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your **electricity**  
everyday!



**ANNUAL REPORT**  
OCTOBER 2022 - SEPTEMBER 2023

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### BOARD OF DIRECTORS

Sunil Mathur  
Chairman

Prakash Kumar Chandraker  
Managing Director & Chief Executive Officer

Shyamak Ramyar Tata  
Independent Director

Rumjhum Chatterjee  
Independent Director

Andreas Matthé  
Non-executive Director

Siddharth Kasera  
Non-executive Director

### BANKERS

State Bank of India

Standard Chartered Bank

IDBI Bank

YES Bank

HDFC Bank

IndusInd Bank

### COMPANY SECRETARY

Anup Sobti

### CFO

Ranjit Singh Shangela Bisht

### STATUTORY AUDITOR

M/s. Price Waterhouse Chartered Accountants LLP

## NOTICE

**NOTICE** is hereby given that the 53<sup>rd</sup> Annual General Meeting (“**AGM**”) of the Members of **C&S Electric Limited** will be held at PHD House, 4/2, August Kranti Marg, Siri Institutional Area, Block A, Nipccd Campus, Hauz Khas, New Delhi, Delhi 110016 on Friday, **02<sup>nd</sup> February 2024**, at **2.00 p.m.** to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year 2022-23 i.e., 1<sup>st</sup> October, 2022 to 30<sup>th</sup> September, 2023, together with the Reports of the Directors and the Auditors thereon;
2. To declare a dividend on equity shares for the Financial Year 2022-23.
3. To appoint a Director in place of Mr. Sunil Mathur (DIN: 02261944), who is liable to retire by rotation and being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS:**

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

4. **Re-appointment of Mr. Prakash Kumar Chandraker (DIN: 05150366) as Managing Director and Chief Executive Officer of the Company and payment of revised remuneration to him.**

#### **As an Ordinary 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), relevant provisions of the Articles of Association of the Company and subject to approval of statutory / regulatory authorities, if required, approval of members be and is hereby accorded for re-appointment of Mr. Prakash Kumar Chandraker as the Managing Director (“MD”) and Chief Executive Officer (“CEO”) of the Company for a term of 2 (two) years, with effect from **29<sup>th</sup> February, 2024**, who shall not be liable to retire by rotation, on such terms and conditions, including those relating to revised/increased remuneration with effect from 1<sup>st</sup> October 2023, as set out in this resolution, the statement setting out the material facts annexed to this Notice dated 21<sup>st</sup> November 2023 for Item No. 4.

**RESOLVED FURTHER THAT** the Board of Directors (“**Board**”) / 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.”

**5. Appointment of Mr. Shyamak Ramyar Tata (DIN: 07297729) as an Independent Director of Company.**

**As an Ordinary Resolution:**

“**RESOLVED THAT** Mr. Shyamak Ramyar Tata (DIN: 07297729), who was appointed as an Additional Director of the Company with effect from 2<sup>nd</sup> May, 2023 by the Board of Directors and who holds office up to 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. Shyamak Ramyar Tata (DIN: 07297729) 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 2<sup>nd</sup> May 2023 to 29<sup>th</sup> January 2028, be and is hereby approved.

**6. 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> October, 2023 to 30<sup>th</sup> September, 2024.**

**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 2024, 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**

**Sd/-**

**Anup Sobti**

Company Secretary

ACS No. 16466

**Registered Office:** Unit No.'s 210, 211 & 212, Second Floor, 'Salcon Aurum' Building, Plot No. 4, Jasola District Centre, New Delhi- 110025

**Corporate Identity Number:** U31909DL1971PLC005672

**Tel.:** +91 11 69225600

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

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

Tuesday, 21<sup>st</sup> November 2023

**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 organization.

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.
- 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 / Authorized 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 2022-23 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., 26<sup>th</sup> January, 2024.
- h) The dividend, as recommended by the Board of Directors, if declared at the 53rd AGM, will be paid to those Members who hold shares and whose name appears on the Company’s Register of Members as holders of Equity Shares as on, 26<sup>th</sup> January 2024 (Record date).
- i) Pursuant to the Finance Act 2020, dividend income is taxable in the hands of the Members and the Company is required to deduct tax at source (“TDS”) from dividend paid to the Members at prescribed rates as per Income Tax Act, 1961 (“the IT Act”). In general, to enable compliance with TDS requirements, Members are requested to complete and / or update their Residential Status, Permanent Account Number (“PAN”), Category as per the IT Act with their Depository Participants (“DPS”) for shares held in electronic form and in case shares are held in physical form, with the Company by sending relevant documents by Monday, 15<sup>th</sup> January 2024.

- j) 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.
- k) 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 53<sup>rd</sup> AGM.
- l) Route Map showing directions to reach to the venue of the 53<sup>rd</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. 4

The current term of Mr. Prakash Kumar Chandraker (DIN: 05150366) as the Managing Director and Chief Executive Officer (MD & CEO) of the Company is up to 28<sup>th</sup> February 2024.

The Board of Directors of the Company in its meeting held on 21<sup>st</sup> November, 2023, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), and considering his rich and varied experience, which will benefit the Company, approved the re-appointment of Mr. Prakash Kumar Chandraker (DIN: 05150366) as the MD & CEO of the Company for a period of 2 (two) years with effect from 29<sup>th</sup> February, 2024, including his terms of appointment, subject to approval of the members and such other approvals as may be necessary.

The NRC assessed the performance of Mr. Chandraker and recommended revision/increase in remuneration with effect from 1<sup>st</sup> October 2023.

The terms and conditions and remuneration payable to Mr. Chandraker, with effect from 1<sup>st</sup> October 2023 as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors are as follows:

Salary package range: Rs. 13,28,158 /- p.m. to Rs. 16,50,000 per month

The salary package mentioned above includes Basic salary and other Allowances like House Rent allowance, Leave Travel Allowance, Special Allowance, or other allowances.

Increments as may be decided by the Board of Directors / Nomination and Remuneration Committee of Directors from time to time.

In addition to the abovementioned salary, he shall also be entitled to Re-imbursment of Drivers Salary, Fuel & Maintenance, and below mentioned perquisites and benefits, subject to Income tax deduction and valuation as per Income Tax rules or in absence of such rules shall be valued at cost:

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

The employee's insurance coverage 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, National Pension Scheme (NPS).

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. 4 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 No. 4.

#### Item No. 5

The Board of Directors, on the recommendation of Nomination and Remuneration Committee appointed Mr. Shyamak Ramyar Tata (DIN: 07297729) as an Additional Director and also an Independent Director of the Company with effect from 2<sup>nd</sup> May 2023 to 29<sup>th</sup> January 2028.

Pursuant to Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, Mr. Shyamak Ramyar Tata shall hold office up to 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. Shyamak Ramyar Tata proposing his candidature for the office of Director of the Company.

The Company has received a declaration from Mr. Tata 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. Tata 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. Shyamak Ramyar Tata is provided in the Annexure to this Notice.

Mr. Shyamak Ramyar Tata is not related to any of the Director of the Company.

The Board of Directors, considering the experience and expertise of Mr. Tata, recommends the Resolution as set out in Item No. 5 of this Notice for approval of Members, as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Shyamak Ramyar Tata and his relatives, are interested, financially or otherwise, in Resolution set out at Item no. 5.

#### **Item No. 6**

The Board of Directors of the Company in its meeting held on 21<sup>st</sup> November, 2023, 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, 2024.

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. 6 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 2024.

The Board accordingly recommends the Ordinary Resolution as set out at Item No. 6 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. 6 of this Notice.

**By Order of the Board of Directors**

**For C&S Electric Limited**

**Sd/-**

**Anup Sobti**

Company Secretary

ACS No.16466

**Registered Office:** Unit No.'s 210, 211 & 212, Second Floor, 'Salcon Aurum' Building, Plot No. 4, Jasola District Centre, New Delhi- 110025

**Corporate Identity Number:** U31909DL1971PLC005672

**Tel.:** +91 11 69225600

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

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

Tuesday, 21<sup>st</sup> November 2023

**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	Mr. Shyamak Ramyar Tata
<b>Director Identification Number</b>	05150366	07297729
<b>Date of birth</b>	11 <sup>th</sup> January 1962	11 July, 1963
<b>Date of appointment</b>	1 <sup>st</sup> March, 2021	2 <sup>nd</sup> May 2023
<b>Qualification</b>	Electrical Engineering graduate and done Executive Leadership Program from Indian Institute of Management, Bangalore.	Fellow Member of the Institute of Chartered Accountants of India. Mr. Tata is also a Certified Information Systems Auditor, a Company Secretary and a Commerce graduate from Mumbai University
<b>Expertise in specific functional areas</b>	Business integration, process harmonization, P&L management, Strategy, Marketing, Sales and Operations	Finance, Audit & Assurance, Company Secretarial and Business Management
<b>Experience</b>	Mr. Chandraker has over 36 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.	Mr. Shyamak Ramyar Tata was the Chairperson of Deloitte India from 2019 to 2021 and has over 35 years of experience serving large Indian and multinational companies. In his executive roles, Shyamak has previously led the Audit & Assurance (A&A) practice of Deloitte India (2015-2019) at the critical time of India's first ever mandatory auditor rotation transition and was responsible for its performance and execution of the strategy including the build out of Assurance in A&A. Prior to this, he was Deloitte India's Consumer Business Industry Leader (2007-2015) responsible for focusing on opportunities and growth across the multi-disciplinary practice.
<b>Directorships held in other companies in India</b>	Nil	HDFC AMC International (IFSC) Limited Siemens Limited Thermax Limited

<b>Name of the Director</b>	Mr. Prakash Kumar Chandraker	Mr. Shyamak Ramyar Tata		
<b>Director Identification Number</b>	05150366	07297729		
<b>Chairmanship / Membership of Committees held in other companies in India</b>	N.A.	<b>Name of the Company</b>	<b>Name of the Committee</b>	<b>Position (Member / Chairman)</b>
		Siemens Limited	<ul style="list-style-type: none"> <li>• Audit Committee</li> <li>• Nomination and Remuneration Committee</li> <li>• Stakeholders Relationship Committee</li> <li>• Risk Management Committee</li> </ul>	Chairman Chairman Chairman Member
		Thermax Limited	<ul style="list-style-type: none"> <li>• Audit Committee</li> <li>• Risk Management Committee</li> </ul>	Member 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>Number of Board Meetings attended during last financial year 2022-23</b>	4 (Four)	2 (two)		
<b>Terms and conditions of appointment</b>	<ul style="list-style-type: none"> <li>• Managing Director and Chief Executive Officer for a period of 2 (Two) years w.e.f. 29<sup>th</sup> February, 2024, not liable to retire by rotation;</li> <li>• Key Managerial Personnel of the Company</li> </ul>	Independent Director from 2 <sup>nd</sup> May 2023 to 29 <sup>th</sup> January 2028		
<b>Details of Remuneration sought to be paid</b>	Details provided under Item No. 4 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		

**DIRECTORS' REPORT**

Dear Members,

The Directors have pleasure in presenting the 53<sup>rd</sup> Annual Report of your Company and the Audited Financial Statements for the year ended 30<sup>th</sup> September, 2023

**1. Financial Results**

Amounts in INR million

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
<b>Revenue from operations</b>	<b>15,036.32</b>	12,197.94
Profit / (Loss) before depreciation & Taxation	1949.92	564.13
Less: Depreciation	318.90	301.10
<b>Profit / (Loss) before Taxation</b>	<b>1,631.02</b>	<b>263.04</b>
Current Tax	449.26	97.47
Tax for earlier years	1.09	22.03
Deferred tax	(37.31)	(19.63)
Total Provision for Tax	413.04	99.87
<b>Net Profit / (Loss) after Tax</b>	<b>1,217.98</b>	<b>163.17</b>

**2. State of the Company's affairs****i. Financial Performance**

The revenue and profitability of the Company has increased as compared to previous year:

- The revenue from operations for the year ended 30<sup>th</sup> September, 2023 stands at Rs. 15,036.32 million (Previous Year was Rs. 12,197.94 million).
- Pre-tax profit from operations for the year ended 30<sup>th</sup> September, 2023 is Rs. 1,631.02 million (Previous Year Profit before tax worked out to Rs. 263.04 million).
- Post-tax profit from operations for the year ended 30<sup>th</sup> September, 2023 is Rs. 1,217.98 million (Previous Year Profit after tax was Rs. 163.17 million)

## ii. Outlook

The Company continues to maintain a healthy order book. Our focus market segments of Data Centre, Oil and gas, retail, infrastructure, are showing good growth and the Company is well positioned to capitalize on the opportunities.

## 3. Dividend & Transfer to Reserves

The Board of Directors has recommended a dividend of Rs. 20/- (Rupees Twenty only) per equity share having face value of Rs. 10/- each, subject to the approval of the Members at the 53<sup>rd</sup> Annual General Meeting.

The Company has not transferred any amount to reserves during FY 2022-23.

During the year under review, the Company transferred the unpaid dividend for Financial Year 2015-16 to Investor Education and Protection Fund of the Government in accordance with rules.

## 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

The Company does not have any Subsidiary/Joint Venture or Associate Companies for the year under review.

## 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 I** forming part of this Report.

## 7. Directors and Key Managerial Personnel

### a) Directors

- i) During the year under review, Mr. Mehernosh B. Kapadia (DIN: 00046612) ceased to be Director/Independent Director of the Company with effect from 2<sup>nd</sup> May 2023 due to efflux of tenure. The Board places on record its appreciation for the valuable services, support and guidance provided by Mr. Kapadia during his tenure.
- ii) Mr. Shyamak Ramyar Tata (DIN: 07297729), was appointed as an Additional Director and Independent Director with effect from 2nd May 2023 to 29th January 2028, subject to approval of Members.
- iii) As per the provisions of Section 161 of the Act and the Articles of Association of the Company, Mr. Shyamak Ramyar Tata shall hold office up to the date of the forthcoming 53<sup>rd</sup> Annual General Meeting (AGM) and is eligible for appointment as Director. The resolution for the aforesaid appointment along with the brief profile forms part of the Notice of the 53<sup>rd</sup> AGM and resolution is recommended for your approval.

- iv) The Board of Directors is of the opinion that Independent Directors possess necessary expertise, integrity and experience.
- v) The current term of Mr. Prakash Kumar Chandraker (DIN: 05150366) as the Managing Director and Chief Executive Officer (MD & CEO) of the Company is up to 28<sup>th</sup> February 2024. The Board of Directors of the Company in its meeting held on 21<sup>st</sup> November, 2023, based on the recommendation of the Nomination and Remuneration Committee (“NRC”), and considering his rich and varied experience, which will benefit the Company, approved the re-appointment of Mr. Prakash Kumar Chandraker (DIN: 05150366) as the MD & CEO of the Company for a period of 2 (two) years with effect from 29<sup>th</sup> February, 2024 at revised remuneration with effect from 1<sup>st</sup> October, 2023.

The resolution for the aforesaid re-appointment along with the brief profile of Mr. Chandraker forms part of the Notice of the 53<sup>rd</sup> AGM and the resolution is recommended for your approval.

## **b) Retirement by Rotation**

Pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013, one-third of such of the Directors as are liable to retire by rotation, shall retire every year and, if eligible, offer themselves for re-appointment at every AGM. Consequently, Mr. Sunil Mathur (DIN: 02261944), will retire by rotation at the ensuing AGM, and being eligible, offers himself re-appointment in accordance with the provisions of the Act. The Board Directors on the recommendation of the Nomination and Remuneration Committee (“NRC”) has recommended his re-appointment.

## **c) Declaration by Independent Directors**

The Independent Directors of the Company viz. Mr. Shyamak Ramyar Tata (DIN: 07297729) 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.

## **d) Key Managerial Personnel**

Following are the Key Managerial Personnel of the Company:

- i) Mr. Prakash Kumar Chandraker, Managing Director and Chief Executive Officer (DIN: 05150366);
- ii) Mr. Manav Adlakha resigned as Chief Financial Officer of the Company with effect from the closing business hours of 30<sup>th</sup> September, 2023. The Board of Directors on recommendation of Nomination and Remuneration Committee appointed Mr. Ranjit Singh Shangela Bisht as the Chief Financial Officer of the Company with effect from 1<sup>st</sup> October, 2023;
- iii) Mr. Anup Sobti, Company Secretary (ACS 16466).

### e) Annual evaluation of Board, its Committees and individual Directors

Considering the Performance Evaluation Guidelines which were formulated by the Nomination and Remuneration Committee (NRC), the Board and NRC approved the framework for evaluating the performance, on an annual basis, of the Board, its Committees and each director including the Chairman of the Board of Directors. The Board of Directors / Independent Directors has undertaken an evaluation of its own performance, the performance of its Committees and of all the individual Directors including Independent Directors and the Chairman of the Board of Directors based on various parameters relating to attendance, roles, responsibilities and obligations of the Board, effectiveness of its functioning, contribution of Directors at meetings and the functioning of its Committees. The results of such evaluation are presented to the Board of Directors.

## 8. Board and Committee Meetings

### i) Board Meetings

During the Financial year 2022-23, the meetings of Board of Directors have been held on 17<sup>th</sup> November 2022, 7<sup>th</sup> February 2023, 5<sup>th</sup> May 2023 and 26<sup>th</sup> July 2023.

Attendance details of each Director at the Board Meetings:

Name of Directors	Number of Board Meeting held	Attendance
Mr. Sunil Dass Mathur	4	4
Mr. Andreas Horst Matthe	4	3
Mr. Siddharth Kumar Kasera	4	4
Ms. Rumjhum Chatterjee	4	4
Mr. Prakash Kumar Chandraker	4	4
Mr. Mehernosh B. Kapadia*	2	2
Mr. Shyamak Ramyar Tata^	2	2

\*Ceased to be a Director w.e.f. 02<sup>nd</sup> May, 2023

^Appointed as an Additional Director w.e.f.02<sup>nd</sup> May, 2023

### ii) Audit Committee Composition and Meetings

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

The Current Composition of Audit Committee is as under:

Sr. No.	Name	Designation
1	Mr. Shyamak Ramyar Tata*	Independent Director/Chairman of Audit Committee
2	Mr. Siddharth Kasera	Non-Executive Non-Independent Director
3	Ms. Rumjhum Chatterjee	Independent Director

\* Mr. Shyamak Ramyar Tata was appointed as Chairman of Audit Committee with effect from 5<sup>th</sup> May 2023. Mr. Mehernosh B. Kapadia was the Chairman of Audit Committee up to 2<sup>nd</sup> May, 2023.

During the Financial year 2022-23 under review, meetings of Audit Committee were held on 17<sup>th</sup> November 2022, 7<sup>th</sup> February 2023, 28<sup>th</sup> April 2023 and 26<sup>th</sup> July 2023.

Attendance details of each Director at the Audit Committee Meetings:

Name of Directors	Number of Meeting held	Attendance
Mr. Siddharth Kumar Kasera	4	4
Ms. Rumjhum Chatterjee	4	4
Mr. Mehernosh B. Kapadia*	3	3
Mr. Shyamak Ramyar Tata^	1	1

\*Ceased to be a Director w.e.f. 02<sup>nd</sup> May, 2023

^Appointed as an Additional Director w.e.f.02<sup>nd</sup> May, 2023

### iii) Nomination and Remuneration Committee Composition and Meetings

The Company has a Nomination and Remuneration Committee pursuant to the requirements of the Act read with the rules framed thereunder.

