	55.07	-	-	215.64
Generator	23.52	0.27	-	-	23.79	9.16	2.24	-	-	11.40
Storage weighing and handling equipment	25.14	2.41	-	0.00	27.55	7.45	2.42	-	0.00	9.87
Air conditioner	14.97	1.43	-	0.01	16.41	10.26	1.77	-	0.00	12.03
Computer	86.05	24.61	(2.90)	0.63	108.37	52.99	19.54	(2.87)	0.59	70.25
	1,985.73	240.11	(1.65)	4.65	2,228.84	687.12	193.35	(1.23)	3.13	882.34
<b>FURNITURE AND FIXTURES</b>										
Furniture and fixtures	41.06	5.55	-	1.36	47.97	27.93	5.92	-	1.04	34.89
	41.06	5.55	-	1.36	47.97	27.93	5.92	-	1.04	34.89
<b>VEHICLES</b>										
Vehicles	77.40	45.32	(8.40)	0.30	114.62	56.38	8.90	(6.50)	0.29	59.07
	77.40	45.32	(8.40)	0.30	114.62	56.38	8.90	(6.50)	0.29	59.07
<b>OFFICE EQUIPMENT</b>										
Office equipment	23.73	3.47	-	-	27.20	11.45	4.30	-	-	15.75
	23.73	3.47	-	-	27.20	11.45	4.30	-	-	15.75
	3,162.21	318.30	(10.22)	24.82	3,495.11	940.79	252.35	(7.83)	7.27	1,192.58
										2,302.53
										2,221.42

(i) The cost of finished and semi finished tools, dies, jigs and fittings manufactured during the year in the tool room and included in Property, Plant and Equipment at Rs.63.48 (previous year Rs. 79.23) has been determined on the basis of estimates of the technical personnel of the group, for materials used and labour hours spent on each such tools, dies, jigs and fittings.

(ii) For llen / charge against Property, Plant and Equipment refer note 18 and 23.

**Note 2b - Right-of-use assets**

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount	
	As at March 31, 2019	Transition impact of INDAS 116	Additions	Disposals / discard of assets	As at March 31, 2020	As at March 31, 2019	Depreciation for the year	Disposals / discard of assets	As at March 31, 2020	As at March 31, 2020
Leasehold Land	-	146.00	-	-	146.00	-	8.86	-	8.86	137.14
Buildings	-	161.06	11.08	-	172.14	-	37.07	-	37.07	135.07
	-	307.06	11.08	-	318.14	-	45.93	-	45.93	272.21

1. The group has adopted Ind AS 116, effective annual reporting period beginning April 1, 2019 and applied the standard to its leases by using modified retrospective approach and accordingly recognised right of use assets and lease liability on the basis of lease payment remaining outstanding as of April 1, 2019 by discounting it at an incremental rate of 8.5% of borrowing at the date of initial application i.e. 1 April 2019. The group has not restated comparative figures for the year ended 31 March 2019 availing exemption given in modified retrospective approach. As a result of initially applying Ind AS 116, in relation to the leases that were previously classified as operating leases, On 1 April 2019, the group has recognized, a lease liability amounting to Rs. 192.37 and Right-of-Use (ROU) assets amounting to Rs. 307.06. Further in relation to those leases under Ind AS 116, the group has recognized depreciation and finance cost, instead of operating lease expense. During the year ended March 31, 2020, the group has recognized depreciation amounting to Rs. 45.93 and finance cost amounting to Rs. 21.78 from these leases.

2. The impact on the statement of profit and loss account for the year ended March 31, 2020 is as below :

Particulars	Year Ended March 31, 2020
Rent expenses is lower by	46.56
Depreciation is higher by	45.93
Finance cost is higher by	21.78
<b>Profit before tax is lower by</b>	<b>21.15</b>

3. The group has recognised Rs. 75.57 as rent expense during the year which includes short term lease/ low value asset which were not recognised as part of right of use asset. (Refer note 34)

Particulars	As at March 31, 2019	Additions	Transfer/ Capitalization	Effect of foreign currency exchange difference	As at March 31, 2020
Note 3 - Capital work-in-progress	34.83	60.78	(80.66)	1.67	16.62

Particulars	Gross carrying amount			Net carrying amount	
	As at March 31, 2019	Impairment loss for the year	Effect of foreign currency exchange difference	As at March 31, 2020	As at March 31, 2019
Note 4 - Goodwill	185.16	-	13.08	198.24	185.16
Total	185.16	-	13.08	198.24	185.16

Particulars	Gross carrying amount						Accumulated amortisation				Net carrying amount	
	As at March 31, 2019	Additions	Disposals / discard of assets	Effect of foreign currency exchange difference	As at March 31, 2020	As at March 31, 2019	Depreciation for the year	Eliminated on disposal / discard of assets	Effect of foreign currency exchange difference	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020
<b>Note 5 - Other Intangible assets</b>												
Technical know how	69.27	11.58	-	38.07	118.92	48.88	10.98	-	2.22	62.08	56.84	20.39
Software	99.35	4.54	-	2.37	106.26	74.75	8.41	-	1.99	85.15	21.11	24.60
Commercial rights	77.26	6.06	-	-	83.32	47.76	11.97	-	-	59.73	23.59	29.50
Brand Value	-	-	-	-	11.40	10.65	-	-	0.75	11.40	-	-
Patents	0.74	0.18	(0.13)	0.79	0.79	0.16	0.17	-	0.02	0.35	0.44	0.58
<b>Total</b>	<b>257.27</b>	<b>22.36</b>	<b>-</b>	<b>41.06</b>	<b>320.69</b>	<b>182.20</b>	<b>31.53</b>	<b>-</b>	<b>4.98</b>	<b>218.71</b>	<b>101.98</b>	<b>75.07</b>

Particulars	As at March 31, 2019	Additions	Transfer/ Capitalization	Effect of foreign currency exchange difference	As at March 31, 2020
Note 6 - Intangible assets under development	-	1.41	-	-	1.41

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 7 - Non-current investments**

Particulars	As at March 31, 2021		As at March 31, 2020	
	Qty (in nos)	Amount	Qty (in nos)	Amount
<b>Investment in Joint Ventures (using equity method of accounting)</b>				
<b>(Unquoted)</b>				
Fully paid equity shares of Rs. 10 each C&S Himoina Private Limited	-	-	14,200,000	115.36
TC Electric Controls LLC	*	-	*	(4.09)
RS Components & Controls (India) Limited (refer note 1.5 (ix))	-	-	10,000	0.10
<b>Total investments in joint ventures</b>		-		<b>111.37</b>
<b>Investment in equity instruments at FVTPL</b>				
Fully paid equity shares of Rs. 10 each				
<b>(Quoted)</b>				
IDBI Bank Limited	-	-	1,440	0.03
<b>(Unquoted)</b>				
Controls & Switchgear Contactors Limited	-	-	40,000	0.40
Navbharat Potteries Private Limited	-	-	1	0.00
<b>Total investments in others</b>		-		<b>0.43</b>
<b>Total investments</b>		-		<b>111.80</b>
* As per laws of respective country, no share certificate is issued, accordingly only investment in absolute value terms is being disclosed.				
Aggregate market value of quoted investments		-		0.03
Aggregate amount of unquoted investments		-		111.77
		-		<b>111.80</b>

Financial information in respect of joint ventures that are not individually material

Particulars	As at March 31, 2021	As at March 31, 2020
The Group's share of loss	(16.24)	(3.93)
The Group's share of other comprehensive income	(0.14)	(0.30)
<b>The Group's share of total comprehensive income</b>	<b>(16.38)</b>	<b>(4.23)</b>



**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 8 - Trade receivables**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Non current</b>		
Trade receivables on deferred credit term		
Unsecured, considered good	9.19	6.89
	<b>9.19</b>	<b>6.89</b>
<b>(b) Current</b>		
Trade receivables other than (a) above		
Secured, considered good	183.37	23.09
Unsecured, considered good*	2,388.85	4,809.72
Credit Impaired	642.93	208.77
Less: Allowance for doubtful trade receivable	(642.93)	(208.77)
	<b>2,572.22</b>	<b>4,832.81</b>

(i) Parri passu charge on trade receivables refer note 18 and 23.

(ii) The group's exposure to credit risk, currency risk and loss allowance related to trade receivables are disclosed in note 43.

\*Trade receivables (unsecured, considered good) includes Rs. 40.00 (Previous Year Rs. 30.47) due from related parties. (refer note 40)

**Note 9 - Financial assets - Others**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Non Current</b>		
Security deposits	32.32	36.72
Earnest money deposits	2.12	6.12
Other receivables	-	48.29
	<b>34.44</b>	<b>91.13</b>
<b>(b) Current</b>		
Other bank balances - Margin money deposits *	3.29	2.76
Security deposits	1.23	12.25
Earnest money deposits	3.30	9.01
Interest accrued on overdues from customers	1.03	8.30
Contract Assets - Unbilled Revenue	16.30	22.30
Other receivables	0.39	-
Export incentives receivable	38.38	-
Contractually reimbursable expenses	2.58	-
Insurance claim receivables	8.86	-
MTM receivable on Contracts	35.45	-
	<b>110.81</b>	<b>54.62</b>

\*Margin money with bank represents fixed deposits pledged with banks for gurantees issued to Government authorities.

