



DRIVING  
**SAFETY**  
THROUGH  
**INNOVATION**

Advanced  
Braking  
Systems



Aluminium  
Lightweighting  
Precision Solutions



Safety  
Control  
Cables



ASK AUTOMOTIVE LIMITED

**ANNUAL REPORT 2023-24**

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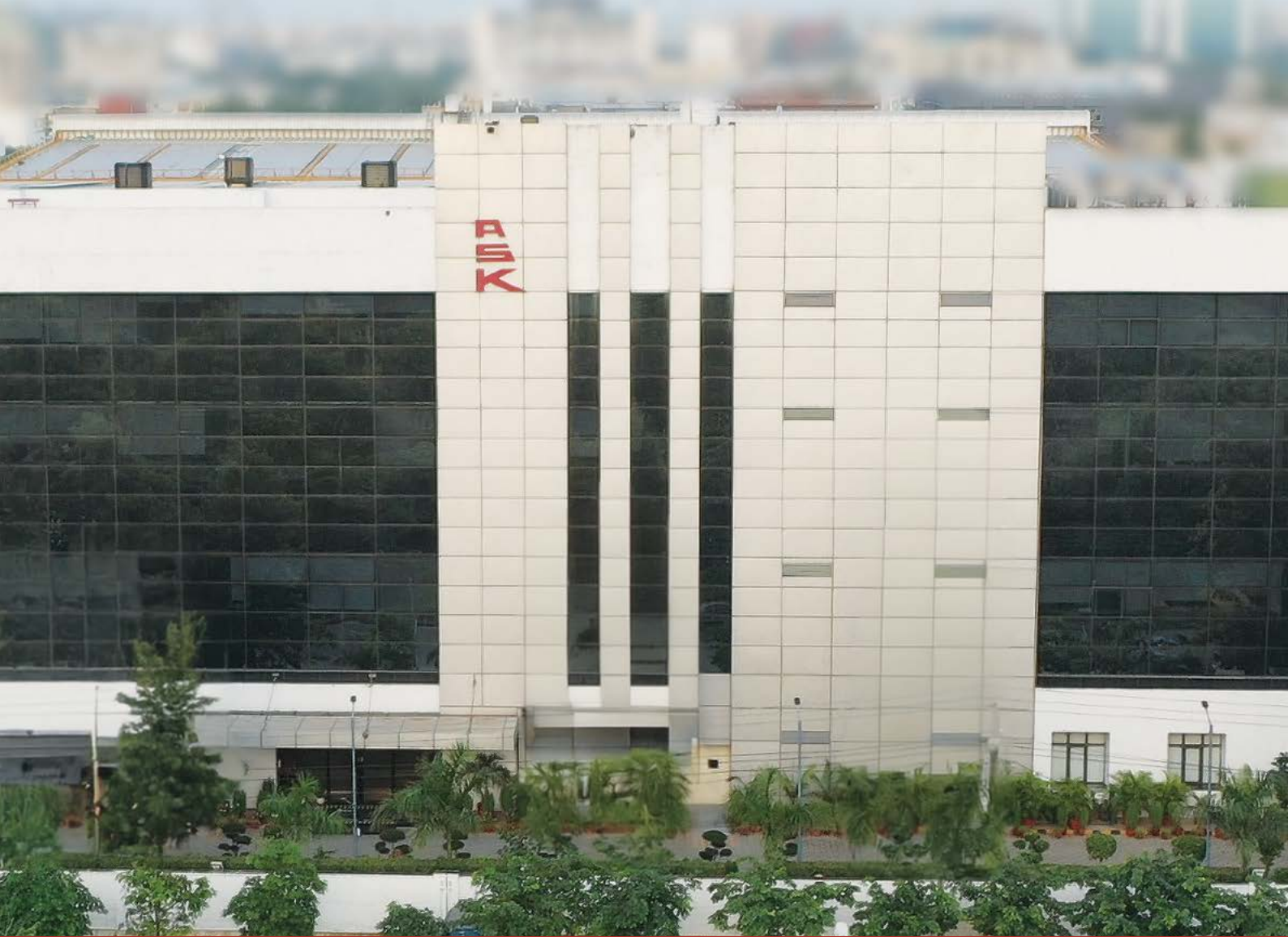
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### Notice



Scan the QR code to know more about the Company



# Driving Safety Through Innovation

Ever since inception, our business is driven by technology and know-how of friction and precision engineering. We focus on design and R&D-driven innovation with rich experience in developing customized products to address the evolving requirements of our customers.

At ASK Automotive, our commitment to excellence and motto of Safety First have always encouraged us to foster a world where safety is the utmost priority. Guided by our core values, we strive to deliver the best safety solutions for our valued consumers each time. Our ability to cater to the aspirations of our esteemed customers have enabled us to nurture long-standing relationships with Indian and global OEM players. On the strong foundation of our market leadership and brand recall, we have crafted our future growth strategies. Our roadmap for growth comprises strengthening our position in the growing market for Electric Vehicles (EV) in India; and at the same time leverage export opportunities by foraying into new markets. Diversification of our product offerings, enhancing focus on design, R&D and engineering capabilities and expanding Independent After Market (IAM) are other priority areas for us. Our post-IPO maiden Annual Report for the financial year 2023-24 articulates our initiatives and commitment to create sustainable value for our customers, investors, employees, community members and all other stakeholders.



## Introducing ASK Automotive

# Engineering safer mobility with innovation

Powered by more than three decades of experience, we have fortified our position as a market leader in providing Advanced Braking Systems (ABS) for the Two - Wheeler automotive sector in India. We have crafted a proven track record in supplying critical safety systems and complex precision engineering solutions tailored for the Original Equipment Manufacturer (OEM), Original Equipment Spares (OES) and Independent Aftermarket (IAM) segment.

We have always prioritized innovation to craft tailored solutions that meet our customers' evolving requirements. Technology and innovation plays an important role in the development of our safety systems and critical engineering solutions. Our high-quality products are powertrain agnostic and are leveraged by Four World Class Technical Collaborations and a Global Partnership in the form of Joint Venture.

Our proficient in-house engineering capabilities, Design Centre and Tool room facility ensure the development of high-precision components and capture opportunities in lightweighting and thermal management in Aluminium Lightweighting Precision Solutions (ALPS) business segment. As a critical safety product manufacturer, we are amongst the reputed manufacturers of Safety Control Cables such as front brake, rear brake, speedometer, and clutch cable assemblies.

Our state-of-the-art strategically located manufacturing facilities are situated in close proximity to our OEM Customers. We continue to expand our production capacities to meet upcoming demands of our customers. We have recently set up our largest mega manufacturing facility to cater to the rising demand of our customers. We enjoy long-standing relationships with marquee Indian and Global OEMs ranging



from 17 to 31 years by serving them highest quality products with on time deliveries at competitive price.

Looking ahead, we are focusing to strengthen our position in the growing EV sector in India, leveraging export opportunities, diversifying product offerings in ABS and ALPS Segments and expanding market in Passenger Vehicle & Commercial Vehicle segment.

With a clear focus on renewable energy, we are setting up a Mega Solar Power Plant of 9.9MWp in Sirsa, Haryana for companies' captive consumption.

Contributing towards the socio-economic growth of the society, we have set up a philanthropic arm AHSAAS Trust which is working in the area of Education, Skill Development, Women Safety, Healthcare, Green Initiatives, Rural and welfare development.

We have deep and strong distribution network of 400+ dealers in India to cater to the demand of customers in the Independent Aftermarket.

## Consolidated Key Highlights

### Consolidated Highlights

**₹ 3,00,495** Lakhs

Total Income

**₹ 31,102** Lakhs

EBITDA

**₹ 17,377** Lakhs

PAT

### Operational Highlights

**7000+**

Workforce

**100+**

R&D and Engineering talent pool

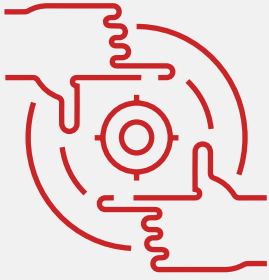
**52**

Proprietary formulations



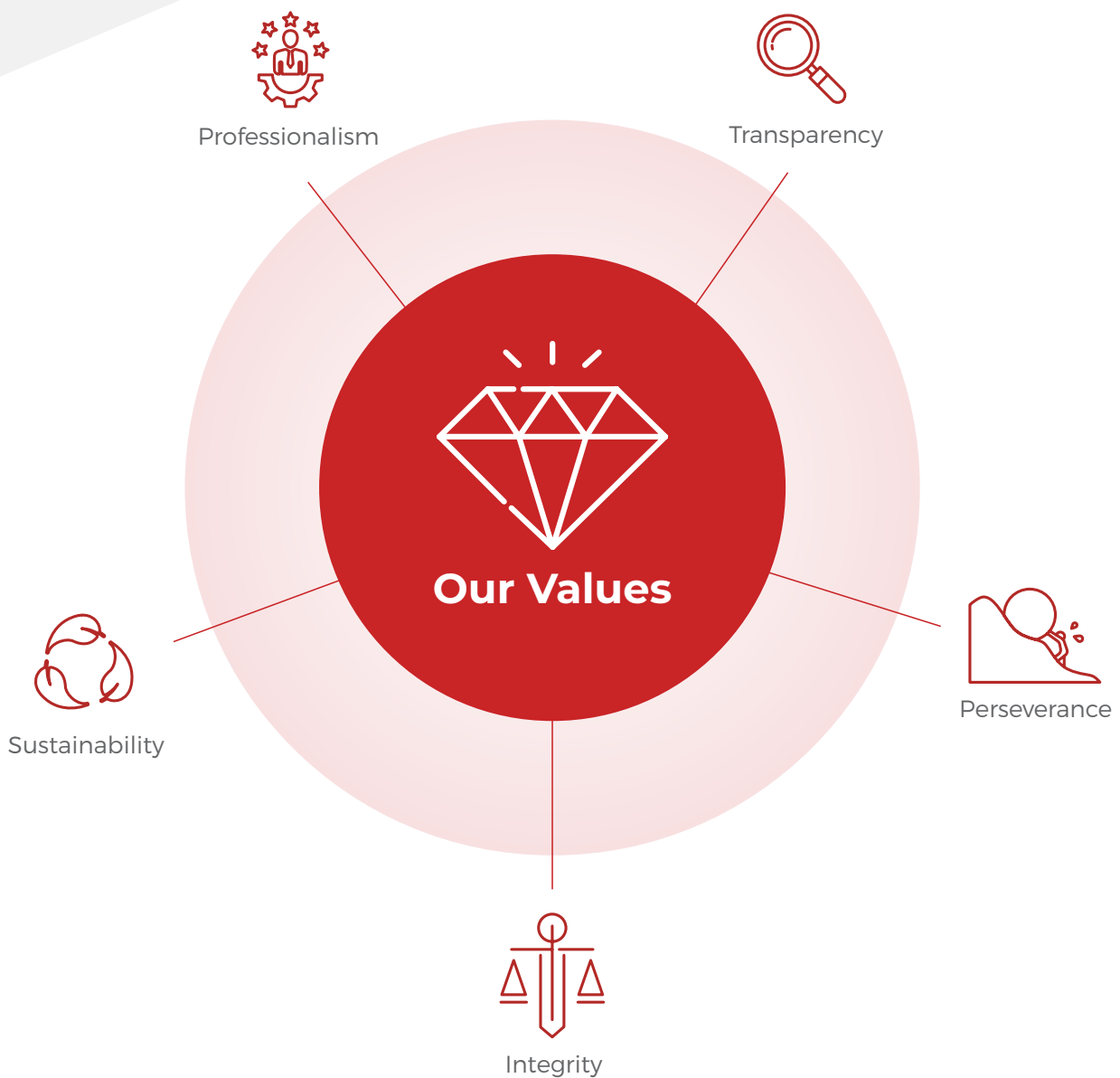
## Our Mission

Ensuring customer delight with a strong focus on Safety, Quality, Cost competitiveness, Timely Delivery and Latest Technology.



## Our Vision

To become a global market leader in all systems and solutions provided by ASK Automotive through Quality and Innovation.





15<sup>th</sup> November 2023

## Noteworthy years that shaped our progress

- Commenced manufacturing activities at our manufacturing facility, ASK-1 situated in Gurugram, Haryana, India
- Entered into the OEM market with 2W Brake Shoes as a safety product

1989

Entered into a Technical Collaboration with a prestigious manufacturer & supplier of Non-asbestos Brake Shoes to the world's leading 2W manufacturers from Japan

2001

Commenced State of the Art In House Tool Room

2006

Commenced State of the Art In House Design Centre

2007

- Entered into a Technical Collaboration with HSH Safety Control Cable Ind. Co. Ltd., Taiwan, a Safety Control Cable manufacturer serving automobile OEMs globally
- Entered into a Technical Collaboration with NUCAP, Canada, a global player in patented retention systems (mechanical bonding) for disc brake pads in the two-wheeler, passenger vehicle and commercial vehicle sectors

2016

- Entered into a Technical Collaboration with LIOHO, TAIWAN, a leading player in HPDC Alloy Wheel
- Entered a joint venture with AISIN Asia (Thailand) Company Limited, Thailand and AISIN Automotive Haryana Private Limited, India, for marketing and selling in Independent After Market ("IAM") parts for passenger cars products through a joint venture company, which is yet to be incorporated.

2024

- Commenced Mega Manufacturing facility at Karoli, Rajasthan
- Listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE) in India.

2023

Entered into a joint venture with Fras-Le S.A., Brazil, for manufacturing and selling of Brake Pads and Brake Lining for Commercial Vehicles, through a joint venture company ASK FRAS-LE FRICTIONS PRIVATE LIMITED

2017



## Technical Collaborations



### NUCAP, Canada

A Patented Retention Systems - Mechanical Bonding Disc Brake Pads for 2W, PV and CV

### Japanese Manufacturer

A prestigious manufacturer & supplier of Non-asbestos Brake Shoes to the world's leading 2W manufacturers

2001

2016

2016

2024



### LIOHO, TAIWAN

A Leading Player in manufacturer of automotive system components and metal parts including HPDC Alloy Wheel signed in Feb'24



### HSH Safety Control Cable Ind. Co. Ltd.

Leading manufacturer of high-quality safety control cables and with more than six decades of experience in global markets

## Joint Ventures



### FRAS-LE, Brazil

A Randon group company, Fras-le is a global leader in brake linings and pads for commercial vehicles, supplying to global OEMs

2024

2018

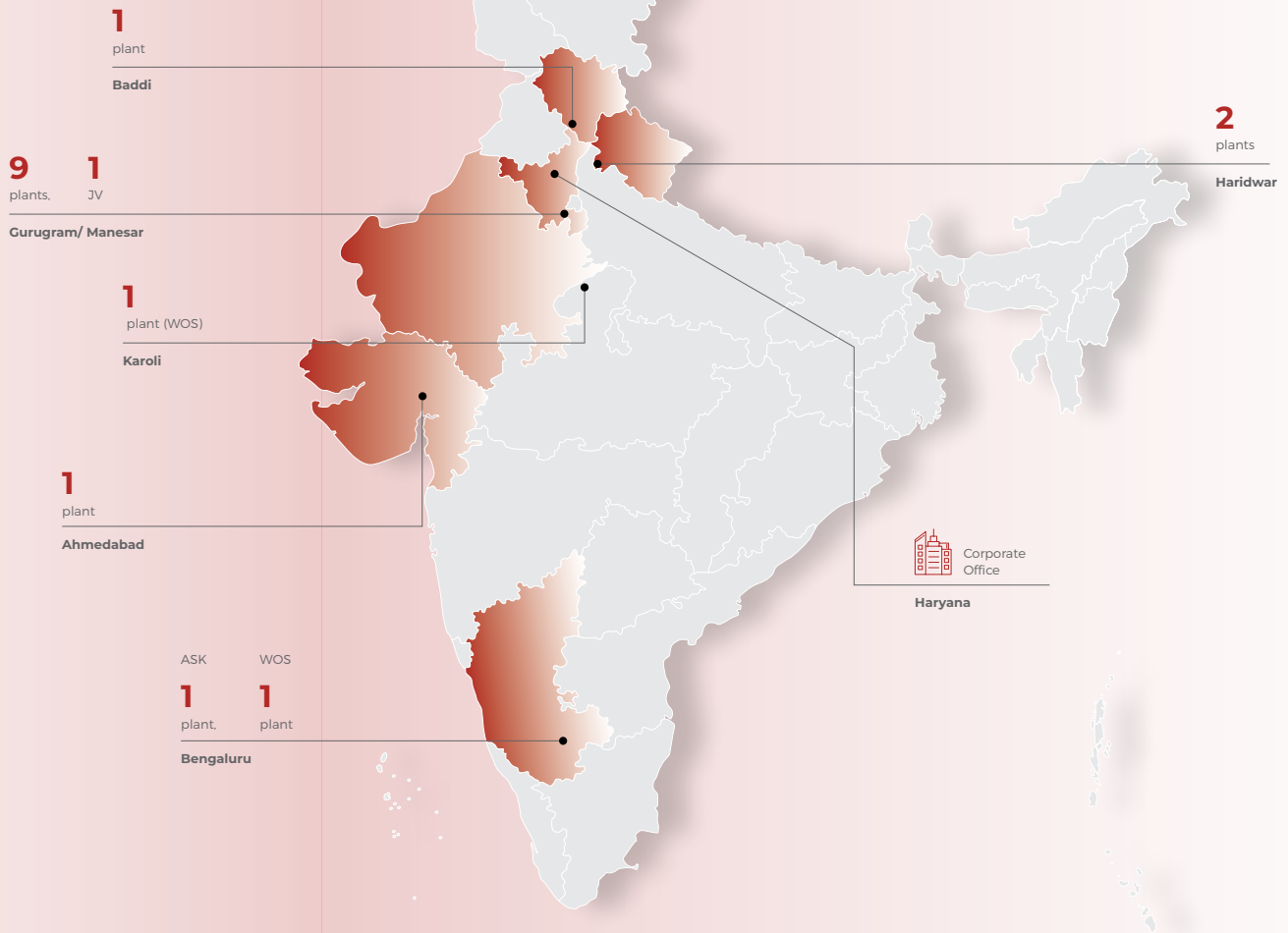


### AISIN, Japan\*

AISIN Group Companies, a leading Japanese OE Auto Components supplier, is among the Top 10 global Tier One automotive suppliers of Passenger Car products

\*Signed strategic JV agreement with AISIN Group in April 2024.

## Growing our footprint across India



Exporting to

**12+**

Countries

**17**

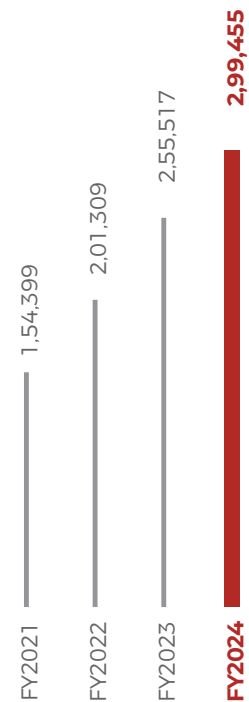
Advanced manufacturing facilities

*\*1 new plant (18th) under development in Karnataka*

## Consolidated Financial highlights

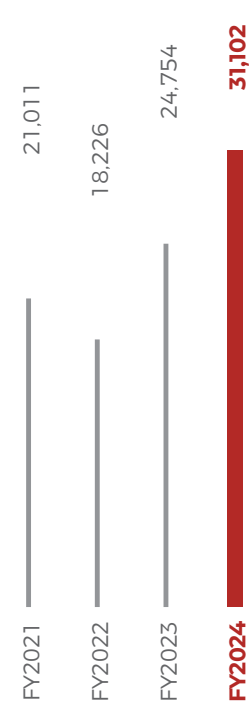
### Revenue from Operations

Amount (₹ in Lakhs)



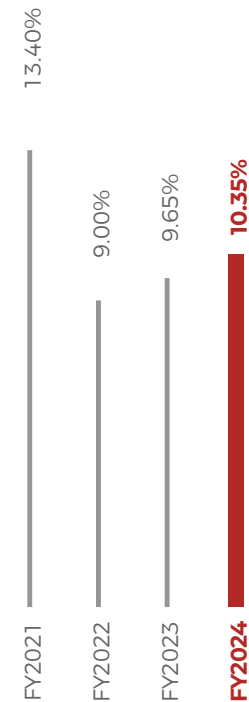
### EBITDA

Amount (₹ in Lakhs)



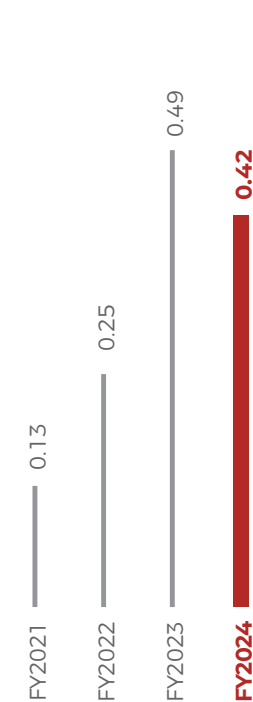
### EBITDA Margin

Value (in %)



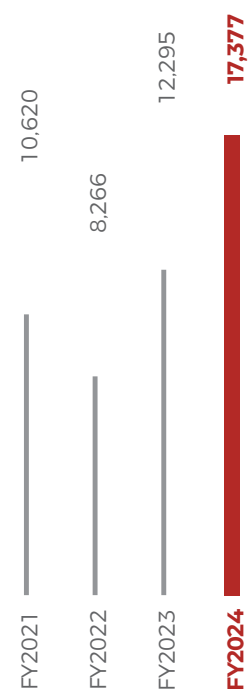
### Debt to Equity Ratio

Value



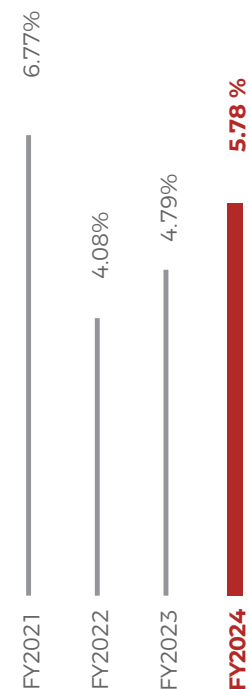
### PAT

Amount (₹ in Lakhs)



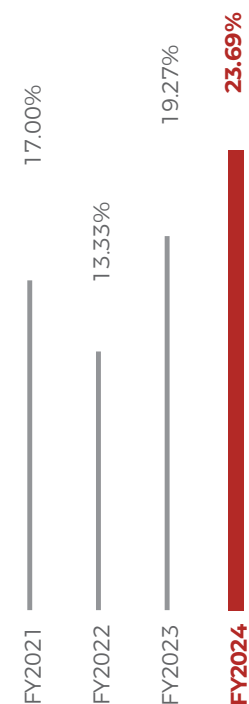
### PAT Margin

Value (in %)



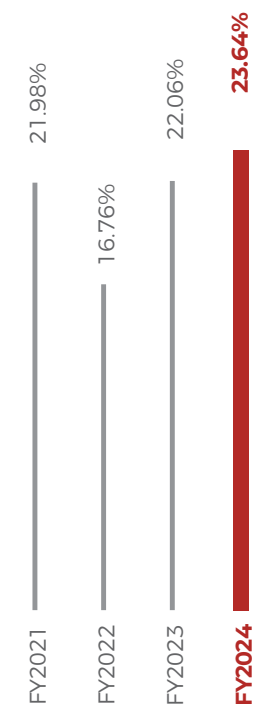
### RoAE

Value (in %)



### RoACE

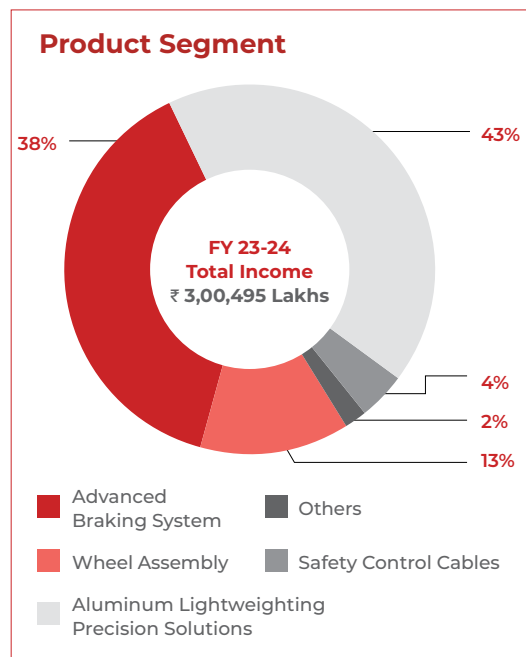
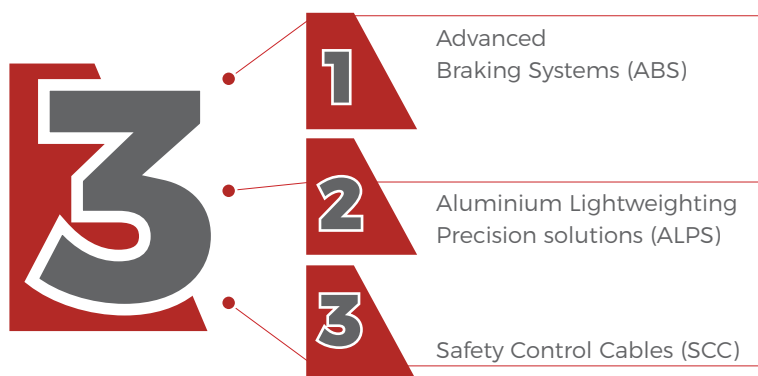
Value (in %)



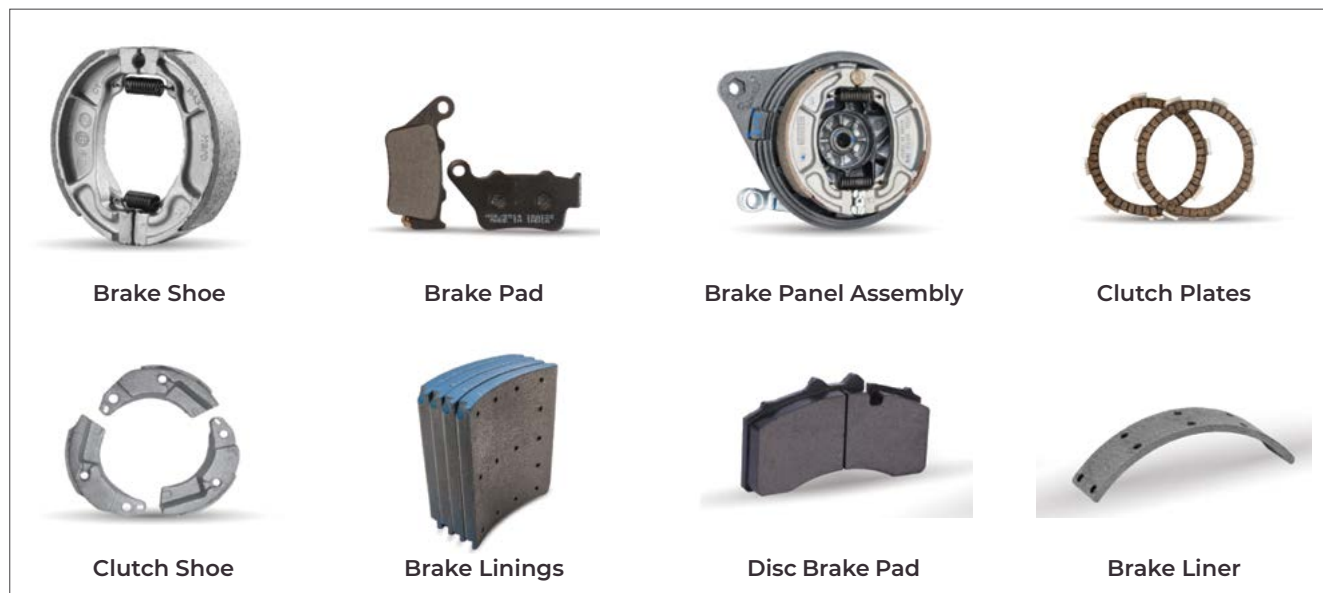


## Driving safety with diverse and extensive portfolio

We at ASK Automotive, specialize in manufacturing and supplying of



### Advanced Braking (AB) Systems Offerings



### Advanced Braking (AB) Systems

We are the Largest Manufacturer of 2W Advanced Braking Systems, commanding an approximate 50% share of the Indian two-wheeler market for Advanced Braking Systems including, brake shoes, disc brake pads and brake panel assemblies crucial for vehicle safety and performance. Our superior quality engineered products designed to give safe braking while ensuring low noise and reduced vibrations. Our design also prevents excessive heating to give safe, reliable and high-performance braking. Based on continuous R&D efforts, innovative improvements, and rigorous testing, Advanced Braking Systems by ASK leads the market in technological innovations resulting in being the Partner of Choice for OEMs, OES and Aftermarket customers.

**Brake Shoe**

Brake shoes are frictional surfaces used in the drum brake system. Brake shoes carry frictional material (brake lining) bonded to a curved and crescent-shaped metal and sits inside the brake drum. Brake shoes are forced against the inner surface of brake drum to generate friction which reduces the speed of the vehicle.

**Brake Pad**

Brake pads are frictional surfaces used in the disc brake system. Brake pads are made of frictional material (brake lining) bonded to a metal backing plate. The brake pads are forced against the disc rotor to generate the friction needed to stop the vehicle. Disc brake pads sit within the brake calipers affixed to the wheel hub.

**Brake Panel Assembly**

The brake panel assembly is an assembly of duly machined and painted aluminium casted panels, brake shoes and bought-out parts (including the arm, lever, spring). The panel casting is manufactured on high pressure die casting machines using aluminium alloy as the main input.

**₹ 1,13,656 Lakhs**

Revenue from AB Systems

**7%**

YoY growth in AB Systems

**52 Proprietary Formulations**

## Aluminium Lightweighting Precision Solutions (ALPS) Offerings

### 2 WHEELERS

● Body/ Chassis Parts



Crank Case

● Engine Part



Engine Cover

● Electrical/ Electronics



Cylinder Block

● Transmission Parts



Pillion Grip

### 4 WHEELERS PV

● Supplies through Tier 1 customers

● Developed and indigenized thin-walled ECU

● Thermal management is critical for ECU, MCU and Human-machine interface



ECU Body



ECU Housing



Throttle Body



Filter Housing

## EXPORT

- Power tool, ATV, Outdoor equipments
- Supplied to 12 countries in FY24
- Dedicated export desk



Base Adapter



Demolition Hammer



Hub



Ignition Cover

## 2 WHEELERS EV

- Light weighting
- Thermal Management
- Thermal Management
- Digital Panel Housing



Geared Pulley



Battery pack  
Housing



Electric motor  
Housing



HU Base

## Aluminium Lightweighting Precision Solutions (ALPS)

As a leading manufacturer of safety systems and critical engineering solutions, we specialize in die casting, critical machining, paint shop, and critical assemblies for both automotive and non-automotive applications. Our focus on lightweight and heat management drives innovation, with aluminum-based precision solutions playing a pivotal role.

We offer end-to-end services, from design optimization to delivery, backed by virtual simulations and engineering excellence. Lightweighting has become vital for vehicle performance providing fuel efficiency, particularly in the E Mobility sector. Leveraging aluminum's properties as being 40% lighter than ferrous alloys and having high thermal conductivity, we provide solutions for improved performance and safety, especially

in battery electric vehicles (BEVs). Our ALP solutions cater to various industries, including BEVs, internal combustion engine vehicles, and non-automotive sectors like power tools and outdoor equipment.

## EV Segment

Innovation in the electric vehicle (EV) sector is particularly promising in the areas of lightweight materials and thermal management. Aluminium content is higher in EV by 30% to 50% due to lightweight and thermal conductivity. Our product solutions are not limited to any particular EV model; rather, we concentrate on providing lightweighting and thermal management capabilities to meet a variety of EV needs. With a strong pipeline of new products designed specifically for EV Original Equipment Manufacturers (OEMs), we are well-positioned to benefit

from the rising growth trajectory of the rapidly expanding EV sector.

**₹ 1,27,905 Lakhs**

Revenue from ALPS

**29%**

YoY growth in ALPS

**₹ 12,044 Lakhs**

Revenue from 2W EV segment

**133%**

YoY growth in EV segment



## Safety Control Cables (SCC) Offerings



Front Brake  
Cable Assembly



Rear Brake  
Cable Assembly



Throttle  
Cables



Speedometer  
Cable



Clutch Cable  
Assembly

**₹ 12,089 Lakhs**

Revenue from SCC

**36%**

YoY growth in SCC

### Safety Control Cables (SCC)

We are one of the leading manufacturers of Safety Control Cables with state of the art inhouse R&D and testing facility. We have a technical collaboration with HSH Safety Control Cables Ind. Co. Ltd Taiwan serving domestic automobile OEMs and OES in Domestic & International aftermarket. Our range encompasses various control cables such as front and rear brake cables, throttle cables and speedometer cables, seat lock, fuel lid, temperature controller & choke cables catering to 2Ws OEMs. With single piece line flow system and robust process, we ensure best quality parts to the customer.



## Chairman's message



**Kuldip Singh Rathee**  
Chairman & MD



As a technology-driven business with advanced engineering capabilities, offering future-ready mobility solutions and flexibility to customers for innovative designs, we are well-positioned for long-term growth across domestic and international markets.

### Dear Shareholder,

On behalf of the Board of Directors and the entire leadership team of ASK, I convey my heartfelt gratitude to all our investors and stakeholders for placing their trust in our business, vision, strategies and execution capabilities.

Our inaugural annual performance report for the financial year 2023-24 following a successful IPO, contains a detailed account of our financial and operational performance on the backdrop of the evolving dynamics of our sector.

For over three decades, we have crafted a reliable and proven track record in supplying critical safety systems and complex precision

solutions. We are the largest manufacturer of Advanced Braking System products for two wheelers in India with approximately 50% market share across Original Equipment Manufacturer (OEM), Original Equipment Spares (OES) and Independent Aftermarket (IAM) channel.

We have significantly diversified our product offerings under Advanced Braking Systems, Aluminium Light Weighting Precision Solutions, and Safety Control Cables business segments backed by strong technological Support from our Four Technical Collaborations and One Joint Venture with leading Global Commercial Vehicle Component Supplier.

In the Aluminium Lightweighting Precision Solutions segment, our comprehensive In-house Design Centre, a Tool room facility and robust engineering capabilities have prominently positioned us to capture opportunities in the light weighting and thermal management space with increasing adoption of EVs in India.

We are also leveraging best-in-class technology received with our technical collaboration from Taiwan to produce and sell Safety Control Cables to 2W OEMs and to Independent Aftermarket customers through our deep distribution network of 400+ dealers who are instrumental in penetrating in markets for all our products across India

We have cultivated long-standing relationships ranging from 17-31 years with our major customers who are esteemed Indian and global OEM players. This exemplifies our dedication in delivering value to all our customers.

During the financial year 2023-24, We delivered robust performance and recorded an impressive growth in revenue, margins and earnings. This was the result of our concentrated focus on expanding value-added businesses, improving on the cost efficiencies, and driving towards operational excellence.

In FY24, we outperformed 2w industry growth and delivered YoY growth of 17% in Revenue, 26% in EBITDA and 41% in PAT. Our Total Consolidated Income for the year stood at ₹ 3,00,495 Lakhs with EBITDA at ₹ 31,108 Lakhs and PAT at ₹ 17,377 Lakhs. I am delighted to share that we have achieved double-digit EBITDA margins at 10.4% in FY24 as compared to 9.6% last year. We are confident to sustain this and target to increase these margin levels further. As a result, we have delivered strong returns in FY24 with ROACE at 23.64% and ROAE at 23.69%. Our Earning Per Share (EPS) also increased from ₹ 6.2 in FY23 to ₹ 8.8 in FY24. We have improved our debt profile with Debt to Equity reducing to the level of 0.42 against 0.49 last year.

All product segments of our business performed well. We have sustained market leadership position in the Advanced Braking Systems with revenue growth of 7% in FY24. The

Aluminium Light Weighting Precision Solutions revenue recorded impressive growth of 29% and Safety Control Cable grew by 36% in FY24 on YoY basis. In line with our growth strategy, we have strengthened our position in the EV segment and recorded revenue of ₹ 12,044 Lakhs with 133% YoY growth. We have also significantly expanded our export business and delivered revenue of ₹ 14,664 Lakhs in FY24 with 58% YoY growth. We have also made a turnaround in our CV business operated under Joint Venture ASK FRAS-LE FRICTIONS PRIVATE LIMITED. Our share of profit in JV improved from losses of (₹ 589 Lakhs) in FY23 to profit of ₹ 1,650 Lakhs in FY24.

We continue to focus on expanding our production capacities to cater to the growing demand from our valued customers. In this regard, we have commissioned our state of the art mega manufacturing facility with an investment of approximately ₹ 38,000 Lakhs up to March 31, 2024 in Karoli, Rajasthan.

Additionally, our Board of Directors has approved an investment of ₹ 20,000 Lakhs for setting up of our 18th Plant in Bengaluru, Karnataka under our wholly owned subsidiary, ASK Automobiles Private Limited. This will be our third manufacturing facility in Karnataka and will allow us to cater more effectively to the increasing demand of our southern customers. We are confident that these investments will not only strengthen our operational capacities, but also position us for continued growth in the coming years.

With light weighting and thermal management being the focus area of domestic and global OEMs, ASK is aggressively looking to utilize its aluminium casting expertise to expand business footprints, both in India and globally. The newly added capacities in Karoli, Rajasthan and an upcoming new facility in Southern India, Karnataka will help us scale up the growth.

Further, to grow our business with diverse product portfolio, we have ventured into a new strategic partnership for HPDC Alloy Wheels for Two-Wheeler with Technical Assistance from LIOHO Machine Works Ltd, Taiwan. Currently, the alloy wheels are produced in India using Gravity Die Casting technology. We will have the early mover



I am delighted to share that considering our robust performance in FY24, the Board has recommended dividend of 50% i.e. ₹ 1.0 per equity share of face value of ₹ 2.0 each.

advantage to produce the Alloy Wheels using HPDC technology if this gets accepted and established with 2W OEMs in India. This new technology is being tested with a leading 2W company LIOHO Machine Works Limited, Taiwan, who is already using this technology successfully overseas.

Also, In April 2024, we have signed a strategic Joint Venture agreement with AISIN Group (ranked amongst the Top 10 Global Tier One Automotive Suppliers) to market and sell auto components in Independent Aftermarkets for Passenger Car Products. We are working on the formation of the JV company with 51% ASK stake. In the PV segment, AISIN has a wide range of product basket, and this will complement us, as ASK has well established network of 400+ dealers in Independent aftermarket and capability to benefit from the increasing penetration in India.

Our Company is acting responsibly in business and dedicatedly working towards sustainability with an aim to make significant contribution to the society and the environment. We are progressing well towards building a more sustainable future by undertaking initiatives to lower carbon emissions, reducing wastage and usage of renewal energy. We are making significant investments in our quest towards transition to renewable energy.

Employee wellbeing and safety of our workforce is also one of our top priorities. We firmly believe that providing a safe working environment and nurturing a diverse and inclusive workplace is essential for employee satisfaction and improved productivity of our employees, who continuously

strive for excellence. By fostering such an environment, we cultivate a workplace and organizational culture that are poised for sustainable growth and achievement.

In addition, as a contribution towards socio economic growth of the society, our philanthropic arm AHSAAS continues to work on the ground level to support Education, Health Care, Women Safety, Nurturing the Skill development and Sports Talent in our country.

Further, to promote Ethical Conduct and Corporate responsibility, the Company has put in place sound governance policies & practices ensuring transparency and adherence to the regulations.

Our commitment to institutionalize these practices in future will enable us to continue to conduct business responsibly, sustainably and efficiently.

As a part of our ESG Initiative and transition towards renewable energy, a Solar Power Plant of 9.9MWp is being set up in Sirsa, Haryana for our captive consumption.

Lastly, as a technology-driven business with advanced capabilities, we are well-positioned to offer future-ready mobility product offerings and solutions to our customers, which will enable long-term growth prospects for ASK in domestic and international market.

I am extremely confident that our recent partnerships with global players and capacity expansion plans will immensely contribute and support growth of our company in future.

We are and will remain committed to keep contributing towards the value creation of all our Stakeholders.

**Kuldip Singh Rathee**

Chairman & Managing Director



## Operational Excellence at every step

We have attained leadership position on the strength of our operational excellence, procurement efficiency and technological innovation, driving forward our commitment to quality.

With a strategic focus on optimizing operations, we implement preventive maintenance, cycle time reduction, and automation to minimize downtime and enhance productivity. Through meticulous procurement practices, including supplier research and audits supported by applications like IoT and SAP.

### Driving Efficiency through Digital Transformation

With a strong emphasis on digitization, automation and cloud migration, our objective is to optimize operations and boost efficiency throughout our business processes. We employ a centralized database management system (DBMS) for managing employee data and financial transactions with the help of integrated applications like SAP, HROne etc. This system not only streamlines operations but also enhances security by enabling access through LAN or secure VPN tunnels.

### Technological innovation

We have developed One-Stop Solutions from Design-2-Delivery and integrated infrastructure supporting customers to meet challenging product launch timelines through, Concurrent Engineering, Virtual Process Simulation, Design for manufacturing, Casting process migration etc. supported by latest softwares and design tools.

To handle high-volume components efficiently, we have made significant investments in a number of systems, which we have integrated with our machines. These technologies allow for the horizontal deployment of additional components, which demonstrates our dedication to cutting-edge manufacturing techniques.

### Strategic Sourcing Approach

ASK practices Long Term relationships approach with their suppliers based on mutual trust. We ensure efficient and transparent procurement processes to maintain Zero defect suppliers while maintaining compliance with legal and ethical standards. We ensure consistent quality by conducting thorough supplier audits and evaluations. We utilize MRP planning for better Inventory management & just-in-time delivery.



## Bolstering our marketing prowess

Our marketing philosophy revolves around sustaining growth with existing customers, while expanding our global reach in sectors such as e-Mobility, Automatic Transmissions, Passenger Vehicle segment, ATV, Lawn mowers Commercial Vehicles and Power Tools.

Additionally, we aim to explore niche markets for our Aluminium light-weighting precision solutions. Our goals include significantly increasing our export share, aligning with both short-term activities and long-term strategic objectives.

Impact on Company's Performance due to marketing initiatives

# 17%

YoY growth in topline against 10.3% 2W vehicle production in India (as per SIAM Reports)

### Enhancing our brand recall

To strengthen our visibility in the market, we participated in the Exhibitions like I Auto Connect & Euroguss in Germany.

To leverage digital marketing we optimize our official website and social media pages.

### Focused quality management

At our manufacturing facilities, we have a culture of producing quality product. Further we are dedicated to upholding the stringent requirements of the IATF 16949:2016 international standards for automotive quality management. Our production process is meticulously designed to integrate comprehensive quality checks and audits at every stage. These measures ensure that our products consistently meet or exceed industry expectations, thereby delivering excellence in every aspect of our operations.



### Strategies for maintaining key customers

We prioritize personalized account management, regular performance reviews, and proactive improvements to maintain strong relationships with our key customers. The Awards and accolades conferred on us by our customers is a testament to our success in meeting customer expectations.

We enhance customer experience by always stepping up our innovative capabilities, delivering exceptional customer service and maintaining transparent communication. Our proactive problem-solving and customized solutions play a crucial role in ensuring customer loyalty and gaining market share.

### Our key growth strategies



**Electrification – EV:** Strengthen position in the growing EV sector in India



**Focus on Export:** Leverage export opportunities and enter new markets



**Diversify Product Offerings:** Diversify product offering in AB systems and ALP solutions and expand market in PV and CV segment



**Independent After Market:** Expand IAM channel network and increase focus on IAM sales



**Focus on design, R&D, Engg capabilities:** Develop innovative systems and solutions and have strong pipeline of products

## Accelerating our well-oiled innovation engine

### Research and Development

At ASK Automotive, our commitment to innovation drives our technological advancements. With advanced capabilities, we offer future-ready mobility solutions and flexibility for innovative designs, customized to meet market demands. Our R&D portfolio includes 52 proprietary formulations and best-in-class facilities for

in-house tool designing, design simulation and prototyping.

Our engineering-led approach integrates operations across the product cycle, offering end-to-end design solutions. Leveraging computer-aided design tools, we optimize design capabilities for higher operational efficiency. Striving for short lead times, we support customers in meeting

challenging product launch timelines through efficient development processes, emphasizing quality and on-time deliveries. Competency in design and engineering is reinforced by virtual simulation, high-end CAD tools, advanced tool manufacturing infrastructure, and rigorous testing, earning us recognition through various awards for quality and delivery performance.

### R&D Infrastructure

Our R&D infrastructure comprises cutting-edge equipment and tools to support our development endeavors:



#### Dynamometers

Simulates vehicle running condition and highlights friction parts value, stopping distance, noise and life of various friction components.



#### Compressibility Testing

To ensure the durability and performance of our products.



#### Data Logger

For capturing and analyzing real-time data during testing and validation processes.



#### Chase Machine

For simulating real-world conditions and evaluating product performance under stress.





## Performing collectively as a team

At ASK Automotive, our HR initiatives aim to optimize employee performance, engagement and retention while aligning with organizational goals. From performance management to comprehensive training programmes, we prioritize employee development and well-being. Our values of integrity and professionalism shape our inclusive work culture, fostering a unified workforce committed to success.

### Employee engagement

We believe in nurturing a vibrant workplace culture through various engagement activities. From training sessions to health camps and sports events, we create opportunities for camaraderie and teamwork. By valuing our employees' well-being and recognizing their efforts, we encourage a motivated workforce dedicated to achieving shared success.



### Employee training and development

We prioritize employee growth through comprehensive training and development programs. Catering to individual needs, our initiatives enhance skills and promote career progression. From technical workshops to leadership seminars, we provide diverse learning opportunities. By investing in our employees' professional development, we ensure they have the tools and knowledge to excel in their roles and contribute effectively to the Company's success.

**500 +** Hrs

Training hours

### Diversity and inclusivity in workplace

Diversity and inclusivity are core values that shape our workplace culture. We embrace differences in backgrounds, experiences and perspectives, creating an environment where every individual feels valued and respected. Our equal opportunity policies ensure fairness in recruitment, growth opportunities and promotion. We enrich our workforce, drive innovation and cultivate a supportive community where everyone can grow.

### Transparency and communication in the working environment

Transparency and effective communication are central to our philosophy, facilitated by our innovative HROne applications. This platform provides seamless access to all our policies and resources, ensuring that information is readily available to every employee. Regular updates, feedback channels, and interactive features empower our team members to stay informed and engaged. By leveraging technology to enhance transparency, we cultivate a culture of trust, collaboration, and shared understanding across the organization.

## Driving sustainability beyond standard practices

At ASK Automotive, our commitment to Corporate Social Responsibility (CSR) extends beyond mere obligation; it is a core value ingrained in our operations. Through impactful initiatives in education, sports, community welfare and environmental sustainability, we strive to make a meaningful difference in society.

### Transition towards renewable energy

With a clear focus on renewable energy, we have taken significant steps towards sustainability. By substituting diesel with PNG (Piped Natural Gas) in our melting furnaces and paint oven, we are reducing our carbon footprint by using rooftop solar plant. Additionally, we are in the process of establishing a 9.9 MWp Solar Power Plant for our own consumption, investing approximately ₹ 4800 lakhs. This initiative showcases our commitment to renewable energy and is set to commence operations shortly.

**7.28** Mwh

Solar usage



### Green initiatives

We have developed a 5-acre green belt and walkway in Sector-1, IMT Manesar, benefiting residents. Additionally, we've reduced our carbon footprint by shifting to PNG fuel, installed rooftop solar panels, and achieved zero landfill of hazardous waste.