The Current Composition of Nomination and Remuneration Committee is as under:

Sr. No.	Name	Designation
1.	Mr. Andreas Horst Matthe	Director/ Chairman of Nomination and Remuneration Committee
2.	Mr. Shyamak Ramyar Tata*	Independent Director
3	Ms. Rumjhum Chatterjee	Independent Director
4.	Mr. Sunil Dass Mathur	Director

\* Mr. Shyamak Ramyar Tata was appointed as Chairman of Audit Committee with effect from 5<sup>th</sup> May 2023. Mr. Mehernosh B. Kapadia was the Chairman of Audit Committee up to 2<sup>nd</sup> May, 2023.

During the Financial year 2022-23 under review, meetings of Nomination and Remuneration Committee were held on 17<sup>th</sup> November 2022 and 26<sup>th</sup> July 2023.

Attendance details of each Director at the Nomination and Remuneration Committee Meetings:

Name of Directors	Number of Meeting held	Attendance
Mr. Andreas Horst Matthe	2	2
Mr. Sunil Dass Mathur	2	2
Ms. Rumjhum Chatterjee	2	2
Mr. Mehernosh B. Kapadia*	1	1
Mr. Shyamak Ramyar Tata^	1	1

\*Ceased to be a Director w.e.f. 02<sup>nd</sup> May, 2023

^Appointed as an Additional Director w.e.f.02<sup>nd</sup> May, 2023

## 9. 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 composition and attendance of the members of the Committee are mentioned in Annual Report on CSR.

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

## 10. 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/>.

## 11. 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.

## 12. Risk Management Policy

Your Company understands controlling risks through a formal program 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.

### 13. 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/>.

### 14. 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 Financial year ended 30<sup>th</sup> September, 2023, 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 30<sup>th</sup> September, 2023 and of the Profit 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.

### 15. 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/>.

### 16. 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 III**.

### 17. 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 IV** forming part of this Report.

## 18. 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.

## 19. 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 53rd AGM. Any Member interested in obtaining a copy of the same may write to the Company Secretary.

## 20. 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's have 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.

## 21. 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.

## 22. Auditors

- i. The Report issued by Messrs. Price Waterhouse Chartered Accountants LLP (Firm Registration Number 012754N/N500016), Statutory Auditors for Financial Year ended 30th September, 2023 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 2024 (, at a remuneration as mentioned in the Notice convening the 53<sup>rd</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 Financial year 2022-23.

- 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 Financial year ended 30<sup>th</sup> September, 2023 issued by Secretarial Auditor i.e., M/s. Roni Soni & Associates, Practicing Company Secretaries is provided as **Annexure V** to this Report. The Secretarial Audit Report for Financial year ended 30<sup>th</sup> September, 2023 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 2022-23.

### **23. 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.

### **24. Secretarial Standards**

During the year under review, the Company has complied with all the applicable provisions of Secretarial Standard-1 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India.

### **25. 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 Officer  
DIN: 05150366  
Date: 21<sup>st</sup> November, 2023

**Siddharth Kasera**  
Director  
DIN: 09086454

**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:**

- Usage of PNG line to replace consumption of Diesel in paint & powder coating in the BT plant.
- Usage of PNG dual fuel kit operated Genset in the place of Diesel Gensets.
- Installation of Static Var Generator (SVG) units in LVC factories to improve the power factor.
- CFL replaced with energy efficient LED Lights
- Timer fitted in AC's for 10 minutes switching off after interval of every 1 hour.
- Water tanks are equipped with water level sensors to avoid wastage of water in WA plant.
- Exhaust fan of UPS room controlled by timer (30 minutes ON and 30 Minutes OFF) , earlier it was running 24 hours in WA plant.
- Washroom lights and exhaust fan are controlled by motion sensors to reduce consumption when not in use in WA plant.
- Street lights controlled by day light sensors to reduce consumption and use when only required in WA plant.
- Power off for AC/fan/lights at lunch timings
- Energy meter installed in machines to monitor power consumption.

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

- Solar street lights installed at boundary walls & factory streets.
- Transparent sheets fitted in plant roof(Production shop) for sunlight.
- PNG commercial connection for canteen for TC factory Canteen.

**III. Capital investment on energy conservation equipment's:**

The Company has made 2.3 MINR capital investments on energy conservation equipment's in FY2022-23.

**B. Technology Absorption**

**I. Efforts made towards technology absorption:**

- New Panel designing software Designing software for panel designing, BOM creation procurement and implementation under process.
- Cavity enhance of molds & replacement of old molds
- Plastic scrap reduction (% regrinding scrap use) by reducing the virgin material consumption
- EnMs 50001: 2018 implementation & certification
- Automatic HV testing machines introduced on Assy. floor to replace manual HV testing.
- New advanced surface grinder installed in TC plant for magnets grinding.
- Latest technology high speed 8 spindle coil winding machines installed in TC plant to improve the productivity.
- Energy efficient high frequency Induction brazing machines installed in TC plant.
- Heavy weights operated latest technology EHS forklifter for Busduct products material handling.

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

- Improvement in productivity of designs/drawing's and BOM creation.
- Improvement if accuracy of designs/drawings and BOM's.
- Improves Quality of Switchgear & Controlgear products.

**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
-	-	-	-

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

(Rs. in million)

Revenue nature:	111.44
Capital nature:	2.78
<b>Total expenditure:</b>	<b>114.22</b>

**C. Foreign exchange earnings and outgo**

Foreign exchange earnings and outgo during Financial Year 2022-23:

(Rs. in million)

Foreign Exchange earned in terms of actual inflows	2602.27
Foreign Exchange outgo in terms of actual outflows	792.10

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

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

**Siddharth Kasera**  
 Director  
 DIN: 09086454

Date: 21<sup>st</sup> November 2023

**Corporate Social Responsibility (CSR) Report**
**1<sup>st</sup> October 2022 to 30<sup>th</sup> September, 2023**
**1. Brief outline on 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 employment enhancing and vocational skills, education and children welfare, natural calamity and environmental sustainability.

**2. Composition of CSR Committee:**

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. Rumjhum Chatterjee	Chairperson (Independent Director)	2	2
2	Mr. Sunil Mathur	Member (Non-executive Director)	2	2
3	Mr. Prakash Kumar Chandraker	Member (Managing Director and Chief Executive Officer)	2	2

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. Executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: **Not Applicable**

	Rs.
5. (a) Average net profit of the Company as per Section 135(5):	333,115,394
(b) Two percent of average net profit of the company as per Section 135(5):	6,662,308
(c) Surplus arising out of the CSR projects or programs or activities of the previous financial years:	-
(d) Amount required to be set off for the financial year, if any:	-
Total CSR obligation for the financial year (b+c+d)	6,662,308

- |    |  |           |
|----|--|-----------|
| 6. | (a) Amount Spent on CSR Projects (Both ongoing and other than Ongoing) | 6,662,308 |
|    | (b) Amount spent in Administrative Overheads.                          | -         |
|    | (c) Amount spent on Impact Assessment, if applicable.                  | -         |
|    | (d) Total amount spent for the Financial Year [(a)+(b)+(c)].           | 6,662,308 |
|    | (e) CSR amount spent or unspent for the Financial Year:                |           |

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	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
6,662,308	NIL	NIL	Nil	Nil	N.A

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

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per Section 135(5)	6,662,308
(ii)	Total amount spent for the Financial Year	6,662,308
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

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 (Rs).	Date of transfer.	
1	FY 2022-23	-	-	-	-	-	-
2	FY- April 2021 to Sep 2021	-	-	-	-	-	-
3	FY-20-21	-	-	-	60,01,800	11.10.21	-

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount

YES

No

If Yes, enter the number of Capital assets created/ acquired

N.A

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

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of Creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
-	-	-	-	-	-	-	-

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

Not Applicable.

**On behalf of the Board of Directors**

**For C&S Electric Limited**

**Rumjhum Chatterjee**  
Chairperson of CSR Committee

**Prakash Kumar Chandraker**  
Managing Director and Chief Executive Officer

Date: 21<sup>st</sup> November 2023

**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 / arrangements / 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
No Material contracts or arrangements*						

***\*Material shall mean a transaction with a related party shall be considered 'material' if the transaction / transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the company.***

**On behalf of the Board of Directors**

**For C&S Electric Limited**

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

**Siddharth Kasera**  
Director  
DIN: 09086454

Date: 21<sup>st</sup> November, 2023

## Annexure IV

## 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 utilized by the recipient	As at 30.09.2023	As at 30.09.2022	Maximum outstanding during the year
NIL					

On behalf of the Board of Directors

For C&amp;S Electric Limited

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

**Siddharth Kasera**  
 Director  
 DIN: 09086454

Date: 21<sup>st</sup> November, 2023

Form No. MR-3  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 30<sup>TH</sup> SEPTEMBER, 2023**

[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**  
**CIN: U31909DL1971PLC005672**

We 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 us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the 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, we hereby report that in our opinion, the Company has, till the audit period ended on September 30, 2023, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **the Company** for the period 01.10.2022 to 30.09.2023 according to the provisions of:

- I. The Companies Act, 2013 (**the Act**) and the Rules made thereunder, as applicable;
- II. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, as applicable;

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

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.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We have relied on the representation obtained from the management of the Company and based on the report received, there has been due compliance with the following laws applicable specifically to the Company namely:

- a) Indian Factories Act, 1948 and Rules,
- b) The Minimum Wages Act, 1948,
- c) The Payment of Wages Act, 1936,
- d) The Payment of Bonus Act, 1965,

- e) The Payment of Gratuity Act, 1972,
- f) Workmen Compensation Act, 1923,
- g) The Employees State Insurance Act, 1948,
- h) The Employee Provident Fund and Miscellaneous Provision Act, 1952,
- i) Industrial Disputes Act, 1947,
- j) Equal Remuneration Act, 1976,
- k) Contract Labour (Regulation and Abolition) Act, 1970,
- l) The Trade Union Act, 1926,
- m) The Maternity Benefits Act, 1961,
- n) The Child Labour (Prohibition and Regulation) Act, 1986,
- o) Shops and Establishment Act,
- p) The Weekly Holidays Act, 1942,
- q) Industrial Employment (Standing Orders) Act, 1946,
- r) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013,
- s) Environment Protection Act, 1986,
- t) The Water (Prevention & Control of Pollution) Act, 1974 read with Water (Prevention & Control of Pollution) Rules, 1975
- u) The Air (prevention & Control of Pollution), 1981 read with Air (Prevention & Control of Pollution) Rules, 1982
- v) Hazardous Wastes (Management and Handling) Rules, 1989,
- w) The Public Liability Insurance Act, 1991 and Rules,

#### **We 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. Further Key Managerial Persons have been duly appointed in the Company pursuant to the provisions of the Companies Act, 2013. The following are the details of Directors of the Company as on 30<sup>th</sup> September, 2023.

• Mr. Sunil Dass Mathur, (DIN: 02261944)	:	Chairman
• Mr. Andreas Horst Matthe, (DIN: 09086495)	:	Director
• Mr. Siddharth Kumar Kasera, (DIN: 09086454)	:	Director
• Mr. Shyamak Ramyar Tata(DIN: 07297729)	:	Independent Director
• Ms. Rumjhum Chatterjee, (DIN: 00283824)	:	Independent Director
• Mr. Prakash Kumar Chandraker, (DIN: 05150366)	:	Managing Director and Chief Executive Officer

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or at shorter notice as may be required 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.

**We further report that** based on the information received and records maintained 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.

**We further report that** during the audit period, the Company has not undertaken such events/actions such as public, rights or preferential issue of shares, debentures or sweat equity; redemption or buy back of securities; major decisions by members pursuant to section 180 of the Companies Act, 2013; merger, amalgamation or reconstruction; foreign technical collaboration or other events/actions that has major bearing on the Company affairs in pursuance of above referred laws, rules, regulations, guidelines, standards etc.

**For Roni & Associates  
Company Secretaries**

**Roni Soni**  
**Membership No. 11600**  
**CP No. 21854**  
**UDIN: F011600E002109784**

**Place: Delhi**  
**Date: 21.11.2023**

**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.**

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

Our 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. We 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. We believe that the processes and practices, we followed, provide a reasonable basis for my opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we 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.

**For Roni & Associates**  
**Company Secretaries**

**Roni Soni**  
**Membership No. 11600**  
**CP No. 21854**  
**UDIN: F011600E002109784**

**Place: New Delhi**  
**Date: 21.11.2023**

## **.Independent Auditor’s Report**

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

### **Report on the Audit of the Financial statements**

#### **Opinion**

1. We have audited the accompanying financial statements of C&S Electric Limited (“the Company”), which comprise the Balance Sheet as at September 30, 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at September 30, 2023, and total comprehensive income (comprising of profit and other comprehensive loss), changes in equity and its cash flows for the year then ended.

#### **Basis for Opinion**

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the “Auditor’s Responsibilities for the Audit of the Financial Statements” section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the 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.

#### **Other Information**

4. The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Director’s report, but does not include the financial statements and our auditor’s report thereon.

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

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

We have nothing to report in this regard.

#### **Responsibilities of management and those charged with governance for the financial statements**

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

## INDEPENDENT AUDITOR'S REPORT

To the Members of C&S Electric Limited  
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relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

### Auditor's responsibilities for the audit of the financial statements

7. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
8. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal 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 made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
9. 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.
10. 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 Matter

11. The financial statements of the Company for the year ended September 30, 2022, were audited by another firm of chartered accountants under the Act who, vide their report dated November 17, 2022 expressed an unmodified opinion on those financial statements.

## INDEPENDENT AUDITOR'S REPORT

To the Members of C&S Electric Limited  
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### Report on other legal and regulatory requirements

12. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

13. As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on September 30, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on September 30, 2023 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 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 Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 18 (b) and 31 to the 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 17 and 18 to the financial statements;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended September 30, 2023.
  - iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 48(vii) to the financial statements);  
(b) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 48(vii) to the financial statements); and

## INDEPENDENT AUDITOR'S REPORT

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- (c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
  - v. The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act.
  - vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 (as amended), which provides for books of account to have the feature of audit trail, edit log and related matters in the accounting software used by the Company, is applicable to the Company only with effect from financial year beginning April 1, 2023, the reporting under clause (g) of Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), is currently not applicable.
14. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number:012754N/N500016

Pramit Agrawal  
Partner  
Membership Number: 099903

UDIN: 23099903BGWLRG8767  
Place: Noida  
Date: November 21, 2023

## **Annexure A to Independent Auditor's Report**

Referred to in paragraph 13(f) of the Independent Auditor's Report of even date to the members of C&S Electric Limited on the financial statements for the year ended September 30, 2023  
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### **Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act**

1. We have audited the internal financial controls with reference to financial statements of C&S Electric Limited ("the Company") as of September 30, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditor's Responsibility**

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

#### **Meaning of Internal Financial Controls with reference to financial statements**

6. A company's internal financial controls with reference to 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 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

## Annexure A to Independent Auditor's Report

Referred to in paragraph 13(f) of the Independent Auditor's Report of even date to the members of C&S Electric Limited on the financial statements for the year ended September 30, 2023  
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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 financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at September 30, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number:012754N/N500016

Pramit Agrawal  
Partner  
Membership Number: 99903  
UDIN: 23099903BGWLRG8767  
Place: Noida  
Date: November 21, 2023

## Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of C&S Electric Limited on the financial statements as of and for the year ended September 30, 2023  
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- i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.
- (B) The Company is maintaining proper records showing full particulars of Intangible Assets.
- (b) The Property, Plant and Equipment are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant and Equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
- (c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 2 to the financial statements, are held in the name of the Company, except for the following:

Description of property	Gross carrying value	Held in the name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in the name of the Company
Industrial plot located at Plot A-7,8,9, Sector-8 Noida, Phase I, Gautam Buddh Nagar, Uttar Pradesh	Rs. 5.68 Million	Control & Switchgear Company Private Limited (erstwhile name of the Company)	No	Since 31 Jan 1983	Refer Note 1 below

Note 1 – The Company changed its name from Control & Switchgear Company Private Limited to Controls and Switch Gear Company Limited and thereafter to C&S Electric Limited on 3<sup>rd</sup> December, 2008. The request for the change of the name has already been made to the relevant authority and the same is under progress.

- (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) or intangible assets does not arise.
- (e) Based on the information and explanations furnished to us, no proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its financial statements does not arise.

**Annexure B to Independent Auditors' Report**

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of C&S Electric Limited on the financial statements as of and for the year ended September 30, 2023  
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- ii. (a) The physical verification of inventory excluding stocks with third parties has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.
- (b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, and the discrepancies noted in such quarterly return or statements with the unaudited books of account were not material. Also refer Note 46 to the financial statements.
- iii. (a) The Company has granted unsecured loans to 98 employees. The Company has not made any investments, granted any secured loans/ advances in nature of loans or stood guarantee, or provided security to any Companies/ firms/ limited liability partnerships/ other parties during the year. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such unsecured employee loans are as per the table given below:

<b>Particulars</b>	<b>Loans (In Rs. Million)</b>
Aggregate amount granted/ provided during the year	
- Employees	7.12
Balance outstanding as a balance sheet date in respect of the above cases	
- Employees	3.83

(Also refer Note 14 to the financial statements)

- (b) In respect of the aforesaid loans, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest.
- (c) In respect of the aforesaid loans (which are interest free employee loans), the schedule of repayment of principal has been stipulated by the Company, and the parties are repaying the principal amounts, as stipulated, in a regular manner.
- (d) In respect of the loans, there is no amount which is overdue for more than ninety days.
- (e) There were no loans which fell due during the year and were renewed/extended. Further, no fresh loans were granted to same parties to settle the existing overdue loans.
- (f) The loans granted to employees during the year, had stipulated the scheduled repayment of principal and the same were not repayable on demand. There were no loans/ advances in nature of loans which were granted during the year to promoter/ related parties.
- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it, as applicable.

### Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of C&S Electric

Limited on the financial statements as of and for the year ended September 30, 2023

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- v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of Income tax and Professional tax though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including Goods and service tax, provident fund, employees' state insurance, cess and other material statutory dues, as applicable, with the appropriate authorities.
- (b) According to the information and explanations given to us and the records of the Company examined by us, the particulars of statutory dues referred to in sub-clause (a) of clause 3(vii) of the order as at September 30, 2023 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount Net of payment (Rs in Mn)	Amount Paid under protest (Rs in Mn)	Period to which the amount relates	Forum where the dispute is pending
Income tax Act, 1961	Income Tax	1.05	-	2002-03	Delhi High Court
Income tax Act, 1961	Income Tax	6.56	1.94	2011-15	ITAT
Income tax Act, 1961	Income Tax	674.82	4.85	2013-19 and 2020-21	CIT (A)
Sales Tax Laws	Sales Tax	0.14	-	2005-06	VAT officer
Sales Tax Laws	Sales Tax	0.88	-	2006-07	Joint Commissioner (A)
Sales Tax Laws	Sales Tax	1.88	-	2007-08	VAT Tribunal
Sales Tax Laws	Sales Tax	0.65	-	2008-09	Commissioner, DVAT
Goods and Services Tax, 2017	Goods and Services Tax	0.89	0.76	2016-17	Joint Commissioner (A)
Goods and Services Tax, 2017	Goods and Services Tax	0.81	0.41	2018-19	Deputy Commissioner

**Annexure B to Independent Auditors' Report**

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of C&S Electric Limited on the financial statements as of and for the year ended September 30, 2023  
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- viii. According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- ix. (a) As the Company did not have any loans or other borrowings from any lender during the year, the reporting under clause 3(ix)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.
- (c) According to the records of the Company examined by us and the information and explanations given to us, the Company has not obtained any term loans.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, the Company has not raised funds on short term basis.
- (e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, the reporting under clause 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (x) (b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (xi)(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
- (xi)(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, the Company has received whistle-blower complaints during the year, which have been considered by us for any bearing on our audit and reporting under this clause.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.

### Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of C&S Electric Limited on the financial statements as of and for the year ended September 30, 2023

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- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.
- (xiv)(a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.
- (xiv)(b) The reports of the Internal Auditor for the period under audit have been considered by us.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) Based on the information and explanations provided by the management of the Company, the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CICs, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause (xviii) is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios (Also refer Note 42 to the financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

## **Annexure B to Independent Auditors' Report**

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of C&S Electric Limited on the financial statements as of and for the year ended September 30, 2023  
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- (xx) As at balance sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number: 012754N/N500016

Pramit Agrawal  
Partner  
Membership Number 099903  
UDIN : 23099903BGWLRG8767  
Place: Noida  
Date: November 21, 2023

**C&S Electric Limited**
**Balance sheet**
**As at September 30, 2023**
*(All amounts are in INR million except wherever stated otherwise)*

Particulars	Note	As at September 30, 2023	As at September 30, 2022
<b>I. ASSETS</b>			
<b>1 Non - current assets</b>			
(a) Property, plant and equipment	2a	1,456.90	1,479.60
(b) Right-of-use assets	2b	210.65	246.42
(c) Capital work-in-progress	3	14.39	16.29
(d) Other intangible assets	4	83.76	74.90
(e) Intangible assets under development	5	4.90	7.30
(f) Financial assets			
(i) Trade receivables	6 (a)	55.09	107.56
(ii) Other financial assets	7 (a)	73.01	50.96
(g) Deferred tax assets (Net)	9	336.14	295.51
(h) Income tax assets (Net)	10 (a)	110.13	81.32
(i) Other non current assets	8 (a)	50.64	68.84
		<b>2,395.61</b>	<b>2,428.70</b>
<b>2 Current assets</b>			
(a) Inventories	11	2,244.05	2,339.69
(b) Financial assets			
(i) Investments	12	-	-
(ii) Trade receivables	6 (b)	2,937.19	2,186.89
(iii) Cash and cash equivalents	13 (a)	1,484.78	211.32
(iv) Bank balances other than (iii) above	13 (b)	0.55	0.53
(v) Loans	14	3.83	1.18
(vi) Other financial assets	7 (b)	58.64	83.21
(c) Other current assets	8 (b)	306.90	269.29
		<b>7,035.94</b>	<b>5,092.11</b>
		<b>9,431.55</b>	<b>7,520.81</b>
<b>Total assets</b>			
<b>II. EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Equity share capital	15	442.68	442.68
(b) Other equity		5,002.22	3,926.90
		<b>5,444.90</b>	<b>4,369.58</b>
<b>2 Liabilities</b>			
<b>Non - current liabilities</b>			
(a) Financial liabilities			
(i) Lease liabilities	16 (a)	124.80	160.21
(ii) Other financial liabilities	17 (a)	50.89	43.87
(b) Provisions	18 (a)	261.07	244.11
		<b>436.76</b>	<b>448.19</b>
<b>3 Current liabilities</b>			
(a) Financial liabilities			
(i) Lease liabilities	16 (b)	61.82	58.34
(ii) Trade payables	20		
(A) total outstanding dues of micro enterprises and small enterprises and		530.22	292.23
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		1,351.67	1,256.24
(iii) Other financial liabilities	17 (b)	343.18	282.38
(b) Income tax Liabilities (Net)	10(b)	122.04	-
(c) Other current liabilities	19	670.21	397.03
(d) Provisions	18 (b)	470.75	416.82
		<b>3,549.89</b>	<b>2,703.04</b>
		<b>3,986.65</b>	<b>3,151.23</b>
<b>Total equity and liabilities</b>		<b>9,431.55</b>	<b>7,520.81</b>

**Significant accounting policies**

1

The accompanying notes from 1 to 49 form an integral part of the financial statements.

As per our report of even date attached

For **Price Waterhouse Chartered Accountants LLP**  
Firm registration No.: 012754N/N500016

For and on behalf of the Board of Directors  
**C&S Electric Limited**
**Pramit Agrawal**  
Partner  
Membership No. : 099903

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

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

**Ranjit Singh Shangela Bisht**  
Chief Financial Officer  
PAN: AFQPB7687D

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

Place : Noida  
Date : November 21, 2023

Place : Noida  
Date : November 21, 2023

**C&S Electric Limited**  
**Statement of profit and loss**  
**For the year ended September 30, 2023**

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

Particulars	Note	For the year ended September 30, 2023	For the year ended September 30, 2022
I Revenue from operations	21	15,036.32	12,197.94
II Other income	22	109.01	130.21
<b>III Total income (I + II)</b>		<b>15,145.33</b>	<b>12,328.15</b>
<b>IV Expenses:</b>			
(a) Cost of materials consumed	23	9,539.31	8,032.04
(b) Purchases of stock-in-trade	24	1.58	8.46
(c) Changes in inventories of finished goods, stock-in-trade and work in progress	25	(111.83)	(164.10)
(d) Employee benefits expense	26	1,503.67	1,395.80
(e) Finance costs	27	21.73	45.86
(f) Depreciation and amortisation expense	28	318.90	301.10
(g) Other expenses	29	2,240.95	2,445.95
<b>Total expenses (IV)</b>		<b>13,514.31</b>	<b>12,065.11</b>
<b>V Profit before tax (III - IV)</b>		<b>1,631.02</b>	<b>263.04</b>
<b>VI Income Tax expense:</b>			
(a) Current tax	30 (a)	449.26	97.47
(b) Tax expense for earlier years	30 (a)	1.09	22.03
(c) Deferred tax charge/(credit)	30 (a)	(37.31)	(19.63)
<b>Total tax expenses</b>		<b>413.04</b>	<b>99.87</b>
<b>VII Profit for the year (V - VI)</b>		<b>1,217.98</b>	<b>163.17</b>
<b>VIII Other comprehensive income</b>			
<b>Items that will not be reclassified to profit or loss</b>			
Remeasurements of the defined benefit liabilities		(13.18)	(21.46)
Income tax relating to these items	30 (b)	3.32	5.40
<b>Other comprehensive (loss)/income, net of tax</b>		<b>(9.86)</b>	<b>(16.06)</b>
<b>IX Total comprehensive income for the year (VII + VIII)</b>		<b>1,208.12</b>	<b>147.11</b>
<b>X Basic and diluted earnings per share (Face value of Rs. 10 each):</b>			
Earning per equity share	40	27.51	3.69

**Significant accounting policies**

1

The accompanying notes from 1 to 49 form an integral part of the financial statements.

As per our report of even date attached

For **Price Waterhouse Chartered Accountants LLP**  
 Firm registration No.: 012754N/N500016

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

**Pramit Agrawal**  
 Partner  
 Membership No. : 099903

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

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

**Ranjit Singh Shangela Bisht**  
 Chief Financial Officer  
 PAN: AFQPB7687D

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

Place : Noida  
 Date : November 21, 2023

Place : Noida  
 Date : November 21, 2023

**C&S Electric Limited**
**Statement of cash flows**
**For the year ended September 30, 2023**
*(All amounts are in INR million except wherever stated otherwise)*

Particulars	As at September 30, 2023		As at September 30, 2022	
<b>A. Cash flow from operating activities</b>				
Profit before Income tax		1,631.02		263.04
Adjustments for :				
Depreciation and amortisation expenses	318.90		301.10	
Loss on sale of Property, plant and equipment	0.52		31.64	
Interest expense	2.32		1.93	
Other borrowing cost	2.07		24.44	
Interest expense on lease liabilities	17.34		19.50	
Interest income on deposits	(55.07)		(10.17)	
Interest income - others	(1.47)		(2.71)	
Net loss on disposal of debt instruments	-		0.75	
Liabilities/ provisions no longer required written back	(6.77)		(56.60)	
Debit balances written off	5.89		6.84	
Provision for doubtful debt/ bad debts written off	177.62		141.26	
Capital work-in-progress written off	-		4.33	
Unrealised foreign exchange (gain)/ loss (net)	25.10		(23.07)	
Mark to market loss/(gain) on debt instruments	-		0.75	
Charge for slow moving inventory/ inventory written off	165.06		191.17	
Unwinding of discounts on financial assets	(19.92)		-	
		631.59		631.16
<b>Operating profit before changes in assets and liabilities</b>		2,262.61		894.20
Adjustments for changes in assets and liabilities				
(Increase) in Inventories	(69.41)		(544.38)	
(Increase) in Trade receivables	(879.43)		(0.56)	
(Increase) in Other non-current financials assets	(22.06)		(12.55)	
Decrease in Other current financials assets	17.49		26.63	
(Increase)/Decrease in Other current assets	(37.61)		46.06	
Decrease in Other non-current assets	1.04		17.00	
Increase/(Decrease) in Trade payables	337.61		(469.41)	
Increase in Other non-current financials liabilities	7.03		2.17	
Increase/(Decrease) in Other current financials liabilities	70.22		(9.23)	
Increase/(Decrease) in Other current liabilities	273.02		(29.53)	
Increase in Short-term provisions	53.93		181.04	
Increase in Long-term provisions	3.78		0.80	
		(244.39)		(791.96)
<b>Cash generated from operating activities</b>		2,018.22		102.24
Income taxes paid		(356.71)		(168.41)
<b>Net cash flow/(used in) from operating activities (A)</b>		1,661.51		(66.17)
<b>B. Cash flow from investing activities</b>				
Payment for Property, plant and equipment	(232.87)		(310.08)	
Proceeds from sale of Property, plant and equipment	6.27		2.12	
Sale of investments	-		33.14	
Interest on investment in Debentures	-		1.36	
Earmarked Balances with banks - unpaid dividend	(0.02)		139.52	
Interest income on deposits	55.07		-	
Interest Income on Overdue Trade receivable	0.20		-	
<b>Net cash (used in) investing activities (B)</b>		(171.35)		(133.94)
<b>C. Cash flow from financing activities</b>				
Repayment of borrowings	-		(16.76)	
Dividend paid	(132.80)		-	
Interest expenses paid	(2.32)		(2.46)	
Other borrowing costs	(2.28)		(3.38)	
Payment of Principal of lease liabilities	(61.96)		(55.33)	
Payment of interest of lease liabilities	(17.34)		(19.50)	
<b>Net cash (used in) financing activities (C)</b>		(216.70)		(97.43)
<b>Net increase/(decrease) in Cash and cash equivalents (A+B+C)</b>		1,273.46		(297.54)
Cash and cash equivalents at the beginning of the year		211.32		508.86
<b>Cash and cash equivalents at the end of the year</b>		1,484.78		211.32
<b>Cash and cash equivalents comprises:</b>				
Cheques / drafts in hand		-		1.74
Balances with banks				
(i) In current accounts		94.90		109.51
(ii) In deposits accounts with original maturity of less than 3 months		1,389.88		100.07
(Refer note 13a)		1,484.78		211.32

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

**Significant accounting policies**

1

The accompanying notes from 1 to 49 form an integral part of the financial statements.

As per our report of even date attached

For **Price Waterhouse Chartered Accountants LLP**  
Firm registration No.: 012754N/N500016

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

**Pramit Agrawal**  
Partner  
Membership No. : 099903

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

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

**Ranjit Singh Shangela Bisht**  
Chief Financial Officer  
PAN: AFQP87687D

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

Place : Noida  
Date : November 21, 2023

Place : Noida  
Date : November 21, 2023

## C&S Electric Limited

### Statement of changes in equity for the year ended September 30, 2023

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

#### a. Equity share capital

Particulars	As at September 30, 2023
As at October 01, 2022	442.68
Changes in equity share capital	-
<b>As at September 30, 2023</b>	<b>442.68</b>

Particulars	As at September 30, 2022
As at October 01, 2021	442.68
Changes in equity share capital	-
<b>As at September 30, 2022</b>	<b>442.68</b>

#### b. Other equity

Particulars	Reserves and surplus		Other Reserves	Total
	General reserve	Surplus in Statement of Profit and Loss	Other Comprehensive income	
<b>Balance as at October 1, 2021</b>	681.18	3,099.51	(0.90)	<b>3,779.79</b>
1. Profit for the year	-	163.17	-	<b>163.17</b>
2. Other comprehensive (loss) for the year, net of income tax	-	(16.06)	-	<b>(16.06)</b>
<b>Total comprehensive income for the year</b>	-	<b>147.11</b>	-	<b>147.11</b>
<b>Balance as at September 30, 2022</b>	<b>681.18</b>	<b>3,246.62</b>	<b>(0.90)</b>	<b>3,926.90</b>
1. Profit for the year	-	1,217.98	-	<b>1,217.98</b>
2. Other comprehensive (Loss) for the year, net of income tax	-	(9.86)	-	<b>(9.86)</b>
3. Dividend Paid	-	(132.80)	-	<b>(132.80)</b>
<b>Total comprehensive income for the year</b>	-	<b>1,075.32</b>	-	<b>1,075.32</b>
<b>Balance as at September 30, 2023</b>	<b>681.18</b>	<b>4,321.94</b>	<b>(0.90)</b>	<b>5,002.22</b>

a) General reserve is created out of profits earned by the Company by way of transfer from surplus in the statement of profit and loss. The Company can use this reserve for payment of dividend and issue of fully paid-up shares.

b) Surplus in statement of Profit and Loss are the profits that the Company has earned till date, less any transfers to General reserve and payment of dividend.

#### Significant accounting policies

1

The accompanying notes from 1 to 49 form an integral part of the financial statements.

As per our report of even date attached

For **Price Waterhouse Chartered Accountants LLP**  
ICAI Firm registration No.: 012754N/N500016

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

**Pramit Agrawal**  
Partner  
Membership No. : 099903

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

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

**Ranjit Singh Shangela Bisht**  
Chief Financial Officer  
PAN: AFQPB7687D

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

Place : Noida  
Date : November 21, 2023

Place : Noida  
Date : November 21, 2023

**C&S Electric Limited**

**Notes forming part of the 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 public limited company incorporated in India, having registered office at 210, 211, 212, Second Floor, Salcon Aurum, Plot No. 4, Jasola District Centre, New Delhi 110025 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 and wiring products etc.

**Note 1.2 - Basis of preparation and presentation**

**I. Statement of compliance**

The 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.

The financial statements are presented in INR, which is functional currency and all values are rounded to the nearest million (INR 1,000,000), except when otherwise indicated.

The financial statements were authorized for issue in accordance with a resolution of Board of directors on 21 November 2023.

**II. 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

**III. Use of estimates and judgement**

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities. Estimates and underlying assumptions are reviewed on an ongoing basis. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively. 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 are as follows:

(i) Useful lives and residual value of property, plant and equipment, intangible assets : 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 / period end.

(ii) Provisions : Significant estimates are involved in the determination of provisions related to liquidated damages on the basis of the expected delay for delivering a project, onerous contracts when current estimates of total contract costs exceed expected contract revenue, warranty costs on the basis of the actual expenses incurred during the past years, asset retirement obligations on the basis of the estimated cost that will be incurred at the end the lease term, legal and regulatory proceedings (Legal Proceedings) on the basis of the best estimate required to settle the present obligation at the end of reporting period.

(iii) Deferred tax assets : The Company has reviewed the carrying amount of deferred tax assets 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) Impairment of financial assets : The Company assesses impairment on financial assets based on Expected Credit Loss (ECL) model. The provision matrix is based on its historically observed default rates over the expected life of the financial assets and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in forward looking estimates are analysed.

'(vi) Employee Benefits: The company's obligation for employee benefits is determined based on actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Refer note 38 for details of the key assumptions used in determining the accounting of these plans. The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the Actuary considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

## C&S Electric Limited

### Notes forming part of the financial statements

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

#### IV. 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.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date.

#### V. Current vs Non-current classification:

All assets and liabilities have been classified as current or non-current as per Company's operating cycle. Based on the nature of business and the time between acquisition of assets for processing and their realisation in cash and 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.

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

#### Note 1.3 - Significant Accounting Policies

##### I. Revenue recognition

Revenue is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is stated exclusive of goods and services tax and net of trade and quantity discount.

Sale of goods :- Revenue is recognised on satisfaction of performance obligation upon transfer of control of promised products to customer in an amount that reflect the consideration the Company expects to receive in exchange of this product. 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.

Sale of services: Revenue from services includes supervision charges, Job work etc. which is recognised in accordance with the terms of the contract when the services are rendered and the related costs are incurred.

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.

Contract revenue earned in excess of billing has been reflected as "Contract assets" and billing in excess of contract revenue has been reflected under "Contract liabilities" in the balance sheet.

Export incentives receivable are accrued for, when the right to receive the credit is established and there is no significant uncertainty regarding the realisability of the incentives.

##### II. 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.

##### III. Property, Plant and Equipment

- i. Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. 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.

**C&S Electric Limited**

**Notes forming part of the financial statements**

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

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.

**IV. 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 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.

**V. A. Depreciation / amortisation**

- i. The Company is following the straight line method of depreciation in respect of Property, plant & equipment.
- 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	lease period or ten year whichever is earlier

- iii. If significant parts of property, plant and equipment have different useful lives, then they are accounted as separate items (major components) of property, plant and equipment.
- iv. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.
- v. Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under "Other Non-Current Assets".
- vi. Intangible assets comprises of software ,technical know-how and commercial right. Intangible assets are stated at cost of acquisition less accumulated amortisation and impairment losses, if any. These intangible assets are amortised on a straight-line basis over a period of 3-5 years, which in management's estimate represents the period during which economic benefits will be derived from their use.

## C&S Electric Limited

### Notes forming part of the financial statements

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

#### B. Impairment

##### (i). Financial assets

The Company applies the expected credit loss (ECL) model for measurement and recognition of impairment losses on the following financial assets and credit risk exposure:

- (a) Financial assets that are measured at amortised cost e.g. deposits
- (b) Trade receivables, contract assets or any another financial asset that result from transactions that are within the scope of Ind AS 115.

The Company follows the simplified approach for recognition of impairment loss allowance on trade receivables (net of billing in excess) and contract assets. The application of the simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, twelve-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on twelve-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The twelve-month ECL is a portion of the lifetime ECL which results from default events that are possible within twelve months after the reporting date.

ECL is the difference between net of all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on trade receivables (net of billing in excess) and Contract assets. ECL impairment loss allowance (or reversal) recognised during the period is recognised in the Statement of Profit and Loss. This amount is reflected under the head 'Other expenses' in the Statement of Profit and Loss.

##### (ii). Non - financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset or a group of assets (cash generating unit) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or cash generating unit.

The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost, had there not been impairment recognised.

#### VI. Foreign Currency Transactions

Transactions in foreign currency are recorded on initial recognition at the exchange rate prevailing on the date 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.