**Note 10 - Other assets**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Unsecured, considered good</b>		
<b>(a) Non Current</b>		
Capital advances	35.26	28.35
<b>Advances other than capital advances</b>		
Prepaid expenses	16.55	23.95
Others (amount deposited with Government authorities)	22.96	16.01
	<b>74.77</b>	<b>68.31</b>
<b>(b) Current</b>		
Advances to vendors	55.14	103.43
Advances to related parties	-	0.12
Advances to employees	-	3.58
Prepaid expenses	41.53	68.38
Other receivables	-	21.81
Balance with government authorities	70.77	221.66
	<b>167.44</b>	<b>418.98</b>

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 11 - Deferred tax assets/(Liabilities) (net)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Tax effect of items constituting deferred tax assets</b>		
Provision for foreseeable & contingencies	36.63	-
Provision for employee benefits	71.29	99.27
Provision for doubtful trade receivables and inventory	211.65	86.26
Brought forward losses (long term)	-	100.33
Lease liabilities	19.53	59.40
Other temporary differences	61.53	25.22
	<b>400.63</b>	<b>370.48</b>
<b>Tax effect of items constituting deferred tax liability</b>		
On difference between written down value (WDV) of property plant and equipment as per Company's Act and as per Income tax act, 1961	106.55	264.43
Foreign currency translation reserve	-	18.17
On Right-of-use assets	71.09	55.14
<b>Deferred tax assets (net)</b>	<b>222.99</b>	<b>32.74</b>

**Note 12 - Tax Assets (Net)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Tax Assets</b>		
Advance income tax and tax deducted at source receivable	1,157.70	1,084.97
Less : Provision for taxation	(1,111.38)	(1,001.07)
	<b>46.32</b>	<b>83.90</b>

**Note 13 - Inventories \***
*(At lower of cost and net realisable value)*

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Raw materials and bought out components (Includes goods in transit of Rs. 79.06 (Previous Year : Rs. 105.91))	1,042.63	1,560.21
(b) Work-in-progress	210.97	518.85
(c) Finished goods (other than those acquired for trading) (Includes goods in transit of Rs. 98.67 (Previous Year : Rs. 20.81))	873.39	1,103.16
(d) Stock-in-trade	4.44	114.20
	2,131.42	3,296.42
Less : Write down / provision of inventory	(258.54)	(99.34)
	<b>1,872.89</b>	<b>3,197.08</b>

\* Pari passu charge on inventories refer note 18 and 23.

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 14 - Current investments**

Particulars	As at March 31, 2021		As at March 31, 2020	
	Qty (in nos)	Amount	Qty (in nos)	Amount
<b>Investment in units of Bonds at amortised cost (Unquoted)</b>				
Dewan Housing Fin Corp. Ltd. (DHFL) 9.1% 16.08.2019 of face value of Rs. 1,000 each*	-	-	150,000	79.71
		-		<b>79.71</b>
<b>Financial Assets measured at amortised cost</b>				
Bonds		-		79.71
		-		<b>79.71</b>

\*The group had invested Rs. 150 in bonds of DHFL in financial year 2016-17. Till July 2019, the group had received all contracted interest payments on due date without any delay. In August 2019, DHFL had defaulted in the payment of principle and interest. There are multiple media reports which create concern over DHFL's ability to discharge its liability in the near term. However, basis discussions with various financial experts and based on its assessment management has created a provision of Rs. 159.42 (Previous Year Rs. 79.71).

**Note 15 - Cash and cash equivalents**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Cash and cash equivalents</b>		
Cash on hand	0.29	1.45
Cheques / drafts on hand	-	0.82
Balances with banks		
(i) In current accounts	471.86	520.21
(ii) In deposits accounts with original maturity of less than 3 months	964.13	-
	<b>1,436.28</b>	<b>522.48</b>
<b>(b) Bank balances Other than (a) above</b>		
Other bank balances		
(i) Deposits with original maturity of more than 3 months but less than 12 months	126.34	118.28
(ii) Earmarked Balances with banks - unpaid dividend	0.57	0.62
	<b>126.91</b>	<b>118.90</b>

**Note 16 - Loans**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Unsecured, considered good</b>		
Loan to employees	1.60	2.13
	<b>1.60</b>	<b>2.13</b>

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 17 - Equity share capital**

Particulars	As at March 31, 2021		As at March 31, 2020	
	Number of shares	Amount	Number of shares	Amount
<b>Authorised</b>				
Equity shares of Rs. 10 each with voting rights	71,000,000	710.00	71,000,000	710.00
	<b>71,000,000</b>	<b>710.00</b>	<b>71,000,000</b>	<b>710.00</b>
<b>Issued, subscribed and fully paid up</b>				
Equity shares of Rs. 10 each with voting rights	44,268,062	442.68	44,268,062	442.68
<b>Total</b>	<b>44,268,062</b>	<b>442.68</b>	<b>44,268,062</b>	<b>442.68</b>

**(a) Reconciliation of equity shares at the beginning and at the end of the year:**

Particulars	As at March 31, 2021		As at March 31, 2020	
	Number of shares	Amount	Number of shares	Amount
<b>Equity shares with voting rights</b>				
Shares outstanding at the beginning of the year	44,268,062	442.68	44,268,062	442.68
Shares outstanding at the end of the year	<b>44,268,062</b>	<b>442.68</b>	<b>44,268,062</b>	<b>442.68</b>

**(b) Shareholder holding more than 5 percent shares :**

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares held	% of holding	No. of shares held	% of holding
<b>Equity shares with voting rights</b>				
R.N. Khanna	-	-	9,850,214	22.25%
Ashok Khanna	-	-	9,002,873	20.34%
Rishi Khanna	-	-	6,088,740	13.75%
Anuj Khanna	-	-	6,088,740	13.75%
Aditya Khanna	-	-	6,088,740	13.75%
Radhika Kapoor	-	-	6,088,740	13.75%
Siemens Limited	4,39,24,114	99.22%	-	-

(c) 44,228,720 equity shares of Rs. 10 each were allotted as fully paid up bonus shares by capitalisation of securities premium, during the year ended March 31, 2014.

**(d) Rights, preferences and restrictions on equity shares:**

Voting rights and dividend shall be in the proportion to the capital paid upon equity shares. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the group in proportion to the capital paid upon equity share after distribution of all preferential amount.

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 18 - Non - current financial liabilities - Borrowings (at amortised cost)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Secured</b>		
<b>(a) Term loans *</b>		
from banks (refer note (i) below)	519.54	500.74
Deferred payment liability	9.81	
Less : Current maturity of long term borrowings disclosed under other financial liabilities - Current {refer note 20 (b)}	(519.54)	(211.76)
<b>(b) Long term maturities of finance lease obligations (refer note (ii) below)</b>		
from banks	-	21.03
from other parties	-	29.05
Less : Current maturities of finance lease obligation disclosed under other financial liabilities - Current {refer note 20 (b)}	-	(12.61)
	<b>9.81</b>	<b>326.45</b>

**Notes :-**

- (i) Term loan in form of external commercial borrowings from Standard Chartered Bank of Rs. 28.60 (March 31, 2020 Rs. 61.76) is secured by present and future movable properties out of proceeds of the facility.  
Repayment term :- Payable in 3 balance quarterly installments, each of Rs. 8.82.

Term loan in form of external commercial borrowing from Standard Chartered Bank of Rs. Nil (March 31, 2020 Rs. 26.47) is secured by immovable property of the group located at Plot no. 1A Sector 8C Haridwar, Uttarakhand.

Term loan of Rs. 300.19 (March 31, 2020 Rs. 412.50) from RBL Bank is secured by immovable property of the group located at Plot no. 1B and 1C Sector 8C Haridwar, Uttarakhand and second pari passu charge by way of hypothecation on movable assets both present and future.

Repayment term :- Payable in 7 balance quarterly installments, each of Rs. 37.5. However, the same has been subsequently repaid on 14 July 2021 hence the same has been classified under current maturities of loan term borrowing disclosed under other financial liabilities {refer note. 20 (b)}.

Term loan of Rs. 190.76 (March 31, 2020 Rs. Nil) from HDFC Bank is secured by first pari passu charge on present and future stock and book debts of the group.

Repayment term :- Payable in 18 balance quarterly installments, each of Rs. 10.60. However, the same has been subsequently repaid on 03 June 2021 hence the same has been classified under current maturities of loan term borrowing disclosed under other financial liabilities {refer note. 20 (b)}.

All Above term loans carry interest rate in the range of 7.90% to 10.40% (previous year 8.95% to 10.40%) per annum.

- (ii) Vehicle loans from banks of Rs. Nil (March 31, 2020 Rs. 48.15).  
Repayment term :- Payable on equivalent monthly installments basis, carrying interest rate in the range of 8.65% to 10.04% per annum.