**51%**

of treated water being consumed

**Zero**

landfill of hazardous waste





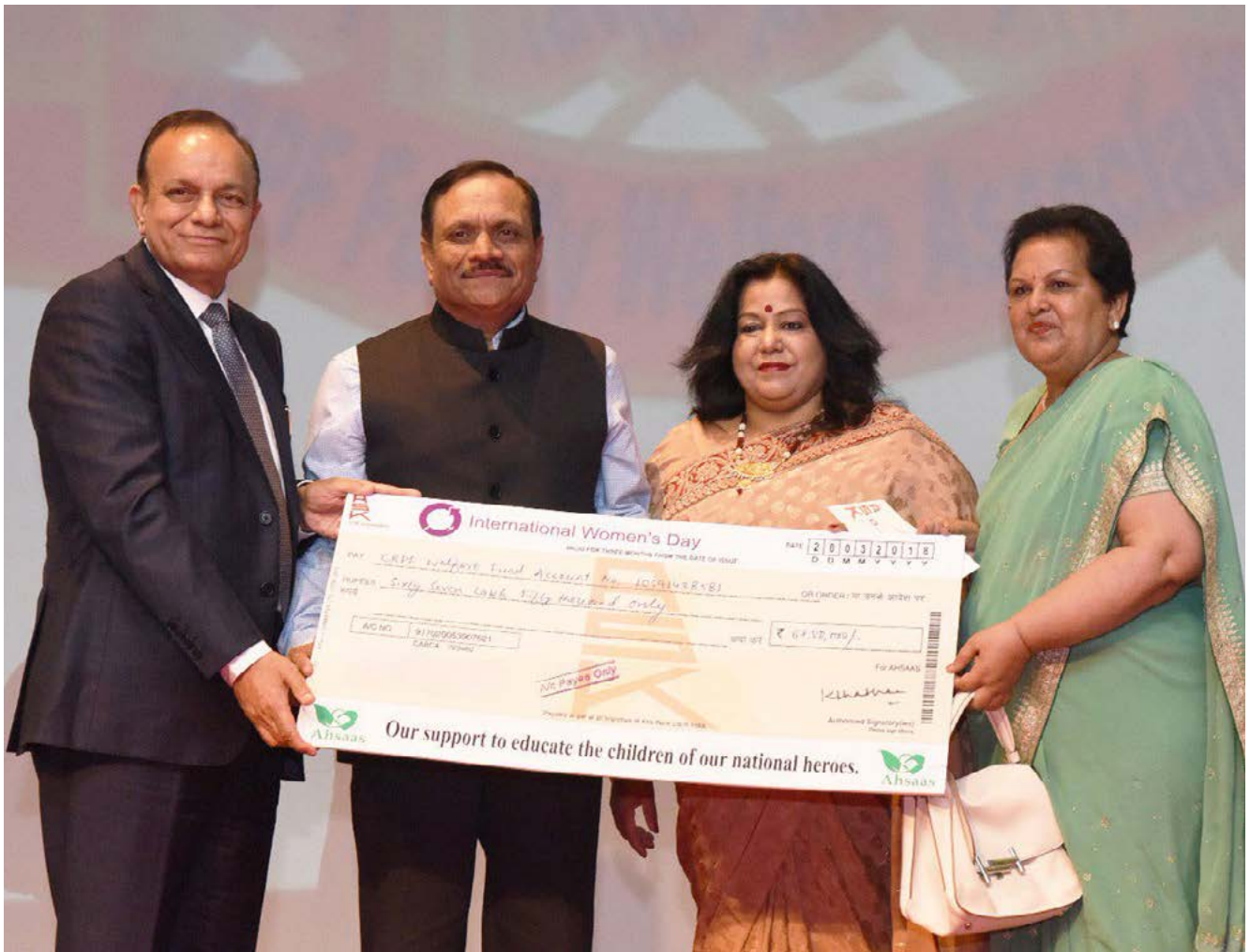
## AHSAAS Trust

We are channelling our efforts towards building a brighter future that benefits all. AHSAAS, the philanthropic Trust of ASK Automotive, was established by our Chairman & Managing Director, Mr. Kuldip Singh Rathee, and his wife, Mrs. Vijay Rathee, who serves as the Non-Executive Director. Our goal is to make meaningful contributions to the socio-economic development in the regions where we operate.

Our initiatives include promoting healthcare, education, environmental sustainability, skill enhancement, and sports. For instance, we have provided educational scholarships to the needy children, maintaining green belts, offered vocational trainings, sponsored sports talents, installation of water filtration plants and provided ventilators during covid period.

We are establishing a Vocational Training Centre under the Skill India Program to enhance skills and provide employment opportunities in rural areas.

## A contribution of ₹ 75 Lakhs to the CRPF Welfare Association for the families of Veterans.





## EHS practices

We believe in Safety First and Quality Must Culture, therefore our Safety Practices are prioritize accordingly in every sphere of the work we do. It is inclusive of preventive Tools for Safety like – Daily Gemba Round, Safety Awareness Sessions, Kiken yochi (Hazard Prediction) Trainings, Horizontal Deployment of Corrective Actions, Periodic Evacuation Drills and most importantly time to time CMD's Message / interactive sessions to put continuous focus on Safety Culture Building by each & every employee. Environmental Impact monitoring, online water analysis and theme-based activities are part of the process. Our achievements include ISO Certifications, Recognition from Labor Departments and Lowest Lost Time Injuries (LTI) Awards.

Through our CARE framework, we ensure a commitment to Environment, Health, and Safety (EHS) by providing safe working conditions, adopting EHS-friendly practices, reducing risks and promoting worker consultation / participation.

We prioritize EHS practices, including daily safety training, impact monitoring , online water analysis, and theme-based activities. Our achievements include ISO certifications, recognition from labor departments, and lowest LTI awards.

We monitor work zones, treat effluent water before discharge, conduct water effluent testing, and monitor ambient air quality to ensure minimal impact on nearby communities.



**ISO  
9001:2015**

**ISO  
14001-2015**

**ISO  
45001-2018**

**IATF  
16969: 2016**

## Certified

**₹ 279.53 Lakhs**

CSR Expenditure\*

*Including expenditure incurred on Ongoing Project (from the amount allocated in previous years) and other than ongoing projects*

## Visionary guidance provided by Board of Directors



**Mr. Kuldip Singh Rathee**  
Chairman & MD

He holds a Bachelor's degree in Arts (Economics Honours) from St. Stephens' College, University of Delhi, Delhi. He has previously served in the Central Reserve Police Force where he was directly recruited for the post of deputy superintendent of police in 1974 and served till 1978.

He has also previously been enlisted as a contractor in Class I (B&R) with the Directorate General of Works, Central Public Works Department, Government of India. He has more than 35 years of experience in the manufacturing sector.



**Mr. Prashant Rathee**  
Whole-Time Director

He holds a Bachelor's Degree in Commerce from University of Delhi, Delhi. He was previously a director on the board of A.A. Autotech Private Limited from 2008 till it merged with the Company, where he gained experience in the manufacturing sector. He has more than 24 years of experience in the manufacturing sector.



**Mr. Aman Rathee**  
Whole-Time Director

He holds a Bachelor's degree in Science (Engineering) and a Master's Degree in Business Administration from Purdue University, Hammond, Indiana, United States of America ("USA") and holds a certification in mergers and acquisitions from Harvard Business School, Boston, Massachusetts (USA). He was previously a director on the board of A.A. Autotech Private Limited from 2012 till it merged with the Company, where he gained experience in the manufacturing sector. He has more than 22 years of experience in the manufacturing sector.



**Mr. Rajesh Kataria**  
Whole-Time Director

He holds a Bachelor's degree in Business Administration from Chaudhary Charan Singh University Meerut, Uttar Pradesh and has also completed a master's course in Business Administration (Human Resources) from the Eastern Institute for Integrated Learning in Management University, Jorethang, Sikkim. He has more than 20 years of experience in human resource management. He is currently responsible for Operations management of the Company.



**Mrs. Vijay Rathee**  
Non-Executive Director

She holds a Bachelor's Degree in Science from Guru Nanak University, Amritsar, Punjab and a Master's Degree in Science (Zoology) from Birendra Narayan Chakravarty University, Kurukshetra, Haryana. She was previously associated as an officer with Punjab & Sind Bank. She has 17 years of experience in the banking sector and more than 28 years of experience in manufacturing sector.



**Mr. Arun Duggal**  
Independent Director

He holds a Bachelor's Degree in Technology (Mechanical Engineering) from IIT, Delhi and a postgraduate diploma in Business Administration from IIM, Ahmedabad. He is currently the Non-Executive Chairman of ICRA (A Subsidiary of Moody's USA) and also on the Board of ITC Limited and Dr. Lal Path Labs Limited.

He was previously associated with Bank of America for 26 years, mostly in New York, San Francisco, Hong Kong and Japan and retired as country Chief Executive, India. He is the Founder of 'Arun Duggal Centre of Excellence for Research in Climate Change and Air Pollution' and Co-Founder of Yardi School of Artificial Intelligence (ScAI), at IIT Delhi. He is also the Founder of Centre of ESG Research Centre (CESGR) at IIM, Ahmedabad. He was also the Co-Chairman of Indian Institute of Technology Endowment Fund. He is also the Trustee of Chennai Mathematical Institute (CMI). CMI is a Centre of Excellence for Teaching and Research in Mathematical sciences. He is also the Founder of Women on Corporate Boards program in India.



**Mrs. Deepti Sehgal**  
Independent Director

Mrs. Sehgal holds a Bachelor's Degree in Commerce from Shri Ram College of Commerce, University of Delhi, New Delhi, and a postgraduate diploma in Business Administration from IIM, Ahmedabad. She has experience in the consultancy sector. She was previously associated with Infogain Corporation and Infogain India Private Limited as a Vice President, Deloitte Touche Tohmatsu India LLP as a Director in the consulting department, GE Capital International Services as an Assistant Vice President and IBM India Private Limited as an industry consultant.



**Mr. Kumaresh Chandra Misra**  
**Independent Director**

Mr. Misra holds a Bachelor's Degree in Arts (Economic Honours) from University of Delhi, New Delhi, a Bachelor's Degree in Law from Chaudhary Charan Singh University, Meerut, Uttar Pradesh, a postgraduate diploma in Business Administration from IIM, Ahmedabad and a Master's Degree in Arts (Political Economy) from Boston University, Boston, Massachusetts (USA). He is a retired Indian Administrative Service officer of 1977 batch and has served in the Government of India as Joint Secretary in the Ministry of Chemicals and Fertilizers and as Director in the Prime Minister's Office. He has also worked as Principal Secretary, Department of Energy and Additional Finance Commissioner in the Government of Bihar. As part of his global assignments he has served in the United Nations - Nairobi, OPCW (Organization for the Prohibition of Chemical Weapons), The Hague, UNIDO (United Nations Industrial Development Organization) - Vienna and taught at Boston University, Boston. He is currently a Director in the northern region office of the Indian Chemical Council.



**Mr. Yogesh Kapur**  
**Independent Director**

Mr. Kapur holds a Bachelor's Degree in Commerce (Honours) from University of Delhi, New Delhi, and is a Fellow of the Institute of Chartered Accountants of India. Mr. Kapur is currently Independent Director of Greenlam Industries Limited, Rico Auto Industries Limited. He is also on the Board of HDFC Education and Development Services Private Limited, Arka Fincap Limited and Greenlam Limited amongst others. He has experience in investment banking and was previously associated with Axis Capital Limited and was also the Managing Director at Enam Securities Private Limited ('Enam'). Prior to Enam, he worked with HSBC for more than 3 years. He was also associated with Housing Development Finance Corporation Limited for 8 years from 1983 to 1991.



**Mr. Vinay Kumar Piparsania**  
**Independent Director**

Mr. Piparsania holds a Bachelor's Degree in Technology (Mechanical Engineering) from Indian Institute of Technology, Delhi, and a Master's Degree in Business Administration from Tulane University, New Orleans, Louisiana (USA), and has completed an Executive Program in "Building a Global Enterprise - India" from Harvard Business School, Boston, Massachusetts (USA). He has experience in the global automotive sector. He was previously associated with Ford Motor Private Limited, Ford India Private Limited, BMW Oman (Al Jenaibi International Automobiles LLC), Hero Corporate Service Private Limited, TVS Automobile Solutions Private Limited as President, and IIT Delhi Endowment Management Foundation as the Chief Executive Officer, and is currently the Principal at MillenStrat Advisory & Research.



## Corporate information

### Board of Directors

#### Chairman & Managing Director

Mr. Kuldip Singh Rathee

#### Non-Executive Non-Independent Director

Mrs. Vijay Rathee

#### Executive Directors

Mr. Prashant Rathee

Mr. Aman Rathee

Mr. Rajesh Kataria

#### Independent Directors

Mr. Arun Duggal

Mrs. Deepti Sehgal

Mr. Kumaresh Chandra Misra

Mr. Vinay Kumar Piparsania

Mr. Yogesh Kapur

### Audit Committee

#### Chairperson

Mr. Arun Duggal

#### Members

Mr. Vinay Kumar Piparsania

Mr. Yogesh Kapur

Mrs. Deepti Sehgal

Mr. Aman Rathee

### Nomination & Remuneration Committee

#### Chairperson

Mr. Kumaresh Chandra Misra

#### Members

Mr. Arun Duggal

Mr. Yogesh Kapur

### Corporate Social Responsibility Committee

#### Chairperson

Mrs. Deepti Sehgal

#### Members

Mr. Kumaresh Chandra Misra

Mrs. Vijay Rathee

Mr. Rajesh Kataria

### Stakeholders Relationship Committee

#### Chairperson

Mr. Kumaresh Chandra Misra

#### Members

Mr. Arun Duggal

Mr. Prashant Rathee

Mr. Aman Rathee

### Risk Management Committee

#### Chairperson

Mr. Yogesh Kapur

#### Members

Mr. Vinay Kumar Piparsania

Mr. Kumaresh Chandra Misra

Mr. Prashant Rathee

Mr. Aman Rathee

### Chief Financial Officer

Mr. Naresh Kumar

### Vice President - Legal, Company Secretary & Compliance Officer

Ms. Rajani Sharma

### Statutory Auditors

Walker Chandio & Co. LLP,  
Chartered Accountants

### Secretarial Auditors

Vinod Kumar & Co.,  
Practicing Company Secretaries

### Internal Auditors

Aneja Assurance Private Limited

### Cost Auditors

Kashyap Kumar & Associates,  
Cost Accountants

### Bankers

HDFC Bank Limited

Kotak Mahindra Bank Limited

Axis Bank Limited

Citi Bank N.A.

ICICI Bank Limited

### Registered Office

Flat No. 104, 929/1,

Naiwala, Faiz Road, Karol

Bagh, New Delhi- 110005

CIN: L34300DL1988PLC030342

Website: [www.askbrake.com](http://www.askbrake.com)

Email: [compliance@askbrake.com](mailto:compliance@askbrake.com)

### Corporate Office

Plot No. - 13-14, Sec-5, IMT Manesar,  
Gurgaon, Haryana-122050

### Registrar and Share Transfer Agent

Link Intime India Private Limited

C-101, 247 Park, L.B.S. Marg,

Vikhroli (West) Mumbai -400083

Phone-022-49186000,

Email: - [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

### Subsidiary Company

ASK Automobiles Private Limited

### Joint Venture Company

ASK Fras-Le Friction Private Limited

# Management Discussion and Analysis



## A. INDUSTRY STRUCTURE AND DEVELOPMENT

### Global Economy

In CY 2023, the global economy achieved a steady growth rate of 3.3%. This demonstrates the resilience of the economy amid varying geopolitical headwinds, including supply chain disruptions, the Russia-Ukraine conflict, crisis in the Middle East, elevated inflationary pressures and synchronized tightening of monetary policies.

The global economy is anticipated to sustain its growth momentum at 3.2% in CY2024 and 3.3% CY2025. As inflation eases more rapidly than anticipated across most regions, central banks are expected to ease monetary policy, leading to a rebound in economic growth. This will further provide a more favorable environment for investment and development.

### Indian Economy

In FY 2024, India emerged as the fifth-largest economy in the world, with a GDP of USD 3.7 trillion. By end of decade, it is expected to become the third-largest economy, reaching a GDP of USD 5 trillion.

The Reserve Bank of India (RBI) projects GDP growth at 7.0% and inflation at 4.5% for FY 2024-2025.

The combination of strong domestic demand, increasing investments, government's focus on Make in India and substantial budget allocation for capex totalling Rs 11.11 Lakhs Crores in FY 2024, is expected to bolster the economic growth of the country. This is expected to steer India towards becoming the third largest economy.

With a forex reserve exceeding USD 600 billion, India's currency stability is robust, which is facilitating international trade and attracting foreign investments to the country.

Considering the macroeconomic outlook, the prospects of the Indian economy remain optimistic and poised for consistent growth in the coming years. While prioritizing economic expansion, the Government is also focused on maintaining fiscal prudence by limiting the fiscal deficit to 5.6% of GDP in FY 2024 and gradually reducing it to 4.5% of GDP in FY 2026. Buoyant tax collections will provide the Government with the necessary cushion for capex.

Source: RBI, Annual budget FY23-24, Revised government estimates

## Industry Overview

### Global Automotive Industry

In CY 2023, global car sales witnessed a strong rebound after remaining stable in CY 2022, growing by almost 10% and surpassing 75 million units as supply chain challenges eased.

Additionally, several other factors have fueled the expansion of the industry, including technological advancements and changing end-user preferences.

Consequently, the automotive sector is undergoing rapid transformation to meet dynamic market

needs, with original equipment manufacturers (OEMs) and EV solution providers prioritizing the adoption of new trends to remain competitive.

EU: Car sales in Europe increased by 18.6% in CY 2023.

America: Despite high inflation and rising interest rates, the volume of car sales in North America remained consistent in CY 2023, with the region experiencing 15% growth. Passenger car sales in the South American region totalled over 2.8 million units in CY 2023, remaining stable compared to 2022, with growth being primarily driven by Brazil.

Asia: Japanese car sales surged by 15.8% in CY 2023. South Korea experienced a more modest growth of 5.2% following the government's termination of tax relief support in June 2023.

China maintained its position as the world's largest automobile seller, with 30.09 million units sold in CY 2023. This number includes overseas shipments, which grew 58% to 4.91 million units. The Chinese market represents nearly 31% of global car sales.

In FY 2024, Indian passenger car sales reached a record level of about 4.9 million units, registering a growth rate of 7.4%.

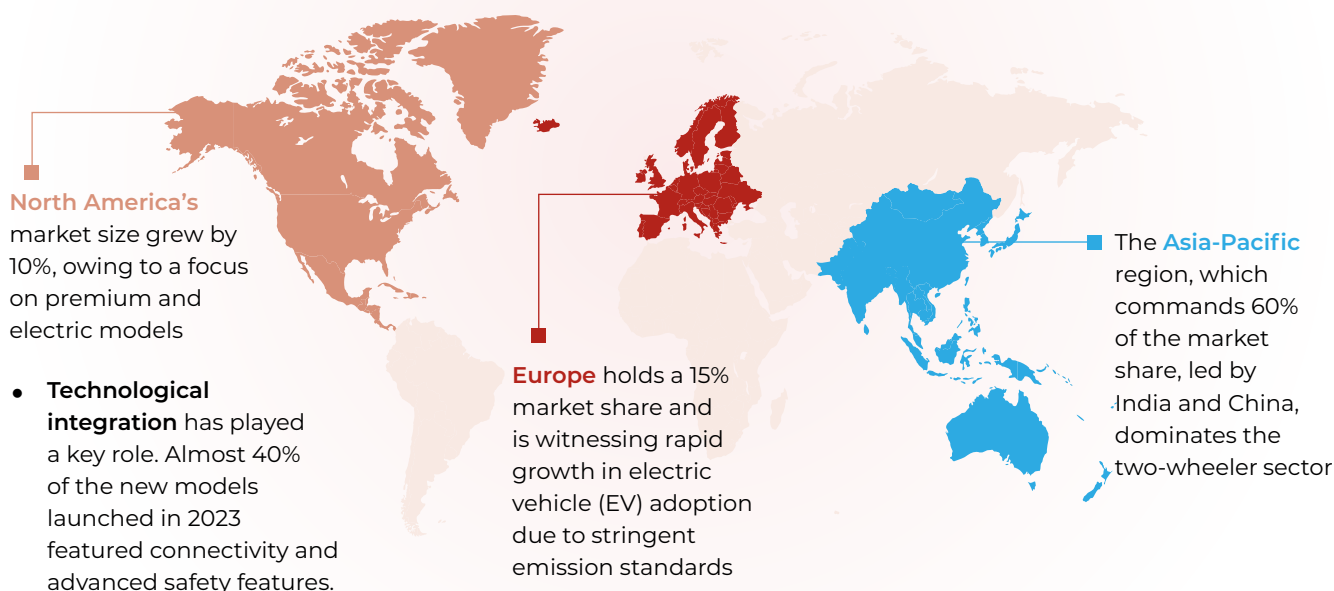
Source: ACEA Report March 2024 (European Automobile Manufacturers' Association) and SIAM release March 2024

## Global Two-Wheeler Market

The global two-wheeler market is projected to grow at a Compound Annual Growth Rate (CAGR) of 7.2% during the forecast period of 2024 to 2032.

### Market Highlights

- Sales of electric models surged by 30%, capturing 15% of the market share



### India Automotive Industry

The automobile industry is one of the primary drivers of the Indian economy, accounting for 35% of the manufacturing GDP and 6% of the Indian GDP. India is the world's largest producer of 3W, the second-largest producer of two-wheelers (2W) and the third-largest producer of passenger automobiles. The country has recorded a steady increase in its production of automobiles over the past years.



#### Two-wheelers:

Leading the sales volume with 21.43 million units in FY 2024, the market for two-wheelers exhibited a growth of 9.8%. It is projected to exceed 23 million units in FY 2025, with an estimated growth rate of 9%. Further, it is likely to surpass the pre-COVID high of 24 million units



#### Passenger vehicles (PVs):

PV sales recorded a growth of about 7.4% at 4.89 million units in FY 2024. Rapid urbanisation, rising disposable incomes, better road infrastructure and increasing customer aspirations have propelled the growth of PVs in India. The share of SUVs has been growing and is expected to continue in the coming years



#### Three-wheelers:

India is one of the biggest markets for three-wheelers among all the Asian countries. The three-wheeler industry recorded sales of 0.99 million units in FY 2024, recording a growth of 16.1%



#### Commercial vehicles (CVs):

CV sales were recorded at 1.03 million units in FY 2024, down by 0.71%.

Source: SIAM release Mar 24

### Aluminium Based Component

Demand for Aluminium-based components has surged over the last few years, given the increasing demand for light-weighting and thermal management, especially now that global OEMs are seeking to meet stringent emission targets.

The low density of Aluminium is a crucial factor in the auto industry, contributing to weight reduction and fuel efficiency, environmental sustainability, performance enhancements, design flexibility and safety improvements in vehicles. More importantly, Aluminium reduces maintenance requirements while also making sure that the products are durable with an improved lifespan.

The Company's strong presence in the Aluminium Lightweighting and Precision Solutions (ALPS) segment positions it as a key beneficiary of this trend. With plans to scale its operations globally, the Company is poised to capitalise on the growing demand for ALPS solutions worldwide.





## B. OPPORTUNITIES AND THREATS



### OPPORTUNITIES

- Further strengthening its position in the EV sector
- Leveraging export opportunities to the European Union (EU) and North America (NA)
- Offering diversified products in both Passenger and Commercial vehicle segments.
- Expanding the independent Aftermarket Channel network
- Developing innovative systems and solutions with a strong pipeline of products.



### Threats

- Highly competitive sector, potentially leading to margin pressures
- Economic uncertainty due to ongoing geopolitical conflicts.

## C. OUTLOOK

### Management Outlook

Having over three decades of experience, ASK Automotive is a leading market player in **Advanced Braking Systems** for 2W with 52 proprietary formulations tailored for the Original Equipment Manufacturer (OEM), Original Equipment Supplier (OES) and Independent aftermarket.

In the **Aluminium Lightweighting Precision Solutions** segment, ASK Automotive has a comprehensive Design Centre, a Tool room facility and robust engineering capabilities, which have prominently positioned it to capture opportunities in the light weighting and thermal management space. The Company is currently focused on capitalising on the growing adoption of EVs in India by prioritising Lightweighting and Thermal management to reduce carbon emissions.

In the **Safety Control** Cable segment, by leveraging best-in-class technologies and an already well-established network of 400+ dealers in India, the Company has achieved a growth rate of over 30% in the OEM and aftermarket.

The ASK philosophy to foster enduring collaborations and partnerships has enabled the Company to maintain strong relationships with OEM customers, some of which have spanned nearly three decades.

Moreover, the Company is expanding its product lines and foraying into new markets, such as the High Pressure Die-Casted Two-Wheeler Alloy Wheels sector, through a strategic partnership with Taiwan's LIOHO Machine Works Ltd. Further, a new joint venture with the AISIN Group (one of the top ten global Tier One automotive suppliers) aims to strengthen the marketing and sales of Passenger Car Products in the Independent Aftermarket in both domestic and international markets.

Having delivered strong growth in the above segments, the Company is now expanding its reach to overseas markets. It aims to seize export opportunities by introducing high-quality products to automotive and non-automotive customers in the US and Europe markets.

To cater to future demand, the Company is strengthening its production capacities and capabilities and has established its 18th manufacturing facility in Karnataka to serve southern customers in India.

The Company, the largest manufacturer of two-wheeler Advanced Braking Systems in India, is poised to significantly boost its top-line and bottom-line growth in the coming years following the successful implementation of these plans. Backed by its strengths, including Powertrain Agnostic product offerings, four world-class Technical Collaborations, two Joint Ventures, proprietary material formulations, in-house Engineering, Design Centre and Tool room, as well as long-standing customer relationships and an established Aftermarket, the Company is poised to create significant value for its stakeholders.



## D. DISCUSSION ON FINANCIAL PERFORMANCE WITH REFERENCE TO OPERATIONAL PERFORMANCE

### Financial Performance

Key highlights of the Company's performance on a consolidated basis are provided below-

Total Income grew by 17% and amounted

**₹ 3,00,495 Lakhs**

EBITDA for the year stood

**₹ 31,102 Lakhs**

PAT for the year

**₹ 17,377 Lakhs**

Earnings Per Share for the year

**₹ 8.8**

## E. THE DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

### Financial Ratio Analysis - Consolidated Basis

Particulars	Unit	FY 23-24	FY 22-23	% Change
Debtors Turnover	Times	14.11	12.42	14%
Inventory Turnover	Times	12.37	12.82	(4%)
Interest Coverage Ratio*	Times	8.47	16.70	(49%)
Current Ratio	Times	1.08	1.08	0%
Debt Equity Ratio	Times	0.42	0.49	(14%)
Operating Profit Margin	%	8.05%	7.28%	77 bps
Net Profit Margin	%	5.78%	4.79%	99 bps
Return on Net Worth	%	21.18%	19.10%	208 bps

\* Interest Coverage Ratio: Increase in interest cost from ₹ 1,119.00 Lakhs to ₹ 2,855.94 Lakhs

## F. SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

During FY 2024, the Company's three business segments performed well, contributing considerably to revenue growth. The Company has sustained its market leadership in the Advanced Braking System business with 6.5% growth in the reporting year. The revenue of the Aluminium Light Weighting Precision Solutions segment grew by 28.8%, while the Safety Control Cable segment achieved a growth of 36.0% in FY 2024.

## G. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a robust risk assessment, mitigation, monitoring and reporting framework commensurate with its size and complexity of its operations.

The Company uses an established SAP HANA system, which enables the business processes and ensures financial discipline and fosters accountability. The system has internal controls through access controls, approval matrix and audit trail of all transactions.

As part of Internal Financial Control, Company has adequate internal audit and control systems to ensure that all transactions are authorized, recorded and reported in accordance with the policies, procedures, applicable accounting standards and established process flows. An independent internal audit function is an important element of the Company's internal control systems. This is supplemented through an extensive internal audit program and periodic review by the management and the Audit Committee.

The Company's internal control systems are regularly tested for design, implementation, and operating effectiveness. Overall, the Company has a robust risk management framework enabling it to manage and report on risks effectively.

## H. RISKS AND CONCERNS

Recognising the risks associated with its business, the Company has established a dedicated Risk Management Committee to oversee the implementation and effectiveness of its risk mitigation strategies and plans.



## I. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATION FRONTS INCLUDING NO. OF PEOPLE EMPLOYED

Human resource development remains the Company's key focus area. The Company consistently provides its employees with training opportunities to stay abreast of the latest technological advancements and meet global standards. Through employee engagement activities, the Company also maintains cordial relations with its talent pool. At present, the Company has a workforce of approximately 7,000 as on March 31, 2024.

### Cautionary Statement

The statements made in the Management Discussion and Analysis describing the Company's

objectives, projections, estimates, and expectations may be 'forward-looking' statements within the meaning of applicable securities laws & regulations. By nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. Important factors that could make a difference to the Company's operations include economic conditions affecting demand, supply, and price conditions in the domestic & overseas markets in which the Company operates, changes in Government regulations, tax laws & other statutes, and other incidental factors. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results, and events to differ materially from those expressed in the forward-looking statements.

# Directors' Report

## Dear Shareholders,

Your Directors take pleasure in presenting the 36th Annual Report along with the Audited Financial Statements (Standalone and Consolidated) for the financial year ended 31 March 2024.

## Financial Highlights

The financial highlights of your Company for the financial year under review, are as follows:

(Amount in ₹ Lakhs)

Particulars	Standalone		Consolidated	
	2023-24	2022-23	2023-24	2022-23
Revenue from Operations	2,92,643.31	2,55,542.49	2,99,454.94	2,55,516.66
Other Income	2,375.50	1,495.18	1,039.79	1,111.16
<b>Total Income</b>	<b>2,95,018.81</b>	<b>2,57,037.67</b>	<b>3,00,494.73</b>	<b>2,56,627.82</b>
<b>Total expenses</b>	<b>2,71,487.80</b>	<b>2,38,757.86</b>	<b>2,79,147.62</b>	<b>2,39,063.04</b>
Profit before exceptional items and tax	23,531.01	18,279.81	21,347.11	17,564.78
Share of Net Profit (Loss) of Joint Venture	---	---	1,649.93	(589.21)
Less: Total Tax Expenses	5,969.50	4,680.57	5,620.10	4,680.57
<b>Profit after tax</b>	<b>17,561.51</b>	<b>13,599.24</b>	<b>17,376.94</b>	<b>12,295.00</b>
Other comprehensive income/(loss), net of tax	(79.58)	5.37	(80.38)	(1.30)
<b>Total comprehensive income</b>	<b>17,481.93</b>	<b>13,604.61</b>	<b>17,296.56</b>	<b>12,293.70</b>

## Standalone Financial Performance

During the year under review, on standalone basis, revenue from operations stood at ₹ 2,92,643.31 Lakhs as against ₹ 2,55,542.49 Lakhs in the previous year. The total income stood at ₹ 2,95,018.81 Lakhs as against ₹ 2,57,037.67 Lakhs in the previous year. The profit before tax (before exceptional items) stood at ₹ 23,531.01 Lakhs as against ₹ 18,279.81 Lakhs in the previous year. The profit after tax stood at ₹ 17,561.51 Lakhs as against ₹ 13,599.24 Lakhs in the previous year.

## Consolidated Financial Performance

During the year under review, on consolidated basis, revenue from operations stood at ₹ 2,99,454.94 Lakhs as against ₹ 2,55,516.66 Lakhs in the previous year. The total income stood at ₹ 3,00,494.73 Lakhs as against ₹ 2,56,627.82 Lakhs in the previous year. The profit before tax (before exceptional items) stood at ₹ 21,347.11 Lakhs as against ₹ 17,564.78 Lakhs in the previous year. The profit after tax stood at ₹ 17,376.94 Lakhs as against ₹ 12,295.00 Lakhs in the previous year.

Pursuant to Section 129(3) of the Companies Act, 2013, ("Act") the Consolidated Financial Statements of the Company for FY 2023-24, are prepared in compliance with applicable provisions of the Act, Indian Accounting Standards ("Ind-AS") and Listing Regulations. The Consolidated Financial Statements have been prepared on the basis of Audited Financial Statements of the Company, its Subsidiaries and Joint Ventures, as approved by their respective Board of Directors.

## Business Operations / State of Company's Affairs

Your Company's plant/s were operating smoothly and no major breakdown was reported. There has been no change in the nature of the business of the Company.

## Dividend

The Board of Directors, at its meeting held on 18 May 2024, has recommended Dividend of Re. 1/- per equity share being 50% of the face value of ₹ 2/- each, for the FY 2023-24, for consideration of the Members of the Company at the ensuing 36th Annual General Meeting ("AGM").

The Dividend, if approved by the Members, will result in an outgo of ₹ 1971.43 Lakhs. The Dividend recommended is in accordance with the Company's Dividend Distribution Policy.

Pursuant to provisions of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time, the Company has formulated Dividend Distribution Policy. The policy is available on the Company's website at <https://askbrake.com/dividenddistributionpolicy>

## Transfer to Reserves

The Company has not transferred any amount to the General Reserves for the Financial Year ended on 31 March 2024.



## Initial Public Offer ("IPO")

During the year under review, the Company successfully came out with an Initial Public Offer ("IPO") of equity shares of the Company aggregating to ₹ 83,391.32 Lakhs. The issue was entirely an offer for sale (OFS) of equity shares by promoters of the Company. The Company filed Draft Red Herring Prospectus (DRHP) with the Securities and Exchange Board of India ("the SEBI") on 12 June 2023 in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. The issue was open for subscription from 7 November 2023 to 9 November 2023. The Company filed the Prospectus on 9 November 2023. Pursuant to the IPO, 2,95,71,390 equity shares of face value of ₹ 2/- each at a premium of ₹ 280/- per share, for a total amount of ₹ 83,391.32 Lakhs, were issued and allotted to the public on 10 November 2023 under various categories. The Company received listing and trading approvals from BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on 13 November 2023 and the equity shares got listed on BSE and NSE on 15 November 2023. Your Directors believe that the listing of the Company would provide the right platform to take its brand(s) to greater heights, enhance visibility and provide liquidity to the shareholders.

The Company's IPO received an overwhelming response and was oversubscribed by more than 50 times, reflecting an investor appetite for the issue. The market capitalization of the Company has marked its presence under the list of Top 1000 Companies. As per the market capitalization list released by NSE and BSE, the ranking of your Company stood at 617 and 620, respectively, as of 31 March 2024.

## Technical Collaboration

During the year under review, the Company has entered into Technical Assistance Agreement with LIOHO Machine Work Ltd., Taiwan ("LH") on 7 February 2024. Pursuant to the said agreement, LH will provide its Technical Assistance to the Company to manufacture/assemble High Pressure Die Casted Two Wheeler (2W) alloy Wheels. It will help the Company to develop a new product line to cater to its existing / new customers.

## Material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report

### Joint Venture

Pursuant to the approval of the Board of Directors of the Company accorded at their Meeting held on 24 April 2024, the Company has entered into a Joint

Venture Agreement ("JVA") on 24 April 2024, with AISIN Asia (Thailand) Company Limited, Thailand ("AA-T") and AISIN Automotive Haryana Private Limited, India, ("AHL") (AA-T and AHL collectively referred to as '**AISIN Group Companies**'), for marketing and selling of the Independent After Market ("IAM") parts for passenger cars, through a joint venture company ("JV Co."), which will be incorporated in due course of time.

The Company will own 51% of the shareholding in the JV Co., and shall be infusing funds up to ₹ 10,71,00,000/- (in total), in one or more tranches in the JV Co. out of which an amount of ₹ 51,00,000/- shall be infused at the time of incorporation of the JV Co. and accordingly the proposed JV Co. will be the subsidiary of the Company. Further, the remaining 49% shall be owned by AISIN Group Companies.

There have been no material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and the date of this report, other than those explained herein above.

### Share Capital

As on 31 March 2024, the Authorized Share Capital of the Company was ₹ 45,00,00,000/- (Rupees Forty-Five Crores Only) divided into 22,50,00,000 (Twenty-Two Crores Fifty Lakhs) Equity Shares of ₹ 2/- each and Issued, Subscribed and Paid-up capital was ₹ 39,42,85,200/- (Rupees Thirty-Nine Crores Forty-Two Lakhs Eighty-Five Thousand Two Hundred Only) divided into 19,71,42,600 (Nineteen Crores Seventy-One Lakhs Forty-Two Thousand Six Hundred) Equity Shares of face value of ₹ 2/- each.

During the year under review, the Company has not issued any equity shares with differential rights, sweat equity shares or bonus shares. The Company has only one class of equity shares with face value of ₹ 2/- each, ranking pari passu.

### Employee Stock Option Plans

During the year under review, the Company has not formed any Employees Stock Option Scheme/Plan.

### Buy Back

During the year under review, there was no buyback of equity shares by the Company.

### Subsidiaries, Joint Ventures and Associate Companies

Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of each of the Company's subsidiaries, associates and joint venture companies are provided in the prescribed Form AOC-1, annexed herewith as "**Annexure-1**", forming part of this Report.

The list of subsidiaries, joint ventures, and associates of the Company, including the change (if any) during the year, is provided in Form AOC-1 and notes to the standalone financial statement of the Company.

### Consolidated Financial Statement

The Consolidated Financial Statements of the Company for FY2023-24, are prepared in compliance with applicable provisions of the Act, Indian Accounting Standards ("Ind-AS") and Listing Regulations. The Consolidated Financial Statements have been prepared on the basis of Audited Financial Statements of the Company, its Subsidiaries and Joint Ventures, as approved by their respective Board of Directors.

Pursuant to the provisions of Section 136 of the Act, the Audited Financial Statements of the Company (Standalone and Consolidated) along with the relevant documents and the audited accounts of the Subsidiary are available on the website of the Company, i.e., <https://askbrake.com/investors/>. The same shall also be available for inspection by members upon request.

### Directors

During the FY 2023-24, the following changes have taken place in the Board of Directors of the Company:

The Shareholders of the Company at their meeting held on 05 April 2023 approved the appointment of Mr. Kumaresh Chandra Misra and Mrs. Deepti Sehgal, as Non-Executive Independent Directors of the Company for a period of 3 years w.e.f. 01 April 2023.

The Shareholders of the Company at their meeting held on 08 May 2023 approved following changes:

- Mr. Kuldip Singh Rathee was appointed as Chairman and Managing Director of the Company for a period of 5 years w.e.f. 01 May 2023, not liable to retire by rotation.
- Mr. Prashant Rathee, Mr. Aman Rathee & Mr. Rajesh Kataria, Executive Directors of the Company were re-appointed for a period of 5 years w.e.f. 01 May 2023, liable to retire by rotation.
- Mrs. Vijay Rathee was re-appointed as Non-Executive Director of the Company for a period of 5 years w.e.f. 01 May 2023, liable to retire by rotation.
- Mr. Arun Duggal, Mr. Yogesh Kapur and Mr. Vinay Kumar Piparsania, were appointed as Non-Executive Independent Directors of the Company for a period of 3 years w.e.f. 01 May 2023.

The Company has received declarations from all the Independent Directors confirming that they meet the

criteria of Independence as prescribed under the Act and Listing Regulations.

Further, in the opinion of the Board and on the basis of declaration of independence provided by the Independent Directors, they all fulfill the conditions specified in the Act and Rules made thereunder, read with the applicable regulations of Listing Regulations, for their appointment as Independent Directors of the Company and are independent of the management.

All Independent Directors have registered themselves with the Indian Institute of Corporate Affairs for the inclusion of their name in the data bank of independent directors, pursuant to the provision of Rule 6 (1) of Companies (Appointment and Qualification of Directors) Rules, 2014 and have passed the proficiency test or availed the exemption from that or confirmed to appear for the proficiency test within the prescribed timeline, as applicable.

As per the provisions of Section 152 of the Act, Mr. Rajesh Kataria (DIN: 08528643) and Mrs. Vijay Rathee (DIN: 00042731) retire by rotation at the forthcoming Annual General Meeting ("AGM") of the Company, and being eligible, offer themselves for re-appointment. The relevant details are provided in the Notice of AGM.

The Board recommends the appointment of aforesaid Directors, retiring by rotation, to the Members for their approval at the forthcoming AGM by passing ordinary resolution.

### Key Managerial Personnel

As on 31 March 2024, the following officials were the "Key Managerial Personnel" of the Company in terms of provisions of the Act:

- Mr. Kuldip Singh Rathee, Chairman and Managing Director
- Mr. Prashant Rathee, Whole Time Director
- Mr. Aman Rathee, Whole Time Director
- Mr. Rajesh Kataria, Whole Time Director
- Mr. Naresh Kumar, Chief Financial Officer
- Ms. Rajani Sharma, Company Secretary

### Meetings of the Board

During the year under review, ten (10) Board Meetings were convened and held. The intervening gap between the two meetings was within the period prescribed under the Act and Listing Regulations. For further details, please refer to the Corporate Governance Report, forming part of this Report.

## Board Evaluation

Pursuant to the provisions of the Act and Listing Regulations, the Board members have carried out the annual performance evaluation of the Board as whole, the individual Directors (including the Chairman of the Board), as well as evaluation of the Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Stakeholders' Relationship Committee and Risk Management Committee, on parameters as defined under the Board Evaluation Policy of the Company.

In addition to above, the Independent Directors of the Company also evaluated the performance of Non-Independent Directors, Chairman and the Board as a whole and all Board Committees, in their separate meeting held on 29 March 2024 on parameters as defined under the Board Evaluation Policy of the Company.

## Directors' Responsibility Statement

Pursuant to the provisions of Section 134(5) of the Act, the Directors of your Company hereby state and confirm that:

- a) in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with the proper explanation relating to material departures;
- b) the Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of FY 2023-24 and of the profit and loss of the Company for that period;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the Annual Accounts on the going concern basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## Secretarial Standards

During the year under review applicable Secretarial Standards, i.e., SS-1: Secretarial Standard on Meetings of the Board of Directors and SS-2: Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, have been followed by the Company.

## Statutory Auditors

M/s Walker Chandio & Co. LLP, Chartered Accountants (Registration No. 001076N/N500013), were re-appointed as Statutory Auditors of the Company at the 34th AGM held on 30 September 2022, for second term of 5 (five) consecutive years i.e. from the conclusion of 34th AGM till the conclusion of 39th AGM of the Company. The Statutory Auditors have confirmed that they are eligible and qualified to continue as Statutory Auditors of the Company.

## Statutory Auditors' Report

The notes on the Financial Statement (Standalone and Consolidated) referred to in the Independent Auditors' Report are self-explanatory and do not require any further comments. The Independent Auditors' Report does not contain any qualification, reservation or adverse remark.

## Secretarial Auditors

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board appointed Vinod Kumar & Co., Practicing Company Secretaries, as Secretarial Auditors to conduct secretarial audit of the Company for FY 2023-24. The Secretarial Audit Report for FY 2023-24 is annexed herewith as "**Annexure 2**" forming part of this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

## Cost Accounts and Cost Auditors

The cost accounts and records are made and maintained by the Company, as required in accordance with the provisions of Section 148 of the Act.

Pursuant to the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Board appointed M/s Kashyap Kumar & Associates, Cost Accountants, as the Cost Auditors of the Company, for conducting the audit of cost records of products/services of the Company for FY 2023-24. The remuneration paid to the Cost Auditors was ratified by the members of the Company at the 35th AGM held on 16 September 2023.

Further, based on the recommendation of Audit Committee, the Board appointed M/s Kashyap Kumar & Associates,



Cost Accountants, as the Cost Auditors of the Company, for conducting the audit of cost records of products/services of the Company for FY 2024-25. The remuneration proposed is ₹ 90,000 and is subject to ratification by the members of the Company in the ensuing AGM.

### Reporting of Frauds by Auditors

During the year under review, Statutory Auditors, Secretarial Auditors and Cost Auditors did not report any instances of fraud committed against the Company by its officers or employees as specified under Section 143(12) of the Act. Hence, no detail is required to be disclosed under Section 134(3)(ca) of the Act.

### Management Discussion and Analysis Report

The Management Discussion and Analysis Report, pursuant to Regulation 34(2)(e) read with Para B of Schedule V of the Listing Regulations, is given as a separate section and forms part of this Report.

### Corporate Governance Report

Your Company adhere to the Corporate Governance requirements set out by the SEBI and is committed to the highest standard of Corporate Governance.

Your Company has complied with all the mandatory requirements relating to Corporate Governance in the Listing Regulations. The Corporate Governance Report pursuant to the requirement of Listing Regulations is given as a separate section and forms a part of this Report. The Certificate from the Secretarial Auditors confirming the compliance with the conditions of the Corporate Governance stipulated in Para E of Schedule V of Listing Regulations is also annexed to the said Corporate Governance Report.

### Corporate Social Responsibility

Pursuant to the requirements of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has a Corporate Social Responsibility (CSR) Committee. The detail of the Committee is mentioned in the Corporate Governance Report, forming part of this Report. The CSR Policy of the Company is available on the website of the Company at <https://askbrake.com/CSRpolicy>.

The Report on the CSR activities in the prescribed format, approved by the CSR Committee on 18 May 2024, is given in "Annexure 3", forming part of this Report.

### Related Party Transactions

The Board of Directors of the Company has adopted a Related Party Transactions Policy for identifying, reviewing, and approving transactions between the

Company and the Related Parties, in compliance with the applicable provisions of the Listing Regulations, the Act and the Rules thereunder.

All Related Party Transactions entered into by the Company during the year under review were in the ordinary course of business and on an arm's length basis. There was no material related party transaction made by the Company with Promoters, Directors, Key Managerial Personnel, or other related parties, which may have a potential conflict with the interest of the Company at large. All Related Party Transactions were approved by the Audit Committee and were also placed in the Board meetings as a good Corporate Governance practice.

A statement of all Related Party Transactions is presented before the Audit Committee on a quarterly basis, and prior/omnibus approval is also obtained, specifying the nature, value and terms and conditions of the transactions.

None of the transactions with the related parties falls under the scope of Section 188(1) of the Act. The details of Related Party Transactions pursuant to Section 134(h) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, in the prescribed Form No. AOC 2 is given in "Annexure 4", forming part of this Report.

### Internal Financial Controls

A detailed note on the Internal Controls System (including Internal Financial Controls) and its adequacy is given in the Management Discussion and Analysis Report, forming part of this Report. The Company has designed and implemented a process-driven framework for internal financial controls within the meaning of explanation to Section 134(5)(e) of the Act. The Board is of the opinion that the Company has sound Internal Financial controls commensurate with the nature and size of its business operations and that such internal financial controls are adequate and were operating effectively. The Directors have in the Directors Responsibility Statement confirmed the same to this effect.

The Company's risk management mechanism is detailed in the Management Discussion and Analysis Report.

### Statutory Committees

The details of the Committees of the Board, viz., Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Stakeholders' Relationship Committee and Risk Management Committee constituted in compliance with the provisions of the Act and Listing Regulations are provided in the Corporate Governance Report, forming part of this Report.

## Statutory Policies/Codes

In compliance with the various provisions of the Act and Listing Regulations, the Company has the following policies/ codes:

- Policy for determining 'Material' Subsidiaries
- Policy on determination and disclosure of Materiality of Events and Information
- Policy on Related Party Transactions
- Nomination and Remuneration Policy
- Code of Conduct to regulate, monitor and report trading by Designated Persons and their Immediate Relatives
- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)
- Policy and Procedure for Inquiry in case of Leak of Unpublished Price Sensitive Information (UPSI) or suspected leak of UPSI
- Policy on Preservation of Documents
- Archival Policy
- Whistle Blower Policy
- Code of Conduct and Ethics
- Policy with respect to obligations of Directors and Senior Management
- Succession Planning Policy
- Corporate Social Responsibility (CSR) Policy
- Policy on Board Diversity
- Risk Management Policy
- Dividend Distribution Policy

The Company has a policy on "Prevention of Sexual Harassment of Women at Workplace" and matters connected therewith or incidental thereto, covering all the aspects as contained under "The Sexual Harassment of Women at Workplace (Prohibition, Prevention, and Redressal) Act, 2013." The status of complaints is provided in the Corporate Governance Report, forming part of this Report.

## Nomination and Remuneration Policy

The Board on the recommendation of the Nomination and Remuneration Committee, adopted the Nomination and Remuneration Policy, as stated in the Corporate Governance Report. The Policy is available on the website of the Company at <https://askbrake.com/nrcpolicy>.

## Vigil Mechanism / Whistle Blower Policy

Pursuant to the provisions of Section 177(9) & (10) of the Act and Regulation 22 of Listing Regulations, the Company has established a Whistle Blower Policy for Directors, Employees and Other Stakeholders to report genuine concerns.

## Dividend Distribution Policy

Pursuant to the provisions of Regulation 43A of Listing Regulations, the Board approved the Dividend Distribution Policy. The Policy is available on the website of the Company at <https://askbrake.com/dividenddistributionpolicy>.

## Business Responsibility Sustainability Report

Pursuant to the provisions of Regulation 34 of the Listing Regulations, a separate section on Business Responsibility Sustainability Reporting forms part of this Annual Report.

## Information Relating to Conservation of Energy, Technology Absorption, Research and Development, Exports and Foreign Exchange Earnings and Outgo:

### A. CONSERVATION OF ENERGY

- (i) Steps taken or impact on conservation of energy: -
  - a) Installation of Variable frequency drive (VFD) for air compressors and machines.
  - b) Installation of energy efficient motors and pumps.
  - c) Reclaiming heat from oven for hot water generation.
  - d) Use of transparent sheets in building for natural light.
  - e) Use of LED Lights
- (ii) Steps taken by the company for utilizing alternate sources of energy:
  - a) Renewable energy contributes around 73.00 Lakhs units.
  - b) Replacement of diesel with PNG.
- (iii) Capital investment on energy conservation equipment

The Company has not made significant capital investment on energy conservation equipment during the year under review. However, the Company has made capital investments in replacing high energy consuming equipment/ machinery/apparatus with low energy consuming equipment/ machinery/apparatus.

### B. TECHNOLOGY ABSORPTION

#### 1. Efforts in brief, made towards technology absorption, adaptation and innovation

- (i) The Company is aggressively working towards development of precision parts

for light-weighting and heat management to be used in Electric Vehicles (EV), Internal Combustion Engines (ICE) vehicles, All-Terrain Vehicles (ATV), power tools and outdoor equipments in its state-of-the-art Tool Room and Design Centre.

- (ii) Development of critical thin wall aluminium housing for advance safety and user experience and also for driving assistance system.
- (iii) Development of structural parts for upcoming Electric Vehicles (EV) like battery boxes, covers, main structural arms etc.
- (iv) Development of high integrity parts with stringent mechanical strength requirement.
- (v) Technical collaboration with renowned Taiwan based organisation for development of safety critical parts by migrating the manufacturing process from gravity casting to high pressure.

## 2. Benefits derived as a result of the above efforts

- (i) Development of world class quality products for export and domestic markets.
- (ii) Readiness for EV transition and light-weighting trends.
- (iii) Diversification opportunities in non-automotive space like power tools, tools and outdoor equipments.

## 3. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

There was no technology imported during the last three years.