Commodity risk is mitigated by entering into future contracts to hedge against fluctuation in commodity prices.

#### VII. 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) 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.

**(iv) Financial liabilities** : Financial liabilities, including derivatives and embedded derivatives, which are designated for measurement at FVTPL are subsequently measured at fair value. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts are approximate to fair value due to the short maturity of these instruments.

## C&S Electric Limited

### Notes forming part of the financial statements

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

#### 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:

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

#### 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.

## VIII. Inventories

Inventories comprise all costs of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition.

Raw materials, work-in-progress, finished goods and traded goods are carried at the lower of cost and net realisable value.

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

- |   |  |
|---|--|
| Raw material, Traded goods and components | - Weighted average   |
| Work in progress and finished goods       | - Weighted material cost plus appropriate share of labour and other overheads. |

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. Cash and Cash equivalents

Cash and cash equivalents include cash, cheques in hand, cash at bank and deposits with banks having maturity of three months or less. Bank deposits with original maturity of up to three months are classified as 'Cash and cash equivalents' and with original maturity of more than three months are classified as 'Other bank balances'.

## X. Employee Benefits

### (a) Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages and short-term compensated absences, etc.

### (b) Post-employment and other long-term benefits

(i) **Defined Contribution Plans:** The Company's provident fund, superannuation and employee state insurance scheme are defined contribution plans. The Company's contribution payable under the schemes is recognised as expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

(ii) **Defined Benefit Plans and other Long Term Benefits:** The Company's gratuity, medical benefit and retirement gift schemes are defined benefit plans. Compensated absences is other long term benefit. The present value of the obligation under such defined benefit plans and other long term benefits are determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. In case of funded plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognize the obligation on a net basis.

In case of defined benefit plans, rereasurement comprising of actuarial gains and losses, the return on plan assets (excluding amounts included in net interest on the net defined benefit liability or asset) and any change in the effect of asset ceiling (wherever applicable) is recognised in other comprehensive income (OCI) and is reflected in retained earnings and is not eligible to be reclassified to profit or loss. In case of other long term benefits, all rereasurements including actuarial gain or loss are charged to Statement of Profit and Loss.

The Company recognises following items in the net defined benefit obligation as an expense in Statement of Profit and Loss:

- Service cost including current service cost, past service cost and gains and losses on curtailments and settlements; and
- Net interest expense or income.

Provision for compensated absences which is expected to be utilized within the next 12 months is treated as short-term employee benefits and beyond 12 months as long term employee benefits. For the purpose of presentation, the allocation between short and long term provisions has been made as determined by an actuary.

**C&S Electric Limited****Notes forming part of the financial statements**

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

**XI. Share-based payments**

Share-based payment consists of share awards of the Ultimate Holding Company to the employees of the Company. These awards are predominantly designed as cash-settled transactions. The fair value of the amount payable is remeasured at the end of each reporting period up to the settlement date, with the changes in the fair value recognised as employee benefits expenses with a corresponding increase in liabilities.

**XII. Contingent liabilities and provisions**

Provisions are recognised when the Company recognises it has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect is material, provisions are recognised at present value by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money. When a contract becomes onerous, the present obligation under the contract is recognised as a provision. These are reviewed at each balance sheet date and adjusted to reflect current best estimates.

Disclosures for contingent liability are made when there is a possible and present obligation that arises from past events which is not recognised since it is not probable that there will be an outflow of resources. When there is a possible and present obligation in respect of which the likelihood of outflow of resources is remote, no disclosure is made.

Loss contingencies arising from claims, litigation, assessment, fines, penalties, etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.

Provisions for warranty related cost are recognised when the product is sold or service is provided to the customer. Initial recognition is based on past experience.

Contingent assets are not recognised in the financial statements.

**XIII. 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.

**XIV. Earnings per share**

Basic earnings / (loss) per share is calculated by dividing the net profit / (loss) for the reporting period 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.

**XV. 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.

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.

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

**XVI. 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.

**C&S Electric Limited****Notes forming part of the financial statements**

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

**XVII. Ind AS 116 "Leases"**

The Company has adopted Ind AS 116 Leases effective 1 April 2019, using the modified retrospective method. The Company's lease asset classes primarily consist of leases for Land and Buildings. The Company assesses whether a contract is (or contains) a lease, at inception of a contract. A contract is (or contains), a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) the contract involves the use of an identified asset
- (ii) the Company has substantially all the economic benefits from use of the asset through the period of the lease and
- (iii) the Company has the right to direct the use of the asset

**Where the Company is the lessee:**

At the date of commencement of the lease, the Company recognises a Right-of-Use asset ("ROU") and a corresponding Lease Liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and leases of low value assets. For these short-term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straight line basis over the term of the lease.

The ROU assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less Accumulated depreciation and impairment losses, if any. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The Lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets. Lease liability and ROU asset have been separately presented in the Balance Sheet and Lease payments have been classified as financing cash flows.

**XVIII. Government grants and subsidies**

Grants and subsidies from the government are recognised when there is reasonable assurance that (i) the company will comply with the conditions attached to them, and (ii) the grant/subsidy will be received.

When the grants or subsidies relate to revenue, they are recognised as income on a systematic basis in the Statement of Profit and Loss over the periods necessary to match them with the related costs for which they are intended to compensate. Where the grants or subsidies relate to an asset, the same are presented in the balance sheet by deducting the grant in arriving at the carrying amount of the asset.

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

The Ministry of Corporate Affairs has vide notification dated 31 March 2023 notified the Companies (Indian Accounting Standards) Amendment Rules, 2023 (the 'Rules'), which amend certain accounting standards, and are effective 1 April 2023.

The Rules predominantly amend Ind AS 12, Income Taxes and Ind AS 1, Presentation of Financial Statements. The other amendments to Ind AS notified by these rules are primarily in the nature of clarifications. These amendments are not expected to have a material impact on the group in the current or future reporting periods and on foreseeable future transactions. Specifically, no changes would be necessary as a consequence of amendments made to Ind AS 12 as the group's accounting policy already complies with the now mandatory treatment.

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

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

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount	
	As at October 01, 2022	Additions	Disposals / Adjustments	As at September 30, 2023	As at October 01, 2022	Depreciation for the year	Disposals / Adjustments	As at September 30, 2023	As at September 30, 2023	As at September 30, 2022
<b>BUILDINGS</b>										
Factory buildings	412.01	13.43	(4.30)	421.14	105.97	18.88	(1.82)	123.03	298.11	306.04
Office buildings	0.01	-	-	0.01	0.01	-	-	0.01	-	-
Leasehold improvements	218.56	1.51	-	220.07	132.07	41.91	-	173.98	46.09	86.49
	<b>630.58</b>	<b>14.94</b>	<b>(4.30)</b>	<b>641.22</b>	<b>238.05</b>	<b>60.79</b>	<b>(1.82)</b>	<b>297.02</b>	<b>344.20</b>	<b>392.53</b>
<b>PLANT AND EQUIPMENT</b>										
Plant and machinery	867.69	81.00	(27.61)	921.08	470.52	57.75	(23.30)	504.97	416.11	397.17
Laboratory testing equipment	45.72	3.85	(0.10)	49.47	32.49	4.53	(0.10)	36.92	12.55	13.23
Tools, dies, jigs and fittings (refer note (i) below)	743.56	78.40	(2.59)	819.37	170.53	75.04	(2.59)	242.98	576.39	573.03
Generator	24.98	4.65	-	27.97	12.90	1.78	-	13.02	14.95	12.08
Storage weighing and handling equipment	18.94	0.69	-	19.63	8.35	1.60	-	9.95	9.68	10.59
Air conditioner	14.09	5.49	(0.55)	19.03	8.98	1.94	(0.55)	10.37	8.66	5.11
Computer	78.83	9.60	(2.96)	85.47	37.33	14.72	(2.96)	49.09	36.38	41.50
	<b>1,793.81</b>	<b>183.68</b>	<b>(35.47)</b>	<b>1,942.02</b>	<b>741.10</b>	<b>157.36</b>	<b>(31.16)</b>	<b>867.30</b>	<b>1,074.72</b>	<b>1,052.71</b>
<b>FURNITURE AND FIXTURES</b>										
Furniture and fixtures	18.18	6.46	(0.42)	24.22	10.79	1.16	(0.42)	11.53	12.69	7.39
	<b>18.18</b>	<b>6.46</b>	<b>(0.42)</b>	<b>24.22</b>	<b>10.79</b>	<b>1.16</b>	<b>(0.42)</b>	<b>11.53</b>	<b>12.69</b>	<b>7.39</b>
<b>VEHICLES</b>										
Vehicles	5.31	-	-	5.31	3.73	0.36	-	4.09	1.22	1.58
	<b>5.31</b>	<b>-</b>	<b>-</b>	<b>5.31</b>	<b>3.73</b>	<b>0.36</b>	<b>-</b>	<b>4.09</b>	<b>1.22</b>	<b>1.58</b>
<b>OFFICE EQUIPMENT</b>										
Office equipment	27.27	4.63	(0.19)	31.71	1.86	5.97	(0.19)	7.64	24.07	25.41
	<b>27.27</b>	<b>4.63</b>	<b>(0.19)</b>	<b>31.71</b>	<b>1.86</b>	<b>5.97</b>	<b>(0.19)</b>	<b>7.64</b>	<b>24.07</b>	<b>25.41</b>
	<b>2,475.15</b>	<b>209.71</b>	<b>(40.38)</b>	<b>2,644.48</b>	<b>995.53</b>	<b>225.64</b>	<b>(33.59)</b>	<b>1,187.58</b>	<b>1,456.90</b>	<b>1,479.62</b>

(i) The cost of tools, dies, jigs and fittings manufactured during the year in the tool room and included in Property, plant and equipment- Rs.31.02 (Previous year 42.09).

(ii) For item / charge against Property, plant and equipment refer note 46.

(iii) During the current year, the company has done the physical verification of Property plant and equipment as per the program and written off assets amounting to Rs. 0.05 (Gross Block: Rs.0.05) for the assets which were obsolete/damaged.

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

Particulars	Gross carrying amount			Accumulated depreciation			Net carrying amount	
	As at October 01, 2022	Additions	Disposals / Adjustments	As at September 30, 2023	As at October 01, 2022	Depreciation for the year	As at September 30, 2023	As at September 30, 2022
Land & Building	424.49	30.03	(48.69)	405.83	178.07	65.74	195.18	246.42
	<b>424.49</b>	<b>30.03</b>	<b>(48.69)</b>	<b>405.83</b>	<b>178.07</b>	<b>65.74</b>	<b>195.18</b>	<b>246.42</b>

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

(i) Title deeds of immovable properties disclosed in the financial statements are held in the name of the Company however few immovable properties as defined below are in the name of Control & Switchgear Company Private Limited (erstwhile name of the Company), the process of transferring the same in the name of Company (C&S Electric Limited) is in progress.

Description of Property	Gross Carrying Value	Held in the name of	Whether promoter, director or their relatives employee	Period held or where appropriate	Reason for not being held in the name of the Company
Industrial plot located at Plot. A-7.8.9, Sector 8 Noida, Phase I, Gautam Buddh Nagar, Uttar Pradesh	5.69	Control & Switchgear Company Private Limited (erstwhile name of the Company)	No	Since 31 Jan 1983	The Company changed its name from Control & Switchgear Company Private Limited to Controls and Switch Gear Co Limited. Subsequently From Controls and Switch Gear Co Limited to C&S Electric Limited on 03.12.2008. However Noida Authority has not updated the same in their records. The request for the change of the name has already been made and the same is under progress.

(ii) The impact of adoption of Ind AS 116 on the statement of profit and loss account is as below :

Particulars	As at September 30, 2022	As at September 30, 2023	As at September 30, 2022
Rent expenses is lower by		79.31	74.83
Depreciation is higher by		65.74	63.13
Finance cost is higher by		17.34	19.50
<b>Profit before tax is lower by</b>		<b>3.77</b>	<b>7.80</b>

(iii) The Company has recognised as rent expense during period Oct 01, 2022 to Sep 30, 2023 Rs. 12.23 (previous year Rs. 10.06) which includes short term lease/low value asset which were not recognised as part of right of use asset. (Refer note 29)

**Note 3 - Capital work-in-progress**

Particulars	As at October 01, 2022	Additions	Transfer / Capitalisation	As at September 30, 2023
Capital work-in-progress	16.29	207.81	(209.71)	14.39

**Capital work-in-progress ageing as on September 30, 2023**

Particulars	Amount in CWIP				Total
	Less than 1 years	1-2 years	2-3 years	More than 3 years	
(i) Project in progress	14.04	-	0.35	-	14.39
(ii) Project temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>14.04</b>	<b>-</b>	<b>0.35</b>	<b>-</b>	<b>14.39</b>

The company does not have any capital work-in-progress which is over due or has exceeded its cost and it mainly comprises of assets like tools, P&M.

**C&S Electric Limited**  
**Notes forming part of the financial statements**  
*(All amounts are in INR million except wherever stated otherwise)*  
**Note 4 - Other intangible assets**

Particulars	Gross carrying amount			Accumulated amortisation			Net carrying amount		
	As at October 01, 2022	Additions	Disposals / Adjustments	As at September 30, 2023	As at October 01, 2022	Depreciation for the year	Disposals / Adjustments	As at September 30, 2023	As at September 30, 2022
<b>Other Intangible assets</b>									
Technical know how*	43.38	35.42	-	78.80	26.56	11.96	-	38.52	16.82
Softwares	103.67	0.96	-	104.63	45.59	15.56	-	43.48	58.08
<b>Total</b>	<b>147.05</b>	<b>36.38</b>	<b>-</b>	<b>183.43</b>	<b>72.15</b>	<b>27.52</b>	<b>-</b>	<b>99.67</b>	<b>74.90</b>

\*It includes all cost relating to new product development including C.B.Certification.

**Note 5 - Intangible assets under development**

Particulars	As at September 30, 2022	Additions	Transfer / Capitalisation	As at September 30, 2023
Intangible assets under development	7.30	33.98	(36.38)	4.90

**Intangible assets under development ageing, as on September 30, 2023**

Particulars	Amount in Intangible assets under development				Total
	Less than 1 years	1-2 years	2-3 years	More than 3 years	
(i) Project in progress	2.78	1.78	0.34	-	4.90
(ii) Project temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>2.78</b>	<b>1.78</b>	<b>0.34</b>	<b>-</b>	<b>4.90</b>

The above represents a project pertaining to development of the Project life cycle Management software which is overdue and the company intends to capitalise the same by March 31, 2024

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

Note 2a - Property, plant and equipment  
As at September 30, 2022

Particulars	Gross carrying amount			Accumulated depreciation			Net carrying amount		
	As at October 01, 2021	Additions	Disposals / Adjustments	As at September 30, 2022	As at October 01, 2021	Depreciation for the period	Disposals / Adjustments	As at September 30, 2022	As at September 30, 2021
<b>BUILDINGS</b>									
Factory buildings	503.33	16.63	(107.95)	412.01	121.73	17.67	(33.43)	105.97	381.60
Office buildings	0.01	-	0.01	0.01	0.01	-	-	0.01	-
Leasehold improvements	99.96	14.75	103.85	218.56	40.22	61.78	30.07	132.07	59.74
Temporary shed	5.04	-	(5.04)	-	1.58	-	(1.58)	-	3.46
	<b>608.34</b>	<b>31.38</b>	<b>(9.14)</b>	<b>630.58</b>	<b>163.54</b>	<b>79.45</b>	<b>(4.94)</b>	<b>238.05</b>	<b>444.80</b>
<b>PLANT AND EQUIPMENT</b>									
Plant and machinery	878.24	36.82	(47.37)	867.69	442.37	58.15	(30.00)	470.52	435.87
Laboratory testing equipment	42.48	9.40	(6.16)	45.72	33.85	4.99	(6.35)	32.49	13.23
Tools, dies, jigs and fittings (refer note (i) below)	679.46	115.00	(50.90)	743.56	149.03	61.52	(40.02)	170.53	530.43
Generator	26.84	1.15	(3.01)	24.98	12.96	2.00	(2.06)	12.90	13.88
Storage weighing and handling equipment	18.07	3.76	(2.89)	18.94	9.33	1.67	(2.65)	8.35	10.59
Air conditioner	13.37	2.26	(1.54)	14.09	8.82	1.70	(1.54)	8.98	4.55
Computer	77.58	39.23	(37.98)	78.83	59.72	11.24	(33.63)	37.33	41.50
	<b>1,736.04</b>	<b>207.62</b>	<b>(149.85)</b>	<b>1,793.81</b>	<b>716.08</b>	<b>141.27</b>	<b>(116.25)</b>	<b>741.10</b>	<b>1,052.71</b>
<b>FURNITURE AND FIXTURES</b>									
Furniture and fixtures	30.44	2.86	(15.13)	18.18	24.52	1.31	(15.03)	10.79	7.38
	<b>30.44</b>	<b>2.86</b>	<b>(15.13)</b>	<b>18.18</b>	<b>24.52</b>	<b>1.31</b>	<b>(15.03)</b>	<b>10.79</b>	<b>5.92</b>
<b>VEHICLES</b>									
Vehicles	7.55	-	(2.24)	5.31	5.23	0.74	(2.24)	3.73	1.58
	<b>7.55</b>	<b>-</b>	<b>(2.24)</b>	<b>5.31</b>	<b>5.23</b>	<b>0.74</b>	<b>(2.24)</b>	<b>3.73</b>	<b>2.32</b>
<b>OFFICE EQUIPMENT</b>									
Office equipment	12.71	15.09	(0.53)	27.27	4.69	4.29	(7.12)	1.86	25.41
	<b>12.71</b>	<b>15.09</b>	<b>(0.53)</b>	<b>27.27</b>	<b>4.69</b>	<b>4.29</b>	<b>(7.12)</b>	<b>1.86</b>	<b>8.02</b>
	<b>2,395.08</b>	<b>256.95</b>	<b>(176.89)</b>	<b>2,475.15</b>	<b>914.06</b>	<b>227.06</b>	<b>(145.58)</b>	<b>995.53</b>	<b>1,479.60</b>

(i) The cost of finished and semi finished tools, dies, jigs and fittings manufactured during the period in the tool room and included in Property, plant and equipment at Rs.42.09 (Previous year 12.06) 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, jigs, dies and fittings.

(ii) For item / charge against Property, plant and equipment refer note 46.

(iii) During the current year, the company has done the physical verification of Property plant and equipment as per the program and written off assets amounting to Rs. 30.66 (Gross Block: Rs.155.01 ) for the assets which were obsolete/damaged.

Note 2b - Right-of-use assets

Particulars	Gross carrying amount			Accumulated depreciation			Net carrying amount		
	As at October 01, 2021	Additions	Disposals / Adjustments	As at September 30, 2022	As at October 01, 2021	Depreciation for the period	Disposals / Adjustments	As at September 30, 2022	As at September 30, 2021
Land & Building	369.87	54.62	-	424.49	114.94	63.13	-	178.07	254.93
	<b>369.87</b>	<b>54.62</b>	<b>-</b>	<b>424.49</b>	<b>114.94</b>	<b>63.13</b>	<b>-</b>	<b>178.07</b>	<b>254.93</b>

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

(i) Title deeds of immovable properties disclosed in the financial statements are held in the name of the Company, however few immovable properties are in the name of Control & Switchgear Company Private Limited (erstwhile name of the Company). The process of transferring the same in the name of Company (C&S Electric Limited) is in progress.