**Note 19 - Lease liabilities**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Non current</b>		
Lease liabilities	199.11	129.32
	<b>199.11</b>	<b>129.32</b>
<b>(b) Current</b>		
Lease liabilities	45.38	40.67
	<b>45.38</b>	<b>40.67</b>

**The movement in lease liabilities is as follows :**

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Opening lease liabilities	169.99	192.37
Additions	130.69	11.08
Finance cost accrued during the period	21.36	21.78
Payment of lease liabilities	(63.31)	(55.24)
Deletions	(12.41)	-
Transferred to discontinued operations	(1.83)	-
<b>Closing lease liabilities</b>	<b>244.49</b>	<b>169.99</b>

**The details of the contractual maturities of lease liabilities on an undiscounted basis are as follows :**

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Less than one year	66.09	56.04
One to five years	225.60	124.79
More than five years	73.25	90.12
	<b>364.94</b>	<b>270.96</b>

The leases that the group has entered with lessors are generally long term in nature and no changes in terms of those leases are expected due to Covid-19.

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 20 - Other financial liabilities (at amortised cost)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Non current</b>		
Security deposits taken from customers	41.31	48.26
	<b>41.31</b>	<b>48.26</b>
<b>(b) Current</b>		
Payable against property, plant and equipment	31.21	11.52
Payable to related party	-	8.37
Current maturities of term loans {refer note 18 (a)}	519.54	211.76
Current maturities of vehicle loans {refer note 18 (b)}	-	12.61
Overdrawn balances in current accounts	30.81	434.71
Interest accrued on borrowings	3.10	12.98
Employee and workers related payables	210.78	287.84
Unpaid dividends	0.57	0.60
Other payable*	107.24	-
Loans payable to bank (Vendor Finance Scheme)	-	333.78
	<b>903.25</b>	<b>1,314.17</b>

The group exposure to currency and liquidity risks related to other financial liabilities are disclosed note 43.

\*Represents amount received from trade receivables of Trimaster Private Limited on their behalf .

**Note 21 - Provisions**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Long - term</b>		
<b>Provision for employee benefits</b>		
Provision for gratuity (net) (refer note 44)	151.88	156.31
Provision for compensated absences		
- Earned leave	34.69	33.56
- Sick leave	10.95	10.68
- Long service award	5.09	3.42
	<b>202.61</b>	<b>203.97</b>
<b>(b) Other than Long term</b>		
<b>Provision for employee benefits</b>		
Provision for gratuity (net) (refer note 44)	-	-
Provision for compensated absences		
- Earned leave (refer note 44)	11.72	15.19
- Sick leave (refer note 44)	3.01	3.42
- Casual leave	-	0.56
- Long service award	1.34	-
Provision for foreseeable losses {(refer note 38(a)}	119.22	-
Provision for contingencies (net of payments) {(refer note 38(b)}	26.32	-
Provision for warranty {(refer note 38(c)}	10.89	-
Provision for restoration cost	6.05	-
	<b>178.55</b>	<b>19.17</b>

**Note 22 - Other Liabilities**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
<b>Contract liabilities</b>		
Advances from customers	237.49	304.16
Income received in advance against Specific or Combined contracts - unearned revenue	6.64	5.34
Payable to government authorities	111.80	137.58
	<b>355.93</b>	<b>447.08</b>

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 23 - Current financial liabilities - Borrowings (at amortised cost)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Loans repayable on demand</b>		
<b>From banks</b>		
<b>Secured *</b>		
Working capital demand loan	4.78	2,528.90
	<b>4.78</b>	<b>2,528.90</b>

\* Working capital demand loan are secured by:-

- first pari passu charge on whole of the current assets of the group (both present and future);
- pari passu charge on movable property, plant and equipment of the group (both present and future);
- first pari passu charge on the following immovable properties of the group:-
  - land and building situated at A-7, A-8 and A-9, Sector - VIII, Noida, Phase I;
  - land and building situated at C-59, Noida, Phase II;

Repayment term :- On demand.

**C&S Electric International B.V. :-**

Working capital loans from Standard Chartered Bank, London, UK Rs. Nil (March 31, 2020 Rs. 356.92) secured by SBLC given by parent company.

Working capital loans from State Bank of India, Antwerp, Belgium Rs. Nil (March 31, 2020 Rs. 248.83) secured by SBLC given by parent company.

Working capital loans from KBC Bank, Belgium, Rs. Nil (March 31, 2020 Rs. 49.85) secured by SBLC given by parent company.

The group exposure to currency and liquidity risks related to other financial liabilities are disclosed note 43.

**Note 24 - Trade payables**

Particulars	As at March 31, 2021	As at March 31, 2020
Outstanding dues to Micro and Small enterprises (refer note 37)	464.80	352.72
Outstanding dues to parties other than Micro and Small enterprises (refer note 41)	2,068.66	2,588.78
	<b>2,533.46</b>	<b>2,941.50</b>

(i) All trade payables are current.

(ii) The group exposure to currency and liquidity risks related to trade payables are disclosed note 43.

**Note 25 - Current tax assets / (liabilities)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Tax liabilities</b>		
Advance income tax and TDS receivable	107.55	124.58
Less : Provision for income tax	(136.99)	(115.83)
	<b>(29.44)</b>	<b>8.75</b>

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 26- Revenue from operations**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>(a) Sale of products</b>		
<b>Manufactured goods</b>		
Domestic	6,439.10	7,459.87
Exports	1,723.94	1,936.27
	<b>8,163.04</b>	<b>9,396.14</b>
<b>Traded goods</b>		
Domestic	14.71	28.40
Exports	-	-
	<b>14.71</b>	<b>28.40</b>
	<b>8,177.75</b>	<b>9,424.54</b>
<b>(b) Sale of services</b>		
Sale of power, service, job work and commission income	11.24	45.68
<b>(c) Income from erection / work contracts</b>	114.67	76.43
<b>(d) Other operating revenues</b>		
Scrap Sales	53.38	55.16
Export incentives	62.24	29.79
	<b>8,419.28</b>	<b>9,631.60</b>

**Note 27 - Other income**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>(a) Interest income</b>		
Interest income earned on financial assets that are not designated as at FVTPL		
- Financial assets that are designated at amortised cost		
(a) On overdue trade receivables	8.88	7.59
(b) On bank deposits	15.77	9.41
(c) On income tax refunds	0.17	2.56
(d) On financial assets	0.40	1.72
<b>(b) Dividend income</b>		
On current non-trade investments	0.00	0.18
<b>(c) Other gains and losses</b>		
Net gain/ (loss) arising on financial assets designated at FVTPL	30.13	13.14
Mark to market gain on derivatives contracts	35.45	-
<b>(d) Other non-operating income</b>		
(a) Profit on property, plant and equipment sold / discarded (net)	-	1.98
(b) Net gain on foreign currency transactions and translation	-	15.85
(c) Liabilities / provisions no longer required written back	23.32	4.84
(d) Miscellaneous income	30.55	59.63
	<b>144.67</b>	<b>116.90</b>



**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 28 - Cost of material consumed**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Opening inventories	1,106.64	981.30
Add:- Purchases	4,890.27	5,531.60
Less:- Closing inventories	(1,042.63)	(1,106.64)
	<b>4,954.28</b>	<b>5,406.26</b>

**Note 29 - Purchase of stock-in-trade**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Purchase of stock in trade	14.48	27.44
	<b>14.48</b>	<b>27.44</b>

**Note 30 - Changes in inventory of finished goods, work-in-progress and stock-in-trade**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Add: Opening stock</b>		
Finished goods	771.53	684.44
Work-in-progress	320.51	212.77
Stock-in-trade	2.79	0.48
<b>Less: Closing stock</b>		
Finished goods	(873.39)	(771.53)
Work-in-progress	(210.97)	(318.70)
Stock-in-trade	(4.44)	(2.79)
Net (increase) / decrease in inventory of finished goods, work-in-progress and stock-in-trade	6.03	(195.33)
	<b>6.03</b>	<b>(195.33)</b>

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 31 - Employee benefits expense**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
(i) Salaries and wages	1,165.56	1,392.97
(ii) Contribution to provident and other funds {(refer note 44(b))}	111.58	76.08
(iii) Staff welfare expenses	48.40	53.54
	<b>1,325.54</b>	<b>1,522.59</b>

**Note 32 - Finance cost**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Interest expense on		
- Term loans	47.27	58.48
- Vehicle loans	3.36	1.34
- Others	138.95	173.35
(b) Other borrowing costs	37.57	28.22
(c) Unwinding of discounts on financial assets	-	1.12
(d) Interest on lease liabilities (refer note 19)	18.66	15.25
	<b>245.81</b>	<b>277.76</b>

**Note 33 - Depreciation and amortisation expense**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Depreciation of Property, Plant and Equipment (refer note 2a)	270.35	195.28
(b) Depreciation on Right-of-use assets (refer note 2b)	51.70	41.22
(c) Amortisation of intangible assets (refer note 5)	3.88	9.56
	<b>325.93</b>	<b>246.06</b>