## 4. Expenditure incurred on Research and Development

### 1) Expenditure on R&D

a. Capital	Nil
b. Recurring	₹ 34.64 lakhs (previous year ₹ 68.15 Lakhs)
c. Total	₹ 34.64 lakhs (previous year ₹ 68.15 Lakhs)
d. Total R&D expense as % of total turnover/ Sales	0.01% (previous year 0.03%)

### 2) Future Plan of action

- a. Design Centre and Tool Room to develop tools for high precision for light weighting and heat management systems.
- b. Adoption of advanced material engineering in aluminium alloys and braking systems.

### 3) Total Foreign Exchange used and earned:

a) Foreign Exchange used	₹ 4,146.96 Lakhs (Last Year ₹ 4,565.08 Lakhs)
b) Foreign Exchange earned	₹ 12,955.66 Lakhs (Last Year ₹ 9,061.81 Lakhs)
c) Net Foreign Exchange earned (b-a)	₹ 8,808.70 Lakhs (Last Year ₹ 4496.73 Lakhs)

## Particulars of Loans, Guarantees or Investments

Details of Loans, Guarantees or Investments (if any) covered under the provisions of Section 186 of the Act are given in the Notes to the Financial Statement.

## Annual Return

The Annual Return as required under Section 134 (3) read with 92(3) of the Act is available on the website of the Company at <https://askbrake.com/financial-information/#annual-returns>.

## General

Your Directors state that no disclosure or reporting is required in respect of the following matters, as there was no transaction on these items during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to the employees of the Company under any scheme including Employees' Stock Options Scheme.

- Any scheme or provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- Managing or Whole-time Director of the Company who are in receipt of commission from the Company and receiving any remuneration or commission from any subsidiary Company.
- Significant or material orders passed by the Regulators or Courts or Tribunals, which impact the going concern status of the Company and its operation in future.
- the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year along with their status as at the end of the financial year.
- the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof

### Public Deposits

In terms of the provisions of Sections 73 to 76 of the Act read with the relevant rules made thereunder, your Company has not accepted any deposit from the public.

### Particulars of Employees

The statement containing the names and other particulars of employees in accordance with the provisions of Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended), is given in "Annexure 5", forming part of this Report.

**For and on behalf of the Board**  
**ASK Automotive Limited**

**Kuldip Singh Rathee**

Chairman and Managing Director  
DIN: 00041032

Date: 18 May 2024  
Place: Gurugram

The statement containing the names and other particulars of employees in accordance with the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended), is available with the Company. In terms of provisions of Section 136 of the Act, any member intends to obtain a copy of the said details may write to the Company Secretary.

### Human Resources

The Employees are the key resource for your Company. Your Company continued to have a favorable work environment that encourages innovation and meritocracy at all levels. A detailed note on human resources is given in the Management Discussion and Analysis Report forming part of this Report. Employee relations remained cordial at all the locations of the Company.

### Acknowledgment

The Directors wish to thank the Company's customers, business partners, vendors, bankers and financial institutions, all government & non-governmental agencies, and other business associates for their continued support. The Directors would like to take this opportunity to place on record their appreciation for the committed services and contributions made by the employees of the Company during the year at all levels. The Directors also acknowledge and appreciate the support and confidence reposed by the Company's shareholders. The Directors remain committed to enable the Company to achieve its long-term growth objectives in the coming years.

**For and on behalf of the Board**  
**ASK Automotive Limited**

**Aman Rathee**

Whole Time Director  
DIN: 00041130



## ANNEXURE-1

## FORM NO. AOC - 1

(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

For the financial year ended 31 March 2024

## PART A SUBSIDIARIES

(₹ In Lakhs)

Sl. No.	Particulars	Details
1.	Name of the Subsidiary	ASK Automobiles Private Limited
2.	The date since when subsidiary was acquired	07 June 2021
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31 March 2024
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Indian Rupee
5.	Share Capital (₹)	75.00
6.	Reserves & Surplus (₹)	(1933.40)
7.	Total Assets (₹)	51709.66
8.	Total Liabilities (₹)	51709.66
9.	Investments	NIL
10.	Turnover	14369.29
11.	Profit (Loss) before taxation (₹)	(1816.61)
12.	Provision for taxation	(349.41)
13.	Profit (Loss) after taxation (₹)	(1467.20)
14.	Proposed Dividend	NIL
15.	% of shareholding	100%

## Notes:

- Names of subsidiaries which are yet to commence operations - **NIL**
- Names of subsidiaries which have been liquidated or sold during the year - **NIL**

## PART B ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

(₹ In Lakhs)

Sl. No.	Name of Associates or Joint Ventures	ASK FRAS-LE FRICTION PRIVATE LIMITED
1.	Latest audited Balance Sheet Date	31 March 2024
2.	Date on which the Associate or Joint Venture was associated or acquired	09 February 2018 <sup>4</sup>
3.	Shares of Associate or Joint Ventures held by the company on the year end	
	Number	4,31,20,000
	Amount of Investment in Associates or Joint Venture	4312.00
	Extent of Holding (in percentage)	49%
4.	Description of how there is significant influence	Joint Venture/ Shareholding
5.	Reason why the Associate/Joint Venture is not consolidated	Consolidated as equity method
6.	Net worth attributable to shareholding as per latest audited Balance Sheet	2225.33
7.	Profit or Loss for the year	2894.21
i.	Considered in Consolidation <sup>5</sup>	1418.16
ii.	Not Considered in Consolidation	1476.05

**Notes:**

1. Names of associates or joint ventures which are yet to commence operations during the year- **NIL**
2. Names of associates or joint ventures which have been liquidated or sold during the year – **NIL**
3. After the closure of financial year, the Company has entered into a Joint Venture Agreement on April 24, 2024, with Aisin Asia (Thailand) Company Limited, Thailand and AISIN Automotive Haryana Private Limited, India, for marketing and selling of the Independent After Market parts for passenger cars, through a joint venture company, which will be incorporated in due course of time. Hence, yet to commence its operations.
4. ASK Fras-Le Friction Private Limited ("JV Co.") was initial incorporated as wholly owned subsidiary of the Company with the name ASK Friction Private Limited. Subsequently, the Company entered into joint venture agreement with Fras-Le S.A., Brazil ("Fras-Le"), on 5 December 2017 ("JVA"). Pursuant to JVA, the Company and Fras-Le infused additional equity share capital in the JV Co. on 09 February 2018. Consequently, The Company holds 49% of equity share capital whereas Fras-Le holds 51% of the equity share capital of the JV Co.
5. In the Consolidated Statement of Profit and Loss for the year ended 31 March 2024, share of net profit/(loss) of joint venture includes ₹ 231.76 Lakhs being accumulated depreciation till March 2024 charged by the JV Co. on profit element on assets transferred by the Company to JV Co. in the Financial Year- 2017-18.

**For and on behalf of the Board**  
**ASK Automotive Limited**

**Kuldip Singh Rathee**  
Chairman and Managing Director  
DIN: 00041032

Date: 18 May 2024  
Place: Gurugram

**For and on behalf of the Board**  
**ASK Automotive Limited**

**Aman Rathee**  
Whole Time Director  
DIN: 00041130

# ANNEXURE-2

## FORM No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

(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,  
**ASK Automotive Limited**  
(Formerly known as ASK Automotive Private Limited)  
Flat No. 104, 929/1, Naiwala,  
Faiz Road, Karol Bagh  
New Delhi- 110005  
CIN:- L34300DL1988PLC030342

I was appointed by the Board of Directors of ASK AUTOMOTIVE LIMITED (CIN L34300DL1988PLC030342) (hereinafter called the Company) to conduct Secretarial Audit of the Company for the financial year ended March 31, 2024 ("Audit Period").

I have conducted the Secretarial Audit of the compliances of applicable statutory laws/provisions and the adherence to good corporate practices by the Company. The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit and the representations made by the Company, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records made available to me and maintained by the Company for the financial year ended on 31st March, 2024 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment; Not applicable to the extent of Overseas Direct Investment and External Commercial Borrowings as there was no reportable event during the Financial Year under review.
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2018;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2018;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (Not Applicable during the Audit Period)
  - e. The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; (Not Applicable during the Audit Period)
  - f. The Securities and Exchange Board of India (Registrar to an issue and share transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not Applicable as the Company was not registered as Registrar to Issue and Share Transfer Agent during the Financial Year under review)

- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable)
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable)
- VI. The Company is majorly engaged in the business of manufacturing and sale of auto components including advanced braking systems, aluminium lightweighting precision solutions and safety control cables primarily for automobile industry and substantial sale of the products is within India. The Company exports to OEMs in non-automotive sectors. As informed by the management, being an automotive and non-automotive components manufacturer, there was no sector specific law applicable on the Company during the period under review.

I have also examined compliance with the applicable clauses of the following:-

- (i) Secretarial Standards with regard to meeting of the Board of Directors (SS-1) and General Meeting (SS-2) issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with the Stock Exchanges and The Securities and Exchange Board of India (Listing Obligations and disclosure Requirements) Regulations, 2015. (Applicable w.e.f. 15.11.2023).

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

We further report that:

The Board of Directors of the Company is duly constituted with balance of Executive and Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act and applicable Rules & Regulations.

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

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

The minutes of the meeting were duly recorded and signed by the Chairman. There was no dissenting view, hence the Board decisions were taken with requisite majority.

I further report that during the Audit Period, there are following specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

1. During the Year ended March 31, 2024, the Company had passed the following Special Resolutions:
  - a. Appointment of Mr. Kumaresh Chandra Misra (DIN: 00388546) as an Independent Director of the Company
  - b. Appointment of Mrs. Deepti Sehgal (DIN: 09772630) as an Independent Director of the Company
  - c. Payment of commission to Non-Executive Directors of the Company
  - d. Increase in borrowing limits of the Company and creation of charge / providing of security
  - e. Increase in Investment Limits for Non-Resident Indians and Overseas Citizens of India
  - f. Appointment of Mr. Kuldeep Singh Rathee (DIN 00041032) as Chairman and Managing Director of the Company
  - g. Re- appointment of Mr. Prashant Rathee (DIN 00041081) as Whole Time Director of the Company
  - h. Re- appointment of Mr. Aman Rathee (DIN 00041130) as Whole Time Director of the Company
  - i. Re- appointment of Mr. Rajesh Kataria (DIN 08528643) as Whole Time Director of the Company
  - j. Appointment of Mr. Arun Duggal (DIN 00024262) as Independent Director of the Company
  - k. Appointment of Mr. Yogesh Kapur (DIN 00070038) as Independent Director of the Company
  - l. Appointment of Mr. Vinay Kumar Piparsania (DIN 07721040) as Independent Director of the Company
  - m. Revision in Remuneration of Mr. Kuldeep Singh Rathee (DIN: 00041032) as Chairman and Managing Director of the Company
  - n. Revision in Remuneration of Mr. Prashant Rathee (DIN: 00041081) as Whole-Time Director of the Company



- o. Revision in Remuneration of Mr. Aman Rathee DIN: 00041130) as Whole-Time Director of the Company
2. The Board in its meeting held on 9th June 2023 approved Draft Red Herring Prospectus in respect of the initial public offering ("IPO") of equity shares of face value of ₹ 2/- each of the Company consisting of an offer for sale of up to 29571390 (Two Crores Ninety-Five Lacs Seventy-One Thousand Three Hundred Ninety) Equity Shares as per the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.

Further, the Board in its meetings held on 30th October 2023 and 9th November 2023 approved and adopted the "Red Herring Prospectus" and "Prospectus" respectively, in relation to the aforementioned IPO.

The Equity Shares of the Company were listed on National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") (collectively referred to as "Stock Exchanges") with effect from 15th November 2023.

This Report is to be read with my letters of even date which is annexed as '**Annexure A**' and '**Annexure B**' Forms an integral part of this report.

PLACE :- NEW DELHI  
DATED:- 18-05-2024  
UDIN :- F005740F000397331  
Peer Review No.:-1605/2021

**FOR VINOD KUMAR & CO.**  
COMPANY SECRETARIES

**CS VINOD KUMAR ANEJA**  
(CP 5740 FCS 5740)

**'Annexure A'**

To,  
The Members,  
**ASK Automotive Limited**  
(Formerly known as ASK Automotive Private Limited)  
Flat No. 104, 929/1, Naiwala,  
Faiz Road, Karol Bagh  
New Delhi- 110005

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The compliance by the Company of applicable financial laws like Direct and Indirect tax laws has not been reviewed in this Audit since the same have been subject to review by statutory auditor and other designated professionals.
7. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

PLACE :- NEW DELHI  
DATED:- 18-05-2024  
UDIN :- F005740F000397331  
Peer Review No.:-1605/2021

**FOR VINOD KUMAR & CO.**  
COMPANY SECRETARIES

**CS VINOD KUMAR ANEJA**  
(CP 5740 FCS 5740)

**'Annexure B'**

In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished and representations made to me by the Company, its officers and agents, I report that the Company has during the financial year under review, complied with the provisions of the Acts, Rules made thereunder and the Memorandum and Articles of Association of the Company with regard to:

1. Maintenance of various statutory registers and documents and making necessary entries therein;
2. Registered Office and publication of name of the Company;
3. Forms, returns, documents and resolutions required to be filed with the Registrar of Companies, Regional Director, Central Government, NCLT or such other authorities;
4. Service of documents by the Company on its Members, Directors, Stock Exchanges, Auditors and Registrar of Companies;
5. Constitution of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee;
6. Appointment, re-appointment of Directors including Independent Directors, Managing Director and Executive Directors and payment of remuneration to them;
7. Disclosure of interest and concerns in contracts and arrangements, shareholdings and directorships in other companies and interest in other entities by Directors;
8. Disclosure requirements in respect to Directors eligibility for appointment, declaration of their independence, compliance with code of conduct for Directors and Senior Management Personnel;
9. Establishment of a policy on related party transactions. All transactions with related parties were in the ordinary course of business and on arms-length basis and were placed before the Audit Committee periodically;
10. Establishment of a vigil mechanism and providing to complainants, if any, unhindered access to the Chairman of the Audit Committee.
11. Constitution of the Corporate Social Responsibility Committee formulating and adopting Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company;
12. Appointment of persons as Key Managerial Personnel;
13. Appointment and remuneration of Statutory Auditor, Secretarial Auditor and Cost Auditor;
14. Appointment of Internal Auditor;
15. Notice of meetings of the Board and Committees thereof;
16. Minutes of meetings of the Board and Committees thereof including passing of resolutions by circulations;
17. Notice convening Extra-Ordinary General Meeting held on April 5, 2023 and holding of the meeting on that date;
18. Notice convening Extra-Ordinary General Meeting held on May 8, 2023 and holding of the meeting on that date;
19. Notice convening Annual General Meeting held on September 16, 2023 and holding of the meeting on that date;
20. Minutes of General meetings;
21. Approval of Members, Board of Directors, Committee of Directors and government authorities, wherever required;
22. Form of Balance Sheet as at March 31, 2023 as prescribed under the Companies Act, 2013;
23. Report of the Board of Directors for the financial year ended March 31, 2023;
24. Borrowings and registration of charges;

PLACE :- NEW DELHI  
 DATED:- 18-05-2024  
 UDIN :- F005740F000397331  
 Peer Review No.:-1605/2021

**FOR VINOD KUMAR & CO.**  
 COMPANY SECRETARIES

**CS VINOD KUMAR ANEJA**  
 (CP 5740 FCS 5740)

# ANNEXURE-3

## ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR FINANCIAL YEAR 2023-24

### 1. Brief outline on CSR Policy of the Company:

The CSR Policy ("Policy") of the Company spells out Company's philosophy toward its social responsibilities and lays down the guidelines, framework and mechanism relating to the implementation, monitoring, reporting, disclosure, evaluation and assessment of projects, programs and activities forming part of Company's CSR.

The Company on approval of the Board, based on the recommendation of the CSR Committee, undertook CSR Project "Establishment of Vocational Training Centre" at Jhajjar, Haryana ('Ongoing Project') during the FY 2020-21 and accordingly, an amount of ₹ 2,10,00,000 was allocated for the said project, out of which an unspent amount of ₹ 2,09,84,900 was transferred to a separate Bank Account during FY 2021-22.

Further, during the FY 2021-22, the Board, on the recommendation of the CSR Committee allocated an amount of ₹ 12,50,000 for the above stated Ongoing Project and since the said amount remained unspent and hence the entire amount was transferred to a separate Bank Account during the FY 2022-23.

Further, during the FY 2022-23, the Board, on the recommendation of the CSR Committee approved Phase-II of the aforesaid Ongoing Project ("Phase-II"), and allocated an amount of ₹ 60,00,000 for the said Phase-II and since the said amount remained unspent and hence the entire amount was transferred to a separate Bank Account during the FY 2023-24.

During the year under review, the Company was required to spend an amount of ₹ 2,99,48,564 for CSR activities. The Company has spent an amount of ₹ 2,00,70,811 on other than ongoing projects, whereas an amount of ₹ 1,00,00,000 was allocated for the Phase II of the Ongoing Project (defined above) and since the said amount remained unspent, hence, the entire amount was transferred to a separate Bank Account on 26 April 2024.

### 2. Composition of the CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mrs. Deepti Sehgal	Chairman / Independent Director	2	2
2	Mr. Kumares Chandra Misra	Member / Independent Director	2	2
3	Mrs. Vijay Rathee	Member / Non-executive Director	2	2
4	Mr. Rajesh Kataria	Member / Executive Director	2	2

### 3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company:

The Composition of the CSR Committee, CSR Policy and CSR Annual Action Plan are displayed on the website of the Company at <https://askbrake.com/csr/>

### 4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.:

Not Applicable

### 5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Sl. No.	Financial year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
		NIL	



**6. Average net profit of the company as per section 135(5): ₹ 1,49,74,28,206**

7. (a) Two percent of the average net profit of the company as per section 135(5): ₹ 2,99,48,564
- (b) Surplus arising out of the CSR projects or programs or activities of the previous financial years: **NIL**
- (c) Amount required to be set off for the financial year, if any: **NIL**
- (d) Total CSR obligation for the financial year (7a+7b-7c): ₹ 2,99,48,564

**8. (a) CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	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
2,00,70,811	1,00,00,000	26-04-2024		Nil	

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

Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1.	Vocational Training Centre, Jhajjar Phase-II	(ii)	Yes	Haryana	Jhajjar	Three Years	1,00,00,000	0.00	1,00,00,000	No	AHSAAS	CSR00000244

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

Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1	Promoting education including special education and employment	ii	Yes	Haryana	Gurgaon	5,53,012	No	AHSAAS	CSR00000244
2	Training to promote rural sports nationally recognized sports paralympic sports and olympic sports	vii	Yes	Haryana	Faridabad	1,10,100	No	AHSAAS	CSR00000244
3	Promoting education including special education and employment	ii	No	Madhya Pradesh	Rewa	75,500	No	AHSAAS	CSR00000244
4	Promoting education including special education and employment	ii	Yes	Uttarakhand	Udham Singh Nagar	79,800	No	AHSAAS	CSR00000244
5	Promoting education including special education and employment	ii	No	Uttar Pradesh	Ghaziabad	32,210	No	AHSAAS	CSR00000244
6	Promoting education including special education and employment	ii	Yes	Uttarakhand	Pauri Garhwal	38,200	No	AHSAAS	CSR00000244

Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
7	Training to promote rural sports nationally recognised sports paralympic sports and olympic sports	vii	Yes	Haryana	Sonipat	2,40,000	No	AHSAAS	CSR00000244
8	Promoting education including special education and employment	ii	No	Uttar Pradesh	Prayagraj	94,080	No	AHSAAS	CSR00000244
9	Promoting education including special education and employment	ii	Yes	Delhi	Delhi	26,110	No	AHSAAS	CSR00000244
10	Ensuring environmental sustainability, protection of flora and fauna, animal welfare	iv	Yes	Haryana	Gurgaon	10,76,183	No	AHSAAS	CSR00000244
11	Training to promote rural sports nationally recognised sports paralympic sports and olympic sports	vii	Yes	Haryana	Bhiwani	1,00,000	No	AHSAAS	CSR00000244
12	Promoting education including special education and employment	ii	Yes	Haryana	Bhiwani	83,400	No	AHSAAS	CSR00000244
13	Promoting education including special education and employment	ii	Yes	Haryana	Hisar	76,350	No	AHSAAS	CSR00000244
14	Promoting education including special education and employment	ii	Yes	Bangalore	Malur Taluk	1,97,019	No	AHSAAS	CSR00000244
15	Promoting education including special education and employment	ii	Yes	Haryana	Rewari	1,09,258	No	AHSAAS	CSR00000244
16	Training to promote rural sports nationally recognised sports paralympic sports and olympic sports	vii	Yes	Haryana	Gurgaon	2,62,238	No	AHSAAS	CSR00000244
17	Promoting education including special education and employment	ii	No	Uttar Pradesh	Kanpur	12,600	No	AHSAAS	CSR00000244
18	Eradicating hunger poverty and malnutrition 'promoting health care	i	Yes	Haryana	Gurgaon	7,08,748	No	AHSAAS	CSR00000244
19	Eradicating hunger poverty and malnutrition 'promoting health care	i	Yes	Karnataka	Bangalore	5,000	No	AHSAAS	CSR00000244
20	Ensuring environmental sustainability, protection of flora and fauna, animal welfare	iv	Yes	Delhi	Delhi	10,120	No	AHSAAS	CSR00000244
21	Ensuring environmental sustainability, protection of flora and fauna, animal welfare	iv	No	Rajasthan	Khairthal	2,47,500	No	AHSAAS	CSR00000244
22	Promoting education, including special education and employment	ii	No	Karnataka	Hosahalli, (Tumakuru)	3,68,172	No	AHSAAS	CSR00000244
23	Promoting education, enhancing vocation skills	ii	Yes	Haryana	Manesar	1,55,20,811	Yes	-	-
<b>TOTAL</b>						<b>2,00,26,411</b>			

(d) Amount spent in Administrative Overheads: ₹ 44,400

(e) Amount spent on Impact Assessment, if applicable: Not Applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ 2,00,70,811

(g) Excess amount for set off, if any:

Sl. No.	Particular	Amount (in ₹)
i.	Two percent of the average net profit of the company as per section 135(5)	2,99,48,564
ii.	Total amount spent for the financial year	3,00,70,811
iii.	Excess amount spent for the financial year [(ii)-(i)]	1,22,247
iv.	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	NIL
v.	Amount available for setoff in succeeding financial years [(iii)-(iv)]	1,22,247

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years. (in ₹)	Deficiency, if any
					Name of the Fund	Amount (in ₹)	Date of transfer		
1.	FY-1 (31-03-2023)	60,00,000	52,20,424	7,79,576	-	-	-	-	-
2.	FY-2 (31-03-2022)	12,50,000	NIL	12,50,000	-	-	-	-	-
3.	FY-3 (31-03-2021)	2,09,84,900	NIL	58,88,199	-	-	-	-	-

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent for the project at the beginning of the Financial Year (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project - Completed / Ongoing
1.	FY31.03.2021_1	Vocational Training Centre	31-03-2021	3 Years	2,22,34,900	1,50,96,701	71,38,199	2,22,34,900	Completed
2.	FY31.03.2023_1	Vocational Training Centre – Phase II	31-03-2023	3 Years	1,60,00,000	NIL	7,79,576	7,79,576	Ongoing

**10. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year (Yes/No):** No

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

Furnish the 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		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

**11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):**

Not Applicable

**For CSR Committee**  
ASK Automotive Limited

**Deepti Sehgal**  
Chairperson  
DIN : 09772630

**For and on behalf of the Board**  
ASK Automotive Limited

**Kuldip Singh Rathee**  
Chairman and Managing Director  
DIN : 00041032

Date : 18 May 2024  
Place : Gurugram



# ANNEXURE-4

## FORM NO. AOC - 2

Disclosure of particulars of contracts /arrangements entered into by the Company with related parties  
(Pursuant to Section 134 (3) (h) of the Companies Act, 2013 and Rule 8(2) of the Companies  
(Accounts) Rules, 2014)

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

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	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
NIL							

### 2. Details of material contracts or arrangement or transactions at arm's length basis:

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	Amount paid as advances, if any
NIL					

For and on behalf of the Board  
ASK Automotive Limited

**Kuldip Singh Rathee**  
Chairman and Managing Director  
DIN: 00041032

Date: 18 May 2024  
Place: Gurugram

For and on behalf of the Board  
ASK Automotive Limited

**Aman Rathee**  
Whole Time Director  
DIN: 00041130

# ANNEXURE-5

## Statement containing the name and other particulars of employees

[Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

- i. The percentage increase in remuneration of each Director and Key Managerial Personnel (KMPs) during the FY 2023-24, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the FY 2023-24 are as under:

Name	Designation	% increase of remuneration in FY 2023-24 as compared to previous financial year	Ratio of remuneration of each Director to median remuneration of employees
<b>Executive Directors</b>			
Mr. Kuldip Singh Rathee	Chairman and Managing Director	0.6%	139.32
Mr. Prashant Rathee	Executive Director	4.8%	48.65
Mr. Aman Rathee	Executive Director	4.8%	48.65
Mr. Rajesh Kataria	Executive Director	11.1%	8.07
<b>Non-executive Directors</b>			
Mrs. Vijay Rathee	Non-executive Director <sup>1</sup>	-	2.98
<b>Independent Directors</b>			
Mr. Arun Duggal	Independent Director <sup>2</sup>	-	3.47
Mrs. Deepti Sehgal	Independent Director <sup>2</sup>	-	3.32
Mr. Kumares Chandra Misra	Independent Director <sup>2</sup>	-	3.37
Mr. Vinay Kumar Piparsania	Independent Director <sup>2</sup>	-	3.22
Mr. Yogesh Kapur	Independent Director <sup>2</sup>	-	3.52
<b>KMPs</b>			
Mr. Naresh Kumar	Chief Financial Officer	5.9%	19.74
Ms. Rajani Sharma	Company Secretary	18.2%	11.25

Note: 1. Since Mrs. Vijay Rathee was not drawing any remuneration/sitting fee before FY2023-24, the remuneration is incomparable from previous year.

2. Since all the Independent Directors were appointed during FY 2023-24 only, detail of the percentage increase of remuneration in financial year for Independent Directors is not applicable.

- ii. In the FY 2023-24, there was an increase of 8.4% in the median remuneration of employees;
- iii. The average percentile increase already made in the managerial remuneration was 3.4 % while for others it was about 9.3 %. This was based on the Nomination & Remuneration Policy of the Company that rewards people differently based on their contribution and also ensures that external market competitiveness and internal relativity are taken care of.
- iv. There were 1645 regular employees on the rolls of Company as on 31 March 2024;
- v. It is hereby affirmed that the remuneration paid was as per the Nomination & Remuneration Policy of the Company.

**For and on behalf of the Board**  
**ASK Automotive Limited**

**Kuldip Singh Rathee**  
Chairman and Managing Director  
DIN: 00041032

Date: 18 May 2024  
Place: Gurugram

**For and on behalf of the Board**  
**ASK Automotive Limited**

**Aman Rathee**  
Whole Time Director  
DIN: 00041130

# Corporate Governance Report

## COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Your Company's philosophy on Corporate Governance is aimed at optimizing the balance between stakeholders' interests and corporate goals through the efficient conduct of its business and meeting obligations in a manner that is guided by transparency, accountability and integrity. We consider stakeholders as partners in our success and are committed to maximizing stakeholders' value, be it shareholders, employees, customers, vendors, governments or the community at large. We believe that following global practices, transparent disclosures and empowerment of stakeholders are as necessary as delivering solid financial results, for creating and sustaining value for shareholders and meeting expectations of customers and society.

Your Company's Corporate Governance system provides a fundamental framework to execute its business in line with business ethics. The Company not only adheres to the prescribed Corporate Governance Practices as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations" / "SEBI Listing Regulations") but is also committed to sound Corporate Governance principles and practices. Your Company takes proactive approach and revisits its governance practices from time to time so as to meet business and regulatory needs. The Company has ensured stability in a dynamic environment and in challenging times.

The Securities and Exchange Board of India (SEBI) has mandated Corporate Governance standards for listed companies through Chapter IV of Listing Regulations. This Section provides Corporate Governance report on

the Company's compliance with Schedule V of Listing Regulations. The Equity Shares of the Company got listed on BSE Limited and National Stock Exchange of India Limited on 15 November 2023 and the Company complied with the provisions of Listing Regulations accordingly.

## BOARD OF DIRECTORS

### Composition of Board

Your Company is managed and guided by a professional Board comprising Executive, Non-Executive and Independent Directors. As on 31 March 2024, the Board of Directors of the Company ("the Board") comprised 10 (ten) Directors out of which 5 (five) are Independent Directors, constituting half of the Board's total strength. The Board has 2 (two) women directors including 1 (one) independent woman director. The Board has diversity in terms of age, expertise, domain experience, gender etc. The composition of the Board of Directors is in conformity with the provisions under Regulation 17 of Listing Regulations and the Companies Act, 2013 ("the Act"). The Directors are eminent persons with professional expertise and experience. The Independent Directors of the Company meet all the criteria mandated by the Listing Regulations and Section 149 of the Act. A Brief Profile of each Director forms part of this Annual Report and is also available at <https://askbrake.com/about-us/board-of-directors/>

The details of the Directors on the Board of the Company during the Financial Year 2023-24 ("FY 2023-24") including their attendance in Board Meetings and in the last Annual General Meeting ("AGM"), the number of other Boards and Board's Committees they are involved in as on 31 March 2024 are presented below:

Name of Director & (DIN)	Designation/Category	Attendance Particulars			No. of Directorships Indian Companies*	No. of Memberships/ Chairpersonships in other Board's Committees**	
		No. of Board Meetings under tenure		Last AGM		Member	Chairperson
		Held	Attended				
Mr. Kuldip Singh Rathee (00041032)	Chairman & Managing Director, Promoter	10	10	Yes	Nil	Nil	Nil
Mrs. Vijay Rathee (00042731)	Non-Executive / Non-Independent Director, Promoter	10	9	Yes	Nil	Nil	Nil
Mr. Prashant Rathee (00041081)	Executive Director	10	9	Yes	Nil	Nil	Nil
Mr. Aman Rathee (00041130)	Executive Director	10	10	Yes	Nil	Nil	Nil
Mr. Rajesh Kataria (08528643)	Executive Director	10	8	Yes	Nil	Nil	Nil
Mr. Arun Duggal <sup>§</sup> (00024262)	Independent Director	9	9	Yes	3	5	2

Name of Director & (DIN)	Designation/Category	Attendance Particulars			No. of Directorships Indian Companies*	No. of Memberships/ Chairpersonships in other Board's Committees**	
		No. of Board Meetings under tenure		Last AGM		Member	Chairperson
		Held	Attended				
Mrs. Deepti Sehgal (09772630)	Independent Director	10	9	No	Nil	Nil	Nil
Mr. Kumaresh Chandra Misra (00388546)	Independent Director	10	10	Yes	Nil	Nil	Nil
Mr. Vinay Kumar Piparsania <sup>§</sup> (07721040)	Independent Director	9	8	No	Nil	Nil	Nil
Mr. Yogesh Kapur <sup>§</sup> (00070038)	Independent Director	9	9	No	6	6	4

\*Directorships do not include private companies, deemed public companies, companies incorporated under Section 8 of the Act, company under voluntary liquidation and foreign companies

\*\*Board's Committee for this purpose includes only Audit Committee and Stakeholders' Relationship Committee of public limited companies incorporated in India only and do not include deemed public companies

<sup>§</sup>Appointed with effect from 01 May 2023

**Pursuant to Part C of Schedule V of the Listing Regulations, detail of Directors' directorship in other listed entity and category of directorship as on 31 March 2024, is mentioned below:**

Sl. No.	Name of Director	Name of the Company	Category of Directorship
1.	Mr. Kuldip Singh Rathee	Nil	Nil
2.	Mrs. Vijay Rathee	Nil	Nil
3.	Mr. Prashant Rathee	Nil	Nil
4.	Mr. Aman Rathee	Nil	Nil
5.	Mr. Rajesh Kataria	Nil	Nil
6.	Mr. Arun Duggal	ICRA Limited	Chairman & Independent Director
		Dr. Lal Path Labs Limited	Independent Director
		ITC Limited	Independent Director
7.	Mrs. Deepti Sehgal	Nil	Nil
8.	Mr. Kumaresh Chandra Misra	Nil	Nil
9.	Mr. Vinay Kumar Piparsania	Nil	Nil
10.	Mr. Yogesh Kapur	Greenlam Industries Limited	Independent Director
		Rico Auto Industries Limited	Independent Director
		Kirloskar Oil Engines Limited	Independent Director

The Board of Directors are vested with the powers of governance, control, direction and management of affairs of the Company. The Board provides strategic direction and guidance to the Company and has been steering the Company towards achieving its business objectives. Driven on the principles of ethics and accountability, the Board strives to work in best interest of the Company and its stakeholders. The Board is committed to ensure compliance with the highest standards of Corporate Governance.

### CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

Vinod Kumar & Co., Company Secretaries, have issued a certificate as required under the Listing Regulations, confirming that none of the Directors on the Board of

the Company is debarred or disqualified from being appointed or continuing as directors of companies by the SEBI / Ministry of Corporate Affairs ("MCA") or any such statutory authority. The certificate is annexed herewith as **"Annexure A"**.

### BOARD MEETINGS

During the year under review, ten (10) Board meetings were held on 29 April 2023, 16 May 2023, 2 June 2023, 9 June 2023, 16 September 2023, 30 October 2023, 9 November 2023, 1 December 2023, 5 February 2024 and 29 March 2024 and gap between two meetings did not exceed one hundred and twenty (120) days. The requisite quorum was present in all the meetings.

The Company holds at least four Board Meetings in a year, within a maximum time gap of one hundred and twenty



(120) days between two meetings, inter alia, to review the Financial Results. Besides these, additional Board Meetings are convened as per business needs of the Company. Urgent matters are also approved by the Board by passing resolution(s) through circulation, if required. All Directors on the Board are free to suggest any item for inclusion in the agenda for consideration of the Board.

The Directors participated in the meetings of the Board and Committees held during FY 2023-24 through physical/video conferencing/ other audio-visual means. The meetings and agenda items taken up during the meetings complied with the applicable provisions of the Act and Listing Regulations read with various circulars issued by MCA and SEBI from time to time. The Board was provided with all relevant information required for its consideration and conduct of business including those mentioned in Part A of Schedule II of Listing Regulations, as applicable.

### SEPARATE MEETING OF INDEPENDENT DIRECTORS

Pursuant to the applicable provisions of the Act and Listing Regulations, a separate meeting of the Independent Directors was held on 29 March 2024 to review the performance of Non-Independent Directors, Chairman and the Board as a whole and all Board Committees. All the Independent Directors were present at the meeting. The Independent Directors reviewed the quality, content and timeliness of the flow of information between the Management, the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

In addition to above, one more separate meeting of Independent Directors was held on 1 November 2023, for the purpose of recommendation of price band of Initial Public Offer (IPO) of the Company, as required under Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

### COMMITTEES OF THE BOARD

The Board has constituted following Committees in accordance with the requirements of applicable provisions of the Act and Listing Regulations:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee
- Corporate Social Responsibility Committee
- Risk Management Committee

#### Audit Committee

The Company has constituted an Audit Committee on 29 April 2023, in accordance with Regulation 18 of Listing Regulations and Section 177 of the Act and other applicable provisions thereto. More than two-third of the

members of the Committee are Independent Directors and each member has rich experience in the financial matters. Statutory Auditors, Internal Auditors and Senior

Management Personnel of the Company also attend the Audit Committee meetings by invitation. The Company Secretary of the Company is Secretary of the Committee.

During the year under review, eight (8) Committee Meetings were held on 16 May 2023, 09 June 2023, 16 September 2023, 30 October 2023, 01 December 2023, 20 January 2024, 05 February 2024 and 29 March 2024. The requisite quorum was present in all meetings. The Composition of the Committee and attendance of the Committee members are given hereunder:

Name of Member	Designation	No. of Meetings	
		Held	Attended
Mr. Arun Duggal	Chairperson	8	8
Mr. Yogesh Kapur	Member	8	8
Mr. Vinay Kumar Piparsania	Member	8	7
Mrs. Deepti Sehgal	Member	8	7
Mr. Aman Rathee	Member	8	8

The terms of reference of the Audit Committee are as under:

- (1) oversight of financial reporting process and the disclosure of financial information relating to the Company to ensure that the financial statements are correct, sufficient and credible;
- (2) recommendation to the Board for appointment, re-appointment, replacement, remuneration and terms of appointment of auditors of the Company and the fixation of the audit fee;
- (3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (4) examining and reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - a. matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
  - b. changes, if any, in accounting policies and practices and reasons for the same;
  - c. major accounting entries involving estimates based on the exercise of judgment by management;
  - d. significant adjustments made in the financial statements arising out of audit findings;
  - e. compliance with listing and other legal requirements relating to financial statements;

- f. disclosure of any related party transactions; and
  - g. modified opinion(s) in the draft audit report.
- (5) reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;
  - (6) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
  - (7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
  - (8) approval of any subsequent modification of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company, subject to the conditions as may be prescribed;

Explanation: The term "related party transactions" shall have the same meaning as provided in Clause 2(zc) of the SEBI Listing Regulations and/or the applicable Accounting Standards and/or the Companies Act, 2013.

- (9) scrutiny of inter-corporate loans and investments;
- (10) valuation of undertakings or assets of the Company, wherever it is necessary;
- (11) evaluation of internal financial controls and risk management systems;
- (12) reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
- (13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- (14) discussion with internal auditors of any significant findings and follow-up thereon;
- (15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- (16) discussion with statutory auditors before the audit commences, about the nature and scope of audit

as well as post-audit discussion to ascertain any area of concern;

- (17) looking into the reasons for substantial defaults in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- (18) reviewing the functioning of the whistle blower mechanism;
- (19) monitoring the end use of funds through public offers and related matters;
- (20) overseeing the vigil mechanism established by the Company, with the chairman of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;
- (21) approval of appointment of chief financial officer (i.e., the whole-time finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- (22) reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding ₹ 1,000,000,000 or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances/ investments existing as on the date of coming into force of this provision; and
- (23) considering and commenting on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders;
- (24) approving the key performance indicators for disclosure in the offer documents; and
- (25) carrying out any other functions required to be carried out by the Audit Committee as may be decided by the Board and/or as provided under the Companies Act, 2013, the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.

Further, the Audit Committee shall mandatorily review the following information:

- Management discussion and analysis of financial condition and results of operations;
- Management letters/letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses;
- The appointment, removal and terms of remuneration of the chief internal auditor; and

- Statement of deviations in terms of the SEBI Listing Regulations:
  - a. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) where the Equity Shares are proposed to be listed in terms of the SEBI Listing Regulations;
  - b. annual statement of funds utilized for purposes other than those stated in the Offer document/prospectus/notice in terms of the SEBI Listing Regulations.

### Nomination and Remuneration Committee

The Company has constituted a Nomination and Remuneration Committee on 29 April 2023, in accordance with Regulation 19 of Listing Regulations and Section 178 of the Act and other applicable provisions thereto. All the members of the Committee are Independent Directors. The Company Secretary of the Company is Secretary of the Committee.

During the year under review, three (3) Committee Meetings were held on 16 May 2023, 16 September 2023 and 29 March 2024. The requisite quorum was present in all meetings. The Composition of the Committee and attendance of the Committee members are given hereunder:

Name of Member	Designation	No. of Meetings	
		Held	Attended
Mr. Kumaresh Chandra Misra	Chairperson	3	3
Mr. Arun Duggal	Member	3	3
Mr. Yogesh Kapur	Member	3	3

The terms of reference of the Nomination and Remuneration Committee are as under:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors of the Company (the "Board" or "Board of Directors") a policy relating to the remuneration of the directors, key managerial personnel and other employees ("Remuneration Policy"/"Nomination and Remuneration Policy");
2. For appointment of an independent directors, evaluation of the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, preparation of a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Nomination and Remuneration Committee may:
  - a. use the services of an external agencies, if required;
  - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c. consider the time commitments of the candidates.
3. Formulation of criteria for evaluation of independent directors and the Board;
4. Devising a policy on Board diversity;
5. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal and carrying out evaluation of every director's performance (including independent director);
6. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
7. Recommend to the board, all remuneration, in whatever form, payable to senior management;
8. The Nomination and Remuneration Committee, while formulating the Remuneration Policy, should ensure that-
  - a. the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;
  - b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
  - c. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.
9. perform such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended, including the following:
  - a. administering the employee stock option plans of the Company, as may be required;
  - b. determining the eligibility of employees to participate under the employee stock option plans of the Company;

- c. granting options to eligible employees and determining the date of grant;
  - d. determining the number of options to be granted to an employee;
  - e. determining the exercise price under the employee stock option plans of the Company; and
  - f. construing and interpreting the employee stock option plans of the Company and any agreements defining the rights and obligations of the Company and eligible employees under the employee stock option plans of the Company, and prescribing, amending and/or rescinding rules and regulations relating to the administration of the employee stock option plans of the Company.
10. frame suitable policies, procedures and systems to ensure that there is no violation of securities laws, as amended from time to time, including:
- a. the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
  - b. the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices Relating to the Securities Market) Regulations, 2003, by the trust, the Company and its employees, as applicable.
11. Carrying out any other activities as may be delegated by the Board and other functions required to be carried out by the Nomination and Remuneration Committee as provided under the professional expertise and knowledge of each of its Directors. All the Directors effectively contributed to the decision making process by the Board.

Companies Act, 2013, the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.

### Nomination and Remuneration Policy

The Board on recommendation of Nomination and Remuneration Committee has approved the Nomination and Remuneration Policy on 16 May 2023, in accordance with Regulation 19 of Listing Regulations and Section 178 of the Act and other applicable provisions thereto.

The Policy is available on the website of the Company and can be accessed through <https://askbrake.com/nrcpolicy>

### Performance Evaluation

The Board on recommendation of Nomination and Remuneration Committee has approved the Board Evaluation Policy on 16 September 2023, in accordance with the provisions of the Listing Regulations and the Act and other applicable provisions thereto. The criteria for performance evaluation stipulated in the Board Evaluation Policy covers the areas relevant for functioning of Independent Directors such as preparation, participation, conduct and effectiveness. A separate exercise was carried out to evaluate the performance of the Board, Committees and individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, effective participation in Board/Committee Meetings, independence of judgement, safeguarding the interest of the Company and its minority shareholders, providing expert advice to Board.

The Directors expressed their satisfaction with the evaluation process. The Board was satisfied with the

The Board members are having following skill/experience/competence required for the business and affairs of the Company. However, the absence of a mark against the member's name does not necessarily mean the members does not possess the corresponding qualification or skill.

Name of Director & (DIN)	Key Board Qualification									
	Name of the Board Members									
	Kuldip Singh Rathee	Vijay Rathee	Prashant Rathee	Aman Rathee	Rajesh Kataria	Arun Duggal	Deepti Sehgal	Kumares C Misra	Vinay K Piparsania	Yogesh Kapur
Leadership	√	√	√	√	√	√	√	√	√	√
Strategy & Planning	√	√	√	√	√	√	√	√	√	√
Domain knowledge in auto / auto components industry	√	√	√	√	√	X	X	√	√	X
Governance & Regulatory	√	√	√	√	√	√	√	√	√	√
Financial	√	√	√	√	√	√	√	√	√	√
Innovation & entrepreneurship	√	√	√	√	√	√	√	√	√	√
Risk Management & Compliance	√	√	√	√	√	√	√	√	√	√



### Stakeholders' Relationship Committee

The Company has constituted a Stakeholders' Relationship Committee on 29 April 2023, in accordance with Regulation 29 of Listing Regulations and Section 178 of the Act and other applicable provisions thereto. Half of the Committee members are Independent Directors. The Company Secretary of the Company is Secretary of the Committee.

During the year under review, one (1) Committee Meeting was held on 05 February 2024. The requisite quorum was present in the meeting. The Composition of the Committee and attendance of the Committee members are given hereunder:

Name of Member	Designation	No. of Meetings	
		Held	Attended
Mr. Kumaresh Chandra Misra	Chairperson	1	1
Mr. Arun Duggal	Member	1	1
Mr. Prashant Rathee	Member	1	1
Mr. Aman Rathee	Member	1	1

The terms of reference of the Stakeholders' Relationship Committee are as under:

- considering and looking into various aspects of interest of shareholders, debenture holders and other security holders
- resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.;
- formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from shareholders from time to time;
- giving effect to allotment of Equity Shares, approval of transfer or transmission of Equity Shares, debentures or any other securities;
- issue of duplicate certificates and new certificates on split/consolidation/renewal, etc.;
- review of measures taken for effective exercise of voting rights by shareholders;
- review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the registrar & share transfer agent;
- to dematerialize or rematerialize the issued shares;
- review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company; and
- Carrying out any other functions required to be carried out by the Stakeholders' Relationship Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.

During the year under review, the Company has received requests/queries/complaints from Shareholders/Investors relating to unblocking of amount blocked for allotment of securities in the IPO / non allotment of securities / non- receipt of dividend etc. The same were addressed and resolved by the Company. The detail is provided in Shareholders' Information section of this Report. As on 31 March 2024, no complaint was pending for redressal.

### Corporate Social Responsibility (CSR) Committee

The Company has constituted a Corporate Social Responsibility Committee, in accordance with Section 135 of the Act and other applicable provisions thereto. Half of the members of the Committee are Independent Directors. The Company Secretary of the Company is Secretary of the Committee.

During the year under review, two (2) Committee Meetings were held on 16 May 2023 and 05 February 2024. The requisite quorum was present in all meetings. The Composition of the Committee and attendance of the Committee members are given hereunder:

Name of Member	Designation	No. of Meetings	
		Held	Attended
Mrs. Deepti Sehgal	Chairperson	2	2
Mr. Kumaresh Chandra Misra	Member	2	2
Mrs. Vijay Rathee	Member	2	2
Mr. Rajesh Kataria	Member	2	2

The terms of reference of the CSR Committee are as under:

- formulate and recommend to the Board, a "Corporate Social Responsibility Policy" which shall indicate the activities to be undertaken by our Company as specified in Schedule VII of the Companies Act;
- review and recommend the amount of expenditure to be incurred on the activities to be undertaken by our Company;
- monitor the corporate social responsibility policy of our Company from time to time; and
- any other matter as the Corporate Social Responsibility Committee may deem appropriate after approval of the Board or as may be directed by the Board from time to time.

The CSR Policy of the Company has been formulated and recommended by the CSR Committee and approved by the Board of Directors.

The Committee discussed the CSR grant for FY 2023-24 towards CSR activities by the Company in its

meeting held on 16 May 2023 and recommended the same to the Board.

### Risk Management Committee

The Company has constituted a Risk Management Committee on 29 April 2023, in accordance with Regulation 21 of the Listing Regulations and other applicable provisions thereto. More than half of the members of the Committee are Independent Directors. The Company Secretary of the Company is Secretary of the Committee.

During the year under review, two (2) Committee Meetings were held on 05 February 2024 and 29 March 2024. The requisite quorum was present in all meetings. The Composition of the Committee and attendance of the Committee members are given hereunder:

Name of Member	Designation	No. of Meetings	
		Held	Attended
Mr. Yogesh Kapur	Chairperson	2	2
Mr. Vinay Kumar Piparsania	Member	2	2
Mr. Kumaresh Chandra Misra	Member	2	2
Mr. Prashant Rathee	Member	2	1
Mr. Aman Rathee	Member	2	2

The terms of reference of the Risk Management Committee are as under:

1. Formulation of a detailed risk management policy which shall include: (a) a framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Risk Management Committee; (b) measures for risk mitigation including systems and processes for internal control of identified risks; and (c) business continuity plan;
2. Ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

3. Monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. Periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity, and recommend for any amendment or modification thereof, as necessary;
5. Keep the Board of directors of the Company informed about the nature and content of its discussions, recommendations and actions to be taken; and
6. Review the appointment, removal and terms of remuneration of the chief risk officer (if any).
7. To implement and monitor policies and/or processes for ensuring cyber security;
8. Any other similar or other functions as may be laid down by Board from time to time and/or as may be required under applicable law, as and when amended from time to time, including the SEBI Listing Regulations.

### Other Committees of the Board

During the year under review, the Board of Directors constituted IPO Committee on 9 June 2023, inter alia, to carry out the role and responsibilities of approving and undertaking various activities in relation to the IPO of the Company. The said committee was dissolved on 1 December 2023 post listing of the Company's equity shares on the Stock Exchanges.

In addition, there is one more Committee amongst others i.e. Management Committee of the Board of Directors of the Company, for efficient and quick decision- making on the day to day affairs of the Company in relation to the matters as mentioned in the charter of the Committee.

This Committee also deal with any other matter, as may be assigned by the Board from time to time. The Company Secretary acts as Secretary to this Committee. Further, the Board may also constitute any other committee for specific purpose, as and when required.