Description of Property	Gross Carrying Value	Whether Held in the name of director or relatives or employee	Period held or their indicate where appropriate	Reason for not being held in the name of the Company
Industrial plot located at Plot A-7,8,9, Sector 8 Noida, Phase I, Gautam Buddha Nagar, Uttar Pradesh	5.68	No	Since 31. Jan 1983	The Company changed its name from Control & Switchgear Company Private Limited to Controls and Switch Gear Co Limited. Subsequently From Controls and Switch Gear Co Limited to C&S Electric Limited on 03.12.2008. However Noida Authority has not updated the same in their records. The request for the change of the name has already been made and the same is under progress.
Industrial plot No. C-59, Noida, Phase II, New Okhla Industrial development area, Noida Uttar Pradesh.	6.57	No	Since 04 Jan 1990	The Company changed its name from Control & Switchgear Company Private Limited to Controls and Switch Gear Co Limited. Subsequently From Controls and Switch Gear Co Limited to C&S Electric Limited on 03.12.2008. However Noida Authority has not updated the same in their records. The request for the change of the name has already been made and the same is under progress.

(ii) The impact of adoption of Ind AS 116 on the statement of profit and loss account is as below :

Particulars	As at September 30, 2022	As at September 30, 2021
Rent expenses is lower by	74.83	33.50
Depreciation is higher by	63.13	28.62
Finance cost is higher by	19.50	10.21
<b>Profit before tax is lower by</b>	<b>7.80</b>	<b>5.33</b>

(iv) The Company has recognised as rent expense during period October 01, 2021 to September 30, 2022 Rs. 10.06 (Previous year Rs. 5.36) which includes short term lease/ low value asset which were not recognised as part of right of use asset. (Refer note 29)

**Note 3 - Capital work-in-progress**

Particulars	As at October 01, 2021	Additions	Transfer / Capitalisation	As at September 30, 2022
Capital work-in-progress	33.77	314.29	(331.77)	16.29

**Capital work-in-progress ageing as on September 30, 2022**

Particulars	Amount in CWIP				Total
	Less than 1 years	1-2 years	2-3 years	More than 3 years	
(i) Project in progress	15.43	0.86	-	-	16.29
(ii) Project temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>15.43</b>	<b>0.86</b>	-	-	<b>16.29</b>

The Company does not have any CWIP which is overdue or has exceeded its cost compared to its original plan.

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

**Note 4 - Other Intangible assets**

Particulars	Gross carrying amount			Accumulated amortisation			Net carrying amount		
	As at October 01, 2021	Additions	Disposals/ Adjustments	As at September 30, 2022	As at October 01, 2021	Depreciation for the period	Disposals/ Adjustments	As at September 30, 2022	As at September 30, 2021
<b>Other Intangible assets</b>									
Technical know how	25.89	17.49	-	43.38	25.88	0.68	-	26.56	0.01
Softwares	73.08	57.33	(26.74)	103.67	59.67	10.23	(24.31)	58.08	13.41
Commercial rights	22.33	-	(22.33)	-	22.33	-	(22.33)	-	-
<b>Total</b>	<b>121.30</b>	<b>74.82</b>	<b>(49.07)</b>	<b>147.05</b>	<b>107.88</b>	<b>10.91</b>	<b>(46.64)</b>	<b>74.90</b>	<b>13.42</b>

**Note 5 - Intangible assets under development**

Particulars	As at September 30, 2021	Additions	Transfer/ Capitalisation	As at September 30, 2022
<b>Intangible assets under development</b>				
	12.42	7.30	(12.42)	7.30

**Intangible assets under development ageing as on September 30, 2022**

Particulars	Amount in Intangible assets under development			Total
	Less than 1 years	1-2 years	2-3 years	
(i) Project in progress	6.96	0.34	-	7.30
(ii) Project temporarily suspended	-	-	-	-
<b>Total</b>	<b>6.96</b>	<b>0.34</b>	<b>-</b>	<b>7.30</b>

The Company does not have any Intangible assets under development which is overdue or has exceeded its cost compared to its original plan.

**C&S Electric Limited**
**Notes forming part of the financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 6 - Trade receivables**

Particulars	As at September 30, 2023	As at September 30, 2022
<b>(a) Non current-(unsecured)</b>		
-Considered good	55.09	107.56
	<b>55.09</b>	<b>107.56</b>
<b>(b) Current-(unsecured)</b>		
Trade Receivable	3,402.61	2,659.59
Receivables from related parties ( Refer Note 33)	128.55	172.01
	<b>3,531.16</b>	<b>2,831.60</b>
Of which		
-Considered good	3,355.57	2,791.54
-Credit impaired	175.59	40.06
	<b>3,531.16</b>	<b>2,831.60</b>
Less: Impairment Allowance*	(593.97)	(644.71)
	<b>2,937.19</b>	<b>2,186.89</b>
	<b>2,992.28</b>	<b>2,294.45</b>

The Company's exposure to credit risk, currency risk and loss allowance related to trade receivables are disclosed in note 37.

**Trade receivables ageing as at September 30, 2023**

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables - Considered good	2,234.30	924.48	40.90	54.26	36.60	120.12	3,410.66
(ii) Undisputed trade receivables - Credit Impaired	-	-	-	16.49	72.94	49.71	139.14
(iii) Disputed trade receivables - Considered good #	-	-	-	-	-	-	-
(iv) Disputed trade receivables - Credit Impaired #	-	-	-	-	0.11	36.34	36.45
<b>Total (A)</b>	<b>2,234.30</b>	<b>924.48</b>	<b>40.90</b>	<b>70.75</b>	<b>109.65</b>	<b>206.17</b>	<b>3,586.25</b>
Less: Impairment Allowance	-	-	-	-	-	-	593.97
<b>Total (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>593.97</b>
<b>Total [(A) - (B)]</b>	<b>2,234.29</b>	<b>924.49</b>	<b>40.90</b>	<b>70.75</b>	<b>109.64</b>	<b>206.17</b>	<b>2,992.28</b>

**Trade receivables ageing as at September 30, 2022**

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables - Considered good	1,372.25	827.29	93.92	180.51	161.47	263.66	2,899.10
(ii) Undisputed trade receivables - Credit Impaired	-	-	-	-	-	-	-
(iii) Disputed trade receivables - Considered good #	-	-	-	-	-	-	-
(iv) Disputed trade receivables - Credit Impaired #	-	-	-	-	3.18	36.88	40.06
<b>Total (A)</b>	<b>1,372.25</b>	<b>827.29</b>	<b>93.92</b>	<b>180.51</b>	<b>164.65</b>	<b>300.54</b>	<b>2,939.16</b>
Less: Impairment Allowance	-	-	-	-	-	-	644.71
<b>Total (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>644.71</b>
<b>Total [(A) - (B)]</b>	<b>1,372.25</b>	<b>827.29</b>	<b>93.91</b>	<b>180.51</b>	<b>164.65</b>	<b>300.54</b>	<b>2,294.45</b>

\*There is an outstanding of Rs. 139.15 (Previous year Rs. 322.60) from C&S Electric International B.V. (an erstwhile subsidiary of the Company, also mentioned as 'Eta-com') as on September 30, 2023. This balance is overdue beyond the agreed payment terms. In the absence of 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, the management has already recorded a provision of Rs. 322.60 till September 30, 2022 against the balance outstanding. Further, as the above amount is recoverable in foreign currency and is overdue beyond the timelines prescribed under FEMA regulations, the Company has applied to the authorized dealer seeking extension in timelines for recovery of this amount.

During the year, Company has obtained approval from Reserve Bank of India for writing off the balance to the extent of Rs 178.48 and accordingly, the balance has been written off during the year. For balance outstanding as at September 30, 2023, management continues to pursue the matter with RBI.

# Disputed trade receivables represent where there is legal case with customers.

**Note 7 - Financial assets - Others**

Particulars	As at September 30, 2023	As at September 30, 2022
<b>(a) Non Current</b>		
-Financial assets at amortised cost		
Margin money deposits *	25.39	2.79
Security deposits	45.35	44.71
Earnest money deposits	2.27	3.46
	<b>73.01</b>	<b>50.96</b>
<b>(b) Current</b>		
-Financial assets at amortised cost		
Margin money deposits *	8.85	6.06
Security deposits	1.90	1.72
Earnest money deposits	4.88	1.78
Interest accrued on overdues from customers	-	0.66
Contract Assets - Unbilled Revenue	9.54	25.68
Export incentives receivable	17.77	41.77
Contractually reimbursable expenses	0.03	5.54
-Financial assets at Fair value through Profit or Loss		
Mark to market receivable on derivative contracts	15.67	-
	<b>58.64</b>	<b>83.21</b>

\* Margin money/Deposits represents fixed deposits pledged with banks for guarantees issued to Government authorities and third parties.

**Note 8 - Other assets**

Particulars	As at September 30, 2023	As at September 30, 2022
<b>Unsecured, considered good unless otherwise Treated</b>		
<b>(a) Non Current</b>		
Capital advances	27.68	44.85
Prepaid expenses	7.99	9.02
Deposit with Government authorities	14.97	14.97
	<b>50.64</b>	<b>68.84</b>
<b>(b) Current</b>		
Advances to vendors	39.36	54.49
Advances to employees	2.55	-
Prepaid expenses	46.25	45.32
Balance with government authorities	218.74	169.48
	<b>306.90</b>	<b>269.29</b>

**C&S Electric Limited**
**Notes forming part of the financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 9 - Deferred tax assets (net)**

Particulars	As at September 30, 2023	As at September 30, 2022
<b>Tax effect of items constituting deferred tax assets</b>		
Provision for loss order & contingencies	70.49	74.78
Provision for employee benefits	90.52	81.56
Provision for doubtful trade receivables & Inventory	245.64	216.87
Lease liabilities	44.00	55.00
Other temporary differences	12.39	12.98
	<b>463.04</b>	<b>441.19</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 Companies Act 2013 and as per Income tax act, 1961	73.89	83.66
On Right-of-use assets	53.01	62.02
	<b>126.90</b>	<b>145.68</b>
<b>Deferred tax assets (net)</b>	<b>336.14</b>	<b>295.51</b>

Refer Note no. 30 for movement in deferred tax.

**Note 10(a) - Income Tax Assets (Net)**

Particulars	As at September 30, 2023	As at September 30, 2022
<b>Income Tax Assets</b>		
Advance income tax and tax deducted at source receivable	1,469.29	1,568.14
Less : Provision for taxation	(1,359.16)	(1,486.82)
	<b>110.13</b>	<b>81.32</b>

**Note 10(b) - Income Tax Liabilities (Net)**

Particulars	As at September 30, 2023	As at September 30, 2022
<b>Income Tax Liabilities</b>		
Provision for taxation	991.66	-
Less : Advance income tax and tax deducted at source receivable	(869.62)	-
	<b>122.04</b>	<b>-</b>

**Note 11 - Inventories \***
*(At lower of cost and net realisable value)*

Particulars	As at September 30, 2023	As at September 30, 2022
(a) Raw materials and bought out components (Includes goods in transit of Rs. 108.60 (Previous Year : Rs. 82.74))	1,160.62	1,203.03
(b) Work-in-progress	345.89	336.71
(c) Finished goods (Includes goods in transit of Rs. 304.22 (Previous Year : Rs. 163.79))	1,116.64	1,014.34
(d) Stock-in-trade	2.94	2.59
	2,626.09	2,556.67
Less : Write down / provision for inventory	(382.04)	(216.98)
	<b>2,244.05</b>	<b>2,339.69</b>

\* Pari passu charge on inventories refer note 46.

**C&S Electric Limited**
**Notes forming part of the financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 12 - Current investments**

Particulars	As at September 30, 2023		As at September 30, 2022	
	Qty (in nos)	Amount	Qty (in nos)	Amount
<b>(Unquoted, in joint ventures)</b>				
<b>Investment in equity shares (fully paid of Rs. 10 each)</b>				
TC Electric Controls LLC (refer note below)	200,000	13.58	200,000	13.58
Less: Net of provision for impairment		(13.58)		(13.58)
		-		-

The Company had an investment of Rs. 13.58 in Joint venture TC electric controls, US (JV). The JV Company had been dissolved on 31 March 2021. The Company had made provision for impairment of investments in earlier years of Rs. 13.58. Subsequent to year end, the Company has received required approvals from Reserve Bank of India for disinvestment subject to compounding.

The Company is in the process of taking necessary actions and compliance with the procedure suggested by AD Banker.

**Note 13 - Cash and cash equivalents**

Particulars	As at September 30, 2023	As at September 30, 2022
<b>(a) Cash and cash equivalents</b>		
Cheques / drafts in hand	-	1.74
Balances with banks		
(i) In current accounts	94.90	109.51
(ii) In deposits accounts with original maturity of less than 3 months	1,389.88	100.07
	<b>1,484.78</b>	<b>211.32</b>
<b>(b) Bank balances other than (a) above</b>		
Other bank balances		
(i) Earmarked Balances with banks - unpaid dividend	0.55	0.52
(ii) Earmarked Balances with banks - Hedging	-	0.01
	<b>0.55</b>	<b>0.53</b>

**Note 14 - Loans**

Particulars	As at September 30, 2023		As at September 30, 2022	
	Current	Non- Current	Current	Non- Current
<b>Unsecured, considered good unless otherwise stated</b>				
Loan to employees*	3.83	-	1.18	-
	<b>3.83</b>	<b>-</b>	<b>1.18</b>	<b>-</b>

\*The loan given to employees are interest free and is recoverable in equal monthly installments within a period of one year.

**C&S Electric Limited**  
**Notes forming part of the financial statements**  
*(All amounts are in INR million except share data)*

**Note 15 - Equity share capital**

Particulars	As at September 30, 2023		As at September 30, 2022	
	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>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 September 30, 2023		As at September 30, 2022	
	Number of shares	Amount	Number of shares	Amount
<b>Equity shares with voting rights</b>				
Shares outstanding at the beginning of the period	44,268,062	442.68	44,268,062	442.68
Add : Shares issued	-	-	-	-
Less : Shares cancelled	-	-	-	-
Shares outstanding at the end of the period	<b>44,268,062</b>	<b>442.68</b>	<b>44,268,062</b>	<b>442.68</b>

**(b) Shares of the company held by holding company**

S.No.	Name	As at September 30, 2023		As at September 30, 2022	
		No. Of Shares	%of total shares	No. Of Shares	%of total shares
	Siemens Limited	43,924,114	99.22%	43,924,114	99.22%
	<b>Total</b>	<b>43,924,114</b>	<b>99.22%</b>	<b>43,924,114</b>	<b>99.22%</b>

**(c) Shareholders holding more than 5% of shares**

S.No.	Name	As at September 30, 2023		As at September 30, 2022	
		No. Of Shares	%of total shares	No. Of Shares	%of total shares
	Siemens Limited	43,924,114	99.22%	43,924,114	99.22%
	<b>Total</b>	<b>43,924,114</b>	<b>99.22%</b>	<b>43,924,114</b>	<b>99.22%</b>

**(d) Details of shares held by the promoter**

S.No.	Promoter Name	Shares held by shareholders at the end of the year				%change during the year
		As at September 30, 2023		As at September 30, 2022		
		No. Of Shares	%of total shares	No. Of Shares	%of total shares	
	Siemens Limited	43,924,114	99.22%	43,924,114	99.22%	-
	<b>Total</b>	<b>43,924,114</b>	<b>99.22%</b>	<b>43,924,114</b>	<b>99.22%</b>	-

**(e) 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 financial statements

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

#### Note 16 - Lease liabilities

Particulars	As at September 30, 2023	As at September 30, 2022
<b>(a) Non current</b>		
Lease liabilities	124.80	160.21
	<b>124.80</b>	<b>160.21</b>
<b>(b) Current</b>		
Lease liabilities	61.82	58.34
	<b>61.82</b>	<b>58.34</b>

The movement in lease liabilities is as follows :

Particulars	As at September 30, 2023	As at September 30, 2022
Opening lease liabilities	218.55	221.20
Additions	30.03	52.68
Finance cost accrued during the year	17.34	19.50
Payment of lease liabilities	(79.30)	(74.83)
<b>Closing lease liabilities</b>	<b>186.62</b>	<b>218.55</b>

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

Particulars	Year Ended September 30, 2023	Year Ended September 30, 2022
Less than one year	69.73	70.33
One to five years	114.37	165.85
More than five years	70.00	71.67
	<b>254.10</b>	<b>307.85</b>

#### Amount recognised in statement of Cash Flow

Particulars	Year Ended September 30, 2023	Year Ended September 30, 2022
Cash outflow for leases	(61.96)	(55.33)
Interest on lease liabilities	(17.34)	(19.50)
<b>Total cash outflow for leases</b>	<b>(79.30)</b>	<b>(74.83)</b>

#### Amount recognised in Profit or Loss

Particulars	Year Ended September 30, 2023	Year Ended September 30, 2022
Interest expense (included in finance costs)	17.34	19.50
Expense relating to short-term leases (included in other expenses)	4.28	6.18
Expense relating to variable lease payments not included in lease liabilities (included in other expenses)	7.95	3.88
<b>Total Amount recognised in Profit &amp; Loss Account</b>	<b>29.57</b>	<b>29.56</b>

**C&S Electric Limited**

**Notes forming part of the financial statements**

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

**Movement in financial liabilities for the year ended at September 30, 2022**

<b>Movement in borrowings</b>	<b>Non-current borrowings</b>	<b>Current borrowings</b>	<b>Total</b>
As at October 01, 2021	-	16.01	16.01
Proceeds from borrowings	-	-	-
Repayments of borrowings	-	(16.76)	(16.76)
Reinstatement impact of foreign currency loan	-	0.75	0.75
<b>As at September 30, 2022</b>	<b>-</b>	<b>-</b>	<b>-</b>

There is no financial liability during the year or year ended 30 September 2023

<b>Movement in lease liabilities for the year ended at September 30, 2023</b>	<b>Total</b>
As at October 01, 2022	218.55
Additions during the year	30.03
Interest accrued on lease liabilities	17.34
Payment of Principal of lease liabilities	(61.96)
Payment of Interest of lease liabilities	(17.34)
<b>As at September 30, 2023</b>	<b>186.62</b>

<b>Movement in lease liabilities for the year ended at September 30, 2022</b>	<b>Total</b>
As at October 01, 2021	221.20
Additions during the year	52.68
Interest accrued on lease liabilities	19.50
Payment of Principal of lease liabilities	(55.33)
Payment of Interest of lease liabilities	(19.50)
<b>As at September 30, 2022</b>	<b>218.55</b>

<b>Movement in Interest accrued on borrowing for the year ended at September 30, 2023</b>	<b>Total</b>
As at October 01, 2022	-
Interest accrued on borrowing	-
Interest paid	-
<b>As at September 30, 2023</b>	<b>-</b>

<b>Movement in Interest accrued on borrowing for the year ended at September 30, 2022</b>	<b>Total</b>
As at October 01, 2021	1.05
Interest accrued on borrowing	1.41
Interest paid	(2.46)
<b>As at September 30, 2022</b>	<b>-</b>

## C&S Electric Limited

### Notes forming part of the financial statements

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

#### Note 17 - Other financial liabilities (at amortised cost)

Particulars	As at September 30, 2023	As at September 30, 2022
<b>(a) Non current</b>		
Security deposits taken from customers	44.70	42.17
Liabilities related to share based payments (refer note 44)	6.19	1.70
	<b>50.89</b>	<b>43.87</b>
<b>(b) Current</b>		
Payable against property, plant and equipment	13.43	21.66
Employee and workers related payables	323.17	236.40
Unpaid dividends	0.55	0.52
Other payable*	6.02	19.64
Mark to market payable on derivative contracts	0.01	4.16
	<b>343.18</b>	<b>282.38</b>

The Company exposure to currency and liquidity risks related to other financial liabilities are disclosed note 37.