**Note 34 - Other expenses**

Particulars	For the year ended March 31, 2021		For the year ended March 31, 2020	
Contract manufacturing and erection expenses		389.79		444.04
Consumption of stores and spare parts		107.66		119.55
Power and fuel		99.85		125.62
Rent		3.59		35.42
Repairs and maintenance				
Buildings		44.54		15.05
Machinery		28.69		59.72
Other		109.61		62.13
Insurance		22.06		17.06
Rates and taxes		215.90		59.08
Travelling and conveyance		57.44		165.89
Legal and professional		162.19		150.97
Director's sitting fees		2.18		1.95
Payment to auditors (see note (i) below)		9.37		7.30
Communication		21.47		27.30
Vehicle running and maintenance		10.57		13.87
Bad trade receivables written off	43.11		47.93	
(Less) : Charged against provision for trade receivables	(35.58)	7.53	(44.49)	3.43
Provision for doubtful trade receivables (net)		504.27		44.01
Slow moving inventories written off	8.40		1.28	
(Less) : Charge for slow moving inventories utilised	(8.40)	-	(1.28)	-
Charge for slow moving inventories		175.19		3.60
Quality analysis and certification expenses		30.31		40.31
Business promotion		52.60		119.46
Commission		21.70		25.96
Freight and forwarding		185.25		189.58
Printing and stationery		11.04		16.45
Donations and contributions		-		0.05
Expenditure on Corporate Social Responsibility (refer note 47)		13.97		18.21
Net loss on foreign currency transactions and translation		70.81		-
Net loss on property, plant and equipment sold / discarded (net)		3.72		-
Provision for foreseeable losses		119.22		-
Bank charges		29.11		29.69
Miscellaneous expenses		68.65		83.35
		<b>2,578.28</b>		<b>1,879.05</b>
Less: Capitalised with tools, jigs, dies and fittings (refer note 2a)		(38.93)		(61.57)
		<b>2,539.35</b>		<b>1,817.48</b>

**Note - (i) Payment to auditors**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
(a) Statutory audit	6.75	6.00
(b) Tax audit	1.25	-
(c) Certifications	1.28	0.85
(d) Reimbursement of expenses	0.09	0.45
	<b>9.37</b>	<b>7.30</b>

**C&S Electric Limited**  
**Notes forming part of the Consolidated financial statements**  
*(All amounts are in INR million except wherever stated otherwise)*

**Note 35 - Tax expense**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020								
<b>(a) Current Tax</b>										
Current tax expense	133.57	127.34								
Tax adjustments related to earlier years	42.30	0.43								
	<b>175.87</b>	<b>127.77</b>								
<b>(b) Deferred tax charge / (credit)</b>										
In respect of current year	(244.13)	(19.24)								
Minimum alternate tax credit utilised for current year	-	82.23								
Minimum alternate tax credit related to earlier years	-	(50.02)								
	<b>(244.13)</b>	<b>12.97</b>								
<b>Income tax recognised in Profit and Loss</b>	<b>(68.26)</b>	<b>140.74</b>								
<b>The Income tax expense for the year can be reconciled to the accounting profit as follows :-</b>										
Profit before tax	(539.19)	320.57								
Income tax expense calculated at 25.168% (Previous year 34.944%)	(135.70)	112.02								
Income exempt from tax		(0.12)								
Income chargeable to tax under the head capital gains	100.73	5.34								
Effect of expenses that are not deductible in determining taxable profit	38.13	156.63								
Weighted deduction on research and development expenses	-	(23.26)								
Deduction under section 80IA of the Income tax act, 1961	-	(2.17)								
Deduction under section 80IE of the Income tax act, 1961	-	(9.79)								
Deduction under section 80G of the Income tax act, 1961	-	2.32								
Others	(8.18)	4.78								
Adjustments recognized in the current year in relation to the Current tax of Prior years	42.29	(49.59)								
Effect of different tax rates of subsidiaries operating in other jurisdictions	(105.53)	(55.41)								
<b>Income tax expense recognised in statement of profit and loss</b>	<b>(68.26)</b>	<b>140.74</b>								
<b>(c) Income tax recognised in other comprehensive income (OCI)</b>										
Arising on income and expenses recognised in OCI										
(i) Items that will not be reclassified to profit or loss										
Remeasurement of defined benefit obligation	1.28	11.51								
(ii) Items that may be reclassified to profit or loss										
Debt instruments through OCI	-	1.53								
Exchange differences in translating the financial statement of foreign operation										
	<b>1.28</b>	<b>13.04</b>								
<b>(d) Deferred tax movements</b>										
<b>Deferred tax assets/(liabilities) in relation to:</b>										
Particulars	MAT credit entitlement	Provision for foreseeable & Contingencies	Provision for gratuity and compensated absences	Provision for doubtful debts	Lease liabilities	Brought forward losses (long term) and FCTR	Others	Right-of-use assets	Depreciation	Total
<b>As at April 1, 2019</b>	<b>32.21</b>	-	<b>83.53</b>	<b>78.63</b>	-	<b>73.68</b>	<b>22.06</b>	-	<b>(251.10)</b>	<b>39.01</b>
(Charged)/credited to:										
Profit or loss	(32.21)	-	4.23	7.63	59.40	26.65	3.16	(55.14)	(13.33)	0.39
Other comprehensive income	-	-	11.51	-	-	-	-	-	-	11.51
Translation difference	-	-	-	-	-	(18.17)	-	-	-	(18.17)
<b>As at March 31, 2020</b>	<b>-</b>	<b>-</b>	<b>99.27</b>	<b>86.26</b>	<b>59.40</b>	<b>82.16</b>	<b>25.22</b>	<b>(55.14)</b>	<b>(264.43)</b>	<b>32.74</b>
(Charged)/credited to:										
Profit or loss	-	36.63	(29.26)	125.39	(39.87)	(82.16)	36.31	(15.95)	157.88	188.97
Other comprehensive income	-	-	1.28	-	-	-	-	-	-	1.28
Translation difference	-	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2021</b>	<b>-</b>	<b>36.63</b>	<b>71.29</b>	<b>211.65</b>	<b>19.53</b>	<b>-</b>	<b>61.53</b>	<b>(71.09)</b>	<b>(106.55)</b>	<b>222.99</b>

Pursuant to the business transfer agreement (BTA) dated 18 February 2020, the Company has transferred certain businesses on a slump sales basis to erst while promoters at a total consideration of Rs 2,110.99 In view of the recent amendment to the Income Tax Act, management has computed tax on transfer of businesses, determined on a fair value basis, amounting to Rs 84.00. While alternate interpretation as regards the retrospective applicability of the Income tax amendment is possible, management as a matter of abundant caution calculated tax basis the recent amendment and subsequently deposited the same with the tax authorities.

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 36 - Contingent liabilities and commitments**

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Contingent Liabilities		
Claims against the Group not acknowledged as debts		
Income tax matters	458.00	117.33
Sales tax matters	57.36	40.22
Entry tax matters	2.14	2.14
Others	9.90	-
	<b>527.40</b>	<b>159.69</b>
(b) Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	60.34	37.19
<b>Total</b>	<b>587.74</b>	<b>196.88</b>

**Note 37 - Dues to micro and small enterprises**

On the basis of confirmation obtained from suppliers who have registered themselves under the Micro Small Medium Enterprise Development Act, 2006 (MSMED Act, 2006) and based on the information available with the group, the balance due to Micro and Small Enterprises as defined under the MSMED Act, 2006 and interest due thereon is as under. Further, no interest during the year has been paid under the terms of the MSMED Act, 2006.

Particulars	As at March 31, 2021	As at March 31, 2020
The amounts remaining unpaid to micro and small suppliers as at the end of the year:		
- Principal	458.45	332.01
- Interest	31.55	20.71
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	-	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	31.55	20.71
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	31.55	20.71

**Note 38 (a) - Provision for foreseeable losses**

A provision for expected loss on contracts is recognised when it is probable that the contract costs will exceed total contract revenue. For all other contracts, loss order provisions are made when the unavoidable costs of meeting the obligation under the contract exceed the currently estimated economic benefits.

The movement of provision in accordance with Ind-AS 37 on "Provisions, Contingent Liabilities and Contingent Assets" is given below :-

	As at March 31, 2021	As at March 31, 2020
Opening balance	-	-
Provision created during the year	119.22	-
(Actualised) during the year	-	-
<b>Closing balance</b>	<b>119.22</b>	<b>-</b>

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 38 (b) - Provision for Contingency**

Management has reassessed exposure in respect of certain ongoing IR&LL litigations involving ex-employees and contractual labour, and basis external legal opinion has determined an amount of Rs 26.32 (Previous Year Rs. Nil) as a probable outflow in future in respect of such cases.