## REMUNERATION TO DIRECTORS

Detail of remuneration paid/payable to Directors for FY 2023-24 is as under:

Sl. No.	Name of Director	Category	Salary	Commission (for the FY 2023-24)	Sitting Fees	Others	Amount in ₹
							Total
1.	Mr. Kuldip Singh Rathee	Chairman & Managing Director, Promoter	7,02,15,600	-	-	-	<b>7,02,15,600</b>
2.	Mr. Prashant Rathee	Executive Director	2,45,19,600	-	-	-	<b>2,45,19,600</b>
3.	Mr. Aman Rathee	Executive Director	2,45,19,600	-	-	-	<b>2,45,19,600</b>
4.	Mr. Rajesh Kataria	Executive Director	40,68,888	-	-	-	<b>40,68,888</b>

Amount in ₹

Sl. No.	Name of Director	Category	Salary	Commission (for the FY 2023-24)	Sitting Fees	Others	Total
5.	Mrs. Vijay Rathee	Non-Executive / Non-Independent Director, Promoter	-	10,00,000	5,00,000	-	15,00,000
6.	Mr. Arun Duggal	Independent Director	-	10,00,000	7,50,000	-	17,50,000
7.	Mrs. Deepti Sehgal	Independent Director	-	10,00,000	6,75,000	-	16,75,000
8.	Mr. Kumaresh Chandra Misra	Independent Director	-	10,00,000	7,00,000	-	17,00,000
9.	Mr. Vinay Kumar Piparsania	Independent Director	-	10,00,000	6,25,000	-	16,25,000
10.	Mr. Yogesh Kapur	Independent Director	-	10,00,000	7,75,000	-	17,75,000

**Notes:**

- Sitting Fees and Commission are excluding GST.
- There is no stock options scheme in the Company
- No Performance-Linked Bonus approved in the remuneration of any Director
- Service Contract of Executive Directors: Until cessation in service.
- Severance fee: None unless otherwise agreed by the Board/Shareholders, as the case may be.
- Remuneration paid is within the limits prescribed under Section 197 read with Schedule V of the Act and approved by shareholders.
- Mrs. Vijay Rathee held 6,89,34,794 equity shares of the Company.
- Mr. Yogesh Kapur held 521 equity shares of the Company.
- No other non-executive director held any equity share in the Company.
- Non-executive directors do not have any pecuniary relationship or transactions with the Company. The non-executive directors are paid sitting fees for attending the meetings of the Board and its Committees. The Company may pay profit based commission and/or other remuneration to non-executive directors (including independent directors) from time to time within the limits approved by the members in compliance with the applicable provisions of the Act, as may be determined by the Board from time to time.
- Remuneration to Executive Directors includes salary, allowances, bonus, employer contribution to PF and retirement benefits. In addition, value of perquisites as per the Income Tax Act, 1961

**Appointment/Re-appointment of Directors**

As per the provisions of Section 152 of the Act, Mr. Rajesh Kataria (DIN: 08528643) and Mrs. Vijay Rathee (DIN: 00042731) retire by rotation at the forthcoming AGM of the Company, who being eligible, offer themselves for re-appointment. The relevant details are provided in the AGM Notice.

Details of other changes in the Board during the FY 2023-24 are provided in the Board Report.

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of Independence as prescribed under the Act and Listing Regulations.

Further, in the opinion of the Board and on the basis of declaration of Independence provided by the Independent Directors, they all fulfil the conditions specified in the Act and Rules made thereunder read with applicable regulations of Listing Regulations, for their appointment as Independent Directors of the Company and are independent of the management.

**CODE OF CONDUCT**

The Board has laid down a Code of Conduct for all Directors and Senior Management Personnel of the Company. The

Code of Conduct is available on the Company's website <https://askbrake.com/COCBOD&SMP>

The directors and senior management personnel have affirmed compliance with the Code of Conduct for FY 2023-24. A certificate by Chairman & Managing Director of the Company, pursuant to Schedule V of Listing Regulations is annexed to this Report as "**Annexure B**".

**PROGRAM FOR INDEPENDENT DIRECTORS**

Independent directors of the Company are made aware of their roles and responsibilities at the time of their appointment, through a formal letter of appointment outlining his/her role, function, duties and responsibilities as a director. The terms and conditions of the appointment are also placed on the website of the Company. All efforts are made to ensure that they are fully aware of the current state of affairs of the Company and the industry in which it operates. The Company extends all support and assistance required in order to facilitate the independent directors to meet /interact with the business heads/ members of the senior management team as and when desired by them. Presentations are made regularly at the meetings of the Board of Directors, the Audit Committee, the Nomination & Remuneration Committee, Corporate Social Responsibility Committee and the Stakeholders' Relationship Committee by the

senior management in relation to the performance of the Company, quarterly and annual results, business strategies, business outlook, various policies, review of internal audit and risk management framework, operations of the Company and its subsidiaries, its business model and strategy, amendments in applicable laws etc. The calendar of Board and Committee Meetings of the Company is scheduled in advance and appropriate notice is served for convening Board and Committees Meeting. The minutes of the meetings of the Board, various Committees of the Company and minutes of Board Meetings of subsidiary companies are periodically circulated to the Board. All the relevant developments relating to the Company are informed to the Board as and when deemed necessary. Detailed Familiarization Program imparted to Independent Directors is available on Company's website <https://askbrake.com/Familiarisation-Programme-IDs>

During the FY 2023-24 newly appointed Independent Directors were provided with the information on the Company through Plant/Factory visit/s, orientation sessions, besides interactive meetings with Senior Management, board presentation etc.

### CEO AND CFO CERTIFICATION

Pursuant to Regulation 17(8) of the Listing Regulations, Certificate was issued by Managing Director and Chief Financial Officer confirming that the financial statements for the financial year ended on 31 March 2024 present the true and fair view of the Company's affairs and are in compliance with existing accounting standards, internal control and disclosures. The said certificate is annexed to this Report as "Annexure C".

### GENERAL MEETINGS

Details on the last three AGM is given hereunder:

Financial Year	Day, Date & Time	Location	Special Resolution(s)
2021-2022	Thursday, 30 September 2021, 05:30 p.m.	Flat No. 104, 929/1, Naiwala, Faiz Road, Karol Bagh, New Delhi- 110005	Nil
2022-2023	Friday, 30 September 2022, 05:00 p.m.	Flat No. 104, 929/1, Naiwala, Faiz Road, Karol Bagh, New Delhi- 110005	Nil
2023-2024	Saturday, 16 September 2023, 02:30 p.m.	Plot No. 13-14, Sector-5, IMT Manesar Gurgaon- 122050	<ul style="list-style-type: none"> <li>Revision in Remuneration of Mr. Kuldip Singh Rathee (DIN: 00041032) as the Chairman and Managing Director of the Company</li> <li>Revision in Remuneration of Mr. Prashant Rathee (DIN: 00041081) as Whole-Time Director of the Company</li> <li>Revision in Remuneration of Mr. Aman Rathee DIN: 00041130) as Whole-Time Director of the Company</li> </ul>

Details of Special Resolutions passed in Extra-Ordinary General Meetings during financial year 2023-24:

Financial Year	Day, Date & Time	Location	Special Resolution(s)
2023-2024	Wednesday, 5 April, 2023, 02:30 p.m.	Plot no. 13-14, Sector-5, IMT Manesar, Gurgaon- 122050	<ul style="list-style-type: none"> <li>Appointment of Mr. Kumaresh Chandra Misra (DIN: 00388546) as an Independent Director of the Company</li> <li>Appointment of Mrs. Deepti Sehgal (DIN: 09772630) as an Independent Director of the Company</li> <li>Payment of commission to Non-Executive Directors of the Company</li> <li>Increase in borrowing limits of the Company and creation of charge / providing of security</li> <li>Increase in Investment Limits for Non-Resident Indians and Overseas Citizens of India</li> </ul>



Financial Year	Day, Date & Time	Location	Special Resolution(s)
2023-2024	Monday, 8 May 2023, 02:30 p.m.	Plot no. 13-14, Sector-5, IMT Manesar, Gurgaon- 122050	<ul style="list-style-type: none"> <li>• Appointment of Mr. Kuldip Singh Rathee (DIN: 00041032) as the Chairman and Managing Director of the Company</li> <li>• Re-appointment of Mr. Prashant Rathee (DIN: 00041081) as Whole-Time Director of the Company</li> <li>• Re-appointment of Mr. Aman Rathee (DIN: 00041130) as Whole-Time Director of the Company</li> <li>• Re-appointment of Mr. Rajesh Kataria (DIN: 08528643) as Whole-Time Director of the Company</li> <li>• Appointment of Mr. Arun Duggal (DIN: 00024262) as Independent Director of the Company</li> <li>• Appointment of Mr. Yogesh Kapur (DIN: 00070038) as Independent Director of the Company</li> <li>• Appointment of Mr. Vinay Kumar Piparsania (DIN: 07721040) as Independent Director of the Company</li> </ul>

During FY 2023-24, no special resolution was passed through postal ballot.

## DISCLOSURES

### a) Related Party Transactions

The Company has not entered into any materially significant transaction with the Directors, their relatives or management which is in conflict with the interest of the Company. All the transactions entered into by the Company during the FY 2023-24 with related parties were in its ordinary course of business and on an arm's length basis and have been reported elsewhere in the Annual Report as per IND-AS-24 issued by the Institute of Chartered Accountants of India (ICAI). All related party transactions are regularly/periodically reviewed and approved/ratified by the Audit Committee/ Board, as applicable.

### b) Total Fees to Statutory Auditor (Pursuant to Part C of Schedule V of the Listing Regulations)

The total fees for all services aggregating to ₹77,67,300/- (excluding GST) was paid by the Company to M/s. Walker Chandio & Co. LLP, Statutory Auditors of the Company.

The subsidiary company of the Company did not make any payment to the Statutory Auditors of the Company.

### c) Compliance

The Company has duly complied with all the requirements of the Stock Exchange(s) and SEBI on matters relating to capital markets. There were no non-compliances by the Company and no instances of penalties or strictures which were imposed on the Company by SEBI, Stock Exchange(s) on which the

shares of the Company are listed or any statutory authority on any matter related to the capital market during the last 3 years. Further, the securities of the Company got listed on the Stock Exchanges on 15 November 2023, therefore, the compliances of SEBI/ Stock Exchanges are applicable on the Company from such date only.

### d) Vigil Mechanism / Whistle Blower Policy

In view of the requirement of Section 177 of the Act and Regulation 22 of Listing Regulations, the Company has a Whistle Blower Policy duly approved by the Board of Directors of the Company, to report the concerns about any unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. Ethics related grievances are addressed through a dedicated platform operated by a 3rd party vendor appointed by the Company. A Whistle Blower, in exception cases, can report grievances directly to the Chairperson of Audit Committee or Managing Director of the Company. No personnel have been denied access to the Audit Committee of the Company.

### e) Risk Management

The Company has laid down procedures to inform the Board Members about the risk assessment and minimization procedures. The Company has a Risk Management Committee also, to review the risk assessment, management & mitigation process. Detailed note on risk & concern is provided in the Management Discussion and Analysis Report, forming part of the Board's Report.

**f) Proceeds from the public issue/right issue/preferential issues etc.**

The Company has successfully completed the IPO of its equity shares through book building process. The IPO was full offer for sale of 2,95,71,390 equity shares of face value of ₹ 2/- each at a premium of ₹ 280/- per share, by the Promoters of the Company namely Mr. Kuldip Singh Rathee and Mrs. Vijay Rathee, for total amount of ₹ 833,91,31,980. The Company's equity shares got listed on the recognized stock exchanges i.e., BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) on 15 November 2023.

**g) Inter-se relationship between Directors**

The following directors of the Company are related to each other:

- Mr. Kuldip Singh Rathee, Chairman & Managing Director of the Company and Mrs. Vijay Rathee, Non-Executive Director of the Company are parents of Mr. Prashant Rathee and Mr. Aman Rathee, Executive Directors of the Company.

Except abovementioned relationships, none of the Directors of the Company are related to each other.

**h) Any recommendation received from any Committee of the Board**

During the year under review, the Board of Directors had accepted all recommendation of the Committees of the Board of Directors, which were mandatorily required to be made.

**i) Credit Rating**

The Company continued to have "CRISIL AA-" credit rating and "CRISIL A1+" credit rating for its long term and short-term bank loan facilities, respectively, by CRISIL Ratings Limited respectively. The details of the Credit Rating are available on the Company's website at [www.askbrake.com](http://www.askbrake.com).

**j) Disclosure of Certain Types of Agreements binding Listed Entities**

During the year under review, no agreement was entered under clause 5A of part A of para A of Schedule III, of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.

**k) The following Policies are available on the Company's website:**

- Policy on determining Material Subsidiaries – <https://askbrake.com/Material-Subsidiaries-Policy>
- Policy on related party transactions- <https://askbrake.com/RPTpolicy>
- Policy on Corporate Social Responsibility- <https://askbrake.com/CSRpolicy>

- Archival Policy- <https://askbrake.com/Archivalpolicy>
- Policy on determination of material/price sensitive information- <https://askbrake.com/Materiality-Policy-Reg.30>
- Vigil Mechanism / Whistle Blower Policy – <https://askbrake.com/whistleblowerpolicy>
- Dividend Distribution Policy – <https://askbrake.com/dividenddistributionpolicy>
- Board Diversity Policy – <https://askbrake.com/Boarddiversitypolicy>

**COMPLIANCE WITH MANDATORY AND NON MANDATORY REQUIREMENTS OF THE LISTING REGULATIONS**

**A. Mandatory Requirements**

The Company has complied with all mandatory requirements specified in Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) of the Listing Regulations.

**B. Non-mandatory Requirements**

The Company continues to comply with the following discretionary requirements of Regulation 27(1) of the Listing Regulations:

**a) The Board:**

The Company has an Executive Chairman and therefore the provisions relating to Non-Executive Chairperson is not applicable.

**b) Shareholders' Rights:**

The quarterly and half-yearly financial results are published in widely circulated dailies and also displayed on Company's website. The Company sends full financial statement along with Board's Report and Auditors' Report to all the shareholders every year. These are also posted on Company's website i.e. [www.askbrake.com](http://www.askbrake.com).

**c) Modified Opinion(s) in Audit Report:**

The Company have its financial statements with unmodified audit opinion (for both standalone and consolidated) for the financial year ended on 31 March 2024.

**d) Separate posts of Chairperson and the Managing Director or the Chief Executive Officer**

During the year under review, the Company had same person as Chairperson and Managing

Director. Further, there was no Chief Executive Officer in the Company.

**e) Reporting of Internal Auditor:**

The Internal Auditor of the Company reports to the Audit Committee.

**Code for Prevention of Insider Trading**

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI), Policy and procedure for enquiry in case of leak of UPSI or suspected leak of UPSI and Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and their immediate relatives. The said Code(s)/Policy(ies) lay down guidelines for fair disclosure of UPSI and advises the persons covered under the Code(s) on procedures to be followed and disclosures to be made, while dealing with shares of the Company and cautioning them of the consequences of violations. The Policy and procedure for enquiry in case of leak of UPSI or suspected leak of UPSI is available on Company's website- <https://askbrake.com/policyforinquiryincaseofleakofUPSI>

**Accounting Treatment in preparation of Financial Statement:**

The Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by MCA under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable. The Company has uniformly applied the accounting policies during the periods presented. The Financial Statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India.

The Financial Statements are presented in Indian rupees ('INR'), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakhs upto two place of decimal, unless otherwise indicated.

**Statutory Compliance**

The Company has a system in place whereby respective department heads provides Compliance Certificate to the Board of Directors confirming compliance of various laws, rules, regulations and guidelines applicable on the Company. The Company takes appropriate steps after consulting internally and if necessary, with independent legal counsels to ensure that the business operations are not in contravention of any laws. The Company takes all

measures to register and protect Intellectual Property Rights including trade names/service marks/trademarks/patents/ copyrights, etc. belonging to the Company.

**DISCLOSURE ON SEXUAL HARASSMENT OF WOMEN AT WORKPLACE**

The Company has in place a Policy against Sexual Harassment at workplace and Internal Complaints Committees ('ICC') as per the requirements of Sexual Harassment of Women at Workplace (Prevention Prohibition and Redressal) Act, 2013.

During the FY 2023-24, no complaint was received by ICC. No complaint was pending at the beginning or at the end of the financial year.

**MEANS OF COMMUNICATION**

- During the year review, the quarterly / half yearly Financial Results, were published in one national English and one regional Hindi Newspapers having wide circulation and displayed on the website of the Company <https://askbrake.com/disclosure-under-regulation-46-2-of-the-lodr/>. Official news/press releases are also displayed on the Company's website. The same were also submitted with Stock Exchanges where equity shares of the Company are listed.
- During the FY 2023-24, the Company published its financial results in the following newspapers:

Financial Results	Newspapers	Date of publication
Unaudited Financial Results for the quarter and half year ended 30 September 2023	Financial Express (English) & Jansatta (Hindi)	2 December 2023
Unaudited Financial Results for the quarter ended 31 December 2023	Financial Express (English) & Jansatta (Hindi)	6 February 2024

- During the year under review, no analysts/institutional investors meet was held on quarterly/half yearly financial results.
- The management perspective, business review and financial highlights are part of the Annual Report.
- The quarterly shareholding patterns are also displayed on the Company's website, as sent to the Stock Exchanges.

## SHAREHOLDERS' INFORMATION

### a. Company Registration Details

The Company's Corporate Identity Number (CIN) is L34300DL1988PLC030342.

### b. Annual General Meeting (AGM)

Date : Wednesday, 21 August 2024, Time: 10:30 A.M. (IST)

Venue: The meeting will be conducted through VC / OAVM pursuant to the circulars and notifications issued by MCA, Government of India and SEBI. The deemed venue for the AGM shall be the Registered Office of the Company.

### c. Financial Year: 1 April 2024 to 31 March 2025

Financial Calendar (tentative and subject to change):

Financial reporting for the first quarter ending 30 June 2024	On or before 14 August 2024
Financial reporting for the second quarter ending 30 September 2024	On or before 14 November 2024
Financial reporting for the third quarter ending 31 December 2024	On or before 14 February 2025
Financial reporting for the quarter/year ending 31 March 2025	On or before 30 May 2025
Annual General Meeting for the year ending 31 March 2025	On or before 30 September 2025

### d. Dividend

The Board of Directors, at its meeting held on 18 May 2024, has recommended Dividend of Re. 1/- per equity share being 50% of the face value of ₹ 2/- each, for FY 2023-24, for consideration of the Members of the Company at the ensuing 36th

Annual General Meeting ("AGM"). The dividend, if declared by shareholders at the AGM, shall be paid on or before 20 September 2024.

### e. Record Date for Dividend

Friday, 9 August 2024

### f. Listing of Equity Shares

The Equity Shares of the Company got listed at the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) on 15 November 2023. The listing fees for the FY 2023-24 has been paid to both the Stock Exchanges.

### g. Stock Code

Trading symbol on NSE	ASKAUTOLTD
Trading symbol on BSE (Scrip Code)	ASK (544022)
ISIN No. of Equity Shares at NSDL/CDSL	INE491J01022

### h. Stock Market Data

The Equity Shares of the Company got listed on NSE and BSE on 15 November 2023. The monthly high and low share prices and market capitalization of equity shares of the Company traded on BSE and NSE during FY 2023-24 and the comparison in performance of share price of the Company vis-à-vis broad based Indices are given below:

### Share price movement:

Month	BSE Ltd.					NSE				
	Sensex#	High Price (₹)	Low Price (₹)	Close Price (₹)	Market Cap* (₹)	Nifty#	High Price (₹)	Low Price (₹)	Close Price (₹)	Market Cap* (₹)
Nov-23	66,988.44	319.90	290.00	294.80	58,11,76,38,480	20133.15	319.70	290.00	294.80	58,11,76,38,480
Dec-23	72,240.26	298.00	271.40	290.70	57,30,93,53,820	21731.40	298.00	271.40	290.50	57,26,99,25,300
Jan-24	71,752.11	311.90	277.00	301.50	59,43,84,93,900	21725.70	312.00	276.75	301.50	59,34,97,79,730
Feb-24	72,500.30	334.90	286.20	292.85	57,73,32,10,410	21982.80	334.55	286.20	292.55	57,67,40,67,630
Mar-24	73,651.35	299.10	240.70	285.00	56,18,56,41,000	22326.90	299.70	240.10	284.60	56,10,67,83,960

\*Market Capitalization as per closing price of the month

# Month end closing data.

Source: BSE/NSE Website



**Performance of the Share Price of the Company in Comparison to Indices:**

Source: BSE/NSE Website

**i. Unclaimed/Unpaid Dividend**

The MCA had notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, dividends which are not encashed / claimed by the shareholder for a period of 7 (seven) consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The IEPF Rules mandate the companies to also transfer the shares of shareholders whose dividends remain unpaid / unclaimed for a period of 7 (seven) consecutive years to the demat account of IEPF Authority. There is no unpaid/ unclaimed dividend exists in the Company, hence

the aforementioned provisions are not applicable on the Company.

**j. Loans and advances in which directors are interested**

Details of Loans and advances in the nature of loans to firms/companies in which directors are interested (if any) are given in the Notes to the Financial Statement.

Further, during the year under review, Subsidiary of the Company has not given any Loans and advances in the nature of loans to firms/companies in which directors are interested.

**k. Material Subsidiaries**

The Company have no material subsidiaries on the basis of Financial Statements for the financial year ended 31 March 2024.

**l. Nomination Facility**

The Act provides for a nomination facility to the shareholders of a company. Since all the shares of the Company are in demat form, shareholders may submit the nomination request to the Depository Participant.

**m. Compliance Certificate**

The Company has complied with the requirements of the Schedule V, Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) of the Listing Regulations.

The Certificate of Secretarial Auditor, confirming compliance with the conditions of Corporate Governance as per requirement of Part E of Schedule V of the Listing Regulations, is annexed as "Annexure D".

**n. Detail of distribution of shareholding of the equity shares of the Company, by size and ownership as on 31 March 2024, is given hereunder:**

Range (No. of Shares)	No. of Shareholders	% to Total Shareholders	Total No. of Shares	% to Total Shares
1 to 500	85198	95.68	5655599	2.87
501 to 1000	2412	2.71	1831923	0.93
1001 to 2000	778	0.87	1136400	0.57
2001 to 3000	227	0.26	580470	0.29
3001 to 4000	122	0.14	428197	0.22
4001 to 5000	83	0.09	392020	0.20
5001 to 10000	125	0.14	901036	0.46
10001 & above	100	0.11	186216955	94.46
<b>TOTAL</b>	<b>89045</b>	<b>100.00</b>	<b>197142600</b>	<b>100.00</b>

**Shareholding Pattern as on 31 March 2024:**

Category	No. of Shares held (face value of ₹ 2/- each)	Percentage to total shareholding
Indian Promoters/Promoters Group	167571210	85.00
Alternate Investment Funds - III	961997	0.49
Body Corporate - Ltd Liability Partnership	128563	0.07
Clearing Members	1463	0.00
Foreign Portfolio Investors (Corporate) - I	8235888	4.18
Foreign Portfolio Investors (Corporate) - II	592178	0.30
Hindu Undivided Family	575801	0.29
Insurance Companies	3359106	1.70
Mutual Funds	3600299	1.83
Non Resident (Non Repatriable)	130121	0.07
Non Resident Indians	101894	0.05
Other Bodies Corporate	1094362	0.55
Public	10778282	5.47
Relatives of promoters (other than "Immediate relatives" of promoters disclosed under Promoter and Promoter Group category)	53	0.00
Trust (Employees)	6197	0.00
Trusts	5186	0.00
<b>Total</b>	<b>197142600</b>	<b>100.00</b>

**o. Details of Shareholders' Complaints received and resolved during the Financial Year 2023-24:**

No. of complaints Pending as of 01 April 2023	No. of complaints received during the year	No. of complaints disposed during the year	No. of complaints remain unresolved as on 31 March 2024
0	873	873	0

The Equity Shares of the Company got listed on 15 November 2023, so majority of the complaints were pertaining to unblocking of funds and non-allotment of shares related to the initial public offer (IPO) of the Company.

**p. Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity**

As on date there are no outstanding warrants / bonds/ other instruments which are convertible into equity shares.

**q. Commodity price risk or foreign exchange risk and hedging activities**

Fluctuation in commodity price in market affects directly or indirectly the price of raw material and components used by the Company. The Company sells its products mainly to Original Equipment Manufacturers for whom it is manufacturing auto components. The Company does regular negotiation / adjustment of prices on the basis of changes in commodity prices. There is no significant foreign exchange exposure and the Company is covering its exposure through natural hedging. The details of foreign currency exposure are disclosed in Notes of the financial statement (Standalone) of the Company.

**r. Dematerialisation of Equity Shares and Liquidity**

The Equity Shares of the Company are compulsorily traded in dematerialised form on NSE and BSE. The Company has arrangements with both the NSDL and CDSL to establish electronic connectivity of its shares for scrip less trading. As on 31 March 2024, 100% shares of the Company were held in dematerialised form.

**s. Consolidation of multiple folios**

Investors are encouraged to consolidate their shareholding if held in multiple folios. This would facilitate one stop tracking of all corporate benefits on the shares and would reduce time and efforts required to monitor multiple folios.

**t. Registrar and Share Transfer Agent**

The Company vide Agreement dated 15 November 2023 has appointed the following agency to act as its Registrar and Share Transfer Agent ("RTA"). The RTA is, inter alia, responsible for processing of requests pertaining to transmission / dematerialization

**z. Plant Locations**

The Company (including its Subsidiary & Joint Venture Company) has plants located at:

S. No.	Plant Address	Unit No.
1	Plot No. 66-67, Udyog Vihar Phase-1, Gurgaon, Haryana	ASK-1
2	Plot No. 30-31, Nawada Fatypur Manesar, Gurgaon, Haryana	ASK-2
3	Plot No. 28, Sec-4, IMT Manesar, Gurgaon, Haryana	ASK-3
4	Plot No. 79, Sec-6, IMT Manesar, Gurgaon, Haryana	ASK-4
5	Plot No. 21, Industrial Park -4, Begampur, Haridwar, Uttarakhand	ASK-5
6	Plot No. 155-156, Sec-5, IMT Manesar, Gurgaon, Haryana	ASK-7
7	Plot No. 176, Part-1, Narasapura Industrial Area, Malur Taluk, Kolar Distt., Karnataka	ASK-8
8	Plot No. 6, Sec-2 A, IMT Manesar, Gurgaon, Haryana	ASK-10

/ rematerialisation and other activities. Further, RTA also handles corporate actions such as data requirements for conduct of AGMs, dividends, etc. The RTA corresponds with the depositories viz. NSDL and CDSL, in this regard. Address of the RTA is:

Link Intime India Private Limited  
Unit- ASK Automotive Limited  
Contact Person Name: Ms. Jaya Suvarna  
C-101, 247 Park, L.B.S. Marg, Vikhroli (West)  
Mumbai -400083  
Phone-022-49186000; Email:- [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

**u. Share Transfer System**

In terms of Regulation 40(1) of the Listing Regulations, transfer of securities shall not be processed unless the securities are held in the demat mode with a Depository Participant. Transfer of Equity Shares in dematerialized form are done through depositories with no involvement of the Company.

**v. Compliance Officer**

Ms. Rajani Sharma, Company Secretary is the Compliance Officer of the Company.

**w. Designated email-ID**

The Company has designated an email-ID "[compliance@askbrake.com](mailto:compliance@askbrake.com)" exclusively for Shareholders and Investors to correspond with the Company.

**x. During the year, no security of the Company was suspended from trading.**

**y. Address for Correspondence**

The shareholders may send their communication/ suggestions/ grievances /queries related to the Company to:

Ms. Rajani Sharma  
[Vice President(legal), Company Secretary & Compliance Officer]  
Address: Plot No. 13-14, Sector-5, IMT Manesar, Gurugram, Haryana, India, 122050  
Tel:0124-4396907;Email:[compliance@askbrake.com](mailto:compliance@askbrake.com)

S. No.	Plant Address	Unit No.
9	Plot No. 166, Paiki Rampura Endla Road, Vasana, Taluka Detroj, Ahmedabad, Gujarat	ASK-11
10	Plot No. 13-14, Sec-5, IMT Manesar, Gurgaon, Haryana	ASK-12
11	Khasra No. 154, Village - Theda, PO - Lodhi Mazra, The Baddi, Distt - Solan, Himachal Pradesh	ASK-14
12	Plot No. 107, Sec-6, IEE-Sidcul, Haridwar, Uttarakhand	ASK-15
13	Plot No. 157-158, Sec- 5, IMT Manesar, Gurgaon, Haryana	ASK-16
14	Plot No. 76, Sec-3, IMT Manesar, Gurgaon, Haryana	ASK-17
15	Plot No. SP4-315, RIICO Industrial Area, Karoli, Bhiwadi, Alwar, Rajasthan	Subsidiary
16	Survey No. 36/1, Seethappanahalli Village, Kasaba Hobli, Malur Taluk, Kolar Distt, Karnataka	Subsidiary
17	Plot No. 446D, Sector 8, IMT Manesar, Gurgaon, Haryana	Joint Venture

The Corporate Governance Report was adopted by the Board of Directors at its meeting held on 18 May 2024 as a part of Board's Report.

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members of  
**ASK Automotive Limited**  
Plot No. 13-14, Sector 5, IMT Manesar,  
Gurugram, Haryana - 122050

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **ASK Automotive Limited** having CIN: L34300DL1988PLC030342 and having registered office at Flat No. 104, 929/1, Naiwala, Karol Bagh, Faiz Road, New Delhi-110005 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with the Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company and the respective Directors, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31 March 2024 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN
1.	Mr. Kuldip Singh Rathee	00041032
2.	Mrs. Vijay Rathee	00042731
3.	Mr. Prashant Rathee	00041081
4.	Mr. Aman Rathee	00041130
5.	Mr. Rajesh Kataria	08528643
6.	Mr. Kumaresh Chandra Misra	00388546
7.	Mrs. Deepti Sehgal	09772630
8.	Mr. Arun Duggal	00024262
9.	Mr. Yogesh Kapur	00070038
10.	Mr. Vinay Kumar Piparsania	07721040

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Vinod Kumar & Co.,**  
Company Secretaries

**CS Vinod Kumar Aneja**

Proprietor

FCS No.: 5740

C P No.: 5740

Peer Review No.:1605/2021

UDIN: F005740F000341999

Date: 9<sup>th</sup> May 2024

Place: New Delhi



## ANNEXURE – B

### Declaration relating to compliance with the Code of Conduct for Board Members and Senior Management Personnel pursuant to Schedule V of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

This is to certify that as per Schedule V of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, all the Board of Directors and Senior Management Personnel of the Company (as defined in the above said regulations) have affirmed compliance with the code of conduct for the Board of Directors and Senior Management Personnel as laid down by the Company for the financial year ended on 31 March 2024.

Place: Gurugram  
Date: 18 May 2024

**Kuldip Singh Rathee**  
Chairman & Managing Director

## ANNEXURE – C

### Certificate by Chief Executive Officer and Chief Financial Officer pursuant to Schedule V of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To,  
The Board of Directors,  
**ASK Automotive Limited**  
Plot No. 13-14, Sector 5, IMT Manesar,  
Gurugram, Haryana - 122050

We hereby certify that for the Financial Year 2023-24:

1. We have reviewed the financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
  - (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year 2023-24 which are fraudulent, illegal or violate the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee those deficiencies in the design or operation of the internal control systems, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
  - Significant changes, if any, in internal control over financial reporting during this year;
  - Significant changes, if any, in accounting policies during this year and that the same have been disclosed in the notes to the financial statements; and
  - Instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Gurugram  
Date: 18 May 2024

**Kuldip Singh Rathee**  
Chairman & Managing Director

**Naresh Kumar**  
Chief Financial Officer

## CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members,  
**ASK Automotive Limited**  
Plot No. 13-14, Sector 5, IMT Manesar,  
Gurugram, Haryana - 122050

1. I have examined the compliance of the conditions of Corporate Governance by ASK Automotive Limited ("**Company**"), for the year ended on 31 March 2024, as stipulated under Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation 2 of Regulation 46 and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI Listing Regulations**").
2. The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. My examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance stipulated in SEBI Listing Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In my opinion and to the best of my information and according to my examination of the relevant records and the explanations given to me, and the representations made by the Directors and the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on 31 March 2024.
4. I further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**For Vinod Kumar & Co.,**  
Company Secretaries

**CS Vinod Kumar Aneja**

Proprietor

FCS No.: 5740

C P No.: 5740

Peer Review No.:1605/2021

UDIN: F005740F000397043

Date: 18<sup>th</sup> May 2024

Place: New Delhi

# BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

## SECTION A: GENERAL DISCLOSURES

### I. Details of listed entity

1	Corporate Identity Number (CIN) of the Company	L34300DL1988PLC030342
2	Name of the Company	ASK Automotive Limited
3	Year of Incorporation	1988
4	Registered Office Address	Flat No. 104, 929/1, Naiwala, Faiz Road, Karol Bagh, New Delhi, Delhi - 110005
5	Corporate Address	Plot No. 13-14, Sector-5, IMT Manesar, Gurugram, Haryana- 122050
6	Email Address	<a href="mailto:compliance@askbrake.com">compliance@askbrake.com</a>
7	Telephone	+91 124 439 6900
8	Website	<a href="http://www.askbrake.com">www.askbrake.com</a>
9	Financial Year Reported	2023-24
10	Name of the Stock Exchanges where shares are listed	BSE Limited & National Stock Exchange of India Limited
11	Paid-up Capital	₹ 39,42,85,200
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Ms. Rajani Sharma, VP (Legal), Company Secretary & Compliance Officer Contact No.: +91 124 439 6900 Email Id: <a href="mailto:compliance@askbrake.com">compliance@askbrake.com</a>
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Standalone
14	Name of assurance provider	Not Applicable for the year under review
15	Type of assurance obtained	Not Applicable for the year under review

### II. Products/services

#### 16. Details of business activities (accounting for 90% of the turnover):

Sl. No.	Description of Main Activity	Description of Business Activity	% of turnover of the Company
1	Manufacturing	Automotive Components	92

#### 17. Products/Services sold by the Company (accounting for 90% of the turnover)

Sl. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Advanced Braking Systems	30913	39
2	Aluminium Lightweighting Precision Solutions	24320	40
3	Safety Control Cables	30913	4
4	Wheel Assembly	30913	13

### III. Operations

#### 18. Number of locations where plants and/or operations/offices of the Company are situated:

Location	Number of plants	Number of offices	Total
National	14	1	15
International	0	0	0

#### 19. Markets served by the Company

##### a. Number of locations

Location	Number
National (No. of States)	27
International (No. of Countries)	12

##### b. What is the contribution of exports as a percentage of the total turnover of the Company?

5.01%

##### c. Types of customers

The Company's customers are mainly original equipment manufacturer (OEM) for automotive components. The Company also has dealers' network for independent aftermarket for automotive components/parts in India. Additionally, the Company has overseas customers for its automotive and non-automotive components/parts.

### IV. Employees

#### 20. Details as at the end of Financial Year

##### a. Employees and workers (including differently abled):

Sr No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES						
1.	Permanent (D)	1232	1216	98.7%	16	1.3%
2.	Other than Permanent (E)	0	0	0	0	0
3.	Total employees (D+E)	1232	1216	98.7%	16	1.3%
WORKERS						
4.	Permanent (F)	413	412	99.8%	1	0.2%
5.	Other than Permanent (G)	4697	4697	100%	0	0.0%
6.	Total workers (F+G)	5110	5109	100%	1	0.0%

##### b. Differently abled Employees and workers:

Sr No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	2	2	100	0	0
2.	Other than Permanent (E)	0	0	0	0	0
3.	Total differently abled employees (D+E)	2	2	100	0	0
DIFFERENTLY ABLED WORKERS						
4.	Permanent (F)	0	0	0	0	0
5.	Other than Permanent (G)	6	6	100	0	0
6.	Total differently abled workers (F+G)	6	6	100	0	0

#### 21. Participation/Inclusion/Representation of Women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	10	2	20%
Key Management Personnel	2	1	50%

## 22. Turnover rate for permanent employees and workers (disclose trends for the past 3 years)

Particulars	FY 2023-24			FY 2022-23			FY 2021-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	17.50%	6.25%	17.40%	19.04%	9.09%	18.90%	15.20%	10.00%	15.10%
Permanent Workers	6.00%	0	6.00%	7.90%	0	7.90%	7.60%	0	7.60%

Note: This includes employees/workmen who have left during the year.

## V. Holding, Subsidiary and Associate Companies (including joint ventures)

### 23. Name of holding/subsidiary/associate companies/joint ventures

Sl. No.	Name of the holding/ subsidiary/ associate companies/joint ventures (A)	Indicate whether Holding/Subsidiary/ Associate/Joint Venture	% of shares held by the Company	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the Company (Yes/No)
1	ASK Automobiles Private Limited	Subsidiary	100	No
2	ASK Fras-Le Friction Private Limited	Joint Venture	49	No

## VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No) Yes

(ii) Turnover (in Rs. Lacs): 2,92,643.31

(iii) Net worth (in Rs. Lacs): 86,563.73

## VII. Transparency and Disclosure Compliances

### 25. Complaints/Grievances on any of the principles (Principle 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in place (Yes/No)(If yes, then provide weblink for grievance redressal policy)	FY 2023-24			FY 2022-23		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Communities	Yes	0	0	-	0	0	-
Investors and Shareholders	Weblink: - <a href="https://askbrake.com/whistleblowerpolicy">https://askbrake.com/whistleblowerpolicy</a> <a href="https://askbrake.com/contact/">https://askbrake.com/contact/</a>	873*	0	Complaints resolved	0	0	-
Employees and workers		0	0	-	1	0	Complaint resolved
Customers		0	0	-	0	0	-
Value Chain Partners		1	0	Complaint resolved	0	0	-
Others (Anonymous)		-	-	-	-	-	-

\* Majority of complaints related to Allotment of shares / unblocking of funds in relation to IPO



**26. Overview of the Company's material responsible business conduct and sustainability issues pertaining to environment and social matters that present a risk or an opportunity to the business of the Company, rationale for identifying the same approach to adapt or mitigate the risk along with its financial implications, as per the following format:**

Sl. No.	Material issue identifiedh	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Water and Energy Management	O	Better Management gives dual benefits 1) Cost Saving 2) Positive Impact on Environment	NA	Positive
2	Emission and Hazardous Waste Management	R	Emissions and Hazardous Waste discharge contributes to climate change and can lead to regulatory penalties. Failure to address emissions and Hazardous Waste discharge efficiently can harm the environment, attract legal consequences, and damage the Company's reputation.	Implementing energy-efficient technologies, and optimizing production processes to minimize hazardous waste and emissions.	Negative
3	Opportunity in Clean Technology	O	Clean technology aims to minimize environmental impact while promoting sustainability. Adopting clean tech solutions offers several benefits like cost optimisation, energy saving, less emissions and Innovation.	NA	Positive, as the cost of renewable energy is cheaper than conventional energy sources
4	Operational Efficiency	O	Increasing operational efficiency through optimum utilisation of resources, including material, and waste minimisation may improve profitability.	NA	Positive
5	Employee Well-being, Health and Safety	R	Manpower is the most critical resource for growth and sustenance of business. Inability to ensure Employee Well-being, Health and Safety may impact business operations adversely including legal and financial consequences.	Providing: <ul style="list-style-type: none"> <li>various welfare programs/ schemes including insurance, retirement benefits etc.</li> <li>various facilities for occupational health including medical room;</li> <li>training, safe equipment and safety equipment.</li> </ul>	Negative

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

We have implemented following policies towards adopting National Guidelines on Responsible Business Conduct (NGRBC):

<b>Principle P1: Transparency &amp; Accountability</b> <ul style="list-style-type: none"> <li>Code of Conduct &amp; Ethics<sup>1</sup></li> <li>Whistle Blower Policy<sup>2</sup></li> </ul>	<b>Principle P2: Product Responsibility</b> <ul style="list-style-type: none"> <li>Code of Conduct &amp; Ethics<sup>1</sup></li> <li>Quality Policy<sup>3</sup></li> <li>Environmental, Occupational Health and Safety (EHS) Policy<sup>4</sup></li> </ul>	<b>Principle P3: Employee Development</b> <ul style="list-style-type: none"> <li>Code of Conduct &amp; Ethics<sup>1</sup></li> <li>Whistle Blower Policy<sup>2</sup></li> <li>Environmental, Occupational Health and Safety (EHS) Policy<sup>4</sup></li> <li>HR Policy Manual is available to employees on Company's Human Resources Management System ("HRMS") under SaaS model</li> </ul>
<b>Principle P4: Stakeholder Engagement</b> <ul style="list-style-type: none"> <li>Code of Conduct &amp; Ethics<sup>1</sup></li> <li>Whistle Blower Policy<sup>2</sup></li> <li>Corporate Social Responsibility (CSR) Policy<sup>5</sup></li> </ul>	<b>Principle P5: Human Rights</b> <ul style="list-style-type: none"> <li>Code of Conduct &amp; Ethics<sup>1</sup></li> <li>Whistle Blower Policy<sup>2</sup></li> <li>HR Policy Manual is available to employees on Company's Human Resources Management System ("HRMS") under SaaS model</li> </ul>	<b>Principle P6: Environment Principle</b> <ul style="list-style-type: none"> <li>Code of Conduct &amp; Ethics<sup>1</sup></li> <li>Environmental, Occupational Health and Safety (EHS) Policy<sup>4</sup></li> </ul>
<b>Principle P7: Public Advocacy</b> <ul style="list-style-type: none"> <li>Code of Conduct &amp; Ethics<sup>1</sup></li> </ul>	<b>Principle P8: Inclusive Growth and equitable development</b> <ul style="list-style-type: none"> <li>Code of Conduct &amp; Ethics<sup>1</sup></li> <li>Corporate Social Responsibility (CSR) Policy<sup>5</sup></li> <li>Environmental, Occupational Health and Safety (EHS) Policy<sup>4</sup></li> </ul>	<b>Principle P9: Customer Value</b> <ul style="list-style-type: none"> <li>Code of Conduct &amp; Ethics<sup>1</sup></li> <li>Whistle Blower Policy<sup>2</sup></li> <li>IT Security Policy is available to employees on Company's Human Resources Management System ("HRMS") under SaaS model</li> </ul>

<sup>1</sup> <https://askbrake.com/codeofconductandethics>

<sup>2</sup> <https://askbrake.com/whistleblowerpolicy>

<sup>3</sup> <https://askbrake.com/qualitypolicy>

<sup>4</sup> <https://askbrake.com/EHSpolicy>

<sup>5</sup> <https://askbrake.com/CSRpolicy>

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
<b>Policy and management processes</b>									
1. a. Whether the Company's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Weblink of the policies, if available	As referred in above table								
2. Whether the Company has translated the policy into procedures. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
3. Do the enlisted policies extend to the Company's value chain partners? (Yes/No)	No	No	No	No	No	No	No	No	No
4. Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by the Company and mapped to each principle.	IATF 16949: 2016 ISO 14001: 2015 ISO 9001: 2015	ISO 9001: 2015 IATF 16949: 2016 ISO 14001: 2015	ISO 45001: 2018	-	ISO 45001: 2018	ISO 14001: 2015	-	ISO 9001: 2015	ISO 9001: 2015 IATF 16949: 2016 ISO 14001: 2015
5. Specific commitments, goals and targets set by the Company with defined timelines, if any.	There were no specific commitments, goals and targets set by the Company.								
6. Performance of the Company against the specific commitments, goals and targets along with reasons, in case the same are not met.	As there were no specific commitments, goals and targets set by the Company, hence there is no performance measurement mechanism								

#### Governance, leadership and oversight

##### 7. **Statement by Director, responsible for the Business Responsibility Report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)**

Our Company is acting responsibly in business and dedicatedly working towards sustainability with an aim to make significant contribution to the society and the environment. We are progressing well towards building a more sustainable future by undertaking initiatives to lower carbon emissions, reducing wastage and usage of renewable energy. We are making significant investments in our quest towards transition to renewable energy.

Employee wellbeing and safety of our workforce is also one of our top priorities. We firmly believe that providing a safe working environment and nurturing a diverse and inclusive workplace is essential for employee satisfaction and improved productivity of our employees, who continuously strive for excellence. By fostering such an environment, we cultivate a workplace and organisational culture that are poised for growth and achievement.

In addition, as a contribution towards socio economic growth of the society, our philanthropic arm AHSAAS continues to work on the ground level to support Education, Health Care, Women Safety, Nurturing the Skill development and Sports Talent in our country.

Further, to promote Ethical Conduct and Corporate responsibility, the Company has put in place sound governance policies & practices ensuring transparency and adherence to the applicable laws.

Our commitment to institutionalise these practices in future will enable us to continue to conduct business responsibly, sustainably and efficiently.

**Kuldip Singh Rathee**

*Chairman & Managing Director*

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	Policy	Implementation Authority	Oversight Authority
	Code of Conduct & Ethics and Whistle Blower Policy	Chief Human Resource Officer	Ethics Committee
	Quality Policy	Corporate Quality Head	Executive Director – Operations
	Environmental, Occupational Health and Safety (EHS) Policy	EHS Head	Managing Director
	Corporate Social Responsibility (CSR) Policy	Chief Human Resource Officer	CSR Committee
9. Does the Company have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	Yes, the Company's existing committees such as the Corporate Social Responsibility Committee, Risk Management Committee, and Stakeholders Relationship Committee etc. each serving as the principal decision-making body for sustainability issues within their respective domains.		

## 10. Details of review of NGRBCs by the Company:

Subject for review	Indicate whether review was undertaken by Director/Committee of the Board/any other Committee									Frequency (Annually/Half yearly/Quarterly/Any other – please specify)								
	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P
	1	2	3	4	5	6	7	8	9	1	2	3	4	5	6	7	8	9
Performance against above policies and follow up action	Yes, the Board of Directors, Committees, and Department Heads periodically review policies relevant to their respective areas. Improvements to these policies are implemented as needed.									Need Basis								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Yes, the Company ensures compliance with all relevant laws and regulations.																	
11. Has the entity carried out independent assessment /evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide the name of the agency.	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	No								

## 12. If answer to question (1) above is 'No' i.e. not all Principles are covered by a Policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principle material to its business (Yes/No)	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

## SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

### PRINCIPLE 1:

**Businesses should conduct and govern themselves with integrity and in a manner that is Ethical, Transparent and Accountable.**

#### Essential Indicators

## 1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	4	Business Operations, SEBI (Prohibition of Insider Trading) Regulations, 2015, etc.	75%
Key Managerial Personnel*	2	SEBI (Prohibition of Insider Trading) Regulations, 2015	100%

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Employees other than Board of Directors and KMPs	164	Integrity, Transparency, Professionalism, Perseverance and Sustainability, Code of Conduct, Energy Management, Stress Management and work life Balance, Safety Related, ESG, POSH	100%
Workers	261	Integrity, Code of Conduct, Safety, Stress Management	100%

\*Includes Company Secretary and Chief Financial Officer only

**2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by Directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year:**

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website)

Particulars	Monetary				
	NGRBC Principle	Name of the regulatory / enforcement agencies / judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	Nil	NA	NA	NA	NA
Settlement	Nil	NA	NA	NA	NA
Compounding fee	Nil	NA	NA	NA	NA

	Monetary			
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	Nil	NA	NA	NA
Punishment	Nil	NA	NA	NA

**3. Of the instances disclosed in Question 2 above, details of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
Not Applicable	

**4. Does the Company have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

Yes, The Company has a Code of Conduct and Ethics, having detailed guidelines for all employees, including senior management, to act in accordance with the highest standards of integrity, honesty, fairness, and ethical conduct while working for the Company as well as when representing the Company. Anti-corruption or Anti bribery guidelines are part of Code of Conduct and Ethics. Link - <https://askbrake.com/codeofconductandethics>

**5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

Particulars	FY 2023-24	FY 2022-23
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0



## 6. Details of complaints with regard to conflict of interest

Benefits	FY 2023-24		FY 2022-23	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	0	0	0
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	0	0	0

## 7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflict of interest.

Not Applicable

## 8. Number of days of accounts payables ((Accounts payable \*365) / Cost of goods/services procured) in the following format:

Particulars	FY 2023-24	FY 2022-23
Number of days of accounts payables	30	29

## 9. Open-ness of business Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2023-24	FY 2022-23
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	4.09	5.38
	b. Number of trading houses where purchases are made from	498	502
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	1.64	2.52
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	10.05	10.97
	b. Number of dealers / distributors to whom sales are made	410	458
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	24.63	21.03
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	0.02	0.03
	b. Sales (Sales to related parties / Total Sales)	0.03	0.002
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	1.00	1.00
	d. Investments (Investments in related parties / Total Investments made)	1.00	1.00

## Leadership Indicators ►

### 1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

Total number of awareness programmes held	Topics/principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
NIL		

**2. Does the entity have processes in place to avoid/manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same.**

Yes, the Company has formulated a “Policy with respect to Obligations of Directors and Senior Management” which specifies that they must act within the boundaries of the authority conferred upon them, and to comply with the requirements of applicable laws, while discharging their duties and responsibilities. The Policy further specifies not to involve themselves in making any decision on a subject matter in which a conflict of interest arises or could arise, between their personal interest and the interest of the Company. In the event of apprehending such conflict of interest, the relevant facts shall be disclosed in writing, explaining the circumstances that create the conflicts of interest, to the Board Members for further directions in the matter.

**PRINCIPLE 2:**

**Businesses should provide goods and services in a manner that is sustainable and safe**

**Essential Indicators ▶**

**1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of products and processes to total R&D and capex investments made by the entity, respectively**

Segment	FY 2023-24	FY 2022-23	Details of improvements in environmental and social impacts
R & D	At present, no system is in place to track and monitor the impacts or improvements in environmental and social aspects of the R&D and Capital expenditure.		
Capex			





**2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes, the Company has established Standard Operating Procedures (SOPs) for procurement processes, ensuring sustainable sourcing. These processes, inter alia, encompass criteria for supplier selection, supplier development, procurement processes and supplier assessment/evaluation. Additionally, the Company diligently evaluates Supplier Quality Management Systems on an annual basis.

**b. If yes, what percentage of inputs were sourced sustainably?**

42.6% of inputs are procured through sustainable sourcing practices, with a rigorous assessment process identifying these suppliers as ‘green’ in our annual supplier evaluation.