\*Represents amount received from trade receivables of Trimaster Private Limited (TPL) on their behalf and the same is required to be refunded to TPL.

#### Note 18 - Provisions

Particulars	As at September 30, 2023	As at September 30, 2022
<b>(a) Non current</b>		
<b>Provision for employee benefits</b>		
Provision for gratuity (net) (refer note 38)	185.05	177.30
Provision for compensated absences		
- Earned leave	45.84	41.55
- Sick leave	13.92	11.18
Provision Long service award	5.69	5.64
Provision for Retirement gift scheme (refer note 38)	0.62	0.44
Provision for Post retirement medical benefit (PRMB) (refer note 38)	3.00	1.43
Provision for Restoration cost (refer note 32 (e))	6.95	6.57
	<b>261.07</b>	<b>244.11</b>
<b>(b) Current</b>		
<b>Provision for employee benefits</b>		
Provision for compensated absences		
- Earned leave	12.62	12.76
- Sick leave	4.14	3.16
Provision Long service award	1.29	1.88
Provision for loss order (refer note 32 (a))	4.93	24.09
Provision for contingencies (refer note 32 (b))	272.78	273.05
Provision for warranty (refer note 32 (c))	33.09	25.26
Provision for liquidated damages (refer note 32 (d))	141.90	76.62
	<b>470.75</b>	<b>416.82</b>

#### Note 19 - Other Liabilities

Particulars	As at September 30, 2023	As at September 30, 2022
<b>Current</b>		
<b>Contract liabilities</b>		
Advances from customers	368.95	318.62
Income received in advance - unearned revenue	13.16	11.50
<b>Payable to government authorities</b>	288.10	66.91
	<b>670.21</b>	<b>397.03</b>

**C&S Electric Limited**

**Notes forming part of the financial statements**

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

**Note 20 - Trade payables**

Particulars	As at September 30, 2023	As at September 30, 2022
Total outstanding dues of micro enterprises and small enterprises and Total outstanding dues of creditors other than micro enterprises and small enterprises	530.22 1,351.67 <b>1,881.89</b>	292.23 1,256.24 <b>1,548.47</b>

**Trade Payable ageing as at September 30, 2023**

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not Due	Less than 1 years	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	495.20	-	2.34	22.08	10.60	530.22
(ii) Others	403.28	788.48	149.81	0.61	3.61	5.88	1,351.67
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>403.28</b>	<b>1,283.68</b>	<b>149.81</b>	<b>2.95</b>	<b>25.69</b>	<b>16.48</b>	<b>1,881.89</b>

**Trade Payable ageing as at September 30, 2022**

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not Due	Less than 1 years	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	247.30	2.92	18.50	17.88	5.63	292.23
(ii) Others	-	1,003.11	237.45	5.73	0.43	9.52	1,256.24
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>1,250.41</b>	<b>240.37</b>	<b>24.23</b>	<b>18.31</b>	<b>15.15</b>	<b>1,548.47</b>

(i) The Company exposure to currency and liquidity risks related to trade payables are disclosed note 37

(ii) Trade payables includes Rs.7.98 ( Previous year Rs. 28.61) due to related parties. (refer note 33)

## C&S Electric Limited

### Notes forming part of the financial statements

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

#### Note 21 - Revenue from operations

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
<b>(a) Sale of products</b>		
<b>Manufactured goods</b>		
Domestic	12,131.19	9,538.11
Exports	2,637.28	2,328.25
	<b>14,768.47</b>	<b>11,866.36</b>
<b>Traded goods</b>		
Domestic	1.77	7.36
Exports	-	4.43
	<b>1.77</b>	<b>11.79</b>
	<b>14,770.24</b>	<b>11,878.15</b>
<b>(b) Sale of services</b>		
Sale of service, job work and commission income	17.86	15.50
Income from erection / work contracts and supervision charges	108.40	127.99
<b>(c) Other operating revenues</b>		
Scrap sales	96.80	118.60
Export incentives	43.02	57.70
	<b>15,036.32</b>	<b>12,197.94</b>

#### Note 22 - Other income

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
<b>(a) Interest income</b>		
Interest income earned on financial assets that are not designated as FVTPL		
- Financial assets that are designated at amortised cost		
(a) On overdue trade receivables	0.20	-
(b) On bank deposits	55.07	10.17
(c) Discounting income of financial liability	1.27	1.21
(d) Interest income from government authorities	0.68	0.14
Interest income earned on financial assets that are designated as at FVTPL		
(a) On Investments in Debentures	-	1.36
<b>(b) Other non-operating income</b>		
(a) Net gain on foreign currency transactions and translation	17.12	20.08
(b) Liabilities / provisions no longer required written back	6.77	84.63
(c) Net gain for currency hedging	1.72	2.86
(d) Unwinding of discounts on financial assets	19.92	-
(e) Miscellaneous income	6.26	9.76
	<b>109.01</b>	<b>130.21</b>

**C&S Electric Limited**

**Notes forming part of the financial statements**

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

**Note 23 - Cost of material consumed**

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
<b>Raw Material Consumed</b>		
Raw Material at the beginning of the year	1,203.03	1,044.91
Add:- Purchases	9,496.89	8,190.16
Raw Material at the end of the year	(1,160.61)	(1,203.03)
	<b>9,539.31</b>	<b>8,032.04</b>

**Note 24 - Purchase of stock-in-trade**

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
Purchase of stock in trade	1.58	8.46
	<b>1.58</b>	<b>8.46</b>

**Note 25 - Changes in inventory of finished goods, work-in-progress and stock-in-trade**

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
<b>Opening stock</b>		
Finished goods	1,014.34	958.51
Work-in-progress	336.71	227.69
Stock-in-trade	2.59	3.34
<b>Less: Closing stock</b>		
Finished goods	(1,116.64)	(1,014.34)
Work-in-progress	(345.89)	(336.71)
Stock-in-trade	(2.94)	(2.59)
Net (Increase) in inventory of finished goods, work-in-progress and stock-in-trade	(111.83)	(164.10)
	<b>(111.83)</b>	<b>(164.10)</b>

**C&S Electric Limited**

**Notes forming part of the financial statements**

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

**Note 26 - Employee benefits expense**

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
(i) Salaries and wages	1,322.23	1,237.68
(ii) Contribution to provident and other funds (refer note 38)	108.48	102.99
(iii) Share based payments to employees (refer note 44)	4.48	1.70
(iv) Staff welfare expenses	68.48	53.43
	<b>1,503.67</b>	<b>1,395.80</b>

**Note 27 - Finance cost**

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
(a) Interest expense on		
- Term loans	-	0.16
- Interest on income tax	-	-
- Interest on micro, small and medium enterprises	0.00	0.94
- Processing fees	2.32	0.82
(b) Other borrowing costs	2.07	4.01
(c) Interest on lease liabilities (refer note 16)	17.34	19.50
(d) Interest (Discounting of Non current debtors)	-	20.43
	<b>21.73</b>	<b>45.86</b>

0.00 represent the figures which has been rounded off to nearest million

**Note 28 - Depreciation and amortisation expense**

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
(a) Depreciation of Property, plant and equipment (refer note 2a)	225.64	227.06
(b) Depreciation on Right-of-use assets (refer note 2b)	65.74	63.13
(c) Amortisation of intangible assets (refer note 4)	27.52	10.91
	<b>318.90</b>	<b>301.10</b>

**C&S Electric Limited**
**Notes forming part of the financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 29 - Other expenses**

Particulars	For the year ended September 30, 2023		For the year ended September 30, 2022	
Contract manufacturing and erection expenses (Including manpower charges)		655.88		546.13
Consumption of stores and spare parts		123.52		133.65
Power and fuel		117.23		121.26
Rent		12.23		10.06
Repairs and maintenance				
Buildings		34.46		260.22
Machinery		53.07		39.24
Other		99.50		100.62
Insurance		17.59		12.90
Rates and taxes		65.36		12.94
Travelling and conveyance		112.99		89.00
Legal and professional		79.56		108.76
Director's sitting fees		1.20		1.25
Payment to auditors (see note (i) below)		9.42		11.11
Communication		16.79		19.33
Vehicle running and maintenance		1.64		1.61
Bad trade receivables written off	231.59		196.21	
(Less) : Charged against provision for trade receivables	(228.36)	3.23	(194.30)	1.91
Provision for Expected credit loss/ Doubtful debts		177.62		139.35
Slow moving inventories written off	-		222.16	
(Less) : Charged against provision for Slow moving inventories	-	-	(222.16)	-
Provision for slow moving inventories		165.06		191.17
Quality analysis and certification expenses		45.69		38.85
Business promotion		36.39		22.29
Commission for sales		36.82		24.26
Freight and forwarding		211.61		239.14
Printing and stationery		7.68		9.73
Expenditure on Corporate Social Responsibility (refer note 41)		6.66		7.16
Debit Balance (other than debtors) Written off		5.89		6.84
Net loss on disposal of debt instruments		-		0.75
Net loss on property, plant and equipment sold / discard (net)		0.52		31.64
MTM loss on debt instruments		-		0.75
Provision (written back)/created for loss order (refer note 32a)		(19.16)		(127.21)
Capital work-in-progress written off		-		4.33
Provision for Liquidated damages (Refer note 32 d)		65.28		76.62
Software Expenses		25.17		-
Bank charges		24.06		32.82
MTM loss on hedging contracts (Net)		10.78		252.22
Miscellaneous expenses		68.23		67.34
		<b>2,271.97</b>		<b>2,488.04</b>
Less: Capitalised with tools , dies, jigs and fittings (refer note 2(a))*		(31.02)		(42.09)
		<b>2,240.95</b>		<b>2,445.95</b>
<b>Capitalised with tools , dies, jigs and fitting</b>				
Consumption of stores and spare parts		9.07		12.11
Other- Including labours and other overheads		21.95		29.98
		<b>31.02</b>		<b>42.09</b>

**Note (i)**

Particulars	For the year ended September 30, 2023		For the year ended September 30, 2022	
As Auditor				
- Audit fees		5.85		6.00
- Tax Audit fees		1.10		2.00
- Limited Review		1.50		2.25
In other capacity				
- Other audit related services		-		0.45
- Reimbursement of expenses		0.97		0.41
		<b>9.42</b>		<b>11.11</b>

**C&S Electric Limited**

**Notes forming part of the financial statements**

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

**Note 30 - Income tax expenses**

(a) Income Tax Expense

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
<b>Current Tax:</b>		
Current tax on profits for the year	449.26	97.47
Adjustment for current tax of prior periods	1.09	22.03
<b>Total current tax expense</b>	<b>450.35</b>	<b>119.50</b>
<b>Deferred Tax:</b>		
Decrease (Increase) in Deferred tax assets	(18.52)	(0.63)
Increase (Decrease) in Deferred tax liabilities	(18.79)	(19.00)
<b>Total deferred tax expense</b>	<b>(37.31)</b>	<b>(19.63)</b>
<b>Total Income Tax expense</b>	<b>413.04</b>	<b>99.87</b>

(b) Income Tax on Other Comprehensive Income

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
Remeasurements of defined benefit plans	(3.32)	(5.40)
<b>Total Income tax charged to OCI</b>	<b>(3.32)</b>	<b>(5.40)</b>

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for Sept 30, 2023.

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
Profit before tax	1,631.02	263.04
Other Comprehensive items	(13.18)	(21.46)
<b>Total</b>	<b>1,617.84</b>	<b>241.58</b>
<b>Tax at statutory rate of 25.168% - (A)</b>	<b>407.18</b>	<b>60.80</b>
Tax effect of income that are not deductible for tax purposes	1.45	11.64
Tax expense related to earlier years	1.09	22.03
<b>Total (B)</b>	<b>2.54</b>	<b>33.67</b>
<b>Total (A+B)</b>	<b>409.72</b>	<b>94.47</b>
Income tax reported in statement of profit and loss	413.04	99.87
Income tax reported in Other Comprehensive Income	(3.32)	(5.40)
<b>Total</b>	<b>409.72</b>	<b>94.47</b>

(d) Movement in deferred tax

Particulars	Balance Sheet		Statement of Profit & Loss	
	As at September 30, 2023	As at September 30, 2022	For the year ended September 30, 2023	For the year ended September 30, 2022
<b>Deferred tax assets</b>				
Provision for doubtful trade receivables & Inventory	245.64	216.87	28.77	(5.33)
Provision for loss order & Contingencies	70.49	74.78	(4.29)	29.54
Provision for employee benefits	90.52	81.56	8.96	4.04
Lease liabilities	44.00	55.00	(11.00)	(0.67)
Other temporary differences	12.39	12.98	(0.59)	(21.55)
<b>Deferred tax liabilities</b>				
Difference between WDV as per books and Income Tax Act, 1961	(73.89)	(83.66)	9.77	16.86
On Right-of-use assets	(53.01)	(62.02)	9.01	2.14
<b>Deferred tax assets</b>	<b>336.14</b>	<b>295.51</b>	<b>40.63</b>	<b>25.03</b>
Deferred tax recognised directly in Other Comprehensive income	-	-	(3.32)	(5.40)
<b>Total Deferred tax As shown in Balance sheet and Profit &amp; Loss Account</b>	<b>336.14</b>	<b>295.51</b>	<b>37.31</b>	<b>19.63</b>

Particulars	As at September 30, 2023	As at September 30, 2022
<b>Reconciliation of deferred tax assets, net</b>		
Opening Balance	295.51	270.48
Tax (expense)/income recognised in profit or loss	37.31	19.63
Tax income/(expense) during the year recognised in OCI	3.32	5.40
<b>Deferred tax assets</b>	<b>336.14</b>	<b>295.51</b>

**C&S Electric Limited**
**Notes forming part of the financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 31 - Contingent liabilities and commitments**

Particulars	As at September 30, 2023	As at September 30, 2022
(a) Contingent Liabilities		
Claims against the Company not acknowledged as debts		
Income tax matters	671.17	506.61
Sales tax matters	3.55	3.55
Goods and service tax matters	1.70	-
Others matters	17.48	8.38
	<b>693.90</b>	<b>518.54</b>
(b) Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	76.31	89.17
<b>Total</b>	<b>770.21</b>	<b>607.71</b>

(i) 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.

(ii) 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 and 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 in respect of this matter.

Owing to the aforesaid uncertainty and pending clarification from regulatory authorities in this regard, the Company has recognized provision for the Provident fund contribution on the basis of above mentioned order with effect from the order date. Further, the management believes that impact of aforementioned interest or penalty on the financial statements of the Company should not be material.

**Note 32 (a) - Provision for loss order**

A provision for expected loss on contracts is recognised when it is probable that the contract costs will exceed total contract revenue.

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

Particulars	As at September 30, 2023	As at September 30, 2022
Opening balance	24.09	151.30
Provision created during the year	0.54	1.13
Utilised/reversed during the year	(19.70)	(128.34)
Closing balance	<b>4.93</b>	<b>24.09</b>

**Note 32 (b) - Provision for Contingency**

The Company has made provision for certain litigation cases involving ex-employees and contractual labour, the outflow of which would depend on cessation of the respective events and determined an amount of Rs 31.43 (Previous year Rs. 29.32) as a probable outflow in future in respect of such cases.

The Company with the help of an external consultant has also performed an assessment of the compliance of the buildings constructed with the approved drawings plan/ Building Completion Certificate and observed that there were inconsistencies which require rectification to the buildings. Based on the assessment, the management had created provision of Rs. 249.70 in previous year. As on 30th Sep'23 this provision amount stands at Rs.241.23. Further, penalty if any is not ascertainable and likelihood of the same is low.

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

Particulars	As at September 30, 2023	As at September 30, 2022
Opening balance	273.05	28.45
Provision created during the year	2.47	250.57
Utilised during the year	(2.74)	(5.97)
Closing balance	<b>272.78</b>	<b>273.05</b>

**C&S Electric Limited**

**Notes forming part of the financial statements**

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

**Note 32 (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 September 30, 2023	As at September 30, 2022
Opening balance	25.26	33.09
Provision created during the year	19.47	42.85
Utilised during the year	(11.64)	(50.68)
Closing balance	<b>33.09</b>	<b>25.26</b>

**Note 32 (d) - Provision for Liquidated damages**

Liquidated damages are provided based on contractual terms when the delivery/ commissioning dates of an individual project have exceeded the scheduled date. This expenditure is expected to be incurred over the respective contractual terms up to closure of the contract.

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

Particulars	As at September 30, 2023	As at September 30, 2022
Opening balance	76.62	-
Provision created during the year	119.55	76.62
Utilised during the year	54.27	-
Closing balance	<b>141.90</b>	<b>76.62</b>

**Note 32 (e) - Provision for restoration**

The provision for restoration is created for the purpose of restoring the leased properties to its original status at the time of the expiry of the lease.