The movement of provision in accordance with Ind-AS 37 on "Provisions, Contingent Liabilities and Contingent Assets" is given below :-

Particulars	As at March 31, 2021	As at March 31, 2020
Opening balance	-	-
Provision created during the year	26.32	-
(Actualised) during the year	-	-
<b>Closing balance</b>	<b>26.32</b>	<b>-</b>

**Note 38(c) - Provision for warranty**

Warranty costs are provided based on a technical estimate of the costs required to be incurred for repairs, replacement, material cost, servicing and past experience in respect of warranty costs. It is expected that this expenditure will be incurred over the contractual warranty period.

The movement of provision in accordance with Ind-AS 37 on "Provisions, Contingent Liabilities and Contingent Assets" is given below :-

Particulars	As at March 31, 2021	As at March 31, 2020
Opening balance	-	-
Provision created during the year	10.89	-
(Actualised) during the year	-	-
<b>Closing balance</b>	<b>10.89</b>	<b>-</b>

**Note 39 - Expenditure on Research and Development**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Capital	4.02	7.66
Recurring / revenue	90.95	110.16

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 40 - Related party disclosures under Accounting Standard Ind AS - 24 "Related Party Disclosures"**
**a) Holding Company: (W.e.f. March 01, 2021)**

Siemens Ltd.

**b) Ultimate Holding Company: (W.e.f. March 01, 2021)**

Siemens AG. Germany

**c) Subsidiaries and fellow Subsidiaries:**
**(W.e.f. March 01, 2021)**

Siemens Bangladesh Ltd

**d) Joint Ventures:**

C&amp;S Himoina Private Limited (Upto January 31, 2021)

RS Components &amp; Controls (India) Limited (Upto January 31, 2021)

TC Electric Controls LLC

**e) Key Managerial Personnel and their relatives :**
**Key Management Personnel (Upto February 28, 2021)**

Mr. R. N. Khanna

Mr. Ashok Khanna

Mr. Rishi Khanna

Mr. Anuj Khanna

Mr. Aditya Khanna

Ms. Radhika Kapoor

Mr. Prakash Kumar Chandraker (W.e.f. March 01, 2021)

Mr. Manav Adlakha (W.e.f. March 01, 2021)

**Relatives of Key Management Personnel (Upto February 28, 2021)**

Ms. Kanwal Khanna

Ms. Anju Khanna

**f) Enterprises over which Key Managerial Personnel and / or their relatives exercise significant influence :**
**(Upto February 28, 2021)**

R. N. Khanna &amp; Sons (HUF)

Ashok Khanna &amp; Sons (HUF)

Controls &amp; Switchgear Contactors Limited

Anuj Khanna (HUF)

Rishi Khanna (HUF)

Margdarshak Estates Private Limited

RAAS Controls

Hitkari Industries Limited

Trimaster (Formerly known as Neeru Holdings Private Limited)

**(i) Transactions with related parties :**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Sales</b>		
C&S Himoina Private Limited	0.08	0.16
TC Electric Controls LLC	-	45.30
Siemens Ltd	6.36	-
<b>Purchases</b>		
C&S Himoina Private Limited	8.72	7.07
RS Components & Controls (India) Limited	14.18	17.75
Siemens Ltd	1.36	-
<b>Rent paid</b>		
Controls & Switchgear Contactors Limited	9.32	11.37
RAAS Controls	11.94	12.03

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*

<b>Expenses recovered / received</b>		
C&S Himoina Private Limited	1.56	4.17
RS Components & Controls (India) Limited	1.27	1.18
<b>Purchase of property, plant and equipment</b>		
C&S Himoina Private Limited	2.73	-
<b>Commission / Interest income</b>		
RS Components & Controls (India) Limited	7.69	10.78
<b>Dividend income</b>		
RS Components & Controls (India) Limited	-	0.20
<b>Expenses reimbursed / incurred</b>		
Controls & Switchgear Contactors Limited		-
TC Electric Controls LLC	-	0.23
<b>Investments made</b>		
TC Electric Controls LLC	-	3.56
<b>Investments &amp; business transfer (discontinued operations)</b>		
Mr. R.N. Khanna	14.60	-
Mr. Ashok Khanna	14.60	-
Trimaster (Formerly known as Neeru Holdings Private Limited)	2,110.99	-
<b>Dividend</b>		
R. N. Khanna & Sons (HUF)	-	5.49
Ashok Khanna & Sons (HUF)	-	6.22
Neeru Holdings Private Limited	-	2.26

**Closing balances with related parties :**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Balance outstanding as at year end</b>		
<b>Receivables / advances</b>		
C&S Himoina Private Limited	-	1.37
RS Components & Controls (India) Limited	-	3.93
TC Electric Controls LLC	29.45	29.09
Less: Provision created for TC Electric Controls LLC Outsatnding	(29.45)	-
Siemens Ltd	40.00	-
<b>Payable</b>		
C&S Himoina Private Limited	-	20.39
RS Components & Controls (India) Limited	-	18.05
Siemens Ltd	0.40	-

**(ii) Transactions with Key Managerial Personnel and their relatives:**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Managerial Remuneration *</b>		
Mr. R.N. Khanna	9.47	12.85
Mr. Ashok Khanna	9.47	12.85
Mr. Rishi Khanna	7.78	10.59
Mr. Anuj Khanna	7.78	10.59
Mr. Aditya Khanna	7.94	10.83
Ms. Radhika Kapoor	3.71	5.04
Ms. Priya Khanna	5.30	9.58
Mr. Prakash Kumar Chandraker	1.23	-
<b>Dividend paid</b>		
Mr. R.N. Khanna	-	22.45
Mr. Ashok Khanna	-	19.04
Ms. Kanwal Khanna	-	3.18
Ms. Anju Khanna	-	3.18
Ms. Radhika Kapoor	-	19.24
Mr. Anuj Khanna	-	19.24
Mr. Aditya Khanna	-	19.24
Mr. Rishi Khanna	-	19.24

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Category-wise break up of compensation to key management personal**

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Managerial Remuneration *</b>		
Short-term benefits	51.63	71.22
Post-employment benefits	1.04	1.10

\* Does not include provisions for incremental gratuity and leave encashment liabilities, since the provisions are based on actuarial valuations for the group as a whole.

**Closing balances with related parties :**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Payables</b>		
Mr. R.N. Khanna	-	0.50
Mr. Ashok Khanna	-	0.50
Mr. Rishi Khanna	-	0.22
Mr. Anuj Khanna	-	0.44
Mr. Aditya Khanna	-	8.94
Ms. Radhika Kapoor	-	0.21
Ms. Priya Khanna	-	0.39
Mr. Prakash Kumar Chandraker	1.23	-



**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 41 - Financial Instruments by Categories - fair value and risk management**

The criteria for recognition of financial instruments is explained in significant accounting policies note 1.

Particular	As at March 31, 2021		As at March 31, 2020	
	Amortised cost	FVTPL	Amortised cost	FVTPL
<b>Financial assets</b>				
Investments				
- Equity investments	-	-	111.37	0.43
- Mutual funds	-	-	-	-
- Bonds	-	-	79.71	-
Trade receivables	2,581.41	-	4,839.70	-
Loans	1.60	-	2.13	-
Cash and cash equivalents and bank balances	1,563.19	-	641.38	-
Other financial assets	109.80	35.45	145.76	-
<b>Total financial assets</b>	<b>4,256.00</b>	<b>35.45</b>	<b>5,820.04</b>	<b>0.43</b>
<b>Financial liabilities</b>				
Borrowings	14.59	-	2,855.35	-
Trade payables	2,533.46	-	2,941.50	-
Other financial liabilities	944.56	-	1,362.43	-
Lease liabilities	244.49	-	169.99	-
<b>Total financial liabilities</b>	<b>3,737.10</b>	<b>-</b>	<b>7,329.27</b>	<b>-</b>

The group has disclosed financial instruments such as cash and cash equivalents, other bank balances, trade receivables, current account balances with group companies, trade payables and unpaid dividends at carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short-term nature.

The following table presents fair value hierarchy of financial assets measured at fair value on a recurring basis:

Particulars	Level 1	Level 2	Level 3	Total
<b>As at Mar 31, 2021</b>				
<b>Financial Assets</b>				
Mark to market receivable on derivative contracts		35.45		35.45
<b>Total Financial assets</b>	-	35.45	-	35.45
<b>As at Mar 31, 2020</b>				
<b>Financial Assets</b>				
Investment in equity instruments at FVTPL	0.07	-	0.40	0.47
Investment in units of Mutual funds at FVTPL	436.32	-	-	436.32
Mark to market receivable on derivative contracts	-	-	-	-
<b>Total Financial assets</b>	<b>436.39</b>	<b>-</b>	<b>0.40</b>	<b>436.79</b>

During the year ended March 31, 2021, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers in to and out of Level 3 fair value measurements.

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2 inputs other than quoted prices included within level 1 that are observable for the assets or liability, either directly or indirectly.

Level 3 inputs are unobservable inputs for the assets or liability.

**Note 42 - Capital Management**

The group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The group's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value. The group monitors capital on the basis of debt equity ratio.