**3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

	The Company has no return policy at end of life of the products/packaging (including plastic). However, the Company has process in place to dispose plastics, if any, as per applicable laws.
(a) Plastics (including packaging)	
	Not applicable as the products of the Company don't generate any E-waste at end of life. However, the Company has process in place to dispose e-waste, if any, as per applicable laws.
(b) E-waste	
	The Company has no return policy at end of life of the products. However, the Company has process in place to dispose hazardous waste, if any, as per applicable laws.
(c) Hazardous waste	
	The Company has no return policy at end of life of the products. However, the Company disposes all other wastes, if any, as per applicable laws and/or best practices.
(d) other waste.	

**4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Yes, the Company is in the process of applying for EPR registration.

## Leadership Indicators ►

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product/Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
Life Cycle Assessment is not being conducted					







2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of Product / Service	Description of the risk / concern	Action Taken
Not Applicable		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY 2023-24	FY 2022-23
Nil		

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	FY 2023-24			FY 2022-23		
	Re-used	Recycled	Safely Disposed	Re-used	Recycled	Safely Disposed
 Plastics (including packaging)	-	-	-	-	-	-
 E-waste	-	-	-	-	-	-
 Hazardous waste	-	-	-	-	-	-
 Other waste	-	-	-	-	-	-
 Battery waste	-	-	-	-	-	-
 Bio-medical waste	-	-	-	-	-	-

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Not Applicable	

**PRINCIPLE 3:**





Business should respect and promote the wellbeing of all employees, including those in their value chains

**Essential Indicators** ▶

1. a. Details of measures for the well-being of employees:

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
👥 Permanent employees											
Male	1216	1216	100%	1216	100%	0	0	NA	NA	NA	NA
Female	16	16	100%	16	100%	16	100	NA	NA	NA	NA
⚡ Total	1232	1232	100%	1232	100%	16	1.30%	NA	NA	NA	NA
👥 Other than Permanent employees											
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
⚡ Total	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

b. Details of measures for the well-being of workers:

Category	Total (A)	% of workers covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
 Permanent workers											
Male	412	412	100%	412	100%	0	0	0	0	0	0
Female	1	1	100%	1	100%	1	100%	0	0	0	0
 Total	413	413	100%	413	100%	1	0.24%	0	0	0	0
 Other than Permanent workers											
Male	4697	4697	100%	4697	100%	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
 Total	4697	4697	100%	4697	100%	0	0	0	0	0	0

**c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –**

	<b>FY 2023-24</b>	<b>FY 2022-23</b>
Cost incurred on well- being measures as a % of total revenue of the company	0.28%	0.25%

**2. Details of retirement benefits, for Current and Previous Financial Year.**

<b>Benefits</b>	<b>FY 2023-24</b>			<b>FY 2022-23</b>		
	<b>No. of employees covered as a % of total employees</b>	<b>No. of workers covered as a % of total workers</b>	<b>Deducted and deposited with the authority (Y/N/N.A.)</b>	<b>No. of employees covered as a % of total employees</b>	<b>No. of workers covered as a % of total workers</b>	<b>Deducted and deposited with the authority (Y/N/N.A.)</b>
PF	99.7%	100%	Y	99.7%	100%	Y
Gratuity	100%	100%	NA	100%	100%	NA
ESI	9%	28%	Y	11%	40%	Y
Others- please specify	Nil	Nil	Nil	Nil	Nil	Nil

**3. Accessibility of workplaces**

Are the premises/offices of the Company accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the Company in this regard.

Yes

**4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

The Company is committed to a policy of equal employment opportunity so as to assure that there shall be no discrimination or harassment against an Employee or applicant on the grounds of race, color, religion, sex, age, marital status, disability, national origin, or any other factor made unlawful by applicable laws and regulations.

Web-link: <https://askbrake.com/codeofconductandethics>

**5. Return to work and Retention rates of permanent employees and workers that took parental leave.**

<b>Gender</b>	<b>Permanent Employees</b>		<b>Permanent Workers</b>	
	<b>Return to work rate</b>	<b>Retention Rate</b>	<b>Return to work rate</b>	<b>Retention Rate</b>
Male	NA	NA	NA	NA
Female	100%	100%	100%	100%
<b>Total</b>	100%	100%	100%	100%

**6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.**

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent workers	Yes. The Company has a Whistle Blower Policy which, inter alia, provides a mechanism for directors and employees (including workers whether Permanent, Contractual, or Temporary) to report unethical behaviour, suspected or actual fraud including but not limited to violation of the Code of Conduct & Ethics of the Company. The policy protects a whistle blower from any kind of discrimination, harassment, victimisation or any other unfair employment practice. The policy is available at <a href="https://askbrake.com/whistleblowerpolicy">https://askbrake.com/whistleblowerpolicy</a>
Other than permanent workers	
Permanent employees	
Other than permanent employees	



**7. Membership of employees and workers in association(s) or Unions recognised by the listed entity:**

Category	FY 2023-24			FY 2022-23		
	Total employees/ workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	%(B/A)	Total employees/ workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	%(D/C)
<b>Total Permanent Employees</b>	1232	0	0%	1207	0	0%
Male	1216	0	0%	1196	0	0%
Female	16	0	0%	11	0	0%
<b>Total Permanent Workers</b>	413	0	0%	417	0	0%
Male	412	0	0%	416	0	0%
Female	1	0	0%	1	0	0%

**8. Details of training given to employees and workers:**

Category	FY 2023-24					FY 2022-23				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	1216	1216	100%	1216	100%	1196	1196	100%	1196	100%
Female	16	16	100%	16	100%	11	11	100%	11	100%
Total	1232	1232	100%	1232	100%	1207	1207	100%	1207	100%
Workers										
Male	412	412	100%	412	100%	416	416	100%	416	100%
Female	1	1	100%	1	100%	1	1	100%	1	100%
Total	413	413	100%	413	100%	417	417	100%	417	100%

**9. Details of performance and career development reviews of employees and workers:**

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. (B)	%(B/A)	Total (C)	No. (D)	%(D/C)
<b>Employees</b>						
Male	1216	1150	94.6%	1196	1030	86%
Female	16	12	75%	11	11	100%
<b>Total</b>	1232	1162	94.3%	1207	1041	86.25%
<b>Workers</b>						
Male	412	404	98%	416	415	99.8%
Female	1	1	100%	1	1	100%
<b>Total</b>	413	405	98%	417	416	99.8%

# 10. Health and Safety Management System:

## a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes, each plant/office has an Occupational Health and Safety Management System.

## b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Company ensures that all of its plants/offices adhere to robust Occupational Health and Safety Management Systems. Furthermore, the Company holds ISO 45001 - 2018 certification for all plants (except captive production plants). This underscores Company's dedication to safeguard its workforce and maintain the high standards of safety.

## c. Whether you have processes for workers to report work related hazards and to remove themselves from such risks. (Y/N)

Yes, The Company has processes for workers to report work related hazards and to remove themselves from such risks

## d. Do the employees/ workers of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, all the employees and workers have access to non-occupational medical and healthcare services in all the plants/offices



# 11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2023-24	FY 2022-23
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0.34
	Workers	0	0
Total recordable work-related injuries	Employees	0	0
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

# 12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

The Company provides training to employees and workers on First aid, stress management, Fire & Safety, product & process knowledge, technical training etc. In addition, multiple safety measures are taken by the Company to ensure safe & healthy workplace, such as safety walk through, safety inspection & audit, behavioural observation, incident investigation and analysis, HIRA (Hazard Identification and Risk Assessment), compliance on statutory requirements, 5S monitoring, motivational programs for employees & workers, kaizen competition, sports activities, other activities for employee engagement. The Company complies with all applicable laws related to health & safety including the Factories Act 1948 and its rules.

# 13. Number of Complaints on the following made by employees and workers:

Category	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
 Working Conditions	0	0	-	0	0	-
 Health & Safety	0	0	-	0	0	-

**14. Assessments for the year:**

% of plants and offices that were assessed (by entity or statutory authorities or third parties)



Working Conditions

100%



Health & Safety

100%

**15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.**

Working conditions are assessed by third party (DQS India, Factory Health and Safety Department, and Fire Department). The Company proactively addresses safety concerns.

The Company takes multiple safety measures to ensure safe & healthy workplace, such as safety walk through, safety inspection & audit, behavioural observation, incident investigation and analysis, HIRA (Hazard Identification and Risk Assessment), compliance on statutory requirements, 5S monitoring, motivational programs for employees & workers, kaizen competition, sports activities, other activities for employee engagement.

The Company complies with all applicable laws related to health & safety including the Factories Act, 1948 and its rules.

All significant risks/concerns are identified on the basis of HIRA Register maintained by the Company. Some of the significant proactive actions taken by the Company are fortification of machines through three-tier safety interlocking system i.e. Dual Hand Control, Safety Door Interlocking and Photo sensor interlocking.

**Leadership Indicators ►****1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).**

Yes, the Company extends various terminal benefits to employees and workers, including coverage under ESIC (Employee State Insurance Corporation), EDLI (Employee Deposit Linked Insurance), LWF (Labour Welfare Fund), as per applicable laws, and Term Plan Policy.

**2. Provide the measures undertaken by the entity to ensure payment of statutory dues by the value chain partners.**

The Company does not track payment of statutory dues by the value chain partners except verification of statutory dues payable by manpower contractors where Company is principal employer.

**3. Provide the number of employees/workers having suffered high consequence work-related injury/ill-health/fatalities (as reported in Q11 of Essential Indicators above), who are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

Category	Total No. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Employees	0	0	0	0
Workers	0	0	0	0

**4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)**

Yes, the Company has established retainership opportunities, reviewed annually, to support continued employability and manage career transitions due to retirement or employment termination.

**5. Details on assessment of value chain partners:**

% of value chain partners (by value of business done with such partners) that were assessed



Health and safety practices

63.2%



Working Conditions

63.2%

**6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

Nil

**PRINCIPLE 4:**

**Business should respect the interests of and be responsive to all its stakeholders**

**Essential Indicators ►**

**1. Describe the processes for identifying key stakeholder groups of the Company.**

The Company recognizes a diverse array of stakeholders who significantly shape its business. These stakeholders, both internal and external, play pivotal roles in the Company's value chain. The Key stakeholders encompass employees, investors/shareholders, suppliers, collaborators/partners (including technical partners), customers, government authorities and the broader community.

**2. List stakeholder groups identified as key for the Company and the frequency of engagement with each stakeholder group.**

Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/ No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly /others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	<ul style="list-style-type: none"> <li>Employee Engagement Activities</li> <li>Grievance redressal mechanism</li> <li>Internal communication</li> <li>Notice board</li> <li>Training and awareness programmes</li> <li>Emails and meetings</li> <li>Social media platforms</li> <li>One-on-One interactions</li> </ul>	Regularly	<ul style="list-style-type: none"> <li>Training and development</li> <li>Career growth opportunities</li> <li>Communication with senior leadership team</li> <li>Providing a safety culture and inculcating healthy and safe work practices and work conditions among employees</li> <li>Improving Diversity and Inclusion</li> <li>Incidents and grievance redressal</li> <li>Information on Company activities</li> </ul>

Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/ No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly /others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders/ investors	No	<ul style="list-style-type: none"> <li>Investor Meets</li> <li>Annual General Meeting</li> <li>Stock Exchange Intimations</li> <li>Press Releases</li> <li>Annual Reports</li> <li>dedicated email id for Investors Grievances/ Communication</li> <li>Company's Website</li> </ul>	Quarterly /Half Yearly/Annually/ Need Basis	<p>To discuss with investors about the performance of the Company, to update them about the latest development in the Company and industry and to address their queries.</p> <p><b>Key Topics:-</b></p> <ul style="list-style-type: none"> <li>Financial performance</li> <li>Operational performance</li> <li>Business Outlook</li> <li>CSR programs</li> <li>Corporate Governance</li> <li>Material Events</li> </ul>
Suppliers	No	<ul style="list-style-type: none"> <li>Suppliers' assessment</li> <li>Emails and meetings</li> </ul>	Regularly	<ul style="list-style-type: none"> <li>Business relation continuity</li> <li>Price negotiations</li> <li>Long-term partnership</li> </ul>
Customers	No	<ul style="list-style-type: none"> <li>Customers and Distributors meetings</li> <li>Product Catalogues</li> <li>Customers feedback</li> <li>Company's website</li> </ul>	Regularly	<ul style="list-style-type: none"> <li>Continuous improvement in quality, delivery and services</li> <li>Concerns related to product and service-related issues</li> <li>New business opportunities</li> </ul>
Communities	Yes	<ul style="list-style-type: none"> <li>Press Release</li> <li>Social Media</li> <li>CSR Programs</li> <li>Meeting with NGOs</li> </ul>	Regularly	<ul style="list-style-type: none"> <li>Promoting employment of local youth through skill training</li> <li>Promoting education, health and sports</li> </ul>
Regulatory Bodies	No	<ul style="list-style-type: none"> <li>Emails and meetings</li> <li>Regulatory Filings</li> <li>Communications to Stock Exchanges and SEBI</li> </ul>	Regularly	Legal Compliances



## Leadership Indicators ►

- Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

Every department actively communicates with its relevant stakeholders to collect feedback, consultations and suggestions regarding economic, environmental and social matters. This information is then shared with Senior Management. The Senior Management keeps the Board informed about significant discussions and issues with stakeholders. Additionally, quarterly updates on progress and any stakeholder concerns are presented to the Board.

- Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

Yes, the Company maintains a comprehensive consultation process to identify and prioritize key environmental and social topics. The Company also actively engage with its relevant stakeholders and gathers valuable feedback, consultations, and suggestions concerning environmental and social matters. Also, the Company strategically plans its CSR activities based on inputs received from various stakeholders.

- Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

The Company, through its Corporate Social Responsibility (CSR) initiatives, actively collaborates with local communities to promote healthcare, eradicate hunger, poverty, and malnutrition, as well as to enhance education and employment opportunities. Additionally, the Company engages with stakeholder groups to address their specific needs and provides support through community development initiatives and social programs, to the extent feasible and possible.

## PRINCIPLE 5:

### Business should respect and promote human rights

## Essential Indicators ►

- Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. of employees /workers covered (B)	% (B/A)	Total (C)	No. of employees /workers covered (D)	% (D/C)
<b>Employees</b>						
Permanent	1232	1232	100%	1207	1207	100%
Other than Permanent	0	0	0%	0	0	0%
<b>Total Employees</b>	1232	1232	100%	1207	1207	100%
<b>Workers</b>						
Permanent	413	413	100%	417	417	100%
Other than Permanent	4697	4697	100%	4347	4347	100%
<b>Total Workers</b>	5110	5110	100%	4764	4764	100%

## 2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2023-24					FY 2022-23				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent	1232	0	0%	1232	100%	1207	0	0%	1207	100%
Male	1216	0	0%	1216	100%	1196	0	0%	1196	100%
Female	16	0	0%	16	100%	11	0	0	11	100%
Other than Permanent	0	0	0%	0	0%	0	0	0%	0	0%
Male	0	0	0%	0	0%	0	0	0%	0	0%
Female	0	0	0%	0	0%	0	0	0%	0	0%
Workers										
Permanent	413	0	0%	413	100%	417	0	0%	417	100%
Male	412	0	0%	412	100%	416	0	0%	416	100%
Female	1	0	0%	1	100%	1	0	0	1	100%
Other than Permanent	4697	0	0%	4697	100%	4347	0	0%	4347	100%
Male	4697	0	0%	4697	100%	4347	0	0%	4347	100%
Female	0	0	0%	0	0%	0	0	0%	0	0%

## 3. Details of remuneration/salary/wages :

### a. Median remuneration / wages:

	Male		Female	
	Number	Median remuneration/ salary/wages of respective category	Number	Median remuneration/ salary/wages of respective category
Board of Directors (BoD)*	4	17,25,000	2	15,87,500
Key Managerial Personnel (KMP)**	5	2,45,19,600	1	56,67,657
Employees other than BoD and KMP	1211	5,03,892	15	8,40,000
Workers	412	3,35,952	1	2,48,484

\* Details mentioned are for Non-Executive Directors, they were paid only sitting fees and commission and hence annualized.

\*\*Includes Managing Director & Executive Directors of the Company.

### b. Gross wages paid to females as % of total wages paid by the entity:

	FY 2023-24	FY 2022-23
Gross wages paid to females as % of total wages*	0.83%	0.49%

\*Wages includes remuneration and salary

## 4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, the Company has HR Policy through which it endeavors to protect Human Rights at workplace. Additionally, there is robust Whistle Blower Mechanism to address complaints related to any matter including human rights. The Chief Human Resources Officer is the focal point for human rights related matters.

## 5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Company has a Grievance Redressal System including Whistle Blower Mechanism to address human rights related grievances.

## 6. Number of Complaints on the following made by employees and workers:

The details are provided below:

	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual Harassment	0	0	NA	0	0	NA
Discrimination at workplace	0	0	NA	0	0	NA
Child Labour	0	0	NA	0	0	NA
Forced Labour/ Involuntary Labour	0	0	NA	0	0	NA
Wages	0	0	NA	0	0	NA
Other Human rights related issues	0	0	NA	0	0	NA

## 7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

	FY 2023-24	FY 2022-23
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees / workers	0	0
Complaints on POSH upheld	0	0

## 8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Grievance Redressal System and Whistle Blower Mechanism ensures complete protection for the complainant/ whistle-blower against any unfair practice like retaliation, threat or intimidation, discrimination, reprisal, transfer, demotion, refusal of promotion, or any direct or indirect use of authority to obstruct the complainant's /whistle-blower's right to continue to perform his or her duties or functions.

## 9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes, The Company is deeply committed to promoting a corporate culture that respects universally recognized human rights. This commitment is reinforced through contractual obligations wherein suppliers are required to adhere to Company's Code of Conduct & Ethics.

## 10. Assessment for the year:

	% of the Company's plants and offices that were assessed (by the Company or statutory authorities or third parties)
Child Labour	100% (internal assessment)
Forced Labour/Involuntary Labour	
Sexual Harassment	
Discrimination at workplace	
Wages	
Other- please specify	

## 11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

In internal assessments of the Company no violation observed.

**Leadership Indicators ►****1 Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.**

The Company's processes are adaptable to address the concerns/grievances.

**2. Details of the scope and coverage of any Human rights due-diligence conducted.**

Nil

**3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

Yes

**4. Details on assessment of value chain partners:**

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	
Discrimination at workplace	
Child Labour	
Forced Labour/Involuntary Labour	63.2%
Wages	
Others – please specify	

**5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.**

Not Applicable

**PRINCIPLE 6:**

Business should respect and make efforts to protect and restore the environment

**Essential Indicators ►****1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:**

Parameter	FY 2023-24 (GJ)	FY 2022-23 (GJ)
<b>From renewable sources</b>		
Total electricity consumption (A)	26195	28389
Total fuel consumption (B)	0	0
Energy consumption sources (C)	0	0
<b>Total energy consumed from renewable sources (A+B+C)</b>	26195	28389
<b>From non-renewable sources</b>		
Total electricity consumption (D)	281529	245112
Total fuel consumption (E)	190406	150986
Energy consumption sources (F)	0	0
<b>Total energy consumed from non-renewable sources (D+E+F)</b>	471935	396098
<b>Total energy consumed (A+B+C+D+E+F)</b>	498130	424487
<b>Energy intensity per rupee of turnover</b> (Total energy consumed / Revenue from operations) (GJ/ INR in lacs)	498130/292643 =1.702	424487/255542 =1.661
<b>Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)*</b> (Total energy consumed / Revenue from operations adjusted for PPP)	38.12	36.82
<b>Energy intensity in terms of physical output</b>	-	-

Parameter	FY 2023-24 (GJ)	FY 2022-23 (GJ)
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

\* PPP Conversion rate = FY2023-24: 22.40; FY2022-23: 22.17 (to be used wherever applicable) (Source: <https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/IND>)

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No

2. **Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

No

3. **Provide details of the following disclosures related to water, in the following format:**

Parameter	FY24 (Current Financial Year)	FY23 (Previous Financial Year)
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	0	0
(ii) Groundwater	107415	112794
(iii) Third party water	53185	46447
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	160600	159241
<b>Total volume of water consumption (in kilolitres)</b>	220885	220673
<b>Water intensity per rupee of turnover</b> (Total water consumption / Revenue from operations) (KL/INR in Lacs)	220885/ 2,92,643=0.755	220673/255542=0.863
<b>Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)*</b> (Total water consumption / Revenue from operations adjusted for PPP)	16.91	19.13
Water intensity in terms of physical output	-	-
<b>Water intensity</b> (optional) – the relevant metric may be selected by the entity	-	-

\* PPP Conversion rate = FY2023-24: 22.40; FY2022-23: 22.17 (to be used wherever applicable) (Source: <https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/IND>)

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No



**4. Provide the following details related to water discharged:**

Parameter	FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(ii) To Groundwater	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iii) To Seawater	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iv) Sent to third-parties		
- No treatment	3,108	3,152
- With treatment – please specify level of Treatment(Primary and secondary)	17,897	23,091
(v) Others	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
<b>Total water discharged (in kilolitres)</b>	<b>21,005</b>	<b>26,243</b>

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

**5. Has the Company implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

Yes, the company has taken significant strides in water management, achieving a 51% reuse of treated water within its process area. Moreover, the company has implemented an advanced three-stage water treatment facility to attain zero liquid discharge.

**6. Please provide details of air emissions (other than GHG emissions) by the Company, in the following format:**

Parameter	Unit	FY 2023-24	FY 2022-23
NOx	ppmv	21.84	19.28
SOx	Mg/Nm <sup>3</sup>	8.37	7.81
Particulate matter (PM)	Mg/Nm <sup>3</sup>	74.08	72.56
Persistent organic pollutants (POP)		-	-
Volatile organic compounds (VOC)	Mg/Nm <sup>3</sup>	2.46	2.01
Hazardous air pollutants (HAP)	Mg/Nm <sup>3</sup>	0	0
Others – please specify Mercury, Cadmium, Chromium etc.	Mg/Nm <sup>3</sup>	0	0

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, ENVIROCHEM TESTING LAB & Research Centre on quarterly basis.

**7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

Parameter	Unit	FY 2023-24	FY 2022-23
<b>Total Scope 1 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	12777	11808
<b>Total Scope 2 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	55993	48750
<b>Total Scope 1 and Scope 2 emission intensity per rupee of turnover</b> (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	MT CO <sub>2</sub> / Rupee of turnover	68770/2,92,643=0.235	60558/255542=0.237
<b>Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)*</b> (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)		5.26	5.25
<b>Total Scope 1 and Scope 2 emission intensity in terms of physical output</b>		-	-
<b>Total Scope 1 and Scope 2 emission intensity (optional)</b> – the relevant metric may be selected by the entity		-	-

\* PPP Conversion rate = FY2023-24: 22.40; FY2022-23: 22.17 (to be used wherever applicable) (Source: <https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/IND>)

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

**8. Does the Company have any project related to reducing Green House Gas emission? If yes, then provide details.**

Yes, the Company has undertaken strategic initiatives to mitigate its carbon footprint. Notably, the Company has shifted High-Speed Diesel (HSD) to Piped Natural Gas (PNG) for cleaner energy use. Additionally, the Company has installed rooftop solar panels to harness renewable energy.

**9. Provide details related to waste management by the Company, in the following format:**

Parameter	FY 2023-24	FY 2022-23
<b>Total Waste generated (in metric tonnes)</b>		
Plastic waste (A)	59.325	56.329
E-waste (B)	2.058	0.297
Bio-medical waste (C)	0.002	0.003
Construction and demolition waste (D)	-	-
Battery waste (E)	4.300	0.270
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)	107.541	96.466
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	813.538	959.380
<b>Total (A+B + C + D + E + F + G + H)</b>	986.764	1112.745
<b>Waste intensity per rupee of turnover</b> (Total waste generated /Revenue from operations) (metric tonnes/INR in Lacs)	986.764/2,92,643=0.0034	1112.745/2,55,542=0.0044

Parameter	FY 2023-24	FY 2022-23
<b>Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total waste generated / Revenue from operations adjusted for PPP)	0.076	0.097
<b>Waste intensity in terms of physical output</b>	-	-
<b>Waste intensity (optional)</b> – the relevant metric may be selected by the entity	-	-

**For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)**

Category of waste		
(i) Recycled	678.530	865.710
(ii) Re-used	212.590	166.000
(iii) Other recovery operations	-	-
<b>Total</b>	891.120	1031.710

**For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)**

Category of waste		
(i) Incineration	20.962	23.499
(ii) Landfilling	-	-
(iii) Other disposal operations	74.682	57.535
<b>Total</b>	95.644	81.035

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

**10. Briefly describe the waste management practices adopted in your establishment. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.**

The Company adhere to strict environment compliances and effectively dispose the waste generated through authorised dealers. The Company has effective Operational Control Procedures for each type of waste categories. Additionally, The Company has achieved a milestone by eliminating landfill disposal of hazardous waste.

The Company actively implements practices to minimize the use of hazardous and toxic chemicals in its products and processes, further contributing to a sustainable and safer operational environment.

**11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:**

Sr.No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
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Not Applicable, none of the company's plants or offices are situated in proximity to designated ecologically sensitive zones.

**12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:**

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
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During the financial year, in accordance with applicable laws, there was no obligation to conduct Environmental Impact Assessments (EIAs)

**13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection Act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

Yes, the Company diligently adheres to the legal requirements, ensuring that its operations align with prescribed standards for air quality, water management, and handling hazardous substances. By maintaining this compliance, the organization demonstrates its commitment to environmental protection and the well-being of local communities. Regular monitoring and strict adherence to these regulations contribute to the company's responsible and sustainable business practices.

Sr.No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Not applicable				

### Essential Indicators ►

**1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):**

For each facility / plant located in areas of water stress, provide the following information:

(i) **Name of the area** – Not applicable

(ii) **Nature of operations** – Not applicable

(iii) **Water withdrawal, consumption and discharge in the following format:**

Parameter	FY 2023-24	FY 2022-23
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	NA	NA
(ii) Groundwater	NA	NA
(iii) Third party water	NA	NA
(iv) Seawater / desalinated water	NA	NA
(v) Others	NA	NA
<b>Total volume of water withdrawal (in kilolitres)</b>	NA	NA
<b>Total volume of water consumption (in kilolitres)</b>	NA	NA
<b>Water intensity per rupee of turnover</b> (Water consumed / turnover)	NA	NA
<b>Water intensity</b> (optional) – the relevant metric may be selected by the entity	NA	NA
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
(i) Into Surface water	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(ii) Into Groundwater	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(iii) Into Seawater	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(iv) Sent to third-parties	NA	NA
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(v) Others	NA	NA
- With treatment – please specify level of treatment	NA	NA
<b>Total water discharged (in kilolitres)</b>	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No.

**2. Please provide details of total Scope 3 emissions & its intensity, in the following format:**

Parameter	Unit	FY 2023-24	FY 2022-23
<b>Total Scope 3 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	The Company is not capturing data for scope 3 emissions, at present.	
<b>Total Scope 3 emissions per rupee of turnover</b>	Kg CO <sub>2</sub> /Rupee turnover		
<b>Total Scope 3 emission intensity</b>	Kgs		

Note: Indicate if any independent assessment, evaluation, or assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

**3. With respect to the ecologically sensitive areas reported in Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along with prevention and remediation activities.**

Not Applicable

**4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along with summary)	Outcome of the initiative
1	Reuse the treated water in process	ETP & STP treated water recycling through UF & RO and reusing in process	51% water Reusing in process after treatment
2	Qualitative Data reporting of treated water	Online analyser installed on ETP outlet and its connected through CPCB and State pollution control board	Live quality monitoring in the plants, wherever applicable
3	Zero land fill of Hazardous waste	All the waste now sending for recycling/co-processing/incineration	Zero landfill of waste

**5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.**

Yes, the entity has a robust business continuity and disaster management plan designed to maintain critical operations and facilitate immediate recovery in the event of a disruption.

The plan includes a thorough risk assessment to identify potential threats and vulnerabilities. It encompasses a business impact analysis to prioritize essential functions and resources. Detailed recovery strategies are outlined, specifying steps to restore operations and minimize downtime. This includes data backup protocols, ensuring that vital information is regularly copied and stored securely, both on-site and off-site.

Emergency response procedures are clearly defined, providing guidelines for immediate action during various types of incidents. This includes evacuation plans, communication protocols, and coordination with local emergency services.

Additionally, alternative site arrangements are in place to relocate operations if primary facilities are compromised. Regular training sessions and drills are conducted to ensure that employees are prepared to execute the plan effectively. The plan is reviewed and updated annually, or more frequently, if needed.

This comprehensive approach ensures that the entity is resilient, capable of maintaining essential functions, and able to recover quickly from disruptions, thereby safeguarding its assets, reputation, and operational capability.

**6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?**

The Company reported no significant environmental impacts from its value chain. However, mitigation plans are in place.

**7. Percentage of Value chain partners (by value of business done with such partners) that were assessed for Environmental Impacts?**

The Company has not assessed environmental impacts of its value chain partners.

**PRINCIPLE 7:**

**Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent**

**Essential Indicators**

**1. a. Number of affiliations with trade and industry chambers/associations**

10

**b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the Company is a member of/affiliated to.**

Sr.No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/ National)
1	Automotive Component Manufacturers Association of India (ACMA)	National
2	Society of Indian Automobiles Manufacturers	National
3	Confederation of Indian Industries	National
4	Great Die Casting Technology Forum ( GDCTech )	National
5	North America Die Casting Association ( NADCA )	International
6	Institute of Directors (IOD)	National
7	IMT Industrial Association	State
8	Gurgaon Industrial Association	State
9	Haryana Environmental Management Society	State
10	National Safety Council	National

**2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the Company, based on adverse orders from regulatory authorities.**

Name of the authority	Brief of the case	Corrective action taken
Not applicable. There have been no adverse orders against the Company pertaining to anti-competitive conduct from regulatory bodies.		

**Leadership Indicators**

**1. Details of public policy positions advocated by the Company:**

Sr.No.	Public Policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/ No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly/Others- please specify)	Web Link, if available
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The Company through its active participation in trade bodies and associations advocate and pursue various causes that are in the larger interests of industry, economy, society and the public.



**PRINCIPLE 8:****Businesses should promote inclusive growth and equitable development****Essential Indicators** ►

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the Company, based on applicable laws, in the current financial year.**

Name and brief details of project	SIA Notification No	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
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Not Applicable

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by the Company, in the following format:**

Sr.No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amount sent on R&R activities during FY 2023-24 (In INR)
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Not Applicable

3. **Describe the mechanisms to receive and redress grievances of the community.**

The Company conducts regular discussions and focused group sessions with the communities it impacts through CSR initiatives

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

	FY 2023-24	FY 2022-23
Directly sourced from MSMEs/small producers	22.83%	22.19%
Directly from Within India	97.90%	97.93%

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost**

Location	FY 2023-24	FY 2022-23
Rural	30.4%	30.3%
Semi-urban	0	0
Urban	69.6%	69.7%
Metropolitan	0	0

(Place to be categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan)

**Leadership Indicators** ►

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

Details of negative social impact identified	Corrective action taken
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Not Applicable

2. **Provide the following information on CSR projects undertaken by the Company in the designated aspirational districts as identified by government bodies:**

Sr.No.	State	Aspirational District	Amount spent (In INR)
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None of the CSR activities are undertaken in aspirational districts

**3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized/vulnerable groups? (Yes/No) –**

No, the Company has procedures for procurement but no specific preferential procurement policy available.

**(b) From which marginalized/vulnerable groups do you procure? – Not applicable**

**(c) What percentage of total procurement (by value) does it constitute? – Not applicable**

**4. Details of the benefits derived and shared from the intellectual properties owned or acquired by the Company (in the current financial year), based on traditional knowledge:**

Sr.No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/ No)	Benefit shared (Yes/No)	Basis of calculating benefit share
The Company do not use intellectual properties from communities based on traditional knowledge.				

**5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Name of authority	Brief of the Case	Corrective action taken
Not Applicable		

**6. Details of beneficiaries of CSR Projects:**

Sr.No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized group
1	Promoting Health Care, Eradicating hunger, poverty and malnutrition	General Public	100%
2	Promoting Education, including special education and employment	24	100%
3	Ensuring Environmental Sustainability, Protection of Flora & Fauna, Animal Welfare	General Public	100%
4	Training to Promote Rural, Nationally recognized, Paralympic and Olympic Sports	2	100%
5	Vocational Skill Enhancement	661	100%

**PRINCIPLE 9:**

**Businesses should engage with and provide value to their consumers in a responsible manner**

**Essential Indicators**

**1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

The Company promptly addresses consumer complaints and grievances. The Consumers have the option to lodge complaints via telephone or email, or by sending correspondence to the Company's office at Flat 104, 929/1, Naiwala, Faiz Road, Karol Bagh, New Delhi-110005. For assistance, customers can reach the dedicated customer care team at the following number: 011-28759605, or via email at [askdelhi@askbrake.com](mailto:askdelhi@askbrake.com).

**2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:**

	As a percentage to total turnover
Environmental and social parameters relevant to the product	Nil
Safe and responsible usage	Nil
Recycling and/or safe disposal	Nil

Note – The products carry relevant information in accordance with relevant legal provision.

**3. Number of consumer complaints in respect of the following:**

Number of consumer complaints in respect of the following:	FY 2023-24		Remarks	FY 2022-23		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	Nil	Nil	-	Nil	Nil	-
Advertising	Nil	Nil	-	Nil	Nil	-
Cyber-security	Nil	Nil	-	Nil	Nil	-
Delivery of essential services	Nil	Nil	-	Nil	Nil	-
Restrictive Trade Practices	Nil	Nil	-	Nil	Nil	-
Unfair Trade Practices	Nil	Nil	-	Nil	Nil	-
Other	Nil	Nil	-	Nil	Nil	-

**4. Details of instances of product recalls on account of safety issues:**

	Number	Reasons for recall
Voluntary recalls	0	Not applicable
Forced recalls	0	Not applicable

**5. Does the Company have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

Yes, the Company has a framework/policy on cyber security and risks related to data privacy.

The policy outlines the Company's approach to information security, including the implementation of technical and organizational measures to protect against cyber threats and unauthorized access to sensitive data. Specifically, the policy covers areas such as access controls, network security, incident response, and data backup and recovery.

Furthermore, the policy emphasizes the importance of data privacy and protection of personal information in accordance with relevant data protection regulations. It includes provisions for secure handling, storage, and disposal of confidential data. The IT Security Policy is available on Company's Human Resources Management System ("HRMS") and can be accessed by employees.

**6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services.**

Not Applicable

**7. Provide the following information relating to data breaches:**

	Provide the following information relating to data breaches:
a. Number of instances of data breaches along-with impact	0
b. Percentage of data breaches involving personally identifiable information of customer	0
c. Impact, if any, of the data breaches	Not Applicable

**Leadership Indicators ►****1. Channels/platforms where information on products and services of the Company can be accessed (provide web-link, if available).**

The details and pertinent information of our products can be accessed on the Company's website: [www.askbrake.com](http://www.askbrake.com).

**2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

The majority of the customers are Original Equipment Manufacturers (OEMs). For aftermarket supplies, the Company conducts trainings, plant visits and workshops for its dealers. Additionally, there are regular workshops and awareness campaigns for mechanics.

**3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

Not Applicable, as the Company is not directly engaged in delivering essential services.

**4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as whole? (Yes/No)**

No. The Company provides required product information as per applicable laws.

# Independent Auditor's Report

To  
The Members of **ASK Automotive Limited**  
(formerly known as ASK Automotive Private Limited)

## Report on the Audit of the Standalone Financial Statements

### Opinion

1. We have audited the accompanying standalone financial statements of ASK Automotive Limited (formerly known as ASK Automotive Private Limited) ('the Company'), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policy information 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 standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.
5. We have determined the matters described below to be the key audit matters to be communicated in our report.

#### Key audit matter

##### Revenue recognition

The Company's revenue is derived primarily from manufacturing and sale of advance braking systems, aluminium light weighting precision solutions and safety control cables ("products") recognised in accordance with the accounting policy described in Note 2.2(o) to the accompanying standalone financial statements. Refer Note 24 and 44 for details of revenue recognised during the year.

Revenue recognition for sale of products and services in accordance with the principles of Ind AS 115 'Revenue from contracts with customers' (Ind AS 115) involves certain key judgements such as identification of performance obligations, determination of transaction price of the identified performance obligations including variable consideration in the form of volume/turnover discounts, scheme discounts and cash discounts offered by the Company, assessment of satisfaction of the performance obligations using an appropriate basis to measure the transfer of control of the products sold and services rendered to the customers.

Further, the Company recognises revenue from the sale of goods based on the agreed terms with the customers which includes accruals/reversals relating to change in price of the products from customers on a periodic basis due to change in material cost. These accruals/reversals form part of the revenue from the sale of goods in accordance with the Ind AS 115 "Revenue from Contracts with Customers".

### Key audit matter

The Company and its external stakeholders focus on revenue as a key performance measure, which could be an incentive or external pressures to meet expectations resulting in revenue being overstated or recognised before control has been transferred. There were considerable auditor efforts involved in testing the revenue recognition for the revenue recorded during the year.

Revenue is also a key performance indicator of the Company and is identified as a significant audit risk in accordance with the standards on auditing primarily as there is a risk that revenue is recognised on sale of products or services before the control is transferred. Accordingly, occurrence of revenue is a key focus area.

Considering the materiality of the amounts involved, the nature of arrangements and time involved in the initiation and finalisation of amount with the customers, considerable auditor efforts involved in testing the revenue recognition for the revenue recorded during the year and accordingly, the matter has been identified as KAM.

### Impairment assessment of investment in joint venture

Refer note 2.2(j) to the accompanying standalone financial statements for accounting policies and note 5 for financial disclosures with respect to carrying value of investment in joint venture.

The Company has made investment in joint venture whose carrying amount as at 31 March 2024 is Rs. 4,312.00 Lakhs.

As at 31 March 2024, the carrying amount of investment in the joint venture is higher than the proportionate share of net worth of the joint venture, which has been identified as an impairment indicator by the management in accordance with the principles of Ind AS 36, Impairment of Assets ('Ind AS 36').

Accordingly, the management has performed detailed impairment testing for such investment in joint venture by carrying out a valuation with the help of an independent valuation specialist as a management's expert using discounted cash flow ('DCF') method in order to determine the recoverable value of investment in such joint venture. The impairment assessment of this investment is complex and highly judgmental due to the significant estimation required to determine the value-in-use (VIU). In particular, the determination of the VIU is sensitive to significant assumptions, such as changes in the discount rate, revenues, operating margin and terminal value, which are affected by expectations about future market or economic conditions and other challenges. Accordingly, the matter has been identified as a key audit matter for the current year.

### How our audit addressed the key audit matter

Our audit procedures for testing revenue recognition included, but were not limited to the following:

- Obtained an understanding of the management's processes and controls relating to revenue recognition.
- Assessed the appropriateness of the accounting policy for revenue recognition adopted by the Company in accordance with Ind AS 115.
- Evaluated the design and implementation and tested the operating effectiveness of relevant key controls relating to revenue recognition.
- Performed testing of revenue transactions recorded during the year using statistical sampling by verifying the underlying supporting documents such as invoices, customer contracts, purchase orders, sales order, proof of dispatch and delivery, etc.
- Performed testing of samples of revenue transactions recorded closer to the year-end by verifying underlying documents, to assess the accuracy of the period in which revenue was recognised.
- Performed analytical procedures which include variance analysis of current year revenue with previous year revenue and corroborating the variance considering both qualitative and quantitative factors.
- Performed testing of accruals/reversals relating to change in price of the products on sample basis for (i) the credit / debit notes issued during the year to ensure the accuracy of price changes and (ii) customer-wise verification of such provision for price adjustment recorded at year-end.
- Assessed appropriateness and adequacy of the disclosures made in the accompanying standalone financial statements in accordance with the requirements of applicable financial reporting framework.

Our audit procedures in relation to the impairment assessment of investment in joint venture included, but were not limited to the following:

- Obtained an understanding of the management's processes and controls for determining the recoverable value of the investment including the identification of possible impairment indicators and assessed the same in accordance with the accounting standards.
- Assessed the appropriateness of the accounting policy adopted by the management in accordance with Ind AS 36.
- Evaluated the design and tested the operating effectiveness of controls around management's assessment of the impairment indicators and the testing performed.
- Obtained from the management of the Company, the approved future business plans of the joint venture and held detailed discussions with the management to understand the assumptions used and estimates made by them for determining the cash flow projections.



**How our audit addressed the key audit matter**

- Obtained the independent valuation report as at 31 March 2024 given by the management expert for the fair value of the investment in joint venture and evaluated the objectivity, independence and competence of such expert.
- Involved auditor's expert to assess the appropriateness of the valuation methodology used for calculation of the recoverable value in the valuation report obtained by the management.
- Performed sensitivity analysis on management's calculated recoverable value by changing the significant assumptions used in the calculation.
- Assessed the appropriateness and adequacy of the related disclosures in the standalone financial statements in accordance with the applicable accounting standards.

**Information other than the Standalone Financial Statements and Auditor's Report thereon**

6. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

7. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
8. In preparing the standalone financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
9. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

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

10. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.
11. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone 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 Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
  - Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
12. 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.
  13. 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.
  14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial

statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements

15. As required by section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
16. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
17. Further to our comments in Annexure A, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
  - c) The standalone financial statements dealt with by this report are in agreement with the books of account;
  - d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
  - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act;
  - f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 17(b) above on reporting under section 143(3)(b) of the Act and paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
  - g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company as on 31 March 2024 and the operating effectiveness

of such controls, refer to our separate Report in Annexure B wherein we have expressed an unmodified opinion; and

- h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

i. the Company, as detailed in note 37 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2024;

ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024;

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 31 March 2024;

iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 45(c) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the 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 ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 45(d) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the 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; and

c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (iv)(a) and (iv)(b) above contain any material misstatement.

v. As stated in Note 14 to the accompanying standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year ended 31 March 2024 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend; and

vi. As stated in Note 49 to the standalone financial statements and based on our examination which included test checks, except for the instances mentioned below, the Company, in respect of financial year commencing on 1 April 2023, has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with other than the consequential impact of the exception given below.

Nature of exception noted	Details of Exception
Instances of accounting software for maintaining books of account for which the feature of recording audit trail (edit log) facility was not operated throughout the year for all relevant transactions recorded in the software.	The audit trail feature was not enabled at the database level for accounting software to log any direct data changes, used for maintenance of all accounting records by the Company.

For **Walker Chandiok & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013

**Ashish Gera**

Partner

Membership No.: 508685

UDIN: 24508685BKEUEG5396

Place: Gurugram

Date: 18 May 2024

**Annexure A referred to in paragraph 16 of the Independent Auditor's Report of even date to the members of ASK Automotive Limited (formerly known as ASK Automotive Private Limited) on the standalone financial statements for the year ended 31 March 2024**

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress, and relevant details of right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a regular programme of physical verification of its property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets under which the assets are physically verified in a phased manner over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets were verified during the year and no material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in Note 3 to the standalone financial statements, are held in the name of the Company, except for the following properties, for which the Company's management is in the process of getting the registration in the name of the Company:

Description of property	Gross carrying value (Rs.)	Held in name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in name of company
Land- Plot No.176, Part-I, Narsapura Industrial Area, Kolar, Bangalore	678.93	Karnataka Industrial Area Development Board (KIADB)	No	From April 2012 for 10 years lease period. Post end of lease period, land has to be transferred in the name of the company.	Nearing to completion of lease term, KIADB has demanded additional Rs. 334.00 Lakhs (Rs. 83.50 Lakhs per acre) in F.Y. 2021-22 as against initial price of Rs. 340.00 Lakhs (Rs. 85.00 Lakhs per acre) for approximately 4 acres land. The company filed objection against the ex-parte demand of excessive enhancement and requested KIADB to review the demand due to which Land was not transferred in Company's name post expiry of lease period. Subsequent to the year ended 31 March 2024, the Company has paid additional consideration of Rs. 334.00 Lakhs on 4 April 2024 and believes that the land will be registered in the name of the Company shortly.

For title deeds of immovable properties in the nature of freehold land situated at Haryana with gross carrying value of Rs. 7,375.68 lakhs as at 31 March 2024, which have been mortgaged as security for loans or borrowings taken by the Company, confirmations with respect to title of the Company have been directly obtained by us from the respective lenders.

- (d) The Company has adopted cost model for its Property, Plant and Equipment including right-of-use assets and intangible assets. Accordingly, reporting under clause 3(i)(d) of the Order is not applicable to the Company.

- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.
- (iii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for goods-in-transit and inventory lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed as compared to book records. In respect of inventory lying with third parties, these have substantially been confirmed by the third parties and in respect of goods-in-transit, these have been confirmed from corresponding receipt and/or dispatch inventory records.
- (b) As disclosed in Note 41 to the standalone financial statements, the Company has been sanctioned a working capital limit in excess of Rs. 5 Crores by banks based on the security of current assets. The quarterly returns/statements, in respect of the working capital limits have been filed by the Company with such banks and such returns/statements are in agreement with the books of account of the Company for the respective periods, which were subject to audit/review.
- (iii) The Company has not made investments in, provided any security or granted any advances in the nature of loans to companies, firms, limited liability partnerships during the year. Further, the Company has provided guarantee to other parties and granted unsecured loans to a company during the year, in respect of which:
- (a) The Company has provided unsecured loan to its subsidiary and guarantee to others during the year as per details given below:

Particulars	Guarantees	Loans
Aggregate amount provided/granted during the year (Rs. In Lakhs):		
- Subsidiaries	-	14,713.50
- Others	8,700.00	-
Balance outstanding as at balance sheet date (Rs. In Lakhs):		
- Subsidiaries	-	19,929.40
- Joint Ventures	-	799.89
- Others	34,100.00	-

- (b) In our opinion, and according to the information and explanations given to us, guarantees

provided, and terms and conditions of the grant of all loans and guarantees provided are, prima facie, not prejudicial to the interest of the Company.

- (c) In respect of loans granted by the Company to its Joint Venture, the schedule of repayment of principal and payment of interest has been stipulated and the repayments/receipts of principal and interest are regular. In respect of loans granted by the Company to its Subsidiary, the schedule of repayment of principal and payment of interest has been stipulated, however, principal and interest amount is not due for repayment currently.
- (d) There is no overdue amount in respect of loans granted to such companies.
- (e) The Company has granted loan which had fallen due during the year and was repaid on or before the due date. Further, no fresh loans were granted to any party to settle the overdue loans.
- (f) The Company has not granted any loan or advance in the nature of loan, which is repayable on demand or without specifying any terms or period of repayment.
- (iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 186 of the Act in respect of loans and investments made and guarantees and security provided by it, as applicable. Further, the Company has not entered into any transaction covered under section 185 of the Act.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) The Central Government has specified maintenance of cost records under sub-section (1) of section 148 of the Act only in respect of specified products of the Company. For such products, we have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under the aforesaid section, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii)(a) In our opinion, and according to the information and explanations given to us,

undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

Name of the statute	Nature of dues	Gross Amount (Rs. in Lakhs)	Amount paid under Protest (Rs. in Lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	98.30	-	F.Y. 2020-21	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	49.99	-	F.Y. 2015-16	Commissioner of Income Tax (Appeals)
Goods and Services Tax Act, 2017	Goods and Services Tax	103.90	4.98	F.Y. 2022-23	Deputy Commissioner (CT) (Appeals)
Goods and Services Tax Act, 2017	Goods and Services Tax	10.35	0.49	F.Y. 2021-22 and F.Y. 2020-21	Deputy Commissioner (CT) (Appeals)

- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.

- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including confirmations received from banks/ financial institution and representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution.
- (c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary or joint venture.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiary or joint venture.
- (x) (a) As stated in Note 13(x) to the standalone financial statements, the Company has made an Initial Public Offering ('IPO') of its equity shares, which entirely comprised of 'Offer for Sale' by existing shareholders and thus, did not result in any money being raised by the Company. Accordingly, reporting under clause 3(x)(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 examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the period covered by our audit.



- (b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.
- (c) 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 while determining the nature, timing and extent of audit procedures.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.
- (xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system which is commensurate with the size and nature of its business as required under the provisions of section 138 of the Act.
- (b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.
- (d) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any Core Investment Company (CIC).
- (xvii) The Company has not incurred any cash losses in the current financial year as well as the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information in the standalone financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) (a) According to the information and explanations given to us, there are no unspent amounts towards Corporate Social Responsibility pertaining to other than ongoing projects as at end of the current financial year. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us, the Company has transferred the remaining unspent amounts towards Corporate Social Responsibility (CSR) under sub-section (5) of section 135 of the Act, in respect of ongoing project, within a period of 30 days from the end of financial year to a special account in compliance with the provision of sub-section (6) of section 135 of the Act.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Walker Chandiok & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013

**Ashish Gera**

Partner

Membership No.: 508685

UDIN: 24508685BKEUEG5396

Place: Gurugram

Date: 18 May 2024

## Annexure B

### **Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

1. In conjunction with our audit of the standalone financial statements of ASK Automotive Limited (formerly known as ASK Automotive Private Limited) ('the Company') as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to standalone financial statements of the Company as at that date.