The movement of provision for restoration is given below:

Particulars	As at September 30, 2023	As at September 30, 2022
Opening balance	6.57	6.22
Finance cost accrued during the year	0.38	0.35
Utilised during the year	-	-
Closing balance	<b>6.95</b>	<b>6.57</b>

**C&S Electric Limited**
**Notes forming part of the financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 33- Related party disclosures under Accounting Standard Ind-AS - 24 "Related Party Disclosures"**
**a) Holding Company:**

Siemens Limited

**b) Ultimate Holding Company:**

Siemens AG, Germany

**c) Other related parties where transactions have taken place during the year:**

 Siemens Sanayi Ve Ticaret Anonim Sirketi  
 Siemens Factoring Private Limited  
 Siemens Technology & Services Limited  
 Siemens Industry Software (India) Private Limited  
 Siemens Industrial Limited  
 Siemens Energy, INC  
 Siemens WLL

**e) Key Managerial Personnel and their relatives :**
**Key Management Personnel**
**(i) Managing Director & CEO**

Prakash Kumar Chandraker

**(ii) Chief Financial Officer & Company Secretary**

Manav Adlakha (Chief Financial Officer) (Upto September 30, 2023)

Anup Sobti (Company Secretary)

Ranjit Singh Shangela Bisht ( from October 01, 2023)

**(iii) Independent directors**

Rumjhum Chatterjee

Mehernosh B. Kapadia (Up to May 01, 2023)

Shyamak Ramyar Tata (w.e.f. May 02, 2023)

**(iv) Joint Ventures:**

TC Electric Control LLC ( Dissolved on March 31, 2021)

**(v) Non-Executive Directors**

Sunil Das Mathur ( w.e.f March 01, 2021)

Andreas Horst Matthe ( w.e.f March 01, 2021)

Siddharth Kumar Kaseera ( w.e.f March 01, 2021)

**Transactions with related parties :**

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
<b>Sales of goods &amp; services</b>		
Siemens Limited	709.54	416.17
Siemens Sanayi Ve Ticaret Anonim Sirketi	0.87	1.23
Siemens Industrial Limited	7.76	5.61
SIEMENS ENERGY, INC	60.69	-
SIEMENS WLL	55.73	-
<b>Purchases of goods &amp; services</b>		
Siemens Limited	127.77	60.16
Siemens Industry Software (India) Pvt. Ltd	-	1.75
<b>Testing expenses</b>		
Siemens Limited	1.69	1.93
<b>Commission expenses</b>		
Siemens Industrial Limited	3.00	-
Mehernosh B. Kapadia	-	0.75
Rumjhum Chatterjee	-	0.50
<b>Professional fee paid</b>		
Siemens Limited	7.29	26.90
Siemens AG	7.59	0.70
Siemens Technology & Services Limited	8.47	8.40
<b>Purchase of property, plant and equipment</b>		
Siemens Limited	-	6.45
SIEMENS TECHNOLOGY AND SERVICES PRIVATE LIMITED	1.50	-
<b>Expenses recovered / received</b>		
Siemens Limited	15.03	-
<b>Expenses reimbursed / incurred</b>		
Siemens Limited	1.77	-
<b>Dividend Payment</b>		
Siemens Limited	131.77	-
<b>Sitting Fees to Independent Director/Non-Executive Director</b>	1.20	1.25
<b>Deferred payment liability repayment</b>		
Siemens Factoring Private Limited	-	6.33
<b>Software Expenses</b>		
SIEMENS INDUSTRY SOFTWARE (INDIA) PVT. LTD	1.20	-

## C&S Electric Limited

### Notes forming part of the financial statements

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

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
<b>Managerial Remuneration*</b>		
Mr. Prakash Kumar Chandraker		
-Short Term Employee Benefits	21.28	15.05
-Share based payments	2.88	0.81
Mr. Manav Adlakha		
-Short Term Employee Benefits	14.19	4.12
-Share based payments	1.49	0.51
Mr. Anup Sobti		
-Short Term Employee Benefits**	3.86	3.24

\* Remuneration does not include provisions for gratuity, leave encashment, long service awards, retirement gift scheme and post retirement medical benefit since the provisions are based on actuarial valuations for the Company as a whole. Remuneration in the form of share based payments are included only upon vesting.

\*\* The said employee is not entitled for retirement gift scheme and post retirement medical benefit

#### Closing balances with related parties :

Particulars	As at September 30, 2023	As at September 30, 2022
<b>Balance outstanding as at year end</b>		
<b>Trade Receivables</b>		
Siemens Limited	111.36	171.00
Siemens Sanayi Ve Ticaret Anonim Sirketi	-	0.08
Siemens Industrial Limited	-	0.93
SIEMENS WLL	15.36	-
SIEMENS ENERGY, INC	1.83	-
TC Electric Controls LLC	-	26.14
Less: Provision recognised in books	-	(26.14)
<b>Payable</b>		
Siemens Limited	7.05	26.33
Siemens AG	0.43	0.12
SIEMENS INDUSTRIAL LIMITED.	0.50	-
Siemens Technology & Services Limited	-	2.16

#### Closing balances with related parties :

Particulars	As at September 30, 2023	As at September 30, 2022
<b>Payables</b>		
Mr. Prakash Kumar Chandraker	3.69	1.67
Mr. Manav Adlakha	2.00	0.51

#### Terms and Conditions of transactions with Related parties:-

(i) All related party transactions entered during the year were in ordinary course of the business and are on arm's length basis for the period Oct 22 to Sep 2023. The Company has recorded impairment of receivables relating to amounts owed by related parties of Rs.1.50 (previous year Rs.26.14). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(ii) The amount of balances as shown above will be settled in cash.

**C&S Electric Limited**
**Notes forming part of the financial statements**
*(All amounts are in INR million except wherever stated otherwise)*
**Note 34 - 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 September 30, 2023		As at September 30, 2022	
	Amortised cost	FVTPL	Amortised cost	FVTPL
<b>Financial assets</b>				
Trade receivables	2,992.28	-	2,294.45	-
Loans	3.83	-	1.18	-
Cash and cash equivalents and bank balances	1,485.33	-	211.85	-
Other financial assets (refer Note 7)	115.98	15.67	134.17	-
<b>Total financial assets</b>	<b>4,597.42</b>	<b>15.67</b>	<b>2,641.65</b>	<b>-</b>
<b>Financial liabilities</b>				
Trade payables	1,881.89	-	1,548.47	-
Other financial liabilities (refer note 17)	394.07	-	322.09	4.16
Lease liabilities	186.62	-	218.55	-
<b>Total financial liabilities</b>	<b>2,462.58</b>	<b>-</b>	<b>2,089.11</b>	<b>4.16</b>

The Company has disclosed financial instruments such as cash and cash equivalents, other bank balances, trade receivables, trade payables, short term borrowings 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 methods / assumptions were used to estimate the fair values:**

- (a) Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short-term maturities of these instruments.
- (b) Fair valuation of non-current financial assets and liabilities has been disclosed to be same as carrying value as there is no significant difference between carrying value and fair value.
- (c) Fair value measurement of lease liabilities is not required.  
The fair value is determined by using the valuation model/technique with observable/ non-observable inputs and assumptions.

The following table presents fair value measurement hierarchy of financial instrument measured as referred above:

**Quantitative disclosures fair value measurement hierarchy as at 30 September 2023:**

Particulars	Level 1	Level 2	Level 3	Total
<b>Asset at Fair Value</b>				
i) Fair values through profit and loss				
(a) MTM receivable on Foreign exchange forward contracts	0.57	-	-	0.57
(b) MTM receivable on-Commodity future	15.10	-	-	15.10
<b>Liabilities at Fair Value</b>				
i) Fair values through profit and loss				
(a) MTM payable on Foreign exchange forward contracts	-	-	-	-
(b) MTM payable on Commodity future	-	-	-	-

**Quantitative disclosures fair value measurement hierarchy as at 30 September 2022:**

Particulars	Level 1	Level 2	Level 3	Total
<b>Asset at Fair Value</b>				
i) Fair values through profit and loss				
(a) MTM receivable on Foreign exchange forward contracts	-	-	-	-
(b) MTM receivable on-Commodity future	-	-	-	-
<b>Liabilities at Fair Value</b>				
i) Fair values through profit and loss				
(a) MTM payable on Foreign exchange forward contracts	-	-	-	-
(b) MTM payable on Commodity future	4.16	-	-	4.16

There are no transfers between Level 1, Level 2 and Level 3 during the year ended Sep. 30, 2023 and Sep. 30, 2022.

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

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

**Note 35 - 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 September 30, 2023	As at September 30, 2022
Total debt	-	-
Less: cash and cash equivalents and other bank balances	1,485.33	211.85
<b>Net debt</b>	<b>(1,485.33)</b>	<b>(211.85)</b>
<b>Total Equity</b>	<b>5,444.90</b>	<b>4,369.58</b>
<b>Net debt to equity ratio</b>	<b>(0.27)</b>	<b>(0.05)</b>

**Note 36 - Commodity Contracts**

The Company uses Commodity Future Contracts to hedge against fluctuation in commodity prices. The following are outstanding future contracts entered into by the Company as at the year end.

Commodity	As at September 30, 2023		As at September 30, 2022	
	No. of Contracts	Buy/Sell	No. of Contracts	Buy/Sell
Copper	1	Buy	1	Buy
Aluminium	1	Buy	3	Buy
Aluminium	-	-	1	Sell

## C&S Electric Limited

### Notes forming part of the financial statements

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

#### Note 37 - 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 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 trade receivables from customers, cash and cash equivalents, other bank balances, loans and security deposits. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets.

Particulars	As at September 30, 2023	As at September 30, 2022
Trade receivables	2,992.28	2,294.45
Loans	3.83	1.18
Cash and Cash Equivalents	1,484.78	211.32
Bank balances other than cash and cash equivalents	0.55	0.53
Others	131.65	134.17
	<b>4,613.09</b>	<b>2,641.65</b>

##### Trade Receivables

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

Particulars	As at September 30, 2023	As at September 30, 2022
Opening Balance	644.71	699.67
Provision made during the period (refer note 29)	177.62	139.34
Written off during the period (refer note 29)	(228.36)	(194.30)
Closing Balance	<b>593.97</b>	<b>644.71</b>

The major exposure to credit risk at the reporting date is primarily from trade receivables. Credit risk on trade receivables is influenced by individual characteristics of each customer. The Company perform credit evaluation and defines credit limits for each customer. The Company also continuously reviews and monitors the same.

For trade receivables, as a practical expedient, the Company computes expected credit loss allowance based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision for ECL ranges from 0 to 99% on various debtors amount.

##### Other Financial Assets

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

The Company has furnished security deposits to its lessors for obtaining premises on lease. Further, the Company has recognised government grant recoverable in respect of export incentives. The Company does not expect any default from these parties and accordingly the risk of default is negligible or Nil.

##### (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 September 30, 2023	As at September 30, 2022
Total committed working capital limits from Banks*	155.00	435.00
Utilized working capital limit	-	-
Unutilized working capital limit	155.00	435.00

\* Working Capital means Fund based.

##### (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	Up to 1 year	Between 1 year to 5 years	Over 5 years	Total	Carrying amount
<b>As at September 30, 2023</b>					
Non-derivatives					
Lease liabilities	69.73	114.37	70.00	254.10	186.62
Trade payable	1,881.89	-	-	1,881.89	1,881.89
Other financial liabilities	343.18	-	50.89	394.07	394.07
Total non-derivatives liabilities	<b>2,294.80</b>	<b>114.37</b>	<b>120.89</b>	<b>2,530.06</b>	<b>2,462.58</b>
<b>As at September 30, 2022</b>					
Non-derivatives					
Lease liabilities	70.33	165.85	71.67	307.85	218.55
Trade payable	1,548.47	-	-	1,548.47	1,548.47
Other financial liabilities	282.38	-	43.87	326.25	326.25
Total non-derivatives liabilities	<b>1,901.18</b>	<b>165.85</b>	<b>115.54</b>	<b>2,182.57</b>	<b>2,093.27</b>

There were no breaches of the covenants associated with the borrowings as at Sep. 30, 2023 and none of the borrowings were called during the year.

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

**(ii) Security**

For some trade receivables the company may obtain security in the form of guarantees, letters of credit which can be called upon in default if the counter party under the terms of the agreement.

**(iii) Impairment of financial assets**

The company has following of financial assets that are subject to the expected credit loss model

- trade receivables for sales of inventory

While cash and cash equivalents are also subject to the impairment requirements of Ind AS 109, the identified impairment loss was immaterial

**a. Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes on foreign exchange rate. The Company transacts in several currencies and has foreign currency trade receivables and trade payables. Hence, the Company is exposed to foreign exchange risk.

The currency exposure on the Company's financial assets and financial liabilities denominated in different currencies are as follows:

Currency	As at September 30, 2023		As at September 30, 2022	
	Financial assets	Financial liabilities	Financial assets	Financial liabilities
United States Dollar (USD)	449.92	88.22	645.03	42.25
Euro (EUR)	141.94	28.01	120.35	12.66
Great Britain Pound (GBP)	31.68	6.57	15.93	10.21
Swiss Franc (CHF)	-	0.02	-	-
Australlian Dollar (AUD)	0.45	-	-	-
<b>Total</b>	<b>623.99</b>	<b>122.82</b>	<b>781.31</b>	<b>65.12</b>

The following table demonstrate the sensitivity to a reasonably possible change in major currencies like US Dollar, Euro, GBP and CHF with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including foreign currency derivatives. The Company's exposure to foreign currency changes for all other currencies is not material.

Particulars	USD sensitivity		Euro sensitivity		GBP sensitivity	
	As at September 30, 2023	As at September 30, 2022	As at September 30, 2023	As at September 30, 2022	As at September 30, 2023	As at September 30, 2022
Impact on profit or loss for the year	18.09	30.14	5.70	5.38	1.26	0.29
Impact on total equity	13.53	22.55	4.26	4.03	0.94	0.21

Particulars	USD sensitivity		Euro sensitivity		GBP sensitivity	
	As at September 30, 2023	As at September 30, 2022	As at September 30, 2023	As at September 30, 2022	As at September 30, 2023	As at September 30, 2022
Impact on profit or loss for the year	(18.09)	(30.14)	(5.70)	(5.38)	(1.26)	(0.29)
Impact on total equity	(13.53)	(22.55)	(4.26)	(4.03)	(0.94)	(0.21)

**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 till last year relates primarily to the Company's borrowings with floating interest rates but in current year the borrowing with floating interest rates were repaid and as on Sep. 30, 2023 the Company has no borrowings.

**c 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	Impact on profit before tax
	September 30, 2023	September 30, 2022
Interest rate - increase by 1% *	-	-
Interest rate - decrease by 1% *	-	-

\* Holding all other variable constant

## C&S Electric Limited

### Notes forming part of the financial statements

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

#### Note 38- Employee benefits plans

##### (a) Defined benefits plans

###### I. Gratuity Plan

Gratuity is payable to all eligible employees of the Company on superannuation, death and permanent disablement, in terms of the provisions of the Payment of Gratuity Act, 1972 or as per the Company's Scheme whichever is more beneficial. Under the act, employee who has completed five years of service is entitled to the benefit. The level of benefits provided depends on the members length of service and salary at retirement age. The Company makes contributions to the Company gratuity cum life insurance scheme of the Life Insurance Corporation of India.

###### II. Medical

This benefit plan is applicable only to certain top management employees wherein Post retirement medical benefit is paid to the retired employees and their spouse till their survival and after their death, benefits are available to the employee's spouse. It consists of 3 components, which is health insurance, Domiciliary medical allowance and Group support in case the expenses incurred are more than the health insurance coverage subject to the ceiling limit as per the grades.

###### III. Retirement Gift

This benefit plan is applicable only to certain top management employees wherein Retirement gift is paid, as a token of appreciation on separating from the company in the event of their retirement

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.

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	Gratuity	Medical	Medical	Retirement Gift	Retirement Gift
	As at September 30, 2023	As at September 30, 2022	As at September 30, 2023	As at September 30, 2022	As at September 30, 2023	As at September 30, 2022
<b>Change in benefit obligation (A)</b>						
1. Present value of obligation as at the beginning of the year	253.35	223.32	1.43	1.27	0.44	0.30
2. Current service cost	22.60	20.22	0.31	0.34	0.10	0.08
3. Interest cost	17.45	12.44	0.11	0.09	0.03	0.02
4. Actuarial (gain) / loss	-	-	-	-	-	-
4a. Effect of changes in financial assumptions	17.27	11.13	0.48	-	0.01	-
4b. Effect of experience adjustments	(1.59)	11.18	0.67	-	0.04	-
4c. Effect of demographic assumptions	(0.12)	(0.13)	-	-	-	-
5. Benefits paid	(22.06)	(24.81)	-	-	-	-
6. Acquisition (credit) / cost	-	-	-	(0.27)	-	0.03
<b>7. Present value of obligation as at the end of the year</b>	<b>286.90</b>	<b>253.35</b>	<b>3.00</b>	<b>1.43</b>	<b>0.62</b>	<b>0.43</b>
<b>Change in plan assets (B)</b>						
1. Fair value of plan assets at the beginning of the year	76.05	58.21	-	-	-	-
2. Actual return on plan assets	7.86	4.55	-	-	-	-
3. Contribution by the Company	40.00	38.10	-	-	-	-
4. Benefits paid	(22.06)	(24.81)	-	-	-	-
<b>5. Fair value of plan assets at the end of the year</b>	<b>101.85</b>	<b>76.05</b>	-	-	-	-
<b>Liability recognized in the financial statement (A-B)</b>	<b>185.05</b>	<b>177.30</b>	<b>3.00</b>	<b>1.43</b>	<b>0.62</b>	<b>0.43</b>
<b>Composition of plan assets</b>						
Other than equity, debt, property and bank account *	<b>101.85</b>	<b>76.05</b>	-	-	-	-
<b>Main actuarial assumption</b>						
Discount rate	7.10%	7.20%	7.20%	7.61%	7.20%	7.61%
Expected rate of increase in compensation levels	9.00%	8.00%	-	-	9.00%	9.00%
Expected medical cost increase rate	-	-	7.00%	0.00%	-	0.00%
Expected rate of return on plan assets	-	-	-	-	-	-
Expected average remaining working lives of employees (years)	18.23	18.55	5.00	8.00	5.00	8.00
Weighted average duration of Defined benefit obligation (years)	6.00	6.00	0.00	0.00	0.00	0.00
Mortality rates inclusive of provision for disability (100% of Indian Assured Lives Mortality (IALM) (2006-08))						
Age upto 30 years	24.00%	22.00%	10.00%	9.00%	10.00%	9.00%
From 31 -50 years	10.00%	10.00%	6.00%	6.00%	6.00%	6.00%
Above 50 years	-	-	4.00%	4.00%	4.00%	4.00%
Retirement age (years)	58	58	60-62	60-62	60	60-62

**C&S Electric Limited**
**Notes forming part of the financial statements**

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

**Maturity profile of defined benefit obligation**

Year	Gratuity	Medical	Retirement Gift
September 30, 2023	33.34	0.12	0.48
September 30, 2024	46.33	0.12	-
September 30, 2025	44.66	0.13	-
September 30, 2026	43.35	0.13	-
September 30, 2027	44.45	0.14	-
September 30, 2028 to September 30, 2032	217.22	0.79	-

\*The Major categories of Plan Assets are as follows:

Policy description	As at September 30, 2023	As at September 30, 2022
New group gratuity cash accumulation plan	60.17	76.05
HDFC Life New Group Unit Linked Plan	41.68	-
	101.85	76.05

Particulars	Gratuity	Gratuity	Medical	Medical	Retirement Gift	Retirement Gift
	As at September 30, 2023	As at September 30, 2022	As at September 30, 2023	As at September 30, 2022	As at September 30, 2023	As at September 30, 2022
<b>Cost for the period</b>						
1. Current service cost	22.60	20.22	0.31	0.34	0.10	0.08
2. Net interest cost	11.33	8.62	0.11	0.09	0.03	0.02
<b>Total amount recognised in profit or loss</b>	<b>33.93</b>	<b>28.84</b>	<b>0.42</b>	<b>0.43</b>	<b>0.13</b>	<b>0.10</b>
<b>Re-measurements recognised in Other comprehensive income</b>						
1. Actuarial gain on plan assets	(1.74)	(0.72)	-	-	-	-
2. Effect of changes in demographic assumptions	(0.12)	(0.13)	-	-	-	-
3. Effect of changes in financial assumptions	17.27	11.13	0.48	-	0.01	-
4. Effect of experience adjustments	(1.59)	11.18	0.67	-	0.04	-
<b>Total re-measurements included in Other Comprehensive Income</b>	<b>13.82</b>	<b>21.46</b>	<b>1.15</b>	<b>-</b>	<b>0.05</b>	<b>-</b>

**Sensitivity analysis of the defined benefit obligation**

The significant actuarial assumption for the determination of defined benefit obligations are discount rate, medical inflation rate and expected salary increase.