The group's net debt to equity ratio was as follows:

Particulars	As at March 31, 2021	As at March 31, 2020
Total debt	534.13	3,079.72
Less: cash and cash equivalent	1,563.19	641.38
Net debt	(1,029.06)	2,438.34
Total Equity	4,037.51	4,523.73
Net debt to equity ratio	(0.25)	0.54

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 43 - Financial Risk Management**
**Risk management framework**

The group's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors is responsible for developing and monitoring the Company's risk management policies. The Board regularly reviews the Company's risk management framework.

The group's risk management policies are established to identify and analyse the risks faced by the group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

**The group has exposure to the following risks arising from financial instruments**

Credit risk;  
Liquidity risk; and  
Market risk.

**(a) Credit risk management**

Credit risk arises from credit exposure to customers (including receivables and deposit), loans and other financial assets. The group perform credit evaluation and defines credit limits for each customer/counter party. The group also continuously reviews and monitors the same.

Particulars	As at March 31, 2021	As at March 31, 2020
Investments	-	191.52
Trade receivables	2,581.41	4,839.70
Loans	1.60	2.13
Cash and Cash Equivalent	1,436.28	522.48
Bank balances other than cash and cash equivalent	126.91	118.90
Others	145.25	145.76
	<b>4,291.45</b>	<b>5,820.49</b>

**Trade Receivables, Loans and Security Deposits**

The group also makes general provision for lifetime expected credit loss based on its previous experience of write off in previous years.  
The movement in the provision for doubtful debts is as under:

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Opening Balance</b>	<b>208.77</b>	<b>192.62</b>
Provision made during the year for continued operations	504.27	44.01
Provision made during the year for discontinued operations	20.08	16.61
Written off during the year	(35.58)	(44.46)
Transferred to discontinued operations	(54.61)	-
<b>Closing Balance</b>	<b>642.93</b>	<b>208.77</b>

Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the group's receivables from customers, loans.

Credit risk on cash and cash equivalents is limited as the group generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies.

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. Trade receivables are primarily unsecured and are derived from revenue earned from customers primarily located in India. The group does monitor the economic environment in which it operates. The group manages its credit risk through credit approvals, establishing credit limits and continuously monitoring credit worthiness of customers to which the group grants credit terms in the normal course of business.

**(b) Liquidity risk management**

(i) The group manages liquidity by ensuring control on its working capital which involves adjusting production levels and purchases to market demand and daily sales of production and low receivables. It also ensures adequate credit facilities sanctioned from bank to finance the peak estimated funds requirements. The working capital credit facilities are continuing facilities which are reviewed and renewed every year.

The group also ensures that the long term funds requirements are met through adequate availability of long term capital (Debt and Equity).

Particulars	As at March 31, 2021	As at March 31, 2020
Total committed working capital limits from Banks	1,450.00	3,106.33
Utilized working capital limit	4.78	2,528.90
Unutilized working capital limit	1,445.22	577.44

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**(ii) Maturities of financial liabilities**

The tables below analyse the group's financial liabilities into relevant maturity groupings based on their contractual maturities. The amount disclosed in the table are the contractual undiscounted cash flow.

**Exposure to liquidity risk**

Particulars	Upto 1 year	Between 1 year to 5 years	Over 5 years	Total
<b>As at March 31, 2021</b>				
Non-derivatives				
Lease liabilities	66.09	225.60	73.25	364.94
Borrowing *	530.65	-	-	530.65
Trade payable	2,533.46	-	-	2,533.46
Other financial liabilities	383.71	-	41.31	425.02
Total non-derivatives liabilities	<b>3,513.91</b>	<b>225.60</b>	<b>114.56</b>	<b>3,854.07</b>
<b>As at March 31, 2020</b>				
Non-derivatives				
Lease liabilities	56.04	124.79	90.12	270.95
Borrowing *	264.84	357.27	-	622.11
Trade payable	2,941.50	-	-	2,941.50
Other financial liabilities	1,089.80	-	48.26	1,138.06
Total non-derivatives liabilities	<b>4,352.18</b>	<b>482.06</b>	<b>138.38</b>	<b>4,972.62</b>

\* Excludes utilized working capital limited disclosed above in Liquidity risk management.

There were no breaches of the covenants associated with the borrowings as at March 31, 2021 and none of the borrowings were called during the year.

**(c) 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 two types of risk: currency risk, interest rate risk. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimising the return. The group uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the group.

**a. Foreign currency risk**

The group operates internationally and the business is transacted in several currencies and consequently the group is exposed to foreign exchange risk through services in foreign currencies. The group holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures.

**Sensitivity analysis**

with respect to the above unhedged exposure the impact on profit or loss before tax may be as follows:

Particulars	As at March 31, 2021	As at March 31, 2020
USD sensitivity*		
INR/USD- Increase by 5%	24.22	28.16
INR/USD- Decrease by 5%	(24.22)	(28.16)
Euro sensitivity*		
INR/Euro- Increase by 5%	6.90	21.25
INR/Euro- Decrease by 5%	(6.90)	(21.25)

\* Holding all Other variable constant

**b. 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 group's exposure to the risk of changes in market interest rates relates primarily to the group's borrowings with floating interest rates.

The exposure of the group's borrowing to interest rate change at the end of the reporting period are as follows:

Particulars	As at March 31, 2021	As at March 31, 2020
Variable rate borrowings		
Short term	4.78	2,528.90
Total variable rate borrowings	4.78	2,528.90
Fixed rate borrowings		
Long term	9.81	326.45
Current maturities of term loans / vehicle loans	519.54	224.37
Total fixed rate borrowings	529.35	550.82
Total borrowings	534.13	3,079.72

## C&S Electric Limited

### Notes forming part of the Consolidated financial statements

(All amounts are in INR million except wherever stated otherwise)

#### (d) Sensitivity

Variable interest rate loans are exposed to Interest rate risk, the impact on profit or loss before tax may be as follows:

Particulars	Impact on profit before tax	
	Current year	Previous year
Interest rate - increase by 1% *	13.83	22.70
Interest rate - decrease by 1% *	(13.83)	(22.70)

\* Holding all other variable constant

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 44 - Employee benefits plans**
**(a) Defined benefits plans**

Gratuity scheme - This is a partly funded defined benefit plan for qualifying employees. The group makes contributions to the group gratuity cum life insurance scheme of the Life Insurance Corporation of India. The scheme provides for a lumpsum payment to vested employees at retirement, death while in employment or on termination of employment. Vesting occurs upon completion of five years of service.

Long term leaves includes earned leaves and sick leaves. These have been provided on accrual basis, based on year end actuarial valuation.

The defined benefits plan exposes the group to the following risks:

**Interest Rate risk:**

The defined benefits obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefits obligation will tend to increase.

**Salary inflation risk:**

Higher than expected increase in salary will increase the defined benefit obligation.

**Demographic risk:**

This is the risk of variability of result due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combinations of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financials analysis the retirement benefits of a short career employee typically costs less per year than a long service employee.

The group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefits obligations. The group has not changed the processes used to manage its risks from previous periods. The funds are managed by specialised team of Life Insurance Corporation of India.

Particulars	Gratuity		Earned and sick leaves	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
<b>Change in benefit obligation (A)</b>				
1. Present value of obligation as at the beginning of the year	230.52	184.33	62.86	46.05
2. Current service cost	20.47	16.53	17.94	12.71
3. Interest cost	13.25	13.46	3.48	2.98
4. Actuarial (gain) / loss	-	-	-	-
4a. Effect of changes in financial assumptions	21.78	7.71	4.98	1.49
4b. Effect of experience adjustments	(16.62)	4.37	(6.14)	5.42
4c. Effect of demographic assumptions	-	20.85	-	8.48
5. Benefits paid	(26.66)	(16.73)	(11.51)	(14.27)
6. Acquisitions (credit) / cost	(28.72)	-	(11.23)	-
<b>7. Present value of obligation as at the end of the year</b>	<b>214.03</b>	<b>230.52</b>	<b>60.39</b>	<b>62.86</b>
<b>Change in plan assets (B)</b>				
1. Fair value of plan assets at the beginning of the year	74.37	58.01	-	-
2. Actual return on plan assets	4.11	4.89	-	-
3. Contribution by the group	0.79	27.51	-	-
4. Benefits paid	(17.12)	(16.04)	-	-
<b>5. Fair value of plan assets at the end of the year</b>	<b>62.15</b>	<b>74.37</b>	-	-
<b>Liability recognized in the financial statement (A-B)</b>	<b>151.87</b>	<b>156.15</b>	<b>60.39</b>	<b>62.86</b>
<b>Composition of plan assets</b>				
Other than equity, debt, property and bank account *	<b>62.15</b>	<b>74.37</b>	-	-
<b>Main actuarial assumption</b>				
Discount rate	6.00%	6.10%	6.00%	6.10%
Expected rate of increase in compensation levels	6.00%	0% for the CY and 4% thereafter	6.00%	0% for the CY and 4% thereafter
Expected rate of return on plan assets	7.15%	7.27%	-	-
Expected average remaining working lives of employees (years)	19.48	20.55	17.98 - 19.97	19.31 - 21.06
Average remaining working lives of employees with Mortality and Withdrawal (years)	6.00	5.00	5.00	5.00
Mortality rates inclusive of provision for disability (100% of Indian Assured Lives Mortality (IALM) (2006-08):-				
Age upto 30 years	20.00%	20.00%	20.00%	20.00%
From 31 years and above	10.00%	10.00%	10.00%	10.00%
Retirement age (years)	58	58	58	58

**Maturity profile of defined benefit obligation**

Year	Gratuity	Earned and sick leaves
April 2020 - March 2021	31.56	15.17
April 2021 - March 2022	28.71	13.50
April 2022 - March 2023	31.25	13.68
April 2023 - March 2024	31.29	12.80
April 2024 - March 2025	33.99	11.85
April 2026 - March 2031	155.22	46.46

\* The plan assets are maintained with Life Insurance Corporation of India Gratuity Scheme. The details of investments maintained by Life Insurance Corporation are not available with the Company (C&S Electric limited) and consequently not been disclosed. In case of EON Telesystems Private Limited, C&S (Nantong) Electric Limited, C&S Electric International B.V. and C&S Electric U.K Limited the gratuity scheme is unfunded.