### **Responsibilities of Management and Those Charged with Governance for Internal Financial Controls**

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note 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 the Company's business, including adherence to the 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 for the Audit of the Internal Financial Controls with Reference to Standalone Financial Statements**

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent

applicable to an audit of internal financial controls with reference to standalone financial statements, and the Guidance Note 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 standalone financial statements were 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.
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 with reference to standalone 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 standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that

transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls with Reference to 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, adequate internal financial controls with reference to standalone financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **Walker Chandiok & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013

**Ashish Gera**

Partner

Membership No.: 508685

UDIN: 24508685BKEUEG5396

Place: Gurugram

Date: 18 May 2024

# Standalone Balance Sheet

as at 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

	Notes	As at 31 March 2024	As at 31 March 2023
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	44,986.20	44,745.44
Capital work-in-progress	3	62.44	652.82
Right-of-use assets	4A	119.02	721.64
Goodwill	4B	18,191.01	18,191.01
Other intangible assets	4C	358.89	310.77
Financial assets			
(i) Investments	5	4,387.00	4,387.00
(ii) Loans	5A	20,462.66	6,015.78
(iii) Other financial assets	6	2,299.52	1,173.92
Non-current tax assets (net)	7	25.61	66.31
Other non-current assets	8	1,057.05	359.39
<b>Total non-current assets</b>		<b>91,949.40</b>	<b>76,624.08</b>
<b>Current assets</b>			
Inventories	9	16,448.46	15,312.95
Financial assets			
(i) Loans	5A	266.63	266.63
(ii) Trade receivables	10	19,595.27	21,062.13
(iii) Cash and cash equivalents	11	1,217.98	110.91
(iv) Bank balances other than (iii) above	12	40.70	15.00
(v) Other financial assets	6	658.98	691.00
Other current assets	8	1,437.09	1,352.25
<b>Total current assets</b>		<b>39,665.11</b>	<b>38,810.87</b>
<b>Total assets</b>		<b>1,31,614.51</b>	<b>1,15,434.95</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	13	3,942.85	3,942.85
Other equity	14	82,620.88	65,138.95
<b>Total equity</b>		<b>86,563.73</b>	<b>69,081.80</b>
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Borrowings	15	5,362.19	6,306.05
(ii) Lease liabilities	16	18.91	83.87
Provisions	17	2,985.12	2,562.25
Deferred tax liabilities (net)	19	2,638.05	2,796.11
<b>Total non-current liabilities</b>		<b>11,004.27</b>	<b>11,748.28</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Borrowings	20	2,075.34	10,044.39
(ii) Lease Liabilities	16	64.96	658.69
(iii) Trade payables			
(a) Total outstanding dues of micro enterprises and small enterprises	21	3,798.54	4,305.35
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises.	21	19,632.57	12,746.85
(iv) Other financial liabilities	22	3,068.50	2,187.51
Provisions	17	737.02	721.78
Current tax liabilities (net)	23	104.25	281.28
Other current liabilities	18	4,565.33	3,659.02
<b>Total current liabilities</b>		<b>34,046.51</b>	<b>34,604.87</b>
<b>Total liabilities</b>		<b>45,050.78</b>	<b>46,353.15</b>
<b>Total equity and liabilities</b>		<b>1,31,614.51</b>	<b>1,15,434.95</b>
The accompanying notes are an integral part of the standalone financial statements (1-50).			

This is the standalone balance sheet referred to in our report of even date.

For **Walker Chandio & Co LLP**  
Chartered Accountants  
Firm's Registration  
No.: 001076N/N500013

For and on behalf of the Board of Directors of  
**ASK Automotive Limited (Formerly known as ASK Automotive Private Limited)**

**Ashish Gera**  
Partner  
Membership No.: 508685

**Kuldip Singh Rathee**  
Chairman and Managing  
Director  
DIN: 00041032

**Aman Rathee**  
Executive Director  
DIN: 00041130

**Naresh Kumar**  
Chief Financial Officer

**Rajani Sharma**  
Company Secretary  
M.No. A14391

Place: Gurugram  
Date: 18 May 2024

Place: Gurugram  
Date: 18 May 2024

# Standalone Statement of Profit and Loss

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

	Notes	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Income</b>			
Revenue from operations	24	2,92,643.31	2,55,542.49
Other income	25	2,375.50	1,495.18
<b>Total income</b>		<b>2,95,018.81</b>	<b>2,57,037.67</b>
<b>Expenses</b>			
Cost of material consumed	26	2,03,105.79	1,79,856.45
Changes in inventories of finished goods and work-in-progress	27	(1,560.29)	(1,655.33)
Employee benefits expense	28	15,725.30	13,910.38
Finance costs	29	1,473.74	1,085.34
Depreciation and amortisation expense	30	5,703.83	5,978.35
Other expenses	31	47,650.22	40,054.54
Dies for own use		(610.79)	(471.87)
<b>Total expenses</b>		<b>2,71,487.80</b>	<b>2,38,757.86</b>
<b>Profit before tax</b>		<b>23,531.01</b>	<b>18,279.81</b>
<b>Tax expenses</b>			
<b>Current Tax</b>			
- Current year	32	6,115.75	4,851.05
- Prior years	32	(14.96)	6.63
Deferred tax	32	(131.29)	(177.11)
<b>Total tax expenses</b>		<b>5,969.50</b>	<b>4,680.57</b>
<b>Profit after tax</b>		<b>17,561.51</b>	<b>13,599.24</b>
<b>Other comprehensive income:</b>			
<b>(i) Items that will not be reclassified to profit or loss in subsequent years:</b>			
Remeasurement of post employment benefit obligations		(106.35)	7.17
<b>(ii) Income tax relating to items that will not be reclassified to profit or loss in subsequent years</b>	32	26.77	(1.80)
<b>Total other comprehensive income, net of tax</b>		<b>(79.58)</b>	<b>5.37</b>
<b>Total comprehensive income</b>		<b>17,481.93</b>	<b>13,604.61</b>
<b>Earnings per equity share (INR)</b>			
Basic and Diluted	33	8.91	6.83
The accompanying notes are an integral part of the standalone financial statements (1-50).			

This is the standalone statement of profit and loss referred to in our report of even date.

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Registration  
No.: 001076N/N500013

For and on behalf of the Board of Directors of  
**ASK Automotive Limited (Formerly known as ASK Automotive Private Limited)**

**Ashish Gera**  
Partner  
Membership No.: 508685

**Kuldip Singh Rathee**  
Chairman and Managing  
Director  
DIN: 00041032

**Aman Rathee**  
Executive Director  
DIN: 00041130

**Naresh Kumar**  
Chief Financial Officer

**Rajani Sharma**  
Company Secretary  
M.No. A14391

Place: Gurugram  
Date: 18 May 2024

Place: Gurugram  
Date: 18 May 2024

# Standalone Statement of Cash Flows

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>A. Cash flow from operating activities</b>		
<b>Profit before tax</b>	<b>23,531.01</b>	<b>18,279.81</b>
<b>Adjustment to reconcile profit before tax to net cash flows:</b>		
Depreciation and amortisation expense	5,703.83	5,978.35
Excess liability / provision written back	(241.67)	(138.43)
Provision for doubtful debts	30.72	12.12
Profit on sale of investments	(2.06)	-
Unrealised foreign exchange differences (net)	(32.86)	(18.67)
Amortisation of government grant	(131.71)	(284.26)
Loss on sale/discarding of property, plant & equipment	39.22	28.10
Gain on assets held for sale	-	(6.00)
Debtors written off	0.98	20.74
Interest income classified as investing cash flow	(1,435.89)	(563.92)
Finance cost classified as financing cash flow	1,472.15	1,081.74
Gain on lease modifications	-	(17.23)
<b>Operating profit before working capital changes</b>	<b>28,933.72</b>	<b>24,372.35</b>
<b>Adjustments for change in working capital :</b>		
Decrease/ (increase) in trade receivables	1,468.30	(942.08)
Increase in inventories	(1,135.51)	(2,876.00)
Increase/ (decrease) in trade payables	6,379.62	(824.23)
Decrease/ (increase) in other financial assets	36.18	(511.58)
Increase in other assets	(76.54)	(449.59)
Increase in other financial liabilities	1,158.23	255.39
Increase in provisions	331.76	333.56
Increase in other liabilities	892.87	291.17
<b>Cash generated from operations</b>	<b>37,988.63</b>	<b>19,648.99</b>
Income taxes paid (net of refunds)	(6,237.12)	(4,435.80)
<b>Net cash flow from operating activities (A)</b>	<b>31,751.51</b>	<b>15,213.19</b>
<b>B. Cash flow from investing activities</b>		
Purchase of property, plant and equipment and intangible assets (including capital work in progress)	(5,927.03)	(4,689.89)
Proceeds from sale of property, plant and equipment	502.87	423.05
Proceeds from assets held for sale	-	106.00
Purchase of non current investments	-	(1,200.50)
Unsecured Loans given	(14,446.88)	(3,115.80)
Redemption/(Purchase) of fixed deposits (net)	34.27	(54.81)
Proceeds from sale of current investments	2.06	-
Interest received	245.18	235.66
<b>Net cash used in investing activities (B)</b>	<b>(19,589.53)</b>	<b>(8,296.29)</b>



# Standalone Statement of Cash Flows

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>C. Cash flow from financing activities</b>		
Repayment / proceeds of short term borrowings (net)	(8,492.92)	4,617.05
Proceeds from long term borrowings	1,186.00	3,614.00
Repayment of long term borrowings (including current maturities)	(1,606.09)	(2,349.87)
Principal payment of finance lease liability (Refer Note 42)	(658.69)	(628.91)
Interest payment of finance lease liability (Refer Note 42)	(29.28)	(79.18)
Interest paid	(1,453.93)	(977.04)
Payment for buyback of equity shares	-	(9,000.00)
Payment of tax on buyback of equity shares	-	(2,096.63)
<b>Net cash used in financing activities (C)</b>	<b>(11,054.91)</b>	<b>(6,900.58)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>1,107.07</b>	<b>16.32</b>
Cash and cash equivalents at beginning of the year	110.91	94.59
<b>Cash and cash equivalents at end of the year (refer note 11)</b>	<b>1,217.98</b>	<b>110.91</b>

Reconciliation of cash and cash equivalents:	As at 31 March 2024	As at 31 March 2023
Cash and cash equivalents as per above comprises of the following :		
- Cash on hand	10.94	4.76
- Cheques/drafts on hand	181.65	-
- Balance in current accounts	1,025.39	106.15
<b>Cash and cash equivalents at end of the year</b>	<b>1,217.98</b>	<b>110.91</b>

## Notes:

- The standalone statement of cash flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard - 7 (Ind AS-7) "Statement of Cash Flows".
- Refer Note No. 43 for Disclosure pursuant to Ind AS-7 "Statement of cash flows"- changes in liabilities arising from financing activities.
- Cash and cash equivalent includes ₹ 854.60 Lakhs (31 March 2023: INR NIL) which would be used for meeting Initial Public Offering expenses on behalf of selling shareholders and ₹ 52.21 Lakhs (31 March 2023: ₹ 70.30 Lakhs) in unspent CSR expenditure account. These balances are restricted and are not readily available for other purposes.

The accompanying notes are an integral part of the standalone financial statements (1-50).

This is the standalone statement of cash flows referred to in our report of even date.

For **Walker Chandiok & Co LLP**

Chartered Accountants  
Firm's Registration  
No.: 001076N/N500013

For and on behalf of the Board of Directors of

**ASK Automotive Limited (Formerly known as ASK Automotive Private Limited)**

**Ashish Gera**

Partner  
Membership No.: 508685

**Kuldip Singh Rathee**

Chairman and Managing  
Director

**Aman Rathee**

Executive Director  
DIN: 00041130

**Naresh Kumar**

Chief Financial Officer

**Rajani Sharma**

Company  
Secretary  
M.No. A14391

DIN: 00041032

Place: Gurugram  
Date: 18 May 2024

Place: Gurugram  
Date: 18 May 2024

# Standalone Statement of Changes in Equity

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## A. Equity Share Capital\*

As at 31 March 2024

Balance as at 1 April 2023 (equity share of INR 2 each)	Changes in equity share capital	Balance as at 31 March 2024 (equity share of INR 2 each)
3,942.85	-	3,942.85

As at 31 March 2023

Balance as at 1 April 2022 (equity share of INR 2 each)	Changes in equity share capital	Balance as at 31 March 2023 (equity share of INR 2 each)
4,017.85	(75.00)	3,942.85

\* Refer Note No. 13 for details

## B. Other Equity #

As at 31 March 2024

Particulars	Reserves and Surplus				Total other equity
	Capital redemption reserve	General reserve	Securities premium	Retained earnings	
<b>As at 1 April 2023</b>	<b>134.00</b>	<b>10.05</b>	<b>94.05</b>	<b>64,900.85</b>	<b>65,138.95</b>
Profit for the year	-	-	-	17,561.51	17,561.51
Other comprehensive income	-	-	-	(79.58)	(79.58)
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17,481.93</b>	<b>17,481.93</b>
<b>As at 31 March 2024</b>	<b>134.00</b>	<b>10.05</b>	<b>94.05</b>	<b>82,382.78</b>	<b>82,620.88</b>

As at 31 March 2023

Particulars	Reserves and Surplus				Total other equity
	Capital redemption reserve	General reserve	Securities premium	Retained earnings	
<b>As at 1 April 2022</b>	<b>59.00</b>	<b>10.05</b>	<b>94.05</b>	<b>62,392.87</b>	<b>62,555.97</b>
Profit for the year	-	-	-	13,599.24	13,599.24
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>13,604.61</b>	<b>13,604.61</b>
Less: Transferred to capital redemption reserve (refer note 13 (vii))	75.00	-	-	(75.00)	-
Less: Buyback of shares (refer note 13 (vii))	-	-	-	(8,925.00)	(8,925.00)
Less: Income tax on buyback of shares	-	-	-	(2,096.63)	(2,096.63)
<b>As at 31 March 2023</b>	<b>134.00</b>	<b>10.05</b>	<b>94.05</b>	<b>64,900.85</b>	<b>65,138.95</b>

For nature and purpose of each reserve refer note 14.1

# refer note 14 for details.

The accompanying notes are an integral part of the standalone financial statements (1-50).

This is the standalone statement of changes in equity referred to in our report of even date.

For **Walker Chandiok & Co LLP**

Chartered Accountants  
Firm's Registration  
No.: 001076N/N500013

For and on behalf of the Board of Directors of

**ASK Automotive Limited (Formerly known as ASK Automotive Private Limited)**

**Ashish Gera**  
Partner  
Membership No.: 508685

**Kuldip Singh Rathee**  
Chairman and Managing  
Director

DIN: 00041032

**Aman Rathee**  
Executive Director  
DIN: 00041130

**Naresh Kumar**  
Chief Financial Officer

**Rajani Sharma**  
Company  
Secretary  
M.No. A14391

Place: Gurugram  
Date: 18 May 2024

Place: Gurugram  
Date: 18 May 2024

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 1. Corporate Information

ASK Automotive Limited (Formerly known as ASK Automotive Private Limited) ('the Company') is a Public Limited Company domiciled in India, with its registered office situated at Flat No. 104, 929/1, Naiwala, Faiz Road, Karol Bagh, New Delhi-110005. The Company has one wholly owned subsidiary and one Joint Venture Company in India. The Company was incorporated as a private limited (ASK Automotive Private Limited) on 18 January 1988, later converted to a public limited company vide revised "Certificate of Incorporation" consequent upon conversion from Private Limited Company to Public Company dated 6 January 2023. During the year, the Company has completed its IPO process on 15 November 2023 and equity shares of the Company got listed on National Stock Exchange Limited (NSE) and Bombay Stock Exchange Limited (BSE).

The Company is engaged in the business of manufacturing of auto components including advance braking systems, aluminum light weighting precision solutions and safety control cables primarily for automobile industry. The Company is supplier to the major leading Original Equipment Manufacturers (OEMs) in India like Honda, Hero MotoCorp, Bajaj Auto, TVS Motors, Suzuki, Yamaha, Mahindra, Royal Enfield, OLA, Ather, Revolt, Maruti, Piaggio etc. and having strong presence in secondary market (Independent aftermarket). The Company has manufacturing facilities in the states of Haryana, Karnataka, Gujarat, Himachal Pradesh and Uttarakhand.

These standalone financial statements for the year ended 31 March 2024 (reporting date) have been prepared as per the requirements of Schedule III of the Companies Act, 2013.

## 2. Material accounting policies

The material accounting policies applied by the Company in the preparation of its standalone financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these standalone financial statements, unless otherwise indicated.

### 2.1 Basis of preparation

#### a. Statement of compliance with Ind AS

These standalone financial statements ('financial statements') of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred

to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under section 133 of the Companies Act 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015 and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable. The Company has uniformly applied the accounting policies during the periods presented.

The financial statements for the year ended 31 March 2024 were authorised and approved for issue by the Board of Directors on 18 May 2024.

#### b. Functional and presentation currency

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

#### c. Basis of measurement

The standalone financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. The standalone financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Defined benefits (assets)/liability	Present value of defined benefits obligations

#### d. Use of critical accounting estimates and judgements

The preparation of standalone financial statements in conformity with generally accepted accounting principles require management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the standalone financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates are recognised prospectively in current and future periods. Information about judgments

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made in applying accounting policies that have the most significant effects on the amounts recognised in the standalone financial statements is included in the following notes:

## **Useful lives of depreciable/amortisable assets –**

Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of assets.

## **Defined benefit obligation (DBO) –**

Management's estimate of the DBO is based on underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

**Recognition of deferred tax assets –** The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

**Contingent liabilities –** At each balance sheet date, on the basis of the management judgment, changes in facts and legal aspects, the Company assesses the requirement of disclosure against the outstanding contingent liabilities. However, the actual future outcome may be different from this judgement.

**Impairment –** The Company estimates the recoverable value of the cash generating unit (CGU) based on future cash flows after considering current economic conditions and trends, estimated future operating results and growth rates, anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The cash flows are discounted using a suitable discount rate in order to calculate the present value. Further details of the Company's impairment review and key assumptions are set out in note 4B and note 5.3.

**Classification of leases –** The Company enters into leasing arrangements for various premises. The assessment (including measurement) of the lease is based on several factors, including, but not limited to, transfer of ownership of

leased asset at end of lease term, lessee's option to extend/terminate etc. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to extend or to terminate.

## **e. Fair value measurement**

A number of the Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to measurement of fair values. This includes treasury division which is responsible for overseeing all significant fair value measurements, including Level 3 fair values, and report directly to chief financial officer.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

When measuring the fair value of an asset or liability, the Company uses observable market data as far as possible. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the changes have occurred.

## **2.2. Summary of material accounting policies**

### **(a) Current-non-current classification**

All assets and liabilities are classified into current and non-current.

#### **Assets**

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realised in, or is intended for sale or consumption in, the normal operating cycle;

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- b) it is held primarily for the purpose of being traded;
- c) it is expected to be realised within 12 months after the reporting date; or
- d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

## Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- a) it is expected to be settled in the normal operating cycle;
- b) it is held primarily for the purpose of being traded;
- c) it is due to be settled within 12 months after the reporting date; or
- d) the company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

## Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

## (b) Foreign currency transactions

### i. Initial recognition

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates at the date of the transaction.

### ii. Measurement at reporting date

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences on restatement/settlement of all monetary items are recognised in the standalone statement of profit and loss.

## (c) Financial instruments

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

### i. Recognition and initial measurement

All financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through Profit and Loss which are measured initially at fair value. However, trade receivables are recognised initially at the transaction price as they do not contain significant financing components.

### ii. Classification and subsequent measurement

#### Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost; or
- fair value through profit or loss ('FVTPL')

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions:

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- the asset is held within a business model whose objective is to hold assets 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.

All financial assets not classified as measured at amortised cost as described above are measured at FVTPL.

Investment in equity instruments are classified at fair value through profit or loss, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

## Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in statement of profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. The Company does not have any fixed liabilities under the category of FVTPL.

### iii. Derecognition

#### Financial assets

The Company de-recognises 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.

## Financial liabilities

The Company de-recognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also de-recognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in statement of profit and loss.

### iv. Offsetting

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

### (d) Equity Investment in subsidiary and joint venture

Investments in equity instruments of joint venture and subsidiary company are accounted for at cost less any provision for impairment in accordance with Ind AS 27 "Separate Financial Statements".

### (e) Property, plant and equipment

#### i. Recognition and measurement

Freehold Land is carried at cost and other items of property, plant and equipment are initially measured at cost of acquisition or construction which includes capitalised borrowing cost. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and other non-refundable purchase taxes or levies, any directly attributable cost of bringing the asset to its working condition for its intended use and estimated cost of dismantling and removing the item and



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restoring the site on which it is located. Any trade discounts and rebates are deducted in arriving at the purchase price. After initial recognition, items of property, plant and equipment are carried at its cost less any accumulated depreciation and / or accumulated impairment loss, if any.

The cost of a self-constructed item of property, plant and equipment including dies comprises the cost of materials and direct labour, any other costs directly attributable / allocable to bring the item to working condition for its intended use.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Gains or losses arising on sale/disposal of items of property, plant and equipment are recognised in the standalone statement of profit and loss.

Capital work-in-progress comprises the cost of fixed assets that are not ready for their intended use at the reporting date.

### ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

### iii. Depreciation

Depreciation on items of property, plant and equipment is provided on the straight-line method based on the estimated useful life of each asset as determined by the management. Depreciation is charged over the number of shift a plant or equipment is used in the business in accordance with schedule II of the Companies Act. Depreciation for assets purchased during the year is proportionately charged i.e. from the date on which asset is ready for use. Depreciation for assets sold during the year is proportionately charged i.e. up to the date on which asset is disposed off.

The useful lives have been determined based on internal evaluation done

by management and are in line with the estimated useful lives, to the extent prescribed by the Schedule II of the Companies Act.

	Life in Years
Buildings	30
Plant and machinery	15 to 20
Electrical installations	10
Furniture and fixtures	10
Office equipments	5
Vehicles	8
Dies and Moulds	7 to 10
Computers	3

Based on internal valuation done by the management, hangers and trollies are depreciated at year end based on the physical availability of respective assets.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Modification or extension to an existing asset, which is of capital nature, and which becomes an integral part thereof is depreciated prospectively over the remaining useful life of that asset.

### (f) Goodwill

Represents amounts paid over the identifiable assets towards Business Takeover transaction is carried forward based on assessment of benefits arising from such goodwill in future. Goodwill is tested for impairment annually at each balance sheet date in accordance with the Company's procedure for determining the recoverable amount of such assets. The recoverable amount of Cash Generating Unit (CGU) is based on value in use. The value in use for Goodwill is determined based on discounted cash flow projections.

### (g) Other Intangible Assets

#### i. Recognition and initial measurement

Other intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

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## ii. Subsequent expenditure

Subsequent expenditure is included in the assets carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the expenditure will flow to the Company and cost can be measured reliably

### Distribution network

Represents allocation of amounts paid towards Business Takeover transaction is carried forward based on assessment of benefits arising from such network in future. Such expenditure is amortised on period of ten years on straight line basis.

The above periods also represent the management's estimation of economic useful life of the respective intangible assets.

Amortisation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

## iii. Amortisation

Technical know-how is being amortised over a period of seven years on a straight-line basis.

Computer software is being amortised over a period of six years on a straight-line basis.

## (h) Inventories

Inventories which comprise of raw material, work in progress, finished goods, packing material and stores and spares are valued at the lower of cost and net realisable value. Cost of inventories comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

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

Raw materials, components, stores and spares, Packing material, Loose Tools, gauges and instruments	- Weighted Average Method
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Work-in-progress and finished goods	- Material cost plus appropriate proportion of labour, manufacturing overheads.
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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 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.

## (i) Trade Receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business and reflects Company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

### Transfer of Financial Assets

In case of assignment of trade receivables wherein substantially risk and rewards are transferred, and the assignee gets absolute right of disposal/collection, the trade receivables are derecognized as per Ind AS 109. Trade Receivables which do not qualify for derecognition, the proceeds received from such transfers are recorded as loans from banks / financial institutions and classified under short-term borrowings.

## (j) Impairment of assets

### Impairment of financial assets

The Company recognises loss allowances using the Expected Credit Loss (ECL) model for

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the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition, in which case those financial assets are measured at lifetime ECL. The changes (incremental or reversal) in loss allowance computed using ECL model, are recognised as an impairment gain or loss in the standalone statement of profit and loss.

## Impairment of non-financial assets

The Company's non-financial assets are reviewed at each reporting date to determine if there is indication of any impairment. If any indication exists, the asset's recoverable amount is estimated. Assets that do not generate independent cash flows are grouped together into cash generating units (CGU). An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Recoverable amount is determined:

- i. in case of an individual asset, at the higher of the net selling price and the value in use; and
- ii. in case of a cash generating unit (a group of assets that generates identified, independent cash flows), at the higher of the cash generating unit's net selling price and the value in use.

(The amount of value in use is determined as the present value of estimated future cash flows from the continuing use of an asset and from its disposal at the end of its useful life. For this purpose, the discount rate (pre-tax) is determined based on the weighted average cost of capital of the respective company suitably adjusted for risks specified to the estimated cash flows of the asset). For this purpose, a cash generating unit is ascertained as the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

Impairment losses are recognised in the standalone statement of profit and loss. An impairment loss is reversed if there has been

a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

## (k) Trade and other payables

Trade and other payables represent liabilities for goods or services provided to the Company prior to the end of financial year which are unpaid.

## (l) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest rate method. Borrowings are de-recognised from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

## (m) Employee benefits

### i) Short-term employee benefits

Employee benefits payable within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus, etc. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense in standalone statement of profit and loss as the related service is rendered by employees.

### ii) Other long-term employee benefits:

Other long-term employee benefits are recognised as an expense in the standalone statement of profit and loss as and when they accrue. The Company determines the liability using the Projected Unit Credit Method, with actuarial valuations carried out as at the balance sheet date. Actuarial gains and losses in respect of such benefits are charged to the standalone statement of profit and loss.

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## iii) Post employment obligations

### a. Defined Contribution Plans:

The Company makes payments to defined contribution plans such as provident fund and employees' state insurance. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

### b. Defined Benefit Plans:

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The net interest cost is calculated by applying the discount rate to the balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the standalone statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the standalone statement of changes in equity and in the standalone balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit and loss as past service cost.

## (n) Provisions

A provision is recognised if, as a result of a past event, the Company has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date.

## (o) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made..

However, Goods and Services Tax (GST) is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity or supplies made by the seller on behalf of the government. Accordingly, it is excluded from revenue.

### Sale of goods

Revenue from sale of goods is recognised based on a 5-Step Methodology which is as follows:

Step 1: Identify the contract(s) with a customer

Step 2: Identify the performance obligation in contract

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the performance obligations in the contract

Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer, generally on delivery of the goods and there are no unfulfilled obligations. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, turnover discounts, scheme discounts and cash discounts, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

### Sale of services

The Company recognises revenue from sales of services over time, because the customer

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simultaneously receives and consumes the benefits provided by the Company. Revenue from services provided is recognised upon rendering of the services, in accordance with the agreed terms with the customers where ultimate collection of the revenue is reasonably expected.

## Other operating revenue

All export benefits and incentives under various policies of Government of India are recognised on accrual basis when no significant uncertainties as to the amount of consideration that would be derived and as to its ultimate collection exist.

## Other income

Interest income is recognised on accrual basis using the effective interest method.

## Contract assets

Contract assets is right to consideration in exchange for goods or services transferred to the customer and performance obligation satisfied. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional, in the nature of unbilled receivables. Upon completion of the attached condition and acceptance by the customer, the amounts recognised as contract assets is reclassified to trade receivables upon invoicing. A receivables represents the Company's right to an amount of consideration that is unconditional. Contract assets are subject to impairment assessment.

## Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer or has raised the invoice in advance. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract (i.e., transfers control of the related goods or services to the customer).

## (p) Government grants

Government grants related to property, plant and equipment under Export Promotion Capital Goods (EPCG) are included in the non-current liabilities as deferred government grant and are credited to Profit or loss on the basis of fulfillment of export obligation and presented within other income in accordance with the primary conditions associated with purchase of assets and related grants.

Government grants not related to assets are recognised in the Standalone Statement of Profit and Loss when the right to receive benefits is established and the realisation is reasonably certain.

## (q) Leases

A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'.

### Classification of leases

The Company enters into leasing arrangements for various assets. The assessment of the lease is based on several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to extend/purchase etc.

### Recognition and initial measurement

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease (if any), and any lease payments made in advance of the lease commencement date (net of any incentives received).

### Subsequent measurement

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At lease commencement date, the Company measures the lease liability at the present value

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of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate (IBR). Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re-measured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset.

The Company has elected to account for short-term leases using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in standalone statement of profit and loss on a straight-line basis over the lease term.

### Estimating the incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its IBR to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay for last long-term funds raised.

### (r) Income-tax

Tax expense recognised in the standalone statement of profit and loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations. Current tax are recognised as an expense or income in the standalone statement of profit and loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in equity.

Deferred tax is recognised in respect of temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for taxation purposes. Deferred tax assets

on unrealised tax loss are recognised to the extent that it is probable that the underlying tax loss will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax are recognised as an expense or income in the consolidated statement of profit and loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in equity.

### (s) Earnings per share

Basic earnings per share are calculated by dividing the standalone net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the standalone net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares except where the results will be anti-dilutive

### (t) Contingent liabilities and contingent assets

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed. Contingent assets are neither recognised nor disclosed in the standalone financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and



## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

related income are recognised in the period in which the change occurs.

### (u) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the standalone balance sheet.

### (v) Borrowing cost

Borrowing costs directly attributable to acquisition, construction or erection of qualifying assets are capitalised. Capitalisation of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended use are complete.

Other borrowing costs are recognised as an expense in the standalone statement of profit and loss in the year in which they are incurred.

### (w) New and amended standards adopted by the company

The Ministry of Corporate Affairs vide notification dated 31 March 2023 notified the Companies (Indian Accounting Standards) Amendment Rules, 2023, which amended certain accounting standards (see below), and are effective 1 April 2023:

- Disclosure of accounting policies - amendments to Ind AS 1
- Definition of accounting estimates - amendments to Ind AS 8
- Deferred tax related to assets and liabilities arising from a single transaction - amendments to Ind AS 12

The other amendments to Ind AS notified by these rules are primarily in the nature of clarifications.

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods. For the year ended 31 March 2024, MCA has not notified any new standards applicable to the Company.

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)



DRIVING  
SAFETY  
THROUGH  
INNOVATION

ASK Automotive Limited

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## 3 Property, plant and equipment and capital work-in-progress

Particulars	Freehold Land	Buildings	Plant and equipment	Electrical installation	Office equipments	Computers	Furniture and fixtures	Hangers, trollies, dies and moulds	Vehicles	Total	Capital work-in-progress
<b>Gross block</b>											
<b>As at 1 April 2022</b>	<b>8,692.39</b>	<b>12,274.60</b>	<b>37,676.96</b>	<b>2,499.15</b>	<b>565.37</b>	<b>470.32</b>	<b>973.55</b>	<b>4,941.59</b>	<b>1,182.67</b>	<b>69,276.60</b>	<b>203.73</b>
Additions	-	27.46	2,624.65	88.25	69.41	77.58	61.35	587.13	576.85	4,112.68	3,267.70
Disposal / adjustments	-	-	(892.80)	(48.32)	(6.11)	(5.67)	(4.19)	(480.80)	(246.84)	(1,684.73)	(2,818.61)
<b>As at 31 March 2023</b>	<b>8,692.39</b>	<b>12,302.06</b>	<b>39,408.81</b>	<b>2,539.08</b>	<b>628.67</b>	<b>542.23</b>	<b>1,030.71</b>	<b>5,047.92</b>	<b>1,512.68</b>	<b>71,704.55</b>	<b>652.82</b>
Additions	-	-	4,505.81	21.34	136.63	109.15	19.36	745.79	247.92	5,786.00	3,674.91
Disposal / adjustments	-	-	(754.96)	(3.86)	(42.77)	(30.97)	(5.20)	(96.29)	(267.35)	(1,201.39)	(4,265.29)
<b>As at 31 March 2024</b>	<b>8,692.39</b>	<b>12,302.06</b>	<b>43,159.66</b>	<b>2,556.56</b>	<b>722.53</b>	<b>620.41</b>	<b>1,044.87</b>	<b>5,697.42</b>	<b>1,493.25</b>	<b>76,289.16</b>	<b>62.44</b>
<b>Accumulated depreciation</b>											
<b>As at 1 April 2022</b>	-	<b>1,593.58</b>	<b>15,858.45</b>	<b>1,199.93</b>	<b>274.39</b>	<b>314.01</b>	<b>360.49</b>	<b>2,812.81</b>	<b>561.17</b>	<b>22,974.81</b>	-
Charge for the year	-	404.70	3,725.78	242.66	77.75	66.57	92.61	469.10	144.70	5,223.88	-
Disposal / adjustments	-	-	(609.43)	(31.50)	(4.61)	(5.21)	(3.73)	(434.34)	(150.76)	(1,239.58)	-
<b>As at 31 March 2023</b>	-	<b>1,998.28</b>	<b>18,974.80</b>	<b>1,411.09</b>	<b>347.53</b>	<b>375.37</b>	<b>449.37</b>	<b>2,847.57</b>	<b>555.11</b>	<b>26,959.11</b>	-
Charge for the year	-	405.25	3,436.45	195.78	97.14	87.19	86.35	506.05	188.97	5,003.18	-
Disposal / adjustments	-	-	(390.93)	(3.49)	(33.32)	(27.64)	(3.29)	(60.40)	(140.26)	(659.33)	-
<b>As at 31 March 2024</b>	-	<b>2,403.53</b>	<b>22,020.32</b>	<b>1,603.38</b>	<b>411.35</b>	<b>434.92</b>	<b>532.43</b>	<b>3,293.22</b>	<b>603.82</b>	<b>31,302.96</b>	-
<b>Net Block</b>											
<b>As at 31 March 2024</b>	<b>8,692.39</b>	<b>9,898.53</b>	<b>21,139.34</b>	<b>953.18</b>	<b>311.18</b>	<b>185.49</b>	<b>512.44</b>	<b>2,404.20</b>	<b>889.43</b>	<b>44,986.20</b>	<b>62.44</b>
<b>As at 31 March 2023</b>	<b>8,692.39</b>	<b>10,303.78</b>	<b>20,434.00</b>	<b>1,127.99</b>	<b>281.14</b>	<b>166.86</b>	<b>581.34</b>	<b>2,200.35</b>	<b>957.57</b>	<b>44,745.44</b>	<b>652.82</b>

3.1 Capital work in progress mainly comprises of addition to plant and equipment as at 31 March 2024 and as at 31 March 2023.

3.2 Refer note 36 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

3.3 Refer note 15 and 20 for disclosure of information on property, plant and equipment mortgaged as security by the Company.

3.4 Title deed 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) are held in the name of the Company except land aggregating to ₹ 678.93 Lakhs (inclusive of registration costs ₹ 4.93 Lakhs), admeasuring approx. 4 acres (i.e. 16,188 square meter) situated at Narsapura Industrial Area, Kolar District of Karnataka, was acquired in February 2012, from Karnataka Industrial Area Development Board ("KIADB"), on Lease Cum Sale basis, at a consideration of ₹ 340.00 Lakhs which was subsequently enhanced to ₹ 674.00 Lakhs in F.Y. 2021-22 by KIADB. On 4 April 2024, the Company has paid enhanced consideration of ₹ 334.00 Lakhs and believes that the aforesaid land will be registered in the name of the Company shortly. This land has been classified as freehold land.

3.5 Refer note 40 for ageing of capital work-in-progress.

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 4 Right of use assets, Goodwill & Other intangible assets

#### 4A Right of use assets

	Amount
<b>Gross block</b>	
<b>As at 1 April 2022</b>	<b>2,267.08</b>
Additions	-
Disposal/Adjustment	(183.74)
<b>As at 31 March 2023</b>	<b>2,083.34</b>
Additions	-
Disposal/Adjustment	(1,760.50)
<b>As at 31 March 2024</b>	<b>322.84</b>
<b>Accumulated Amortisation</b>	
<b>As at 1 April 2022</b>	<b>829.68</b>
Charge for the year	640.47
Disposal/Adjustment	(108.45)
<b>As at 31 March 2023</b>	<b>1,361.70</b>
Charge for the year	602.62
Disposal/Adjustment	(1,760.50)
<b>As at 31 March 2024</b>	<b>203.82</b>
<b>Net Block</b>	
<b>As at 31 March 2024</b>	<b>119.02</b>
<b>As at 31 March 2023</b>	<b>721.64</b>

#### 4B Goodwill

	Amount
<b>Gross block</b>	
<b>As at 1 April 2022</b>	<b>18,191.01</b>
Additions	-
Disposal	-
<b>As at 31 March 2023</b>	<b>18,191.01</b>
Additions	-
Disposal	-
<b>As at 31 March 2024</b>	<b>18,191.01</b>
<b>Accumulated impairment</b>	
<b>As at 1 April 2022</b>	<b>-</b>
Charge for the year	-
Disposal	-
<b>As at 31 March 2023</b>	<b>-</b>
Charge for the year	-
Disposal	-
<b>As at 31 March 2024</b>	<b>-</b>
<b>Net Block</b>	
<b>As at 31 March 2024</b>	<b>18,191.01</b>
<b>As at 31 March 2023</b>	<b>18,191.01</b>

The carrying value of goodwill arose at the time of business purchase of erstwhile APK Automotive and AK Auto Industries by the company which is tested for impairment annually at each balance sheet date in accordance with the Company's procedure for determining the recoverable amounts of the after market business which is considered as a cash generating unit (CGU). The recoverable amount of CGU is based on value in use. The value in use for Goodwill is determined based on discounted cash flow projections. These calculations uses management

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 4 Right of use assets, Goodwill & Other intangible assets (Contd..)

assumptions and discounted pre tax cash flow projections based on financial budgets covering a 5 year period. Cash flow projection beyond 5 years time period are extrapolated using the estimated terminal growth rate. Certain key assumptions considered by the management for impairment testing of CGU are stated below:

- Weighted average cost of capital: 31 March 2024: 16.34% (31 March 2023: 16.20%)
- Revenue growth rate: 31 March 2024: 12% (31 March 2023: 13%)
- Terminal growth rate: 31 March 2024: 4% (31 March 2023: 4%)

The management believes that no reasonably possible change in any of the key assumptions used in the value in use calculation would cause the carrying value of the CGU to materially exceed its value in use.

#### 4C Other intangible assets

	Distribution Network	Computer Software	Technical Know How	Total
<b>Gross block</b>				
<b>As at 1 April 2022</b>	<b>493.00</b>	<b>569.24</b>	<b>160.60</b>	<b>1,222.84</b>
Additions	-	2.61	3.60	6.21
Disposal	-	-	-	-
<b>As at 31 March 2023</b>	<b>493.00</b>	<b>571.85</b>	<b>164.20</b>	<b>1,229.05</b>
Additions	-	146.18	-	146.18
Disposal	-	(63.82)	-	(63.82)
<b>As at 31 March 2024</b>	<b>493.00</b>	<b>654.21</b>	<b>164.20</b>	<b>1,311.41</b>
<b>Accumulated amortisation</b>				
<b>As at 1 April 2022</b>	<b>197.20</b>	<b>469.13</b>	<b>137.95</b>	<b>804.28</b>
Charge for the year	49.30	45.62	19.08	114.00
Disposal	-	-	-	-
<b>As at 31 March 2023</b>	<b>246.50</b>	<b>514.75</b>	<b>157.03</b>	<b>918.28</b>
Charge for the year	49.30	44.55	4.19	98.04
Disposal	-	(63.80)	-	(63.80)
<b>As at 31 March 2024</b>	<b>295.80</b>	<b>495.50</b>	<b>161.22</b>	<b>952.52</b>
<b>Net Block</b>				
<b>As at 31 March 2024</b>	<b>197.20</b>	<b>158.71</b>	<b>2.98</b>	<b>358.89</b>
<b>As at 31 March 2023</b>	<b>246.50</b>	<b>57.10</b>	<b>7.17</b>	<b>310.77</b>

**4C.1** The Company does not have any outstanding contractual commitments to purchase any items of intangible assets.

### 5 Investments

	As at 31 March 2024		As at 31 March 2023	
	Nos	Amount	Nos	Amount
<b>Non current</b>				
<b>Investments carrying at cost (fully paid up)</b>				
<b>Unquoted</b>				
<b>A In joint venture</b>				
ASK Fras-Le Friction Private Limited (face value INR 10 each)	4,31,20,000	4,312.00	4,31,20,000	4,312.00
<b>B In wholly owned subsidiary</b>				
ASK Automobiles Private Limited (face value INR 10 each)	7,50,000	75.00	7,50,000	75.00
<b>Total investments</b>		<b>4,387.00</b>		<b>4,387.00</b>

5.1 Refer to note 35 for details of investments in subsidiary and joint venture.

5.2 The Company has additionally invested an amount of ₹ 12,00,50,000 (INR Twelve Crores Fifty Thousand) in ASK Fras-le Friction Private Limited, Joint Venture of the Company on 21 December 2022 for subscription of its 1,20,05,000 (One Crore Twenty Lakhs Five Thousand) equity shares of ₹ 10/- each on right basis.

## Notes forming part of Standalone Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

### 5 Investments (Contd..)

5.3 The Company has performed an impairment assessment of its Investment in Joint Venture at the balance sheet date to ascertain the recoverable amount and has not found any indicator of impairment as at 31 March 2024 and 31 March 2023. The recoverable amount is determined based on value in use calculation. These calculations uses management assumptions and discounted pre tax cash flow projections based on financial budgets covering a 5 year period. Cash flow projection beyond 5 years time period are extrapolated using the estimated terminal growth rate. Certain key assumptions considered by the management for impairment testing are stated below:

- Weighted average cost of capital: 31 March 2024: 20.09% (31 March 2023: 19.95%)
- Terminal growth rate: 31 March 2024: 4% (31 March 2023: 4%)

The management believes that no reasonably possible change in any of the key assumptions used in the value in use calculation would cause the carrying value of the Investment to materially exceed its value in use.

#### 5A Loans

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
<b>Loans to related parties</b>				
<b>Unsecured and considered good, unless otherwise stated</b>				
Loan to ASK Fras-le Friction Private Limited	266.63	533.26	266.63	799.88
Loan to ASK Automobiles Private Limited	-	19,929.40	-	5,215.90
<b>Total Loans</b>	<b>266.63</b>	<b>20,462.66</b>	<b>266.63</b>	<b>6,015.78</b>

Loan given to ASK Fras-le Friction Private Limited (Joint Venture) is receivable in 4 equal yearly installments of ₹266.63 Lakhs commencing from 20 January 2024 and carries Interest rate of 9% p.a. receivable on quarterly intervals.

The company has sanctioned an unsecured loan to ASK Automobiles Private Limited (subsidiary), for purchase of fixed assets including land, construction of building, purchase of plant and machinery and for meeting working capital requirements, for an amount not exceeding ₹ 10,000 Lakhs to be disbursed upto March 2024. The interest rate on the loan amount was repo rate + 1.90% for loan disbursed during financial year 2021-22, repo rate + 2.30% for the loan disbursed during financial year 2022-23 and repo rate + 3.30% for the loan to be disbursed during financial year 2023-24. As per initial agreement, the loan was repayable in sixty equal monthly installments w.e.f 1 April, 2024, interest accrued upto March 2024 was payable in 4 equal quarterly instalments starting from 7 July 2024 and interest accrued from 1 April 2024 was payable on 7th day after end of each quarter. During the year, the Company has amended the loan agreement and enhanced the sanctioned limit to ₹ 35,000 Lakhs and amended the terms as: (1) Remaining loan amount can be disbursed in one or more tranches till 31 March 2026. (2) Interest rate from 1 April 2024 will be Repo Rate +2.00% p.a. applicable on all loan disbursed in various phases. (3) The loan will be repayable in sixty equal monthly installments w.e.f 1 April, 2026. (4) Interest accrued upto March 2026 will be payable in 4 equal quarterly instalments starting from 7 July 2026. Interest accrued from 1 April 2026 will be payable on 7th day after end of each quarter.

### 6 Other financial assets

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
<b>Unsecured and considered good, unless otherwise stated</b>				
Deposits with more than 12 months maturity (refer note 12)	-	7.21	-	66.92
Security deposits*	580.16	760.08	283.98	731.55
Other financial assets#	78.82	1,532.23	407.02	375.45
<b>Total other financial assets</b>	<b>658.98</b>	<b>2,299.52</b>	<b>691.00</b>	<b>1,173.92</b>

\*This amount includes ₹ 300 Lakhs (31 March 2023: INR NIL) as security deposits held with National Stock Exchange Limited (NSE) against listing related compliance of Initial Public Offering. This amount to be used for payment of expenses relating to Initial Public Offering. (Refer note 39.3)

#This amount includes INR NIL (31 March 2023: ₹162.92 Lakhs) towards Initial public offer related transaction costs, which the Company has recovered from selling shareholders. (Refer note 39.3).

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

## 7 Non-current tax assets (net)

	As at 31 March 2024	As at 31 March 2023
Advance income tax <sup>§</sup>	25.61	66.31
<b>Total non-current tax assets (net)</b>	<b>25.61</b>	<b>66.31</b>
Provision for income tax for earlier years	(3,828.86)	(11,370.55)
Taxes paid:		
Advance tax	3,645.00	10,950.00
Self assessment tax	108.75	386.86
Tax deducted and collected at source	100.72	397.74
Income tax refund received during the year	-	(297.73)
<sup>§</sup> Advance income tax	<b>25.61</b>	<b>66.31</b>

## 8 Other assets

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
<b>Unsecured, considered good unless otherwise stated</b>				
Advances to suppliers	126.43	-	371.01	-
Prepaid expenses	305.83	48.16	200.27	56.26
Capital advances	-	1,008.89	-	302.93
Advance to employees	8.34	-	13.52	-
Balances with government authorities	306.86	-	97.52	0.20
GST Recoverable on goods in transit	678.92	-	662.23	-
Other assets	10.71	-	7.70	-
<b>Total other assets</b>	<b>1,437.09</b>	<b>1,057.05</b>	<b>1,352.25</b>	<b>359.39</b>

## 9 Inventories

	As at 31 March 2024	As at 31 March 2023
<b>Valued at lower of cost or net realisable value</b>		
Raw materials*	2,748.09	3,155.60
Work-in-progress	4,768.11	3,699.75
Finished goods**	6,834.70	6,342.77
Packing material	453.86	446.94
Stores and spares including loose tools	1,643.70	1,667.89
<b>Total Inventories</b>	<b>16,448.46</b>	<b>15,312.95</b>

\*Includes raw material in transit

81.00

197.62

\*\*Includes sale of goods in transit

1,681.10

2,095.61

## 10 Trade receivables

	As at 31 March 2024	As at 31 March 2023
<b>Unsecured</b>		
Receivable from related parties (refer note 39)	1,741.42	17.65
Receivable from others		
Trade receivables considered good - Unsecured	17,853.85	21,044.48
Trade receivables - credit impaired	42.84	16.03
<b>Total</b>	<b>19,638.11</b>	<b>21,078.16</b>
Less: Loss allowance	(42.84)	(16.03)
<b>Total trade receivables</b>	<b>19,595.27</b>	<b>21,062.13</b>



## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 10 Trade receivables (Contd..)

#### 10.1 Trade Receivables ageing schedule

As at 31 March 2024

Particulars	Unbilled	Not Due	Outstanding for following years from due date of payment#					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	1,530.77	12,150.41	5,822.89	80.11	11.09	-	-	19,595.27
(ii) Undisputed Trade receivables – credit impaired			0.31	25.50	8.12	8.91	-	42.84
<b>Total</b>	<b>1,530.77</b>	<b>12,150.41</b>	<b>5,823.20</b>	<b>105.61</b>	<b>19.21</b>	<b>8.91</b>	<b>-</b>	<b>19,638.11</b>
Less: Loss allowance	-	-	(0.31)	(25.50)	(8.12)	(8.91)	-	(42.84)
<b>Total trade receivables</b>	<b>1,530.77</b>	<b>12,150.41</b>	<b>5,822.89</b>	<b>80.11</b>	<b>11.09</b>	<b>-</b>	<b>-</b>	<b>19,595.27</b>

# All the trade receivables of the Company has a respective due date of payment associated with them, therefore separate information is not required to be disclosed.

#### 10.2 Trade Receivables ageing schedule

As at 31 March 2023

Particulars	Unbilled	Not Due	Outstanding for following years from due date of payment#					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	1,402.80	16,560.27	3,092.65	6.41	-	-	-	21,062.13
(ii) Undisputed Trade receivables – credit impaired	-	-	0.21	3.09	12.73	-	-	16.03
<b>Total</b>	<b>1,402.80</b>	<b>16,560.27</b>	<b>3,092.86</b>	<b>9.50</b>	<b>12.73</b>	<b>-</b>	<b>-</b>	<b>21,078.16</b>
Less: Loss allowance	-	-	(0.21)	(3.09)	(12.73)	-	-	(16.03)
<b>Total trade receivables</b>	<b>1,402.80</b>	<b>16,560.27</b>	<b>3,092.65</b>	<b>6.41</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>21,062.13</b>

# All the trade receivables of the Company has a respective due date of payment associated with them, therefore separate information is not required to be disclosed.

Trade receivables are non-interest bearing and are generally on terms of 30 to 60 days.

Refer note 38(B)(I)(a) for details of the Company's credit risk policy and exposure.

Refer note 39 for trade receivables outstanding from related party.

**10.3** Trade receivable includes receivable amounting to NIL (31 March 23: ₹ 3219.97 lakhs) from a customer, which are subject to sales invoice financing arrangement with HDFC Bank Ltd and the customer, where the obligation to pay may arise due to unforeseen event of default by the Company's customer. The company, therefore, recognised the trade receivables and corresponding borrowings liability in these standalone financial statements in accordance with the requirements of Ind AS 109 - Financial Instruments.