Particulars	Gratuity	Gratuity	Medical	Medical	Retirement Gift	Retirement Gift
	As at September 30, 2023	As at September 30, 2022	As at September 30, 2023	As at September 30, 2022	As at September 30, 2023	As at September 30, 2022
Present value of Obligation at the end of the year	286.90	253.35	3.00	1.43	0.62	0.43
a) Impact of the change in discount rate						
i). Impact due to increase of 0.50%	(7.58)	(6.48)	(0.21)	(0.10)	(0.01)	(0.01)
ii). Impact due to decrease of 0.50%	7.99	6.83	0.24	0.11	0.01	0.01
b) Impact of the change in salary increase						
i). Impact due to increase of 0.50%	8.47	7.32	-	-	0.01	0.01
ii). Impact due to decrease of 0.50%	(8.11)	(7.01)	-	-	(0.01)	(0.01)
c) Impact of the change in medical inflation rate						
i). Impact due to increase of 0.50%	-	-	0.20	0.08	-	-
ii). Impact due to decrease of 0.50%	-	-	(0.18)	(0.08)	-	-

**(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 September 30, 2023	For the year ended September 30, 2022
Company's contribution to provident and pension fund	66.77	72.96
Company's contribution to superannuation fund	0.60	1.15
<b>Total</b>	<b>67.37</b>	<b>74.11</b>

## C&S Electric Limited

### Notes forming part of the financial statements

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

#### Note 39 - 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.

Details of Revenue based on geographical location of customer is as below:

	For the year ended September 30, 2023	For the year ended September 30, 2022
In India	12,132.96	9,545.47
Outside India	2,637.28	2,332.69

Revenue outside india includes :

Region	Oct-Sep'2023	Oct-Sep'2022
Asia	1,286.98	1,118.04
Europe	643.20	517.08
America	404.35	298.44
Africa	280.48	361.91
others	22.27	37.22
<b>Total</b>	<b>2,637.28</b>	<b>2,332.69</b>

No single customer represents 10% or more of groups total revenue during the year ended september 30, 2023 and September 30, 2022.

#### Note 40 - Earnings per share

Particulars		For the year ended September 30, 2023	For the year ended September 30, 2022
Profit for the year attributable to equity shares	Rs. in million	1,217.98	163.17
Weighted average number of Basic and diluted equity shares outstanding	Numbers	44,268,062	44,268,062
Basic and diluted earnings per share (face value - Rs. 10 per share)	Rupees	27.51	3.69

There are no potential dilutive equity shares

#### Note 41 - 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 6.66 as specified in schedule VII of the Companies Act, 2013.

Particulars	For the year ended September 30, 2023	For the year ended September 30, 2022
a) The gross amount required to be spent by the Company during the year.	6.66	6.71
b) The amount spent during the year		
(i) Construction/Acquisition of any asset		-
(ii) On purpose other than (i) above	6.66	7.16
c) Excess at the end of the year	-	0.45
d) Total of previous years shortfall	-	-
e) Detail of related party transaction	-	NA
f) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately	NA	NA
g) Reason for shortfall	NA	NA
h) Nature of CSR Activities:	Apprenticeship Training under NAPS Scheme.	Promoting Education including Employment Enhancing Vocational Skills

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

**Note 42 - Disclosure of Various Ratios**

S.No.	Particulars	For the year ended 30 September, 2023	For the year ended 30 September, 2022	Variance	Explanation for change in the ratio by more than 25% as compared to the previous year
(i)	Current Ratio (Times) (Current assets/Current liabilities)	1.98	1.88	5.21%	Not Applicable
(ii)	Debt-Equity Ratio (Times) (Total debt/Total Equity)	-	-	0.00%	Not Applicable
(iii)	Debt service coverage ratio (Times) (Earning available for debt service/Debt Service)	22.10	5.78	282.40%	Applicable
(iv)	Return on Equity Ratio (%) (Net profit after tax/Avg. Equity)	24.82%	3.80%	553.47%	Applicable
(v)	Inventory Turnover Ratio (Times) (Cost of Goods Sold/Average Inventory)	4.11	3.64	12.99%	Not Applicable
(vi)	Trade Receivable Turnover Ratio (Times) (Net Sales/Average trade Receivable)	5.64	5.09	10.66%	Not Applicable
(vii)	Trade Payable Turnover Ratio (Times) (Purchase/Average trade payable)	5.54	4.60	20.48%	Not Applicable
(viii)	Net Working Capital Turnover Ratio (Times) (Net Sales/working capital)	4.27	5.03	-15.08%	Not Applicable
(ix)	Net Profit Ratio (%) (Net profit after tax/Net Sales)	8.18%	1.36%	502.39%	Applicable
(x)	Return on Capital Employed (%) (EBIT/Total capital employed)	30.86%	7.20%	328.28%	Applicable

**Reasons for variance are as follows**

- 1 Debt coverage ratio improved on account of repayments of borrowings and increase in net profit.
- 2 Return on equity ratio improved on account of increase in profit after tax.
- 3 Net profit ratio improved on account of increase in revenue and increase in profit after tax.
- 4 Return on Capital employed ratio improved on account of repayments of borrowings and improvement in earnings before interest & tax.

## C&S Electric Limited

### Notes forming part of the financial statements

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

#### Note 43 - Disclosures w.r.t. Revenue from Contracts with Customers under Ind AS 115

(i) Out of the total revenue recognised under Ind AS 115 during the period, Rs. 68.30 is recognised over a period of time and Rs. 14828.18 is recognised during the period ended Sep 30, 2023.

(ii) Reconciliation between revenue recognized and contract price:

Particulars	For the year ended	For the year ended
	September 30, 2023	September 30, 2022
Contract Price	15,362.87	12,369.63
Less: Reductions towards variable consideration components *	(466.37)	(347.99)
<b>Revenue</b>	<b>14,896.50</b>	<b>12,021.64</b>

\* Reduction towards variable consideration components include discounts, and Schemes and liquidated damages etc.

(iii) Remaining performance obligations: The aggregate amount of transaction price allocated to remaining performance obligations and expected conversion of the same into revenue is as follows -

Particulars	Unexecuted Order Value	Expected conversion in revenue	
		Up to 1 year	More than 1 year
Transaction price allocated to the remaining performance obligation	As at September 30, 2023	9,345.81	3,266.93
	As at September 30, 2022	7,949.98	1,113.37

(iv) 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	As at September 30, 2023	As at September 30, 2022
<b>(a) Trade receivables (refer Note 6)</b>		
Trade receivable with respect to revenue from contracts with customers		
From related parties (refer Note 33)	128.55	172.01
From others	3,457.69	2,767.15
Less: Allowance for doubtful debts	(593.97)	(644.71)
<b>Total trade receivables</b>	<b>2,992.27</b>	<b>2,294.45</b>
<b>(b) Unbilled revenue (refer Note 7(b))</b>	<b>9.54</b>	<b>25.68</b>
<b>(c) Contract liabilities (refer Note 19)</b>	<b>382.11</b>	<b>330.12</b>

#### Unbilled revenue (refer

Note 7(b))

Particulars	As at September 30, 2023	As at September 30, 2022
<b>Opening balance as on October 01, 2022</b>	25.68	9.12
Increase during the year	9.54	25.68
Billed during the year	(25.68)	(9.12)
<b>Closing balance as on September 30, 2023</b>	<b>9.54</b>	<b>25.68</b>
Analysed as :		
Current	9.54	25.68
Non-current	-	-
<b>Total</b>	<b>9.54</b>	<b>25.68</b>

#### Contract liabilities (refer

Note 20)

Particulars	As at September 30, 2023	As at September 30, 2022
<b>Opening balance as on October 01, 2022</b>	<b>330.12</b>	<b>234.38</b>
Revenue recognised during the year	(227.57)	(146.78)
Increase in customer advances during the year	271.24	234.22
Increase in unearned income during the year	8.32	8.30
<b>Closing balance as on September 30, 2023</b>	<b>382.11</b>	<b>330.12</b>
Analysed as :		
Current	382.11	330.12
Non-current	-	-
<b>Total</b>	<b>382.11</b>	<b>330.12</b>

(v) Information about geographical areas

Particular	Revenue based on location of customers		Non-Current assets	
	For the year ended September 30, 2023	For the year ended September 30, 2022	As at September 30, 2023	As at September 30, 2022
Within India	12,399.04	9,865.25	2,395.61	2,428.70
Outside India	2,637.28	2,332.69	-	-
<b>Total</b>	<b>15,036.32</b>	<b>12,197.94</b>	<b>2,395.61</b>	<b>2,428.70</b>

The Company does not receive 10% or more of its revenues from transactions with any single external customer during any reporting year.

**C&S Electric Limited**

**Notes forming part of the financial statements**

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

**Note 44 - Share-based payment transactions**

The employees of the company are eligible for the Ultimate Holding Company's share awards, i.e. Under SSA Stock Awards (SSA) at C&S Electric Limited, the Holding Company grants stock awards of the Ultimate Holding Company's shares to the Chief Executive Officer, Chief Financial Officer, and other members of senior management. The vesting period is 4 years, after which the beneficiary gets certain number of shares which is tied to the performance of the employee in case of CEO Special Allocation scheme and performance of Ultimate Holding Company in case of Performance Oriented Siemens Stock Awards.

At the end of each reporting year, the Company recognises the fair value of the liability and the expense at each reporting period at the market price of the Ultimate Holding Company's share.

**Details of liabilities arising from the share-based payment transactions are as follows:**

Particulars	As at September 30, 2023	As at September 30, 2022
Other current financial liabilities	-	-
Other non-current financial liabilities	6.19	1.70
<b>Total carrying amount of the liabilities</b>	<b>6.19</b>	<b>1.70</b>

Effect of Share-based payment transaction on the profit & loss, shown under the head Employee benefit expense is Rs. 4.48 (previous year Rs. 1.70)

**Note 45 - 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 46 -**

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.

The Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed statements with such banks, and the discrepancies noted in the statement filed as at the quarter-ends during the year with the unaudited books of account were not material.

**Note 47 - 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 period has been paid under the terms of the MSMED Act, 2006.

Particulars	As at September 30, 2023	As at September 30, 2022
The amounts remaining unpaid to micro and small suppliers as at the end of the period:		
- Principal	485.35	246.99
- Interest	44.87	45.24
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 period	0.00	0.94
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	44.86	44.30

0.00 represent figures which are round off to nearest million.

## C&S Electric Limited

### Notes forming part of the financial statements

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

#### Note 48 - Other Information:

##### (i) Details of benami property held

The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended from time to time) and the rules made thereunder.

##### (ii) Borrowing secured against current assets

The company has working capital limit from bank, which are secured by hypothecation of current assets, viz. inventories, book debts and receivables, requiring quarterly statements of current assets to be filed by the Company with banks.

##### (iii) Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

##### (iv) Relationship with struck off companies

The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

##### (v) Compliance with number of layers of companies

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017, and there are no companies beyond the specified layers.

##### (vi) Compliance with approved scheme(s) of arrangements

The company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

##### (vii) Utilisation of borrowed funds and share premium

(A) The company has not advanced or loaned or invested funds to any other person or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

(B) The company has not received any fund from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries

##### (viii) Undisclosed income

The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

##### (ix) Details of crypto currency or virtual currency

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

##### (x) Valuation of PP&E, intangible asset and investment property

The company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

##### (xi) Title deeds of immovable properties not held in name of the company

The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in note 2(b) to the financial statements, are held in the name of the company.

##### (xii) Registration of charges or satisfaction with Registrar of Companies

The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

##### (xiii) Utilisation of borrowings availed from banks and financial institutions

The Company has not obtained any borrowings from banks and financial institutions.

##### (xiv) As on Balance sheet date, there is no default in repayment of loans and interest.

(xv) The Company has not granted any loans or advances in the nature of Loans to the promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person which are repayable on demand or without specifying any terms or period of repayment.

#### Note 49 - Dividend

The Board of Directors, in its meeting held on 21 November 2023, recommended a final dividend of Rs. 20.00 per equity share on 44.27 million equity shares having face value of Rs.10 each (fully paid) for the financial year ended September 30, 2023. This payment is subject to the approval in the Annual General Meeting (AGM) of the Company and if approved, would result in the net cash outflow of approximately Rs. 885.36 million.

As per our report of even date attached

For **Price Waterhouse Chartered Accountants LLP**  
ICAI Firm registration No.: 012754N/N500016

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

**Pramit Agrawal**  
Partner  
Membership No. : 099903

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

**Siddharth Kasera**  
Director  
DIN No. 09086454

**Ranjit Singh Shangela Bisht**  
Chief Financial Officer  
PAN: AFQPB7687D

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

Place : Noida  
Date : November 21, 2023

Place : Noida  
Date : November 21, 2023

**C&S ELECTRIC LIMITED**  
**CIN: U31909DL1971PLC005672**  
**Registered Office: 210, 211& 212, 2<sup>nd</sup> Floor, Salcon Aurum Building,**  
**Plot no. 4, Jasola District Centre, New Delhi, 110025**  
**Phone: +91 11 69225600;**  
**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 53<sup>rd</sup> Annual General Meeting of the Company to be held at PHD House, 4/2, August Kranti Marg, Siri Institutional Area, Block A, Nipccd Campus, Hauz Khas, New Delhi, Delhi 110016 on Friday, 2<sup>nd</sup> February 2024, at 2.00 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.



**C&S ELECTRIC LIMITED**  
**CIN: U31909DL1971PLC005672**  
**Registered Office: 210, 211& 212, 2<sup>nd</sup> Floor, Salcon Aurum Building,**  
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**Phone: +91 11 69225600;**  
**Website: [www.cselectric.co.in](http://www.cselectric.co.in)**  
**E-mail: [info@cselectric.co.in](mailto:info@cselectric.co.in)**

### 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	210, 211& 212, 2nd Floor, Salcon Aurum Building, Plot no. 4, Jasola District Centre, New Delhi, 110025
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 53<sup>rd</sup> Annual General Meeting of the Company to be held at PHD House, 4/2, August Kranti Marg, Siri Institutional Area, Block A, Nipccd Campus, Hauz Khas, New Delhi, Delhi 110016 on **Friday, 2<sup>nd</sup> February 2024, at 2.00 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 53 <sup>rd</sup> AGM Notice dated 21 <sup>st</sup> November, 2023	No. of shares held	For	Against
<b>ORDINARY BUSINESS</b>				
1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year 2022-23 i.e., 1 <sup>st</sup> October, 2022 to 30 <sup>th</sup> September, 2023, together with the Reports of the Directors and the Auditors thereon			
2.	To declare a dividend on equity shares for the Financial Year 2022-23.			
3.	To appoint a Director in place of Mr. Sunil Mathur (DIN: 02261944), who is liable to retire by rotation and being eligible, offers himself for re-appointment.			
<b>SPECIAL BUSINESS</b>				
4.	Re-appointment of Mr. Prakash Kumar Chandraker (DIN: 05150366) as Managing Director and Chief Executive Officer of the Company and payment of revised remuneration to him.			
5.	Appointment of Mr. Shyamak Ramyar Tata (DIN: 07297729) as an Independent Director of Company			
6.	Payment of remuneration to Messrs Sanjay Gupta & Associates, Cost Accountants (Firm Registration No. 000212), the Cost Auditors of the Company for FY 1st October, 2023 to 30th September, 2024.			

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

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

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

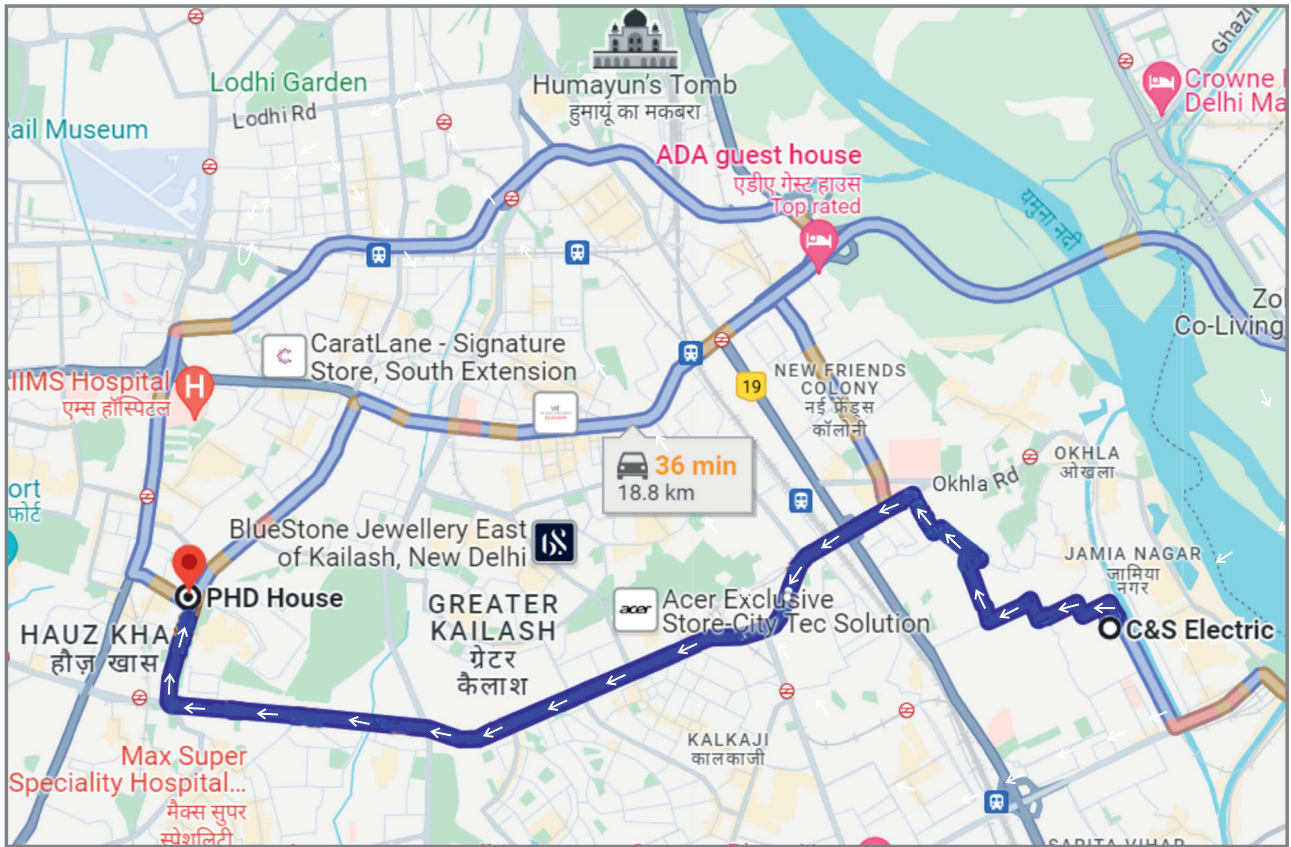
Affix  
Revenue  
Stamp

**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 53<sup>rd</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 53<sup>rd</sup> AGM.



# ANNUAL REPORT

October 2022-September 2023

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

**REGISTERED OFFICE:**

210, 211 & 212, Second Floor, 'Salcon Aurum' Building  
Plot No. 4, Jasola District Centre, New Delhi - 110 025 (INDIA)  
Tel: +91 11 6922 5600