**C&S Electric Limited**  
**Notes forming part of the Consolidated financial statements**  
*(All amounts are in INR million except wherever stated otherwise)*

Particular	Gratuity		Earned and sick leaves	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
<b>Cost for the period</b>				
1. Current service cost	20.47	16.53	17.94	12.71
2. Net interest cost	9.21	8.59	3.48	2.98
<b>Total amount recognised in profit or loss</b>	<b>29.68</b>	<b>25.12</b>	<b>21.43</b>	<b>15.69</b>
<b>Re-measurements recognised in Other comprehensive income</b>				
1. Actuarial gain on plan assets	0.07	0.01	-	-
2. Effect of changes in demographic assumptions	-	(20.85)	-	-
3. Effect of changes in financial assumptions	(21.78)	(7.71)	-	-
4. Effect of experience adjustments	16.62	(4.53)	-	-
<b>Total re-measurements included in Other Comprehensive Income</b>	<b>(5.09)</b>	<b>(33.08)</b>	<b>-</b>	<b>-</b>

#### Sensitivity analysis of the defined benefit obligation

The significant actuarial assumption for the determination of defined benefit obligations are discount rate and expected salary increase.

Particulars	Gratuity		Earned and sick leaves	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Present value of Obligation at the end of the year	214.02	230.52	60.38	62.86
a) Impact of the change in discount rate				
i). Impact due to increase of 0.50%	(5.51)	(4.85)	(1.25)	(1.17)
ii). Impact due to decrease of 0.50%	5.81	5.10	1.31	1.23
b) Impact of the change in salary increase				
i). Impact due to increase of 0.50%	5.79	5.22	1.30	1.26
ii). Impact due to decrease of 0.50%	(5.54)	(4.13)	(0.38)	(0.95)

#### (b) Defined contribution Plans

The Group makes contribution towards employees' provident fund, superannuation fund and employees' deposit linked insurance scheme for qualifying employees. Under the schemes, the group is required to contribute a specified percentage of payroll cost, as specified in the rules of the schemes, to these defined contribution schemes.

The Group has recognised for contributions to these plans in the statement of profit and loss as under :

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Group's contribution to provident and pension fund	93.57	86.86
Group's contribution to superannuation fund	1.52	1.56
<b>Total</b>	<b>95.09</b>	<b>88.42</b>

#### Note 45 - Segment Reporting

The Group was set-up with the object of, inter alia, carry on the manufacturing business of electrical switchgears, switchgear accessories, electrical and electronic control panels, switchboards, bus ducts, bus trunkings and its allied products. This is the only activity performed and is thus also the main source of risks and returns. The Group's segments as reviewed by the Chief Operating Decision Maker (CODM) does not result in to identification of different ways / sources in to which they see the performance of the Group.

#### Disclosure under Geographical segments:

The Group operates in six principal geographical areas - India (Country and domicile), China, Dubai (UAE), Netherlands, United Kingdom and Belgium.

The Group's revenue from operations from external customers by location of operations and information about its non-current assets by location of assets are detailed below.

Particulars	Revenue from external customers		Non-current assets*	
	For the year ended March 31, 2021	For the year ended March 31, 2020	As at March 31, 2021	As at March 31, 2020
India	10,686.49	10,500.31	1,940.05	2,404.48
Other countries	707.12	3,144.38	-	556.82
	<b>11,393.61</b>	<b>13,644.69</b>	<b>1,940.05</b>	<b>2,961.30</b>

\* Non current assets doesn't include financial assets and deferred assets.

#### Note 46 - Earning per share

Particulars		For the year ended March 31, 2021	For the year ended March 31, 2020
Profit for the year from continuing operations attributable to equity shares	Rs. in million	(778.36)	429.19
Profit for the year from discontinued operations attributable to equity shares	Rs. in million	307.43	(253.30)
Profit for the year from total operations attributable to equity shares	Rs. in million	(470.93)	175.89
Weighted average number of Basic and diluted equity shares outstanding	Numbers	44,268,062	44,268,062
Basic earnings per share from continuing operations (face value - Rs. 10 per share)	Rupees	(17.58)	9.70
Basic earnings per share from discontinuing operations (face value - Rs. 10 per share)	Rupees	6.94	(5.72)
Basic earnings per share from total operations (face value - Rs. 10 per share)	Rupees	(10.64)	3.97

#### Note 47 - Corporate Social Responsibility (CSR) expenditure

As per section 135 of the Companies Act, 2013, a Corporate Social Responsibility (CSR) committee has been formed by the Company. The Company has contributed Rs 7.97 as specified in schedule VII of the Companies Act, 2013.

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
The gross amount required to be spent by the group for CSR expenditure.	13.97	9.92
The amount spent (already paid for purposes other than construction / acquisition of any asset)	7.97	18.21

There were no amount spent for construction / acquisition of any capital asset.

**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 48 - Disclosures w.r.t. Revenue from Contracts with Customers under Ind AS 115**
**(i) Contract balances**

The following table presents the information of trade receivables / unbilled revenue and contract liabilities arising out of contract with customers under Ind AS 115.

Particulars	March 31, 2021	March 31, 2020
<b>(a) Trade receivables (refer Note 8)</b>		
Trade receivable with respect to revenue from contracts with customers		
From related parties (refer Note 40)	40.00	34.39
From others	3,184.34	5,014.08
Less: Allowance for doubtful debts	(642.93)	(208.77)
<b>Total trade receivables</b>	<b>2,581.41</b>	<b>4,839.70</b>
<b>(b) Unbilled revenue (refer Note 9(b))</b>	<b>16.30</b>	<b>22.30</b>
<b>(c) Contract liabilities (refer Note 22)</b>	<b>244.13</b>	<b>309.50</b>

**Unbilled revenue (refer Note 9(b))**

Particulars	March 31, 2021
<b>Opening balance as on April 1, 2020</b>	22.30
Increase during the year	16.30
Billed during the year	(22.30)
<b>Closing balance as on March 31, 2021</b>	16.30
Analysed as :	
Current	16.30
Non-current	-
<b>Total</b>	<b>16.30</b>

**Contract liabilities (refer Note 22(b))**

Particulars	March 31, 2021
<b>Opening balance as on April 1, 2020</b>	<b>309.50</b>
Revenue recognised during the year	(174.81)
Increase in customer advances during the year	108.14
Increase in unearned income during the year	1.30
<b>Closing balance as on March 31, 2021*</b>	<b>244.13</b>
Analysed as :	
Current	244.13
Non-current	-
<b>Total</b>	<b>244.13</b>

\*Management expects that the entire transaction price allocated to the unsatisfied contracts as at the end of the reporting period will be recognised as revenue during the next reporting period.

**Note 49 - Judgement of Supreme Court - Provident Fund and Miscellaneous Provisions Act, 1952 ('EPF Act')**

The Supreme Court on 28 February 2019 has provided its judgment regarding inclusion of other allowances such as travel allowances, special allowances, etc within the expression 'basic wages' for the purpose computation of contribution of provident fund under the Employees' Provident Fund and Miscellaneous Provisions Act, 1952 ('EPF Act'). There are interpretive challenges on the application of the Supreme Court Judgment including the period from which judgment would apply, consequential implications on resigned employees etc. Further, various stakeholders have also filed representations/ review petition with PF authorities and the Supreme Court respectively. All these factors raises significant uncertainty regarding the implementation of the Supreme Court Judgment.

Owing to the aforesaid uncertainty and pending clarification from regulatory authorities in this regard, the group has recognized provision for the PF contribution on the basis of above mentioned order with effect from the order date. Further, the management believes that impact of aforementioned uncertainties on the financial statements of the group should not be material.

**Note 50 - Proposed dividend**

The Board of Directors, in its meeting held on August 26, 2021, have not recommended any final dividend for the financial year ended March 31, 2021. The Board of Directors, in its meeting held on August 24, 2020, did not recommend any final dividend for the financial year ended March 31, 2020.