**10.4** During the year, the Company has entered into an arrangement with ICICI Bank Limited to discount its trade receivables on a non recourse basis and accordingly trade receivables amounting to ₹ 5,913.59 Lakhs (31 March 2023: INR NIL) have been derocognised in accordance with Ind AS 109 - Financial Instruments.

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 11 Cash and cash equivalents

	As at 31 March 2024	As at 31 March 2023
Balance with Banks		
- In current accounts*	1,025.39	106.15
Cheques/drafts on hand	181.65	-
Cash on hand	10.94	4.76
<b>Total cash and cash equivalents</b>	<b>1,217.98</b>	<b>110.91</b>

\*Includes balance of ₹ 52.21 lakhs (31 March 2023: ₹ 70.30 lakhs) in unspent CSR expenditure account which is not readily available for other purposes (refer note 31.2).

It also includes ₹ 854.60 Lakhs (31 March 2023: INR NIL) in escrow account for meeting Initial Public Offering expenses on behalf of selling shareholders. (refer note 39.3).

Cash and cash equivalent includes ₹ 854.60 Lakhs (31 March 2023: INR NIL) which would be used for meeting Initial Public Offering expenses on behalf of selling shareholders and ₹ 52.21 Lakhs (31 March 2023: ₹ 70.30 Lakhs) in unspent CSR expenditure account. These balances are restricted and are not readily available for other purposes. Also, refer note 39.3 and note 31.2 respectively.

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the current and previous year.

The Company has undrawn borrowing facilities aggregating to ₹ 20,700.62 Lakhs (31 March 2023: ₹ 6,808.84 Lakhs) for future operating activities. This includes INR NIL (31 March 2023: ₹ 1,780.03 Lakhs) towards sales invoice discounting and ₹ 4,086.41 Lakhs (31 March 2023: INR NIL) towards factoring arrangement. (refer note 20).

## 12 Bank balances other than cash and cash equivalents

	As at 31 March 2024	As at 31 March 2023
Balances with banks:*		
Deposits with original maturity of more than three months but less than 12 months	40.70	6.68
Deposits with original maturity of more than 12 months	7.21	75.24
	<b>47.91</b>	<b>81.92</b>
Amount disclosed as "Other financial assets" (refer note 6)	(7.21)	(66.92)
<b>Total Bank balances other than cash and cash equivalents</b>	<b>40.70</b>	<b>15.00</b>

\*Margin Money with bank (for guarantees to customers and government authorities) (including accrued interest) amounting to ₹ 47.91 lakhs (31 March 2023: ₹ 81.92 lakhs).

There are no repatriation restrictions with regard to bank balances other than cash and cash equivalents as at the end of the current and previous year.

## 13 Equity share capital

	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
<b>(i) Authorised share capital</b>				
Equity shares of face value INR 2 each (31 March 2023: INR 2 each)	22,50,00,000	4,500.00	22,50,00,000	4,500.00
	<b>22,50,00,000</b>	<b>4,500.00</b>	<b>22,50,00,000</b>	<b>4,500.00</b>
<b>(ii) Issued, subscribed and fully paid-up shares</b>				
Equity shares of face value INR 2 each (31 March 2023: INR 2 each)	19,71,42,600	3,942.85	19,71,42,600	3,942.85
<b>Total equity share capital</b>	<b>19,71,42,600</b>	<b>3,942.85</b>	<b>19,71,42,600</b>	<b>3,942.85</b>

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 13 Equity share capital (Contd..)

### (iii) Reconciliation of the shares outstanding at the beginning and at the end of the year

#### Equity shares

	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
<b>Authorised share capital</b>				
At the beginning of the year	22,50,00,000	4,500.00	22,50,00,000	4,500.00
<b>As at the end of the year</b>	<b>22,50,00,000</b>	<b>4,500.00</b>	<b>22,50,00,000</b>	<b>4,500.00</b>
<b>Issued, subscribed and paid-up share capital</b>				
At the beginning of the year	19,71,42,600	3,942.85	20,08,92,600	4,017.85
Buyback of Shares (refer note (vii) below)	-	-	(37,50,000)	(75.00)
<b>As at the end of the year</b>	<b>19,71,42,600</b>	<b>3,942.85</b>	<b>19,71,42,600</b>	<b>3,942.85</b>

### (iv) Terms/rights attached to equity shares

The Company has only one class of equity shares having face value of ₹ 2 per share. All the existing equity shares rank pari passu in all respects including but not limited to entitlement for dividend, bonus issue and right issue. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after settling of all liabilities, in proportion to their shareholding.

### (v) Details of shareholders holding more than 5% shares in the Company<sup>§</sup>

Equity shares of face value INR 2 each	As at 31 March 2024		As at 31 March 2023	
	Number	% of Holding	Number	% of Holding
Mr. Kuldip Singh Rathee	7,93,16,439	40.23%	8,14,88,400	41.33%
Mrs. Vijay Rathee	6,89,34,794	34.97%	6,36,76,200	32.30%
Mr. Prashant Rathee	96,59,987	4.90%	2,81,87,999	14.30%
Mr. Aman Rathee	96,59,987	4.90%	2,37,89,998	12.07%
	<b>16,75,71,207</b>	<b>85.00%</b>	<b>19,71,42,597</b>	<b>100.00%</b>

<sup>§</sup> Also refer note (ix) below.

### (vi) Aggregate number of equity shares issued as bonus and shares issued for consideration other than cash for the year of five years immediately preceding the reporting date.

Equity shares of face value INR 2 each	For the year ended					
	31 March 2024	31 March 2023	31 March 2022	31 March 2021	31 March 2020	31 March 2019
Equity shares allotted as fully paid bonus shares by capitalization of reserves						
- number of shares	-	-	-	15,25,81,950	-	-

### (vii) During the year ended 31 March 2023, with the approval of the Board of Directors, the Company offered buyback of 37,50,000 (Thirty seven lacs fifty thousand only) fully paid-up equity shares of Face Value of ₹ 2/- (Two only) each at a price of ₹ 240/- (Two hundred and forty only) per Equity share, on a proportionate basis through the tender offer process. The buyback procedure was completed in September 2022, which resulted in a total cash outflow of ₹ 9,000.00 Lakhs (excluding tax on buy back). In line with the requirement of the Companies Act, 2013, the amount of ₹ 9,000.00 Lakhs has been utilised from retained earnings. Consequent to such buyback, the Company extinguished 37,50,000 equity shares, the paid-up equity share capital of the Company was reduced by ₹ 75 Lakhs and capital redemption reserve of ₹ 75 Lakhs (representing the nominal value of the shares bought back) has been created out of retained earnings.

Details of buyback for the current year and five years immediately preceding the reporting date are as follows:

Equity shares of face value INR 2 each	For the year ended					
	31 March 2024	31 March 2023	31 March 2022	31 March 2021	31 March 2020	31 March 2019
- Number of shares buyback	-	37,50,000	25,50,000	-	-	-

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 13 Equity share capital (Contd..)

#### (viii) Equity Shareholding of Promoters

##### Shares held by promoters<sup>#</sup>

Promoter's name	As at 31 March 2024			As at 31 March 2023		
	Number of Shares	% of total shares	% Change during the year	Number of Shares	% of total shares	% Change during the year
Mr. Kuldip Singh Rathee	7,93,16,439	40.23%	-2.67%	8,14,88,400	41.33%	-4.40%
Mrs. Vijay Rathee	6,89,34,794	34.97%	8.26%	6,36,76,200	32.30%	0.00%
	<b>14,82,51,233</b>	<b>75.20%</b>		<b>14,51,64,600</b>	<b>73.63%</b>	

Promoters for the purpose of this disclosure means promoters as defined under section 2(69) of the Companies Act, 2013

<sup>#</sup> Refer note (ix) below.

- (ix) The Board of directors, vide circular resolution passed on 24th August, 2023, took note of the following transfer of shares made by Mr. Prashant Rathee and Mr. Aman Rathee, Directors and Shareholders of the Company to the Promoters of the Company, Mr. Kuldip Singh Rathee and Mrs. Vijay Rathee, by way of gift deeds each dated 23 August 2023 ("Gift Deeds").

Date of transfer	Name of Transferor	Name of Transferee	Nature of Transfer	Number of Equity Shares	Percentage of share capital of the Company (%)	Transfer Price (₹)
23 August 2023	Prashant Rathee	Kuldip Singh Rathee	Gift	1,85,28,012	9.39%	Nil
23 August 2023	Aman Rathee	Vijay Rathee	Gift	1,41,30,011	7.16%	Nil

- (x) The Company has completed an Initial Public Offer ('IPO') of 2,95,71,390 Equity shares having face value of INR 2 each, at an issue price of ₹ 282 per equity share (including share premium of ₹ 280 per equity share), comprising offer for sale of 2,95,71,390 shares by selling shareholders aggregating to ₹ 83,391.32 Lakhs. The equity shares of the Company got listed on BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') on 15 November 2023.

### 14 Other equity

	As at 31 March 2024	As at 31 March 2023
<b>General reserve*</b>	<b>10.05</b>	<b>10.05</b>
<b>Securities premium*</b>	<b>94.05</b>	<b>94.05</b>
<b>Capital redemption reserve</b>		
Balance at the beginning of the year	134.00	59.00
Add: Additions (refer note 13 (vii))	-	75.00
	<b>134.00</b>	<b>134.00</b>
<b>Retained earnings<sup>@</sup></b>		
Balance at the beginning of the year	64,900.85	62,392.87
Add: Profit for the year	17,561.51	13,599.24
Add: Other comprehensive income	(79.58)	5.37
Less: Transferred to Capital Redemption Reserve (refer note 13 (vii))	-	(75.00)
Less: Buyback of Shares (refer note 13 (vii))	-	(8,925.00)
Less: Income Tax on buyback of shares	-	(2,096.63)
	<b>82,382.78</b>	<b>64,900.85</b>
<b>Total other equity</b>	<b>82,620.88</b>	<b>65,138.95</b>

<sup>@</sup>This includes balance of ₹ 41.31 Lakhs (31 March 2023: ₹ 120.89 Lakhs) arising on account of gain/(loss) booked on remeasurement of post employment benefits obligation through other comprehensive income.

\* There is no movement during the current and previous year.

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 14 Other equity (Contd..)

Subsequent to year end, The Board of Directors in the meeting dated 18 May 2024 of the Company have considered and recommended a final dividend of ₹ 1 per share (face value of ₹ 2 per share) for the financial year 2023-24 which is subject to approval of the members at the ensuing annual general meeting.

#### 14.1 Nature and purpose of other equity

- **General reserve:** This represents appropriation of profit by the Company and is available for distribution of dividend.
- **Capital redemption reserve:** This represents a non-distributable reserve created as per provisions of section 55 of the Companies Act, 2013 on redemption of 0% Non convertible redeemable preference shares redeemed during the year ended 31 March 2018 and as per provisions of section 68 of the Companies Act, 2013 on Buy back of equity shares for the years ended 31 March 2023 and 31 March 2022.
- **Securities premium:** This represents premium received on issue of shares, which can be utilised only in accordance with the provisions of the Companies Act, 2013 for specified purposes.
- **Retained earnings:** This represents the net profits after all distributions and transfers to other reserves.

### 15 Borrowings (non-current)

	As at 31 March 2024	As at 31 March 2023
<b>Secured borrowings</b>		
<b>Term loan</b>		
From banks (notes (i) to (ii))	2,813.93	3,418.02
From others (note (iii))	4,497.59	4,313.50
<b>Total borrowings</b>	<b>7,311.52</b>	<b>7,731.52</b>
Less: Current maturities of long term borrowings (included in note 20)	1,949.33	1,425.47
<b>Net borrowings (non-current)</b>	<b>5,362.19</b>	<b>6,306.05</b>

**Note :-** Borrowings taken from Banks & others have been utilised for the purpose for which they were sanctioned and availed.

#### Interest rates, repayment and other terms of the borrowings:

##### Term Loans

Particulars	As at 31 March 2024	As at 31 March 2023
(i) Kotak Mahindra Bank Limited: Working Capital Term Loan ₹ 2,700 lakhs is sanctioned under Emergency Credit Line Guarantee Scheme of National Credit Guarantee Trustee Company Ltd. (NCGTC) and is secured by way of second hypothecation charge on all existing and future current assets and movable fixed assets excluding assets exclusively financed by Term lenders and second hypothecation charge on immovable property being land and building situated at Plot No. 66 & 67, Udyog Vihar, Phase-I, Gurgaon (Haryana). The said loan is also secured by second hypothecation charge on movable fixed assets acquired for Plant situated at Plot No. 13-14, Sector-5, IMT Manesar and second charge over immovable property (Industrial) being land and building situated at Plot No.28, Sector-4, Plot No. 155-156, Sector-5 and Plot No. 13-14, Sector-5, IMT Manesar, Gurgaon-122050 (Haryana). Out of sanctioned loan amount, ₹ 2,000 lakhs was disbursed in March 2021 and ₹ 698.84 Lakhs disbursed in Dec. 2021 with a tenure of 5 years with a moratorium period of 1 year from the date of first disbursement and will be repaid on monthly amortising basis by March 2026. During the year, the rate of interest is changed from 3 months MCLR to repo rate + 2% with effect from 16 December 2023.	1,513.93	2,118.02

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 15 Borrowings (non-current) (Contd..)

Particulars	As at 31 March 2024	As at 31 March 2023
(ii) Kotak Mahindra Bank Limited: Working Capital Term Loan ₹ 1,300 lakhs is sanctioned and availed under Emergency Credit Line Guarantee Scheme of National Credit Guarantee Trustee Company Ltd. (NCGTC) and is secured by way of second exclusive charge on all existing and future current assets and movable fixed assets excluding assets exclusively financed by Term lenders and second exclusive charge on moveable fixed assets of the borrower acquired with the proceeds of working capital term loan (WCTL). The said loan is also secured by second charge on immovable property being land and building situated at Plot No. 66 & 67, Udyog Vihar, Phase-I, Gurgaon (Haryana), second exclusive charge on immovable property being land and building situated at Plot No. 13-14, Sector-5, IMT Manesar, second exclusive charge on immovable property being land and building situated at Plot No. 28, Sector-4 and second exclusive charge on immovable property being land and building situated at Plot No. 155-156, Sector-5, Gurgaon, Haryana. The loan was disbursed in March 2023 with a tenure of 6 years with a moratorium period of 2 year from the date of first disbursement and will be repaid on monthly basis by March 2029. During the year, the rate of interest is changed from 3 months MCLR to repo rate + 2% with effect from 16 December 2023.	1,300.00	1,300.00
(iii) Bajaj Finance Limited: Term Loan ₹ 5,500 lakhs is sanctioned and availed by Company for reimbursement of expenditure on plant and machinery, out of which ₹ 2,000 lakhs was disbursed in March 2022 with a tenor of 5 years including 1 year moratorium, repayment in monthly installments started from May 2023 and ending in April 2027. The loan is secured by exclusive charge over plant and machinery reimbursed out of the said loan. Rate of interest is 8.10% p.a. Further, ₹ 1,700 lakhs was disbursed in January 2023 repayment in monthly installments started from May 2023 and ending in June 2027. The loan is secured by exclusive charge over plant and machinery reimbursed out of the said loan. Rate of interest is 8.50% p.a. Further, ₹ 614 lakhs was disbursed in March 2023, repayment in monthly installments started from May 2023 and ending in June 2027. The loan is secured by exclusive charge over plant and machinery reimbursed out of the said loan. Rate of interest is 8.50% p.a. Further, ₹ 1,186 lakhs was disbursed in July 2023 repayment in monthly installments started from September 2023 and ending in June 2027. The loan is secured by exclusive charge over plant and machinery reimbursed out of the said loan. Rate of interest is 8.50% p.a. In addition, financial covenants to be maintained during the tenure of the loan are 1) External Debt/Earning before interest depreciation and tax (ED/EBIDTA): not more than 2x and 2) External Debt/Tangible Networth (ED/TNW): not more than 1.25x.	4,497.59	4,313.50
<b>Total Secured borrowings (Non-Current)</b>	<b>7,311.52</b>	<b>7,731.52</b>



# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

## 16 Lease Liabilities

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
Lease liability (refer note 42)	64.96	18.91	658.69	83.87
<b>Total Lease liabilities</b>	<b>64.96</b>	<b>18.91</b>	<b>658.69</b>	<b>83.87</b>

## 17 Provisions

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
Provision for employee benefits				
Provision for gratuity (refer note 17.1)	522.18	2,452.91	521.89	2,126.09
Provision for compensated absences	214.84	532.21	199.89	436.16
<b>Total provisions</b>	<b>737.02</b>	<b>2,985.12</b>	<b>721.78</b>	<b>2,562.25</b>

### 17.1 Defined benefit plan and long term employment benefits

#### A General description:

##### Gratuity (Defined benefit plan):

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each year. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Every employee who has completed five years or more of service gets a gratuity on retirement/leaving the organisation at 15 days salary (last drawn salary) for each completed year of service. The scheme is unfunded. Actuarial gains or losses are recognised in other comprehensive income.

##### Compensated absences (other long term employee benefits):

The employees of the Company are entitled to leaves as per the leave policy of the Company. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised based on actuarial valuation. The expense related to compensated absences are recognised in standalone statement of profit and loss as employee benefits expense.

#### B A reconciliation of the Company's defined benefit obligation (DBO) and plan assets, i.e. the gratuity plan, to the amounts presented in the statement of financial position for each of the reporting years is presented below:

	As at 31 March 2024	As at 31 March 2023
<b>Assets and liability (Balance Sheet position)</b>		
Present value of obligation	2,975.09	2,647.98
Fair value of plan assets	-	-
<b>Net liability</b>	<b>2,975.09</b>	<b>2,647.98</b>

#### C Expenses recognised during the year\*

	For the year ended 31 March 2024	For the year ended 31 March 2023
Income statement	477.10	406.25
Other comprehensive income	106.35	(7.17)
<b>Total expenses recognised during the year</b>	<b>583.45</b>	<b>399.08</b>

\* During the year ended 31 March 2023, the expense recognised in the standalone statement of profit and loss is lower by ₹ 20.69 Lakhs vis-a-vis the actuarial valuation report on account of transfer of employees within the Group Companies.

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 17 Provisions (Contd..)

### D Defined benefit obligation

The details of the Company's defined benefits obligations are as follows:

#### Changes in the present value of obligation

	For the year ended 31 March 2024	For the year ended 31 March 2023
Present value of obligation as at the beginning of year	2,647.98	2,366.16
Current service cost	283.38	268.52
Interest expense	193.72	158.42
Re-measurement or actuarial (gain) / loss arising from:		
- change in demographic assumptions	11.34	(22.90)
- change in financial assumptions	22.22	(98.33)
- experience adjustments	72.79	114.06
Benefits paid	(256.34)	(137.95)
<b>Present value of obligation as at year end</b>	<b>2,975.09</b>	<b>2,647.98</b>

### E Bifurcation of net liability

	As at 31 March 2024	As at 31 March 2023
Current liability	522.18	521.89
Non-current liability	2,452.91	2,126.09
<b>Net liability</b>	<b>2,975.09</b>	<b>2,647.98</b>

### F Expenses recognised in the standalone statement of profit and loss

	For the year ended 31 March 2024	For the year ended 31 March 2023
Current service cost	283.38	268.52
Net interest cost on the net defined benefit liability	193.72	158.42
<b>Expenses recognised in the standalone statement of profit and loss</b>	<b>477.10</b>	<b>426.94</b>

### G Other comprehensive income

	For the year ended 31 March 2024	For the year ended 31 March 2023
Actuarial losses / (gains)		
- change in demographic assumptions	11.34	(22.90)
- change in financial assumptions	22.22	(98.33)
- experience variance	72.79	114.06
<b>Components of defined benefit costs recognised in other comprehensive income</b>	<b>106.35</b>	<b>(7.17)</b>

### H Financial assumptions: The principal financial assumptions used in the valuation are shown in the table below:

	As at 31 March 2024	As at 31 March 2023
Discount rate (per annum)	7.15%	7.30%
Salary growth rate (per annum)	9.00%	9.00%

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 17 Provisions (Contd..)

### I Demographic assumptions

	As at 31 March 2024	As at 31 March 2023
Mortality rate (% of IALM 2012-14)	100.00%	100.00%
Withdrawal rate (all ages)	14.50%	16.00%

These assumptions were developed by management with the assistance of independent actuary. Discount factors are determined close to each year-end by reference to market yields of high quality corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

- J Sensitivity analysis:** Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting year, while holding all other assumptions constant. The results of sensitivity analysis is given below:

	As at 31 March 2024	As at 31 March 2023
Defined benefit obligation (Base)	2,975.09	2,647.98

	As at 31 March 2024		As at 31 March 2023	
	Decrease	Increase	Decrease	Increase
Discount rate (- / + 100 bps)	3,144.85	2,821.57	2,789.36	2,519.49
(% change compared to base due to sensitivity)	5.71%	(5.16%)	5.34%	(4.85%)
Salary growth rate (- / + 100 bps)	2,841.31	3,115.55	2,533.38	2,767.87
(% change compared to base due to sensitivity)	(4.50%)	4.72%	(4.33%)	4.53%
Attrition rate (- / + 50% of attrition rate)	3,061.25	2,931.25	2,726.64	2,607.02
(% change compared to base due to sensitivity)	2.90%	(1.47%)	2.97%	(1.55%)

The change in defined benefit obligation due to 100 bps increase/decrease in mortality rate, if all other assumptions remain constant is negligible.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

There is no change in the method of valuation for the prior year.

### K The following are expected maturity profile of defined benefit payments in future years:

	As at 31 March 2024	As at 31 March 2023
<b>Duration of defined benefit payments (valued on undiscounted basis)</b>		
Within the next 12 months	522.18	521.89
Between 2 and 5 years	1,589.45	1,456.18
Beyond 5 years	2,620.67	2,146.29
<b>Total expected payments</b>	<b>4,732.30</b>	<b>4,124.36</b>

The weighted average duration (based on discounted cashflows) of the defined benefit plan obligation at the end of the reporting year is 5 years (31 March 2023: 5 years)

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 18 Other liabilities

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
Deferred government grant	13.44	-	-	-
Advances from customers	1,518.76	-	1,180.45	-
Statutory dues payable	3,033.13	-	2,478.57	-
<b>Total other liabilities</b>	<b>4,565.33</b>	<b>-</b>	<b>3,659.02</b>	<b>-</b>

## 19 Deferred tax liabilities (net)

	As at 31 March 2024	As at 31 March 2023
<b>Amount attributable to:</b>		
Property, plant and equipment and intangible assets	3,630.10	3,671.90
Provision for compensated absences	(188.02)	(160.08)
Provision for gratuity	(748.77)	(666.44)
Provision for bonus	(47.94)	(45.36)
Other temporary differences	(7.32)	(3.91)
<b>Total deferred tax liabilities (net)</b>	<b>2,638.05</b>	<b>2,796.11</b>

### 19.1 Movement in deferred tax liabilities

#### As at 31 March 2024

Particulars	As at 31 March 2023	Standalone Statement of profit and loss for the year ended 31 March 2024	Other comprehensive income for the year ended 31 March 2024	As at 31 March 2024
<b>Non-current assets</b>				
Property, plant and equipment and intangible assets	3,671.90	(41.80)	-	3,630.10
<b>Provisions</b>				
Provision for compensated absences	(160.08)	(27.94)	-	(188.02)
Provision for gratuity	(666.44)	(55.56)	(26.77)	(748.77)
Provision for bonus	(45.36)	(2.58)	-	(47.94)
<b>Other liabilities</b>				
Other temporary differences	(3.91)	(3.41)	-	(7.32)
<b>Total</b>	<b>2,796.11</b>	<b>(131.29)</b>	<b>(26.77)</b>	<b>2,638.05</b>

#### As at 31 March 2023

Particulars	As at 31 March 2022	Statement of profit and loss for the year ended 31 March 2023	Other comprehensive income for the year ended 31 March 2023	As at 31 March 2023
<b>Non-current assets</b>				
Property, plant and equipment and intangible assets	3,788.55	(116.65)	-	3,671.90
Provision for compensated absences	(148.85)	(11.23)	-	(160.08)
Provision for gratuity	(595.51)	(72.73)	1.80	(666.44)
Provision for bonus	(64.88)	19.52	-	(45.36)
<b>Other liabilities</b>				
Other temporary differences	(7.89)	3.98	-	(3.91)
<b>Total</b>	<b>2,971.42</b>	<b>(177.11)</b>	<b>1.80</b>	<b>2,796.11</b>

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

### 19 Deferred tax liabilities (net) (Contd..)

	For the year ended 31 March 2024	For the year ended 31 March 2023
Deferred tax credit to standalone statement of profit and loss account	(131.29)	(177.11)
Deferred tax (credit)/expense in Other Comprehensive Income	(26.77)	1.80
<b>Total</b>	<b>(158.06)</b>	<b>(175.31)</b>

### 20 Borrowings (Current)

	As at 31 March 2024	As at 31 March 2023
<b>Loans repayable on demand</b>		
<b>Secured</b>		
Working capital facilities (note (i) to (v))	126.01	5,398.95
Current maturities of long term borrowing (refer note 15)	1,949.33	1,425.47
<b>Unsecured</b>		
Borrowings on account of sales invoice discounting (refer note 20.1)	-	3,219.97
<b>Borrowings (current)</b>	<b>2,075.34</b>	<b>10,044.39</b>

#### Interest rates and repayment terms of the borrowings:

Working capital facilities from banks	As at 31 March 2024	As at 31 March 2023
<b>(i) HDFC Bank Limited:</b> Working Capital facility secured by first pari passu charge on current assets and movable fixed assets of the company both present and future excluding assets exclusively financed by term lenders. The said loan is also secured by first pari passu charge on immovable property being land and building at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana). In addition, financial covenants to be maintained during the tenure of the loan are 1) Total outside liability/Tangible networth (TOL/ TNW): less than 1.00x and 2) Current Ratio: more than 1.00x .	-	1,839.19
<b>(ii) Kotak Mahindra Bank Limited:</b> Working capital facility is secured by first pari passu hypothecation charge on all existing and future current assets and all existing and future movable fixed assets excluding assets exclusively financed by term lenders. The said loan is also secured by first pari pasu mortgage charge on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).	98.68	804.29
<b>(iii) Axis Bank Limited:</b> Working Capital facility from Axis Bank Limited is secured by way of first pari passu hypothecation charge on entire current assets and movable fixed assets (excluding assets exclusively financed by term lenders) both present and future of the company. The said loan is also secured by first pari pasu charge by way of equitable mortgage on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).	2.80	2,187.46
<b>(iv) Citi Bank N.A. :</b> Working capital facility is secured by First pari passu charge on present and future stocks and book debts and first pari passu charge on all movable fixed assets of the Company except the assets which are exclusively charged to any lender for term loan facility. The said loan is also secured by way of equitable mortgage on land & building located at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).	24.53	568.01

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 20 Borrowings (Current) (Contd..)

Working capital facilities from banks	As at 31 March 2024	As at 31 March 2023
(v) <b>ICICI Bank Limited</b> : Working Capital facility from ICICI Bank Limited is secured by way of first pari passu hypothecation charge on entire current assets and movable fixed assets (excluding assets exclusively financed by term lenders) both present and future of the company. The said loan is also secured by first pari passu charge by way of equitable mortgage on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).	-	-
<b>Total working capital facilities from banks</b>	<b>126.01</b>	<b>5,398.95</b>

**20.1** Borrowings on account of sales invoice discounting represents invoices discounted from HDFC Bank Limited.

## 21 Trade payables

	As at 31 March 2024	As at 31 March 2023
Total outstanding dues of micro enterprises and small enterprises (refer note 21.1)	3,798.54	4,305.35
Total outstanding dues of creditors other than micro enterprises and small enterprises <sup>§</sup>	19,632.57	12,746.85
<b>Total trade payables</b>	<b>23,431.11</b>	<b>17,052.20</b>

<sup>§</sup> includes ₹ 198.30 Lakhs (31 March 2023: INR NIL) due to related party. (Refer note - 39)

### 21.1 Disclosures under Micro, Small and Medium Enterprises Development Act, 2006

The micro enterprises and small enterprises (MSME) have been identified by the Company from the available information. According to such identification, the disclosures in respect to Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 is as follows:

	As at 31 March 2024	As at 31 March 2023
(i) Details of dues to micro and small enterprises as per MSMED Act, 2006 the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- principal amount	3,798.54	4,305.35
- interest amount	Nil	Nil
(ii) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	Nil	Nil
(iii) The amount of interest due and payable for the year (where the principal has been paid but interest under the MSMED Act, 2006 not paid);	Nil	Nil
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	Nil	Nil
(v) 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 section 23 of MSMED Act, 2006.	Nil	Nil



## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 21 Trade payables (Contd..)

#### 21.2 Trade payables- Ageing Schedule\*\*

As at 31 March 2024

Particulars	Unbilled	Not Due	Outstanding for following years from due date of payment#				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	3,790.92	7.62	-	-	-	3,798.54
(ii) Others	4,398.87	14,646.79	564.14	22.77	-	-	19,632.57
<b>Total</b>	<b>4,398.87</b>	<b>18,437.71</b>	<b>571.76</b>	<b>22.77</b>	-	-	<b>23,431.11</b>

As at 31 March 2023

Particulars	Unbilled	Not Due	Outstanding for following years from due date of payment#				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	4,260.31	45.04	-	-	-	4,305.35
(ii) Others	3,115.68	8,563.49	1,046.04	21.16	0.48	-	12,746.85
<b>Total</b>	<b>3,115.68</b>	<b>12,823.80</b>	<b>1,091.08</b>	<b>21.16</b>	<b>0.48</b>	-	<b>17,052.20</b>

#All the trade payables of the Company have a due date of payment associated with them, therefore separate information is not required to be disclosed.

\*\*The Company does not have any disputed outstanding balances.

### 22 Other financial liabilities carried at amortised cost

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
Capital creditors*	614.84	-	639.25	-
Interest accrued	33.64	-	44.80	-
Employee related payable	1,144.61	-	1,366.57	-
Security deposit received	128.75	-	118.50	-
Others liabilities#	1,146.66	-	18.39	-
<b>Total other financial liabilities</b>	<b>3,068.50</b>	-	<b>2,187.51</b>	-

\* includes ₹ 23.24 Lakhs (31 March 2023: INR NIL) payable to related parties (refer note 39).

# This includes provision for Initial Public Offering expenses of ₹ 1,146.66 Lakhs (31 March 2023: INR NIL). (refer note 39.3)

22.1 Capital creditors	As at 31 March 2024	As at 31 March 2023
Total outstanding dues of micro enterprises and small enterprises (refer note 22.2)	103.51	172.76
Total outstanding dues of creditors other than micro enterprises and small enterprises	511.33	466.49
<b>Total Capital creditors</b>	<b>614.84</b>	<b>639.25</b>

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 22 Other financial liabilities carried at amortised cost (Contd..)

#### 22.2 Disclosures under Micro, Small and Medium Enterprises Development Act, 2006 for Capital creditors

The micro enterprises and small enterprises have been identified by the Company from the available information. According to such identification, the disclosures in respect to Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 is as follows:

	As at 31 March 2024	As at 31 March 2023
(i) Details of dues to micro and small enterprises as per MSMED Act, 2006 the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- principal amount	103.51	172.76
- interest amount	Nil	Nil
(ii) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	Nil	Nil
(iii) The amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid);	Nil	Nil
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	Nil	Nil
(v) 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 section 23	Nil	Nil

### 23 Current tax liabilities (net)

	As at 31 March 2024	As at 31 March 2023
Opening provision for income tax	281.28	268.87
Add: Provision created for the current year	6,115.75	4,853.66
Less: Tax paid for the current year	(6,011.50)	(4,572.38)
Less: Tax paid /reversed for the prior year	(281.28)	(268.87)
<b>Total current tax liabilities (net)</b>	<b>104.25</b>	<b>281.28</b>

\*Net of advance income tax / tax deducted at source 6,011.50 4,572.38

### 24 Revenue from operations

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Revenue from operations</b>		
Sale of products	2,87,777.58	2,51,918.18
Sale of services	1,614.88	832.69
<b>Other operating revenue</b>		
Duty drawback and export benefits	270.43	203.71
Scrap sales	2,980.42	2,587.91
<b>Total revenue from operations</b>	<b>2,92,643.31</b>	<b>2,55,542.49</b>

The revenue from customers (having more than 10% of total revenue) during the year is ₹ 1,69,537.26 lakhs (31 March 2023 : ₹ 1,54,465.20 lakhs) arising from sale of products and services.

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

### 24 Revenue from operations (Contd..)

Revenue is mainly derived from three major customers which account for 30.56% (31 March 2023: 34.52%), 15.00% (31 March 2023: 15.57%), 12.37% (31 March 2023: 10.74%) of the Company respectively arising from sale of products and services.

Refer note 44 for detailed disclosure.

### 25 Other income

	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income on financial assets carried at amortised cost		
Bank deposits	2.80	60.37
Unsecured loans	1,376.76	461.19
Others	36.48	23.23
Interest income on security deposits measured at fair value	19.85	19.13
<b>Other non operating income</b>		
Foreign exchange gain (net)	155.79	265.83
Profit on sale of property, plant and equipment (net)	-	36.26
Profit on sale of assets held for sale	-	6.00
Government grant	131.71	284.26
Excess liability / provision written back	241.67	138.43
Profit on sale of investments	2.06	-
Miscellaneous income	408.38	200.48
<b>Total other income</b>	<b>2,375.50</b>	<b>1,495.18</b>

### 26 Cost of material consumed

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Raw material consumed*</b>		
At the beginning of year	3,602.54	2,852.35
Add: Purchases during the year	2,02,705.20	1,80,606.64
Less: At the end of the year	3,201.95	3,602.54
<b>Total cost of material consumed</b>	<b>2,03,105.79</b>	<b>1,79,856.45</b>

\*Includes packing material also.

### 27 Changes in inventories of finished goods and work-in-progress

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Opening balance</b>		
Finished goods	6,342.77	4,906.17
Work-in-progress	3,699.75	3,481.02
<b>Total opening balance</b>	<b>10,042.52</b>	<b>8,387.19</b>
<b>Closing Balance</b>		
Finished goods	6,834.70	6,342.77
Work-in-progress	4,768.11	3,699.75
<b>Total closing balance</b>	<b>11,602.81</b>	<b>10,042.52</b>
<b>Total changes in inventories of finished goods and work-in-progress</b>	<b>(1,560.29)</b>	<b>(1,655.33)</b>

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

## 28 Employee benefits expense

	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries, wages and bonus	13,296.69	11,875.61
Contribution to provident fund and other funds (refer note 28.1)	654.25	607.20
Gratuity (refer note 17.1)	477.10	406.25
Compensated absences	187.61	88.03
Staff welfare expenses	1,109.65	933.29
<b>Total employee benefits expense</b>	<b>15,725.30</b>	<b>13,910.38</b>

### 28.1 Defined contribution plan

The Company has certain defined contribution plans. The contributions are made to provident fund in India for employees at the prescribed rates of the basic salary as per Employees' Provident Funds and Miscellaneous Provisions Act, 1952. The contributions are made to recognised provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

Contribution to provident fund and other funds	For the year ended 31 March 2024	For the year ended 31 March 2023
Provident fund	616.45	568.24
Employee's state insurance	37.80	38.96
	<b>654.25</b>	<b>607.20</b>

## 29 Finance costs

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Interest</b>		
Interest expenses on financial liabilities measured at amortised cost	1,442.54	999.28
Interest on delayed payment of statutory dues	0.33	3.28
Interest on lease liability	29.28	79.18
<b>Others</b>		
Other borrowing cost	1.59	3.60
<b>Total finance costs</b>	<b>1,473.74</b>	<b>1,085.34</b>

## 30 Depreciation and amortisation expense

	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation of property, plant and equipment (refer note 3)	5,003.17	5,223.88
Amortisation of other intangible assets (refer note 4C)	98.04	114.00
Amortisation of right of use assets (refer note 4A)	602.62	640.47
<b>Total depreciation and amortisation expense</b>	<b>5,703.83</b>	<b>5,978.35</b>

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 31 Other expenses

	For the year ended 31 March 2024	For the year ended 31 March 2023
Power and fuel	9,905.95	9,254.40
Consumption of stores and spares	5,933.13	5,415.33
Job work charges	7,880.04	4,561.23
Contractual labour charges	14,844.29	12,778.61
Freight and forwarding	3,908.23	3,132.91
Rent expenses	322.64	265.76
Rates and taxes	109.62	58.73
Repair and maintenance		
- Plant and machinery	436.19	427.02
- Building	235.85	241.64
- Others	318.60	276.66
Sales and promotion expenses	339.60	357.59
Travelling and conveyance	571.52	492.71
Telephone and communication expenses	60.45	54.76
Insurance	285.76	252.14
Security expenses	375.77	367.66
Legal and professional expenses	761.04	959.75
Payment to auditor (refer note 31.1)	77.67	56.24
Testing expenses	98.51	89.12
Royalty	217.98	229.43
Provision for doubtful debts	30.72	12.12
Running and maintenance of vehicles	158.61	131.88
Amount written off	0.98	20.74
Property, plant and equipment written off	20.44	41.13
Loss on sale of property, plant and equipment	18.78	-
Corporate social responsibility expenditure (refer note 31.2)	299.49	275.05
Sitting fees & commision to non-executive directors	100.25	-
Miscellaneous expenses	338.11	301.93
<b>Total other expenses</b>	<b>47,650.22</b>	<b>40,054.54</b>

#### 31.1 Payment to auditor (excluding Goods and Services tax wherever applicable)#

	For the year ended 31 March 2024	For the year ended 31 March 2023
As auditor		
- Audit fee (Statutory audit and Limited reviews)	75.00	49.50
- Other Services	0.60	3.40
- Out of pocket expenses	2.07	3.34
	<b>77.67</b>	<b>56.24</b>

# Excludes ₹ 135.82 Lakhs for the year ended 31 March 2024 (31 March 2023: 41.00 Lakhs) charged towards special purpose audit, certification and other services which is part of Initial Public Offering recovered from selling shareholders. (Refer note - 39.3)

#### 31.2 Corporate social responsibility expenditure

In accordance with the provisions of section 135 of the Companies Act 2013, the Board of Directors of the Company had constituted a Corporate Social Responsibility (CSR) Committee. The CSR Committee has been examining and evaluating suitable proposals for deployment of funds towards CSR initiatives. During the current year ended 31 March 2024, Company has contributed following sums towards CSR initiatives.

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

## 31 Other expenses (Contd..)

Details of CSR expenditure incurred for the period is outlined below:

	For the year ended 31 March 2024	For the year ended 31 March 2023
Amount required to be spent during the year <sup>®</sup>	299.49	275.05
Amount spent during the year on:		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above	200.71	215.44
<b>Shortfall<sup>®</sup></b>	<b>98.78</b>	<b>59.61</b>

<sup>®</sup>The shortfall of ₹ 98.78 lakhs (31 March 2023: ₹ 59.61 lakhs) forms part of the ongoing projects.

Details of expenditure incurred	For the year ended 31 March 2024	For the year ended 31 March 2023
Contribution to a Trust ("AHSAAAS") promoted by the Company for its CSR activities towards promoting healthcare including preventive healthcare, promoting education, empowering women and other activities as defined under section 135 of the Companies Act, 2013	45.50	63.17
Expenditure directly incurred by the Company	155.21	152.27
<b>Total expense incurred by the Company</b>	<b>200.71</b>	<b>215.44</b>

### (a) Details of Unspent CSR Expenditure on Ongoing Projects (Section 135(6))

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>With Company</b>		
Opening Balance	60.00	12.50
Unspent amount for the year*	100.00	60.00
Transferred to Separate CSR Unspent A/c	60.00	12.50
<b>Closing Balance</b>	<b>100.00</b>	<b>60.00</b>
<b>In Separate CSR Unspent A/c</b>		
Opening Balance	70.30	65.64
Transferred from Company	60.00	12.50
Amount spent during the year <sup>#</sup>	78.09	7.84
<b>Closing Balance</b>	<b>52.21</b>	<b>70.30</b>

<sup>#</sup> This is the amount transferred by Company to the AHSAAAS during the year, actual amount spent by the AHSAAAS during the year is ₹ 79.18 Lakhs (31 March 2023: ₹ 6.76 lakhs).

\* The Board of the company during the year has approved ₹ 100.00 Lakhs (31 March 2023: ₹ 60.00 lakhs) for ongoing projects.

As per Section 135(6) of the Companies Act 2013, the Company is required to transfer the unspent amount pertaining to ongoing project to a special account called "Unspent Corporate Social Responsibility Account" within 30 days from end of respective financial year. In this regard, the Company has transferred ₹ 100 Lakhs (31 March 2023: ₹ 60 Lakhs) to the special account on 26 April 2024. Out of the amounts deposited in the bank account for prior year, Company has transferred to AHSAAAS ₹ 78.09 Lakhs (31 March 2023: ₹ 7.84 lakhs).

## 32 Income tax expense

### (i) Statement of Standalone Profit and Loss / Other Comprehensive Income

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Statement of Standalone Profit and Loss</b>		
Income tax expense		
Current year	6,115.75	4,851.05
Prior Years	(14.96)	6.63
Deferred tax (credit)/charge during the year (refer note 19.1)	(131.29)	(177.11)
<b>Total</b>	<b>5,969.50</b>	<b>4,680.57</b>



## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 32 Income tax expense (Contd..)

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Other Comprehensive Income</b>		
Deferred tax (credit)/charge during the year (refer note 19.1)	(26.77)	1.80
<b>Total income tax expense</b>	<b>5,942.73</b>	<b>4,682.37</b>

#### (ii) Reconciliation of effective tax rate:

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit before income tax expense	23,531.01	18,279.81
Other Comprehensive income before tax	(106.35)	7.17
<b>Total comprehensive income before tax</b>	<b>23,424.66</b>	<b>18,286.98</b>
<b>Tax using the Company's domestic tax rate 25.168%</b>	<b>5,895.52</b>	<b>4,602.47</b>

#### Tax effect of amounts which are not deductible (taxable) in calculating taxable income:

	For the year ended 31 March 2024	For the year ended 31 March 2023
Corporate social responsibility expenditure	75.38	69.22
Tax provision for earlier year	(14.96)	6.63
Government grant income	(33.15)	(71.54)
Others	19.94	75.59
<b>Income tax expense</b>	<b>5,942.73</b>	<b>4,682.37</b>

### 33 Earning per share

Earnings per share is calculated by dividing the profit attributable to the equity shareholders by the average number of equity shares and weighted average number of equity shares outstanding. The reconciliation of the number of shares and weighted average number of shares for the purpose of basic and diluted earnings per share to the number of equity shares and weighted average number of ordinary equity shares used in the calculation of basic and diluted earnings per share is as follows:

Number of shares	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening	19,71,42,600	20,08,92,600
Buyback of shares (refer note 13 (vii))	-	(37,50,000)
<b>Closing</b>	<b>19,71,42,600</b>	<b>19,71,42,600</b>

Weighted average number of shares	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening	19,71,42,600	20,08,92,600
Adjusted buyback of shares	-	(19,00,685)
<b>Closing</b>	<b>19,71,42,600</b>	<b>19,89,91,915</b>

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 33 Earning per share (Contd..)

The numerators and denominators used to calculate the basic and diluted EPS are as follows:

	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit attributable to equity holders of the Company (A)	17,561.51	13,599.24
Numbers of equity shares (B)	19,71,42,600	19,71,42,600
Weighted average number of equity shares (C)	19,71,42,600	19,89,91,915
Nominal value per equity share (refer note 13(iv))	2.00	2.00
<b>Earnings per equity share (INR)</b>		
Basic and Diluted (D) (D=A/C)	<b>8.91</b>	<b>6.83</b>

### 34 Segment Reporting

The business activity of the Company falls within one operating segment viz. manufacturing of auto components including advanced braking systems, aluminium lightweighting precision solutions and safety control cables primarily for automobile industry and substantial sale of the products is within India. The Board of Directors, which has been identified as being the Chief Operating Decision Maker (CODM), evaluates the Company's performance, allocate resources based on the analysis of the various performance indicator of the Company as a single unit. Therefore, there is one reportable segment for the Company.

For information about geographical areas and revenue from major customers, refer note 44(A) and 24 respectively.

### 35 Information about interest in Other entities

#### A Interest in subsidiary

The Company's interest and share in subsidiary.

No.	Name	Principal place of business	Ownership interest as at 31 March 2024	Ownership interest as at 31 March 2023
1	ASK Automobiles Private Limited	India	100%	100%

#### B Interest in Joint venture

No.	Name	Principal place of business	Ownership interest as at 31 March 2024	Ownership interest as at 31 March 2023
1	ASK Fras-Le Friction Private Limited	India	49%	49%

The Company's interest in joint venture in the jointly controlled operations as at 31 March 2024 are as follows:

No.	Name of joint venture partner	Description of interest	Nature of operation
1	Fras-Le S.A., Brazil	Jointly controlled operation	A joint venture agreement effective from 5 December 2017. The principal activity of the venture is the production and marketing of commercial vehicle brake pads and brake linings (also refer note 35.1 below)

**35.1** As per joint venture agreement, the scope and value of work of each partner has been clearly defined and accepted by the partners. The Company's share in the joint venture company is duly accounted for in the accounts of the Company in accordance with such division of work and therefore does not require separate disclosure.

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

### 36 Capital and other commitments\*

- (i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) is outlined in the table below:

	As at 31 March 2024	As at 31 March 2023
Property, plant and equipment - Capital commitment (gross)	5,349.07	1,215.55
Less: Advances paid	(1,008.89)	(271.53)
Property, plant and equipment- Capital commitment (net)	4,340.18	944.02

\*The above amount excludes Goods and Services Tax.

- (ii) During the year ended 31 March 2024, Surety bond amounting ₹ 1,255.30 Lakhs executed by the company in favor of the President of India, under Export Promotion Capital Goods Scheme (EPCG) for importing capital goods at concessional rate of custom duty. The amount of duties and taxes saved during the year were ₹ 487.96 Lakhs against which there was an unfulfilled export obligation of ₹ 271.03 Lakhs. As at 31 March 2023, there was no unfulfilled export obligation.

### 37 Contingent liabilities

- (i) **Corporate guarantees given to banks on account of facilities granted by banks to joint venture and subsidiary company.**

The following is a description of claims and assertions where a potential loss is possible, but not probable. The Company believes that none of the contingencies described below would have a material adverse effect on the Company's financial condition, results of operations or cash flows:

Description	Purpose of guarantee	As at 31 March 2024	As at 31 March 2023
ASK Fras-le Friction Private Limited*	Term Loan and Working capital requirement	-	8,350.00
ASK Automobiles Private Limited	Term Loan and Working capital requirement	34,100.00	25,400.00
<b>Total</b>		<b>34,100.00</b>	<b>33,750.00</b>

\*As co guarantor with Fras-Le S.A., Brazil as per their shareholding in Joint venture company.

- (ii) **Others**

- (a) The Company has received a demand under Goods and Services Tax Act, 2017 of ₹ 117.85 Lakhs on 9 August 2023 from Goods and Service Tax (GST) department out of which ₹ 3.59 Lakhs is paid under protest. The Company has further deposited ₹ 5.47 Lakhs towards disputed tax liability and has filed an appeal against the demand order on 31 October 2023 on which no further communication has been received from the department.
- (b) The Company has received an order dated 23 May 2023 from the Assistant Director, Directorate of Enforcement, in connection with an investigation under the Foreign Exchange Management Act, 1999, as amended, directing the Company to submit certain information, including, inter alia, details of the Directors, the Company's business, the bank accounts of Company, imports and exports made by Company till date and certain information for financial year 2016-2017, such as, all foreign investments made by Company, import/export advance payments for which import and export had not been made by Company and imports/exports for which payments had not been made/realized by Company, during the aforementioned year. The Company has submitted the required information pursuant to the aforementioned order and no further communication has been received from the Directorate of Enforcement in this matter till the adoption of this financial information. The Company believes that this was information seeking by the authorities and is not likely to have any implication on the financial position of the Company.

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

## 38 Financial instruments - Fair values measurement and risk management

### A Fair values measurement

#### (i) Financial instruments - by category

The accounting classification of each category of financial instruments, their carrying values and fair values are set out below:

Particulars	As at 31 March 2024				As at 31 March 2023			
	Carrying value			Total Fair Value	Carrying value			Total Fair Value
	Fair Value through Profit or Loss	Fair Value through Other Comprehensive income	Amortised Cost		Fair Value through Profit or Loss	Fair Value through Other Comprehensive income	Amortised Cost	
<b>Financial assets</b>								
Loans	-	-	20,729.29	20,729.29	-	-	6,282.41	6,282.41
Trade receivables	-	-	19,595.27	19,595.27	-	-	21,062.13	21,062.13
Cash and cash equivalents	-	-	1,217.98	1,217.98	-	-	110.91	110.91
Other bank balances	-	-	40.70	40.70	-	-	15.00	15.00
Other deposits	-	-	7.21	7.21	-	-	66.92	66.92
Security deposits	-	-	1,340.24	1,340.24	-	-	1,015.53	1,015.53
Other financial assets	-	-	1,611.05	1,611.05	-	-	782.47	782.47
<b>Total financial assets</b>	-	-	<b>44,541.74</b>	<b>44,541.74</b>	-	-	<b>29,335.37</b>	<b>29,335.37</b>
<b>Financial liabilities</b>								
Borrowings	-	-	7,437.53	7,437.53	-	-	16,350.44	16,350.44
Lease liability	-	-	83.87	83.87	-	-	742.56	742.56
Trade payables	-	-	23,431.11	23,431.11	-	-	17,052.20	17,052.20
Capital creditors	-	-	614.84	614.84	-	-	639.25	639.25
Interest accrued	-	-	33.64	33.64	-	-	44.80	44.80
Employee related payable	-	-	1,144.61	1,144.61	-	-	1,366.57	1,366.57
Security deposit received	-	-	128.75	128.75	-	-	118.50	118.50
Others liabilities	-	-	1,146.66	1,146.66	-	-	18.39	18.39
<b>Total financial liabilities</b>	-	-	<b>34,021.01</b>	<b>34,021.01</b>	-	-	<b>36,332.71</b>	<b>36,332.71</b>

Investment in joint venture and subsidiary is measured at cost as per Ind AS 27, 'Separate financial statements' and hence, not presented here.