**Note 51 - Transfer Pricing**

The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing regulation under sections 92-92F of the Income tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company continuously updates its documentation for the international and domestic transactions entered into with the associated enterprises during the financial year. The management is of the opinion that its international and specified domestic transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation, if any.

**C&S Electric Limited**
**Notes forming part of the consolidated financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 52 - Discontinued operations**

On 31 January 2021, pursuant to the business transfer agreement dated 18 February 2020, executed between the Company and Trimaster Private Limited, The Company has transferred certain businesses, investments and loans as a going concern on a slump sale basis for a consideration of Rs. 2,110.99. Management has eliminated from the results of the discontinued operations the inter segment sales and cost thereof made prior to its disposal.

The Company has presented certain businesses as discontinued operations during the year ended as on 31 March 2021 in accordance with Ind AS 105 (Non current assets held for sale & discontinued operations) and accordingly reclassified the comparative financial information of the previous year prescribed as below:

**Revenue, expenses and net cash flows relating to discontinued operations is as follows:**

Particulars	For the period 01 April 2020 to 31 January 2021	For the year ended March 31, 2020
<b>Income</b>		
Revenue from operations	2,974.33	4,013.09
Other income	534.96	39.69
<b>Total Income</b>	<b>3,509.29</b>	<b>4,052.78</b>
Cost of materials consumed	1,175.32	2,162.77
Purchases of stock-in-trade	140.98	1,006.82
Changes in inventories of finished goods, stock-in-trade and work in progress	641.39	(332.17)
Employee benefits expense	530.68	670.41
Finance costs	26.14	32.81
Depreciation and amortisation expense	71.72	83.75
Provision for Impairment on financial assets	-	-
Other expenses	518.81	674.36
<b>Total expenses</b>	<b>3,105.04</b>	<b>4,298.75</b>
Share of (losses)/ profits of joint ventures	(12.78)	0.74
<b>Profit / (Loss) before tax</b>	<b>391.47</b>	<b>-245.23</b>
Current tax	84.04	8.07
Deferred tax charge / (credit)	-	-
	84.04	8.07
<b>Profit / (Loss) for the year</b>	<b>307.43</b>	<b>(253.30)</b>
<b>Other comprehensive income / (Expense) (OCI)</b>		
<b>Items that will not be reclassified to profit or loss</b>		
Remeasurements of the defined benefit liabilities	(0.19)	(1.38)
Share of other comprehensive income/ (loss) in joint ventures	(0.14)	(0.30)
Income tax relating to items that will not be reclassified to profit or loss	0.05	0.35
<b>Items that may be reclassified to profit or loss</b>		
Exchange differences in translating the financial statement of foreign operation	(11.34)	(4.39)
Income tax relating to items that may be reclassified to profit or loss	-	1.53
<b>Other comprehensive income</b>	<b>(11.62)</b>	<b>(4.19)</b>
<b>Total comprehensive income for the year (VII + VIII)</b>	<b>295.81</b>	<b>(257.49)</b>

**The net cash flow attributable to the discontinued operations are as follows:**

Particulars	For the period 01 April 2020 to 31 January 2021	For the year ended March 31, 2020
Net Cash used in operating activities	35.41	(449.23)
Net Cash used in investing activities	1,985.43	202.61
Net Cash used in financing activities	(10.96)	18.26

During the year, Group has sold the discontinued operations for a consideration of Rs. 1983.39 (net of cash & cash equivalent) at a gain of Rs. 521.43.



**C&S Electric Limited**
**Notes forming part of the Consolidated financial statements**

(All amounts are in INR million except wherever stated otherwise)

**Note 53 - Additional information as required by Paragraph 2 of the General Instruction for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013**

Name of the Entity in the Group	Net assets, i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of Consolidated net assets	Amount	As % of Consolidated profit or loss	Amount	As % of Consolidated other comprehensive income	Amount	As % of Consolidated total comprehensive income	Amount
Parent	100.00%	4,037.51	195.79%	(890.21)	25.19%	(3.82)	190.28%	(894.03)
Subsidiaries								
Indian								
EON Telesystems Private Limited	0.00%	-	0.01%	(0.05)	0.00%	-	0.01%	(0.05)
Foreign								
C&S Electric International B.V. *	0.00%	-	-80.92%	367.93	106.07%	(16.08)	-74.89%	351.84
C&S (Nantong) Electric Limited	0.00%	-	4.02%	(18.27)	-31.26%	4.74	2.88%	(13.53)
C&S Electric U.K. Limited	0.00%	-	-0.03%	0.14	0.00%	-	-0.03%	0.14
Adjustment arising out of consolidation	0.00%	-	-18.87%	85.79	0.00%	(0.00)	-18.26%	85.79
	<b>100%</b>	<b>4,037.51</b>	<b>100%</b>	<b>(454.67)</b>	<b>100%</b>	<b>(15.16)</b>	<b>100%</b>	<b>(469.84)</b>
Joint ventures (Investment as per the equity method)								
Indian								
C&S Himoina Private Limited				(12.78)		(0.14)		(12.91)
RS Components & Controls (India) Limited								
Foreign								
TC Electric Controls LLC				(3.48)		-		(3.48)
<b>Total</b>		<b>4,037.51</b>		<b>(470.93)</b>		<b>(15.30)</b>		<b>(486.23)</b>

**Note 54** - Pursuant to the share purchase agreement dated January 24, 2020 entered in between the erstwhile promoters, Siemens Limited and the Company, on March 1, 2021, Siemens Limited acquired 99.22% equity share capital of the Company from its promoters for a consideration of Rs. 21,000, on cash free / debt free basis on terms and conditions that are mutually agreed between the parties to the transaction. The final settlement of the transaction price between Siemens Limited and the erstwhile promoters has not yet been settled. Based on the assessment of the current scenario, the management believes there would not be any material impact on the current financial statement.

**Note 55** - For the Financial Year (FY) 2020-21, the Company has reported inadequate profit, calculated as per Section 198 of the Companies Act, 2013 ("Act").

Pursuant to the provisions of Section 197(3) of the Act read with Schedule V thereto, if, in any financial year, a company has no profits or its profits are inadequate, the company shall not pay to its directors, including any managing or whole-time director or manager or any other non-executive director, including an independent director, by way of remuneration any sum exclusive of any fees payable to directors under sub-section (5) hereunder except in accordance with the provisions of Schedule V.

As per Schedule V, Part II, Section II, Part A where in any financial year during the currency of tenure of a managerial person or other director, a company has no profits or its profits are inadequate, it may, pay remuneration to the managerial person or other director not exceeding, the limits prescribed thereunder. The Company has paid remuneration to its Directors within the limits as prescribed thereunder, for FY 2020-21.

Further, as per the requirements of Section 197 of the Act read with Schedule V, the approval of Board of Directors and Nomination and Remuneration Committee and the Members is required where Company has no profits or its profits are inadequate. The Nomination and Remuneration Committee and Board of Directors of the Company at their respective Meetings held on 26th August, 2021 have approved the payment of Managerial Remuneration in FY 2020-21, subject to approval of the members at the ensuing 50th Annual General Meeting of the Company.

**Note 56** -In view of the pandemic relating to COVID - 19, the Company has considered internal and external information and has performed an analysis based on current estimates while assessing the recoverability of property, plant and equipment, trade receivables, inventories and other assets, for any possible impact on the Financial Statements. The Company has also assessed the impact of this whole situation on its capital and financial resources, profitability, liquidity position, internal financial reporting controls etc. and is of the view that based on its present assessment this situation does not materially impact the financial statements.

However, the actual impact of COVID - 19 on the financial statements may differ from that estimated due to unforeseen circumstances and the Company will continue to closely monitor any material changes to future economic conditions.

**Note 57** Previous year's figures have been regrouped/reclassified wherever necessary to confirm the current year classification.

**Note 58 - Approval of financial statements**

The financial statements were approved for issue by the Board of Directors on 26 August 2021.

As per our report of even date attached

For **B S R & Co. LLP**

Chartered Accountants

ICAI Firm registration No.: 101248W/ W-100022

**Adhir Kapoor**

Partner

Membership No. : 098297

For and on behalf of the Board of Directors

**C&S Electric Limited**

**Prakash Kumar Chandraker**

Managing Director & CEO

DIN No.: 05150366

**Siddharth Kasera**

Director

DIN No.: 09086454

**Manav Adlakha**

Chief Financial Officer

PAN.: AEIPA4199N

**Anup Sobti**

Company Secretary

ACS No.: 16466

Place : New Delhi

Date : 26 August 2021

Place : New Delhi

Date : 26 August 2021



**C&S ELECTRIC LIMITED**

**Corporate Office:** 222, Okhla Industrial Estate, Phase-III, New Delhi - 110 020 (INDIA)

**Tel.:** +91 11 3384 9000-09 **email:** [info@cselectric.co.in](mailto:info@cselectric.co.in), [www.cselectric.co.in](http://www.cselectric.co.in)