# Notes forming part of Standalone Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

## 38 Financial instruments - Fair values measurement and risk management (Contd..)

### B Financial risk management

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

- Credit risk;
- Liquidity risk;
- Market risk - Foreign exchange;
- Market risk - Interest rate; and
- Commodity price risk

#### (I) 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 have authorised senior management to establish the processes, who ensures that executive management controls risks through the mechanism of properly defined framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risks limits and controls, to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

#### (a) Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet are as follows:

	As at 31 March 2024	As at 31 March 2023
<b>Financial assets</b>		
Loans	20,729.29	6,282.41
Trade receivables	19,595.27	21,062.13
Cash and cash equivalents	1,217.98	110.91
Other bank balances	40.70	15.00
Other deposits	7.21	66.92
Security deposits	1,340.24	1,015.53
Other financial assets	1,611.05	782.47
<b>Total financial assets</b>	<b>44,541.74</b>	<b>29,335.37</b>

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans. Credit risk on cash and cash equivalents is limited as the Company generally invests in deposits with banks and other bank balances with high credit ratings assigned by domestic credit rating agencies. While cash and cash equivalents are also subject to the impairment requirements of Ind AS 109, the identified impairment loss was immaterial. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. Trade receivables are unsecured and are derived from revenue earned from customers primarily located in India. The Company does monitor the economic environment in which it operates.

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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## 38 Financial instruments - Fair values measurement and risk management (Contd..)

The Company considers the probability of default upon initial recognition of loan and interest accrued therein and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the loan as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated:

- Actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the borrower's ability to meet its obligations
- Actual or expected significant changes in the operating results of the borrower

Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss (ECL) model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors such as Company's historical experience for customers.

### (i) Expected credit loss for investment carried at amortised cost and other financial assets

#### As at 31 March 2024

Asset group	Estimated gross carrying amount of default	Expected probability of default	Expected credit loss	Carrying amount net of impairment provision
Loan	20,729.29	0%	-	20,729.29
Cash and cash equivalents	1,217.98	0%	-	1,217.98
Other bank balances	40.70	0%	-	40.70
Other deposits	7.21	0%	-	7.21
Security deposits	1,340.24	0%	-	1,340.24
Other financial assets	1,611.05	0%	-	1,611.05

#### As at 31 March 2023

Asset group	Estimated gross carrying amount of default	Expected probability of default	Expected credit loss	Carrying amount net of impairment provision
Loan	6,282.41	0%	-	6,282.41
Cash and cash equivalents	110.91	0%	-	110.91
Other bank balances	15.00	0%	-	15.00
Other deposits	66.92	0%	-	66.92
Security deposits	1,015.53	0%	-	1,015.53
Other financial assets	782.47	0%	-	782.47

The credit risk for investment carried at amortised cost and other financial assets is considered negligible. However, specific provision is made in case a particular receivable is considered to be non-recoverable.



## Notes forming part of Standalone Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

### 38 Financial instruments - Fair values measurement and risk management (Contd..)

#### (iii) Expected credit loss for trade receivables under simplified approach

The Company's exposure to credit risk for trade receivables is as follows:

Particulars	Gross carrying amount	
	As at 31 March 2024	As at 31 March 2023
Trade receivables considered good - Unsecured	19,595.27	21,062.13
Trade receivables - credit impaired	42.84	16.03
<b>Total</b>	<b>19,638.11</b>	<b>21,078.16</b>
Less : Loss allowance	(42.84)	(16.03)
<b>Carrying amount of trade receivables (net of loss allowance)</b>	<b>19,595.27</b>	<b>21,062.13</b>

The following table summarises the change in the loss allowance:

Loss allowance as on 1 April 2022	<b>33.39</b>
Add/(Less): Loss allowance (net)	(17.36)
Loss allowance as on 31 March 2023	<b>16.03</b>
Add/(Less): Loss allowance (net)	26.81
Loss allowance as on 31 March 2024	<b>42.84</b>

#### (b) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

#### (i) Maturities of financial liabilities

The tables below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

As at 31 March 2024	Contractual cash flows					
	6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years	Total
Financial liabilities - borrowings*	1,329.93	1,205.08	2,795.01	3,087.46	-	8,417.48
Lease liabilities	34.55	34.55	19.06	-	-	88.16
Trade payables	23,431.11	-	-	-	-	23,431.11
Other financial liabilities	3,068.50	-	-	-	-	3,068.50
<b>Total</b>	<b>27,864.09</b>	<b>1,239.63</b>	<b>2,814.07</b>	<b>3,087.46</b>	<b>-</b>	<b>35,005.25</b>

## Notes forming part of Standalone Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

### 38 Financial instruments - Fair values measurement and risk management (Contd..)

As at 31 March 2023	Contractual cash flows					
	6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years	Total
Financial liabilities - borrowings*	9,597.79	1,054.42	2,104.85	4,811.38	385.90	17,954.34
Lease liabilities	343.52	344.45	69.10	19.06	-	776.13
Trade payables	17,052.20	-	-	-	-	17,052.20
Other financial liabilities	2,187.51	-	-	-	-	2,187.51
<b>Total</b>	<b>29,181.02</b>	<b>1,398.87</b>	<b>2,173.95</b>	<b>4,830.44</b>	<b>385.90</b>	<b>37,970.18</b>

\*Amortised amount of upfront fees/charges paid at the time of sanction/disbursement of loan in the above outstanding is ₹ 0.41 lakhs (31 March 2023: ₹ 0.50 lakhs). This amount further includes future undiscounted cash flows for interest on term loans ₹ 979.54 lakhs (31 March 2023: ₹ 1,603.41 lakhs).

#### (c) Market risk

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

##### (i) Currency risk

Currency risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is exposed to the effects of fluctuation in the prevailing foreign currency exchange rates on its financial position and cash flows. Exposure arises primarily due to exchange rate fluctuations between the functional currency and other currencies from the Company's operating, investing and financing activities.

#### Exposure to currency risk

The summary of quantitative data about the Company's unhedged exposure to currency risk, as expressed in INR :

Particulars	As at 31 March 2024								
	Amount in foreign currency			Exchange rate			Amount in INR		
	USD	EURO	JPY	USD	EURO	JPY	USD	EURO	JPY
<b>Financial assets</b>									
Trade receivables	31.32	0.02	-	83.37	90.22	0.55	2,611.05	1.42	-
	<b>31.32</b>		-				<b>2,611.05</b>	<b>1.42</b>	-
<b>Financial liabilities</b>									
Trade payables	0.30	0.01	91.10	83.37	90.22	0.55	24.67	0.81	50.19
Capital creditor	0.83	-	-	83.37	90.22	0.55	69.24	-	-
	<b>1.13</b>		91.10				<b>93.91</b>	<b>0.81</b>	<b>50.19</b>

Particulars	As at 31 March 2023								
	Amount in foreign currency			Exchange rate			Amount in INR		
	USD	EURO	JPY	USD	EURO	JPY	USD	EURO	JPY
<b>Financial assets</b>									
Trade receivables	20.88	0.00	-	82.22	89.61	0.62	1,716.41	0.13	-
	<b>20.88</b>		-				<b>1,716.41</b>		-
<b>Financial liabilities</b>									
Trade payables	0.30	-	154.41	82.22	89.61	0.62	24.67	-	95.43
	<b>0.30</b>		<b>154.41</b>				<b>24.67</b>		<b>95.43</b>

## Notes forming part of Standalone Financial Statements

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### 38 Financial instruments - Fair values measurement and risk management (Contd..)

#### Sensitivity analysis

A reasonably possible strengthening (weakening) of the Indian Rupee against below currencies at 31 March 2024 would have affected the measurement of financial instruments denominated in functional currency and affected equity and profit or loss by the amounts shown below. This analysis is performed on foreign currency denominated monetary financial assets and financial liabilities outstanding as at the year end. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Particulars	As at 31 March 2024	As at 31 March 2023
<b>USD sensitivity*</b>		
INR/USD- increase by 1.41% (as at 31 March 2023 8.46%)	35.42	143.12
INR/USD- decrease by 1.41% (as at 31 March 2023 8.46%)	(35.42)	(143.12)
<b>EURO4 sensitivity*</b>		
INR/EURO- increase by 0.68% (as at 31 March 2023 5.84%)	-	0.01
INR/EURO- decrease by 0.68% (as at 31 March 2023 5.84%)	-	(0.01)
<b>JPY sensitivity*</b>		
INR/JPY- increase by 10.86% (as at 31 March 2023 0.69%)	5.45	(0.66)
INR/JPY- decrease by 10.86% (as at 31 March 2023 0.69%)	(5.45)	0.66

\* Holding all other variables constant

#### (ii) Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's main interest rate risk arises from long-term borrowings and short term borrowings with variable rates.

#### Interest rate risk exposure

The Company's interest rate risk arises majorly from the term loans from banks carrying floating rate of interest. The exposure of the Company's borrowing to interest rate changes as reported to the management at the end of the reporting period are as follows:

	As at 31 March 2024	As at 31 March 2023
Variable rate borrowing	17,067.36	13,100.88
Weighted average interest rate	8.44%	7.58%

#### Sensitivity analysis

A reasonably possible change of 100 basis points (bps) in interest rates at the reporting date would have increased / (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Interest sensitivity*</b>		
Interest rates – increase by 100 basis points (100 bps)	(170.67)	(131.01)
Interest rates – decrease by 100 basis points (100 bps)	170.67	131.01

\* Holding all other variables constant

# Notes forming part of Standalone Financial Statements

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## 38 Financial instruments - Fair values measurement and risk management (Contd..)

### (d) Commodity price risk

Fluctuation in commodity price in market affects directly or indirectly the price of raw material and components used by the Company. The Company sells its products mainly to Original Equipment Manufacturers for whom it is manufacturing auto components. The Company does regular negotiation / adjustment of prices on the basis of changes in commodity prices.

### (II) Capital management

For the purpose of the Company's capital management, capital includes issued equity share capital, securities premium reserve and all other equity reserves attributable to the equity holders of the Company. The primary objective of the management of the Company's capital structure is to maintain an efficient mix of debt and equity in order to achieve a low cost of capital, while taking into account the desirability of retaining financial flexibility to pursue business opportunities and adequate access to liquidity to mitigate the effect of unforeseen events on cash flows.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may return capital to shareholders, raise new debt or issue new shares.

The Company monitors capital on the basis of the debt to capital ratio, which is calculated as adjusted net interest-bearing debts divided by total capital.

Particulars	Legend	As at 31 March 2024	As at 31 March 2023
Short term borrowings (refer note 20)		2,075.34	10,044.39
Long term borrowings (refer note 15)		5,362.19	6,306.05
Less : Cash and cash equivalent* (refer note 11)		(311.17)	(40.61)
<b>Adjusted net debt</b>	<b>A</b>	<b>7,126.37</b>	<b>16,309.83</b>
<b>Total capital (refer note 13 and 14)</b>	<b>B</b>	<b>86,563.73</b>	<b>69,081.80</b>
<b>Net debt to equity ratio (in times) *</b>	<b>A/B</b>	<b>0.08</b>	<b>0.24</b>

The Company's adjusted net debt has decreased by ₹ 9,183.46 lakhs due to repayment of borrowings against increase in shareholder's equity by ₹ 17,481.93 lakhs

\*For the purpose of capital management, the Company have not included ₹ 854.60 Lakhs (31 March 2023: INR NIL) lying in escrow account for meeting Initial Public Offering expenses on behalf of selling shareholders and ₹ 52.21 Lakhs (31 March 2023: ₹ 70.30 Lakhs) in unspent CSR expenditure account. These balances are restricted and are not readily available for other purposes.

## 39 Related party disclosures

Disclosure of related parties/related party transactions pursuant to Ind AS 24 "Related Party Disclosures".

### A Name of the related parties and nature of the related party relationship:

Name of the entity	Principal place of operation / country of incorporation
<b>(i) Entities in which directors of the Company and their relatives are able to exercise significant influence ("Significant Influence") with whom transactions have taken place.</b>	
A.P.Automotives Private Limited	India
AA Friction Materials Private Limited	India
Vijaylaxmi Infra Projects Private Limited	India
AHSAAS Trust	India
<b>(ii) Wholly Owned Subsidiary</b>	
ASK Automobiles Private Limited	India
<b>(iii)</b>	
ASK Fras-Le Friction Private Limited	India

# Notes forming part of Standalone Financial Statements

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## 39 Related party disclosures (Contd..)

Name	Designation
<b>(iv) Key management personnel and relatives of key management personnel ("KMP")</b>	
Mr. Kuldip Singh Rathee	Managing Director
Mrs. Vijay Rathee	Non-executive Director
Mr. Prashant Rathee	Executive Director
Mr. Aman Rathee	Executive Director
Mr. Rajesh Kataria	Executive Director
Mr. Kumaresh Chandra Misra	Independent Director (w.e.f. 01 April 2023)
Ms. Deepti Sehgal	Independent Director (w.e.f. 01 April 2023)
Mr. Arun Duggal	Independent Director (w.e.f. 01 May 2023)
Mr. Yogesh Kapur	Independent Director (w.e.f. 01 May 2023)
Mr. Vinay Kumar Piparsania	Independent Director (w.e.f. 01 May 2023)
Ms. Rajani Sharma	Company Secretary
Mr. Naresh Kumar	Chief Financial Officer (w.e.f 28 March 2023)

Note:- Above related parties are identified on the basis of transaction during the year or in the comparative year.

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

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DRIVING  
SAFETY  
THROUGH  
INNOVATION

ASK Automotive Limited

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## 39 Related party disclosures (Contd..)

### B Particulars of transactions with related parties

Nature of transaction and name of related party	For the year ended 31 March 2024			For the year ended 31 March 2023		
	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Wholly Owned Subsidiary	Key Management Personnel	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence
<b>Purchase of goods*</b>						
ASK Fras-Le Friction Private Limited	2.42	-	-	-	67.54	-
AA Friction Materials Private Limited	-	4,987.39	-	-	-	4,511.44
ASK Automobiles Private Limited	-	-	64.28	-	-	1.61
<b>Buyback of Securities - Equity Shares<sup>§</sup></b>						
Kuldip Singh Rathee	-	-	-	-	-	-
<b>Investments in equity shares</b>						
ASK Fras-Le Friction Private Limited	-	-	-	-	1,200.50	-
<b>Purchase of fixed assets*</b>						
AA Friction Materials Private Limited	-	1.96	-	-	-	25.26
ASK Automobiles Private Limited	-	-	1.06	-	-	363.61
<b>Reimbursement of expenses incurred on behalf of Company</b>						
ASK Fras-Le Friction Private Limited	79.90	-	-	-	-	-
ASK Automobiles Private Limited	-	-	15.47	-	-	-
<b>Rent paid*</b>						
A.P.Automotives Private Limited	-	181.85	-	-	-	181.85
Mr. Prashant Rathee	-	-	-	274.76	-	-
Mr. Aman Rathee	-	-	-	274.76	-	-
ASK Automobiles Private Limited	-	-	2.81	-	-	15.45
<b>Receiving of service/job work*</b>						
AA Friction Materials Private Limited	-	939.92	-	-	-	825.10
ASK Fras-Le Friction Private Limited	-	-	-	-	29.61	-
ASK Automobiles Private Limited	-	-	2,190.75	-	-	-
<b>Loan given</b>						
ASK Automobiles Private Limited	-	-	14,713.50	-	-	3,115.80



# Notes forming part of Standalone Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

## 39 Related party disclosures (Contd..)

### B Particulars of transactions with related parties (Contd..)

Nature of transaction and name of related party	For the year ended 31 March 2024			Key Management Personnel	For the year ended 31 March 2023			Key Management Personnel
	Joint Venture	Entities in which directors of the Company and their relatives are able to exercise significant influence	Wholly Owned Subsidiary		Joint Venture	Entities in which directors of the Company and their relatives are able to exercise significant influence	Wholly Owned Subsidiary	
<b>Interest Earned on loan given</b>								
ASK Fras-Le Friction Private Limited	91.45	-	-	-	95.99	-	-	-
ASK Automobiles Private Limited	-	-	1,285.30	-	-	-	365.20	-
<b>Sale of services/job work*</b>								
ASK Fras-Le Friction Private Limited	376.46	-	-	-	259.10	-	-	-
ASK Automobiles Private Limited	-	-	55.41	-	-	-	24.12	-
AA Friction Materials Private Limited	-	7.87	-	-	-	-	-	-
<b>Sale of products*</b>								
ASK Fras-Le Friction Private Limited	109.28	-	-	-	123.48	-	-	-
AA Friction Materials Private Limited	-	1.81	-	-	-	19.67	-	-
ASK Automobiles Private Limited	-	-	7,228.15	-	-	-	38.43	-
<b>Sale of fixed assets*</b>								
AA Friction Materials Private Limited	-	17.22	-	-	-	2.47	-	-
ASK Automobiles Private Limited	-	-	315.41	-	-	-	265.78	-
ASK Fras-Le Friction Private Limited	-	-	-	-	12.91	-	-	-
Mrs.Vijay Rathee	-	-	-	-	-	-	-	0.61
<b>Security deposit given</b>								
ASK Automobiles Private Limited	-	-	-	-	-	-	3.57	-
<b>Security deposit given received back</b>								
ASK Automobiles Private Limited	-	-	3.57	-	-	-	-	-
<b>Director's Remuneration</b>								
Mr. Kuldip Singh Rathee	-	-	-	701.76	-	-	-	697.25
Mr. Prashant Rathee	-	-	-	244.80	-	-	-	233.64
Mr. Aman Rathee	-	-	-	244.80	-	-	-	233.64
Mr. Rajesh Kataria	-	-	-	36.98	-	-	-	33.42
<b>Remuneration-others</b>								
Ms. Rajani Sharma	-	-	-	49.06	-	-	-	40.94
Mr. Naresh Kumar	-	-	-	89.91	-	-	-	84.33

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 39 Related party disclosures (Contd..)

### B Particulars of transactions with related parties (Contd..)

Nature of transaction and name of related party	For the year ended 31 March 2024			Key Management Personnel	For the year ended 31 March 2023			Key Management Personnel
	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Wholly Owned Subsidiary		Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Wholly Owned Subsidiary	
<b>Director's sitting fees*</b>								
Mr. Kumaresh Chandra Misra	-	-	-	8.26	-	-	-	-
Mrs. Vijay Rathee	-	-	-	5.90	-	-	-	-
Ms. Deepti Sehgal	-	-	-	7.97	-	-	-	-
Mr. Arun Duggal	-	-	-	8.85	-	-	-	-
Mr. Yogesh Kapur	-	-	-	9.15	-	-	-	-
Mr. Vinay Kumar Piparsania	-	-	-	7.38	-	-	-	-
<b>Director's commission*</b>								
Mr. Kumaresh Chandra Misra	-	-	-	11.80	-	-	-	-
Mrs. Vijay Rathee	-	-	-	11.80	-	-	-	-
Ms. Deepti Sehgal	-	-	-	11.80	-	-	-	-
Mr. Arun Duggal	-	-	-	11.80	-	-	-	-
Mr. Yogesh Kapur	-	-	-	11.80	-	-	-	-
Mr. Vinay Kumar Piparsania	-	-	-	11.80	-	-	-	-
<b>Corporate guarantees given</b>								
ASK Fras-Le Friction Private Limited	-	-	-	-	-	-	-	-
ASK Automobiles Private Limited	-	-	8,700.00	-	-	-	4,000.00	-
<b>Corporate guarantees extinguished</b>								
ASK Fras-Le Friction Private Limited	8,350.00	-	-	-	-	-	-	-
ASK Automobiles Private Limited	-	-	-	-	-	-	-	-
<b>CSR expenditure paid</b>								
Ahsaas Trust	-	45.50	-	-	-	63.17	-	-
<b>Paid for CSR Ongoing projects</b>								
Ahsaas Trust	-	78.09	-	-	-	7.84	-	-
<b>Paid for Charity &amp; Donation</b>								
Ahsaas Trust	-	5.00	-	-	-	-	-	-

\*Transactions have been reported inclusive of applicable taxes. \*Refer note 13(vii) for details

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 39 Related party disclosures (Contd..)

### C Balance outstanding at the end of the year

Nature of balances and name of related party	As at 31 March 2024				As at 31 March 2023			
	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Wholly Owned Subsidiary	Key Management Personnel	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Wholly Owned Subsidiary	Key Management Personnel
<b>Investment in equity shares</b>								
ASK Automobiles Private Limited	-	-	75.00	-	-	-	75.00	-
ASK Frs-Le Friction Private Limited	4,312.00	-	-	-	4,312.00	-	-	-
<b>Trade receivables</b>								
ASK Automobiles Private Limited	-	-	1,741.42	-	-	-	17.65	-
<b>Receivables - Capital asset</b>								
ASK Automobiles Private Limited	-	-	-	-	-	-	198.95	-
<b>Receivables - Miscellaneous income</b>								
ASK Frs-Le Friction Private Limited	-	-	-	-	-	-	-	-
<b>Interest receivables</b>								
ASK Frs-Le Friction Private Limited	17.52	-	-	-	21.60	-	-	-
ASK Automobiles Private Limited	-	-	1,532.23	-	-	-	375.45	-
<b>Trade payables</b>								
ASK Automobiles Private Limited	-	-	198.30	-	-	-	-	-
<b>Payables - Capital asset</b>								
ASK Automobiles Private Limited	-	-	23.24	-	-	-	-	-
<b>Security deposits given</b>								
A.P.Automotives Private Limited	-	82.80	-	-	-	82.80	-	-
ASK Automobiles Private Limited	-	-	-	96.00	-	-	3.57	-
Mr. Prashant Rathee	-	-	-	96.00	-	-	-	96.00
Mr. Aman Rathee	-	-	-	-	-	-	-	-
<b>Loan given</b>								
ASK Frs-Le Friction Private Limited	799.88	-	-	-	1,066.50	-	-	-
ASK Automobiles Private Limited	-	-	19,929.40	-	-	-	5,215.90	-

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)



DRIVING  
SAFETY  
THROUGH  
INNOVATION

ASK Automotive Limited

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## 39 Related party disclosures (Contd..)

Nature of balances and name of related party	As at 31 March 2024			Key Management Personnel	As at 31 March 2023			Key Management Personnel
	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Wholly Owned Subsidiary		Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Wholly Owned Subsidiary	
<b>Remuneration payable</b>								
Mr. Kuldip Singh Rathee	-	-	-	33.48	-	-	-	83.44
Mr. Prashant Rathee	-	-	-	1.40	-	-	-	0.30
Mr. Aman Rathee	-	-	-	0.64	-	-	-	0.30
Mr. Rajesh Kataria	-	-	-	2.07	-	-	-	1.87
Ms. Rajani Sharma	-	-	-	2.91	-	-	-	2.58
Mr. Naresh Kumar	-	-	-	4.48	-	-	-	3.53
<b>Director's commission payable</b>								
Mr. Kumares Chandra Misra	-	-	-	9.00	-	-	-	-
Mrs. Vijay Rathee	-	-	-	9.00	-	-	-	-
Ms. Deepti Sehgal	-	-	-	9.00	-	-	-	-
Mr. Arun Duggal	-	-	-	9.00	-	-	-	-
Mr. Yogesh Kapur	-	-	-	9.00	-	-	-	-
Mr. Vinay Kumar Piparsania	-	-	-	9.00	-	-	-	-
<b>Corporate guarantees given to banks on account of facilities granted by banks</b>								
ASK Fras-le Friction Private Limited	-	-	-	-	8,350.00	-	-	-
ASK Automobiles Private Limited	-	-	34,100.00	-	-	-	25,400.00	-

39.1 Transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

39.2 As the liabilities for the gratuity and compensated absence are provided on an actuarial basis for the Company as a whole rather than each individual employee, the amounts pertaining specifically to KMP are not known and hence, not included in the above table. Gratuity and compensated absence, are included based on actual payment in respective year based in the above table. The above KMP Remuneration does not include employer contribution to employee provident fund.

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

### 39 Related party disclosures (Contd..)

39.3 Since the Initial Public Offer was an Offer For Sale, so the Company withheld ₹ 4,961.67 Lakhs out of total proceeds of offer from sale by the selling shareholders for payment of Initial Public Offer related expenses incurred by the Company. The total amount outstanding as on date 31 March 2024 is ₹ 1,154.61 Lakhs consisting of ₹ 854.61 Lakhs in Escrow A/c and ₹ 300.00 Lakhs as security deposits with National Stock Exchange Limited (NSE). Against this ₹ 1,154.61 lakhs, ₹ 7.95 lakhs is recoverable by the Company and balance 1,146.66 lakhs is to be paid to various service providers for which invoices are awaited. In case demand/invoicing received is more than ₹ 1,146.66 lakhs, the balance will be recovered from selling shareholders.

39.4 The Company has given a letter of continued financial support to its Subsidiary Company (ASK Automobiles Private Limited) for the year ended 31 March 2024.

### 40 Capital work in progress (CWIP)

#### (A) CWIP Ageing schedule #

As at 31 March 2024

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	62.44	-	-	-	62.44
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>62.44</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>62.44</b>

As at 31 March 2023

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	652.82	-	-	-	652.82
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>652.82</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>652.82</b>

# The company has no CWIP, whose completion is overdue or has exceeded its cost compared to its original budget.

### 41 Quarterly Statements submitted to Bank

The Company has borrowings from banks and financial institutions (Refer note no 20).

The periodical statements of current assets\* submitted by the company with the banks and financial institutions are in agreement with books of account except as under:

For the year ended 31 March 2024

Quarter	Name of Bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly statement	Difference	Reason for material discrepancies
June 2023	**	**	21,389.64	21,389.64	-	Not Applicable
September 2023	**	**	20,710.13	20,710.13	-	Not Applicable
December 2023	**	**	23,205.98	23,205.98	-	Not Applicable
March 2024	**	**	12,612.62	12,612.62	-	Not Applicable

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 41 Quarterly Statements submitted to Bank (Contd..)

For the year ended 31 March 2023

Quarter	Name of Bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly statement	Difference	Reason for material discrepancies
June 2022	**	**	15,485.26	12,102.39	(3,382.87)	The difference is on account of restatement of trade receivables discounted through sales invoice discounting facility not netted off during quarterly closure of books of accounts.
September 2022	**	**	17,193.27	13,954.28	(3,238.99)	
December 2022	**	**	13,237.60	10,682.82	(2,554.78)	
March 2023	**	**	19,322.96	16,253.39	(3,069.57)	

\* Current Assets = Inventories + Trade Receivables - Trade Payables

\*\* Name of Bank and Securities provided

Name of Bank	Particulars of Securities provided
HDFC Bank Limited	Working Capital facility secured by first pari passu charge on current assets and movable fixed assets of the company both present and future excluding assets exclusively financed by term lenders. This loan is also secured by first pari passu charge on immovable property being land and building at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).
Kotak Mahindra Bank Limited	Working capital facility is secured by first pari passu hypothecation charge on all existing and future current assets and all existing and future movable fixed assets excluding assets exclusively financed by term lenders. This loan is also secured by first pari passu mortgage charge on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).
Axis Bank Limited	Working Capital facility is secured by way of first pari passu hypothecation charge on entire current assets and movable fixed assets (excluding assets exclusively financed by term lenders) both present and future of the company. This loan is also secured by first pari passu charge by way of equitable mortgage on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).
Citi Bank N.A.	Working capital facility is secured by First pari passu charge on present and future stocks and book debts and first pari passu charge on all movable fixed assets of the Company except the assets which are exclusively charged to any lender for term loan facility. This loan is also secured by way of equitable mortgage on land & building located at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).
ICICI Bank Limited	Working Capital facility from ICICI Bank Limited is secured by way of first pari passu hypothecation charge on entire current assets and movable fixed assets (excluding assets exclusively financed by term lenders) both present and future of the company. This loan is also secured by first pari passu charge by way of equitable mortgage on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).'



## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

**42** The Company recorded the lease liability at the present value of the remaining lease payments discounted at the incremental borrowing rate and has measured right-of-use asset at an amount equal to lease liability.

### Right of use assets (net block):

Particulars	Amount
<b>As at 01 April 2022</b>	<b>1,437.40</b>
Additions	-
Deletions/Adjustment	(75.29)
Amortisation during the year	640.47
<b>As at 31 March 2023</b>	<b>721.64</b>
Additions	-
Deletions/Adjustment	-
Amortisation during the year	602.62
<b>As at 31 March 2024</b>	<b>119.02</b>

### Lease liability:

Particulars	Amount
<b>As at 1 April 2022</b>	<b>1,462.28</b>
Additions	-
Deletions/Adjustment	(90.81)
Finance cost for the year	79.18
Repayment made during the year (including Interest)	708.09
<b>As at 31 March 2023</b>	<b>742.56</b>
Additions	-
Deletions/Adjustment	-
Finance cost for the year	29.28
Repayment made during the year (including Interest)	687.97
<b>As at 31 March 2024</b>	<b>83.87</b>

### Maturity profile of Lease liability:

#### Year ended 31 March 2024

Particulars	within 1 year	1-3 years	3-5 years	Above 5 years	Total
Lease payments (Cash)	69.10	19.06	-	-	88.16
Less:- Interest payments	4.14	0.15	-	-	4.29
<b>Lease Principal</b>	<b>64.96</b>	<b>18.91</b>	<b>-</b>	<b>-</b>	<b>83.87</b>

#### Year ended 31 March 2023

Particulars	within 1 year	1-3 years	3-5 years	Above 5 years	Total
Lease payments (Cash)	687.97	88.16	-	-	776.13
Less:- Interest payments	29.28	4.29	-	-	33.57
<b>Lease Principal</b>	<b>658.69</b>	<b>83.87</b>	<b>-</b>	<b>-</b>	<b>742.56</b>

### Following amount has been recognised in Standalone Statement of Profit and Loss Account:

Particulars	31 March 2024	31 March 2023
Amortisation on right of use asset (refer note no. 30)	602.62	640.47
Interest on lease liabilities (refer note no. 29)	29.28	79.18
Expenses related to short term leases (included in Rent under other expenses) (refer note no. 31)	101.80	57.59
<b>Total amount recognised in standalone statement of profit and loss</b>	<b>733.70</b>	<b>777.24</b>

# Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 43 Disclosure pursuant to Ind AS 7 "Statement of cash flows"- changes in liabilities arising from financing activities:

Particulars	Non- current borrowings (inc. current maturities) (refer note 15)	Current borrowings (refer note 20)	Interest accrued on borrowings (refer note 22)	Total
<b>Opening balance as at 1 April 2022</b>	<b>6466.33</b>	<b>4,001.88</b>	<b>20.34</b>	<b>10,488.55</b>
(a) Changes from financing cash flow	1,264.13	4,617.05	(977.04)	4,904.14
(b) Interest charge to standalone statement of profit and loss	-	-	1,002.56	1,002.56
(c) Amortisation of Bank charges during the year	1.06	-	-1.06	-
<b>Opening balance as at 31 March 2023</b>	<b>7,731.52</b>	<b>8,618.93</b>	<b>44.80</b>	<b>16,395.25</b>
(a) Changes from financing cash flow	(420.09)	(8,492.92)	(1,453.93)	(10,366.94)
(b) Interest charge to standalone statement of profit and loss	-	-	1,442.86	1,442.86
(c) Amortisation of Bank charges during the year	0.09	-	(0.09)	-
<b>Closing balance as at 31 March 2024</b>	<b>7,311.52</b>	<b>126.01</b>	<b>33.64</b>	<b>7,471.17</b>

refer note 42 for changes in liability related to leases.

## 44 Revenue from Contracts with Customers

### A Disaggregation of revenue

The Company has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.

Revenue from operations	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Revenue by geography</b>		
Domestic	2,77,979.40	2,46,246.10
Export	14,663.91	9,296.39
<b>Total</b>	<b>2,92,643.31</b>	<b>2,55,542.49</b>
<b>Revenue by time</b>		
Revenue recognised at point in time	2,92,643.31	2,55,542.49
Revenue recognised over time	-	-
<b>Total</b>	<b>2,92,643.31</b>	<b>2,55,542.49</b>

\* Export benefit has been included in domestic revenue ₹ 270.43 Lakhs (31 March 2023 : ₹ 203.70 Lakhs)

# Indirect/Deemed exports has been included in export revenue is ₹ 123.47 Lakhs (31 March 2023 : ₹ 102.11 Lakhs)

### B. Significant changes in the contract liabilities balances during the year are as follows:

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Opening Balance</b>	<b>1,180.45</b>	<b>674.62</b>
Add: Addition during the year (net)	1,298.65	1,078.85
Less: Revenue recognised during the year	960.34	573.02
<b>Closing Balance</b>	<b>1,518.76</b>	<b>1,180.45</b>

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

### 44 Revenue from Contracts with Customers (Contd..)

#### C. Assets and liabilities related to contracts with customers

Description	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
Contract liabilities related to sale of goods				
Advance from customers (Refer note 18)	-	1,518.76	-	2,126.09

#### D. Reconciliation of revenue recognised in standalone statement of profit and loss with contract price

Description	For the year ended 31 March 2024	For the year ended 31 March 2023
Contract price	2,97,100.01	2,58,348.85
Less: Discount, rebates, credits etc.	4,456.70	2,806.36
<b>Revenue from operations as per Standalone Statement of Profit and Loss</b>	<b>2,92,643.31</b>	<b>2,55,542.49</b>

### 45 Other disclosures required as per schedule III-

#### (a) Analytical Ratios

Ratios	Numerator	Denominator	31 March 2024	31 March 2023	% Variance
(a) Current Ratio (in times)	Current assets	Current liabilities	1.17	1.12	3.88%
(b) Debt-Equity Ratio (in times)*	Total Debt (including lease liability)	Shareholder's equity	0.09	0.25	-64.88%
(c) Debt Service Coverage Ratio (in times)\$	Earnings available for Debt Service (Profit after tax+Depreciation & Amortisation+finance cost)	Debt Service (Interest and lease payments + Principal repayments)	6.60	5.12	28.90%
(d) Return on Equity Ratio (in %)	Total comprehensive income	Average shareholders equity	22.46%	20.06%	11.98%
(e) Inventory turnover Ratio (in times)	Cost of Goods Sold	Average Inventory	12.69	12.84	-1.16%
(f) Trade Receivables turnover Ratio (in times)	Revenue from operations	Average trade receivables	14.40	12.41	16.00%
(g) Trade payables turnover Ratio (in times)	Purchase + Other expenses	Average trade payables	12.37	12.63	-2.07%
(h) Net capital turnover Ratio (in times)	Revenue from operations	Working Capital (current assets - current liabilities)	52.08	60.76	-14.28%
(i) Net profit Ratio (in %)	Total comprehensive income	Revenue from operations	5.97%	5.32%	12.29%

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

### 45 Other disclosures required as per schedule III- (Contd..)

Ratios	Numerator	Denominator	31 March 2024	31 March 2023	% Variance
(j) Return on Capital employed (in %)	EBIT (Profit before tax + Finance cost - Interest income on loans)	Capital employed (AverageTotal Equity + Average Non Current liabilities - Average loans & Investment- Average Assets held for sale)	33.14%	26.78%	23.73%
(k) Return on investment (in %)	Income generated from treasury investments	Average invested funds in treasury investments	-	-	-

#### Remarks for variance (in case of variance more than 25%)

\*During the current year, debt has been decreased by ₹ 9,571.60 Lakhs against increase in average shareholders' equity by ₹ 17,481.93 Lakhs.

§During the current year, there is an increase in earnings available for debt service by ₹ 4,076.15 lakhs and decrease in repayments of long term debt and interest by ₹ 287.00 lakhs.

- (b) The Company has not invested or traded in crypto currency & virtual currency.
- (c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries); or
  - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
- (d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (e) The borrowings obtained by the company from banks and financial institutions have been applied for the purposes for which such loans were taken.
- (f) The Company has not been declared willful defaulter by any bank or financial Institution or other lender.
- (g) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period 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.
- (h) There has not been any proceedings initiated or pending against the Company for holding any benami property under the Benami transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (i) **Relationship with struck off companies**
- The Company has no transaction/ balance with companies struck off under section 248 of the Act to the best of the knowledge of the Company's management.

## Notes forming part of Standalone Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

### 45 Other disclosures required as per schedule III- (Contd..)

- (j) The Company does not have any charges or satisfactions, which is yet to be registered with Registrar of companies, beyond the statutory year prescribed under the Companies Act, 2013 and the rules made thereunder.
- (k) 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 3 to the financial statements, are held in the name of the company except the one disclosed in note 3.4.
- (l) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of layers) Rules 2017.
- (m) 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.

**46** Certain amounts (currency value or percentages) shown in various tables and paragraphs included in these standalone financial statements have been rounded off or truncated as deemed appropriate by the management of the Company.

**47** Previous year figure regrouped / reclassified wherever necessary to confirm to current period's classification pursuant to amendment in Schedule III of the Act.

**48** No significant subsequent events have occurred post the balance sheet date 31 March 2024 which may require an adjustment to the standalone financial statements.

**49** The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Company is using an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software, except that audit trail feature was not enabled at the database level for accounting software to log any direct data changes, used for maintenance of all accounting records by the Company. Presently, the Company don't have access to the database and we have raised the request to support partner for enabling the audit trail in system.

### 50 Authorisation of financial statements

The standalone financial statements for the year ended 31 March 2024 were approved by the board of directors on 18 May 2024.

For **Walker Chandiok & Co LLP**

Chartered Accountants  
Firm's Registration  
No.: 001076N/N500013

For and on behalf of the Board of Directors of

**ASK Automotive Limited (Formerly known as ASK Automotive Private Limited)**

**Ashish Gera**

Partner  
Membership No.: 508685

**Kuldip Singh Rathee**

Chairman and Managing  
Director

**Aman Rathee**

Executive Director  
DIN: 00041130

**Naresh Kumar**

Chief Financial Officer

**Rajani Sharma**

Company  
Secretary  
M.No. A14391

DIN: 00041032

Place: Gurugram  
Date: 18 May 2024

Place: Gurugram  
Date: 18 May 2024

# Independent Auditor's Report

To  
The Members of **ASK Automotive Limited**  
(formerly known as ASK Automotive Private Limited)

## Report on the Audit of the Consolidated Financial Statements

### Opinion

1. We have audited the accompanying consolidated financial statements of ASK Automotive Limited (formerly known as ASK Automotive Private Limited) ('the Holding Company'), its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), and its joint venture as listed in Annexure 1, which comprise the Consolidated Balance Sheet as at 31 March 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiary and joint venture, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India of the consolidated state of affairs of the Group, and its joint venture, as at 31 March 2024, and their consolidated profit (including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing 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 Consolidated Financial Statements section of our report. We are independent of the Group, and its joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated 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 together with the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 15 of the Other Matter section below, is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiary and joint venture, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.
5. We have determined the matters described below to be the key audit matters to be communicated in our report.

#### Key audit matter

##### Revenue recognition

The Group's revenue is derived primarily from manufacturing and sale of advance braking systems, aluminium light weighting precision solutions and safety control cables ("products") recognised in accordance with the accounting policy described in Note 2.2(o) to the accompanying consolidated financial statements. Refer Note 24 and 45 for details of revenue recognised during the year.

Revenue recognition for sale of products and services in accordance with the principles of Ind AS 115 'Revenue from contracts with customers' (Ind AS 115) involves certain key judgements such as identification of performance obligations, determination of transaction price of the identified performance obligations including variable



**Key audit matter**

consideration in the form of volume/turnover discounts, scheme discounts and cash discounts offered by the respective entities in the Group, assessment of satisfaction of the performance obligations using an appropriate basis to measure the transfer of control of the products sold and services rendered to the customers.

Further, the Group recognises revenue from the sale of goods based on the agreed terms with the customers which includes accruals/reversals relating to change in price of the products from customers on a periodic basis due to change in material cost. These accruals/reversals form part of the revenue from the sale of goods in accordance with the Ind AS 115 "Revenue from Contracts with Customers".

The Group and its external stakeholders focus on revenue as a key performance measure, which could be an incentive or external pressures to meet expectations resulting in revenue being overstated or recognised before control has been transferred. There were considerable auditor efforts involved in testing the revenue recognition for the revenue recorded during the year.

Revenue is also a key performance indicator of the Group and is identified as a significant audit risk in accordance with the standards on auditing primarily as there is a risk that revenue is recognised on sale of products or services before the control is transferred. Accordingly, occurrence of revenue is a key focus area.

Considering the materiality of the amounts involved, the nature of arrangements and time involved in the initiation and finalisation of amount with the customers, considerable auditor efforts involved in testing the revenue recognition for the revenue recorded during the year and accordingly, the matter has been identified as KAM.

**Impairment assessment of investment in joint venture**

Refer note 2.2(j) to the accompanying consolidated financial statements for accounting policies and note 5 and 35 for financial disclosures with respect to carrying value of investment in joint venture.

The Holding Company has made investment in joint venture; whose carrying amount as at 31 March 2024 is Rs. 4,312.00 Lakhs.

In accordance with Indian Accounting Standards Ind AS 36 'Impairment of Assets', the management has performed impairment testing of investment in joint venture, where there are indicators of impairment. Accordingly, the management has performed detailed impairment testing for such investment in joint venture by carrying out a valuation with the help of an independent valuation specialist as a management's expert using discounted cash flow ('DCF') method in order to determine the recoverable value of investment in such joint venture.

The impairment assessment of this investment is complex and highly judgmental due to the significant estimation required to determine the value-in-use (VIU). In particular, the determination of the VIU is sensitive to significant assumptions, such as changes in the discount rate, revenues, operating margin and terminal value, which are affected by expectations about future market or economic conditions and other challenges. Accordingly, the matter has been identified as a key audit matter for the current year.

**How our audit addressed the key audit matter**

Our audit procedures and the procedures performed by the other auditor for testing revenue recognition included, but were not limited to the following:

- Obtained an understanding of the management's processes and controls relating to revenue recognition.
- Assessed the appropriateness of the accounting policy for revenue recognition adopted by the Group in accordance with Ind AS 115.
- Evaluated the design and implementation and tested the operating effectiveness of relevant key controls relating to revenue recognition.
- Performed testing of revenue transactions recorded during the year using statistical sampling by verifying the underlying supporting documents such as invoices, customer contracts, purchase orders, sales order, proof of dispatch and delivery, etc.
- Performed testing of samples of revenue transactions recorded closer to the year-end by verifying underlying documents, to assess the accuracy of the period in which revenue was recognised.
- Performed analytical procedures which include variance analysis of current year revenue with previous year revenue and corroborating the variance considering both qualitative and quantitative factors.

#### How our audit addressed the key audit matter

- Performed testing of accruals/reversals relating to change in price of the products on sample basis for (i) the credit / debit notes issued during the year to ensure the accuracy of price changes and (ii) customer-wise verification of such provision for price adjustment recorded at year-end.
- Assessed appropriateness and adequacy of the disclosures made in the accompanying consolidated financial statements in accordance with the requirements of applicable financial reporting framework.

Our audit procedures in relation to the impairment assessment of investment in joint venture included, but were not limited to the following:

- Obtained an understanding of the management's processes and controls for determining the recoverable value of the investment including the identification of possible impairment indicators and assessed the same in accordance with the accounting standards.
- Assessed the appropriateness of the accounting policy adopted by the management in accordance with Ind AS 36.
- Evaluated the design and tested the operating effectiveness of controls around management's assessment of the impairment indicators and the testing performed.
- Obtained from the management of the Holding Company, the approved future business plans of the joint venture and held detailed discussions with the management to understand the assumptions used and estimates made by them for determining the cash flow projections.
- Obtained the independent valuation report as at 31 March 2024 given by the management expert for the fair value of the investment in joint venture and evaluated the objectivity, independence and competence of such expert.
- Involved auditor's expert to assess the appropriateness of the valuation methodology used for calculation of the recoverable value in the valuation report obtained by the management.
- Performed sensitivity analysis on management's calculated recoverable value by changing the significant assumptions used in the calculation.
- Assessed the appropriateness and adequacy of the related disclosures in the consolidated financial statements in accordance with the applicable accounting standards.

#### Information other than the Consolidated Financial Statements and Auditor's Report thereon

6. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

7. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its joint venture in accordance with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and its joint venture are responsible for maintenance of adequate accounting records in accordance with

the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

8. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its joint venture are responsible for assessing the ability of the Group and of its joint venture to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
9. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group and of its joint venture.

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

10. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.
11. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit

evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to consolidated 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 Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint venture 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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation; and
- Obtain sufficient appropriate audit evidence regarding the financial statements of the entities or business activities within the Group, and its joint venture, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the consolidated financial statements, of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the

other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

12. 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.
13. 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.
14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matter

15. We did not audit the financial statements of one subsidiary, whose financial statements reflect total assets of ₹ 51,709.66 lakhs as at 31 March 2024, total revenues of ₹ 14,369.29 lakhs and net cash outflows amounting to ₹ 106.31 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit (including other comprehensive income) of ₹ 1,414.38 lakhs for the year ended 31 March 2024, as considered in the consolidated financial statements, in respect of one joint venture, whose financial statements has not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and joint venture, and our report in terms of sub-section (3) of section 143 of the Act in so far as it relates to the aforesaid subsidiary and joint venture, are based solely on the reports of the other auditors.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditors.

### Report on Other Legal and Regulatory Requirements

16. As required by section 197(16) of the Act based on our audit and on the consideration of the reports of the other auditors, referred to in paragraph 15 above, on separate financial statements of the subsidiary and joint venture, we report that the Holding Company incorporated in India whose financial statements have been audited under the Act have paid remuneration to their directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that one subsidiary incorporated in India whose financial statements have been audited under the Act have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable in respect of such subsidiary. Further, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to one joint venture incorporated in India whose financial statements have been audited under the Act, since this is not a public company as defined under section 2(71) of the Act.
17. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued till date by us and by the respective other auditors as mentioned in paragraph 15 above, of companies included in the consolidated financial statements for the year ended 31 March 2024 and covered under the Act we report that following are the qualifications/adverse remarks reported by us and the other auditors in the Order reports of the companies included in the consolidated financial statements for the year ended 31 March 2024 for which such Order reports have been issued till date and made available to us:

S No	Name	CIN	Holding Company/ Subsidiary/ Joint Venture	Clause number of the CARO report which is qualified or adverse
1	ASK Automotive Limited	L34300DL1988PLC030342	Holding Company	Clause i(c)
2	ASK Automobiles Private Limited	U34300DL2021PTC381966	Subsidiary	Clause xvii
3	ASK Fras-Le Friction Private Limited	U34300DL2017PTC324954	Joint Venture	Clause ii(b)

18. As required by section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiary and joint venture incorporated in India whose financial statements have been audited under the Act, we report, to the extent applicable, that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in paragraph 18(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
  - c) The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
  - d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015;
  - e) On the basis of the written representations received from the directors of the Holding Company and taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary and joint venture, covered under the Act, none of the directors of the Group companies and its joint venture company, are disqualified as on 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act;
  - f) The modification relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are as stated in paragraph 18(b) above on reporting under section 143(3) (b) of the Act and paragraph 18(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
  - g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiary and joint venture covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure A' wherein we have expressed an unmodified opinion; and
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements and other financial information of the subsidiary and joint venture incorporated in India whose financial statements have been audited under the Act:
    - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its joint venture as detailed in Note 37 to the consolidated financial statements;
    - ii. The Holding Company, its subsidiary and joint venture did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024;
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary and joint venture covered under the Act, during the year ended 31 March 2024;
    - iv. a. The respective managements of the Holding Company and its subsidiary and joint venture incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary and joint venture respectively that, to the best of their knowledge and belief, on the date of this audit report as disclosed in note 46(b) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiary and joint venture to or in any person(s) or entity(ies), including foreign entities ('the 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 Holding Company, or any such subsidiary and joint venture ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

- b. The respective managements of the Holding Company, its subsidiary and joint venture incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary and joint venture respectively that, to the best of their knowledge and belief, on the date of this audit report as disclosed in the note 46(c) to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiary and joint venture from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such subsidiary and joint venture 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; and
- c. Based on such audit procedures performed by us and that performed by the auditors of the subsidiary and joint venture, as considered reasonable and appropriate in the circumstances, nothing has come to our or other auditors' notice that has caused us or the other auditors to believe that the management representations under sub-clauses (iv)(a) and (iv)(b) above contain any material misstatement.
- v. As stated in note 14 to the accompanying consolidated financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year ended 31 March 2024 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend; and
- vi. As stated in Note 50 to the consolidated financial statements and based on our examination which included test checks and that performed by the respective auditors of the subsidiary and joint venture of the Holding Company which are companies incorporated in India and audited under the Act, except for the instances mentioned below, the Holding Company, its subsidiary and joint venture, in respect of financial year commencing on 1 April 2023, have used an accounting software for maintaining their books of account which have a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we and respective auditors of the above referred subsidiary and joint venture did not come across any instance of audit trail feature being tampered with other than the consequential impact of the exception given below.

Nature of exception noted	Details of Exception
Instances of accounting software for maintaining books of account for which the feature of recording audit trail (edit log) facility was not operated throughout the year for all relevant transactions recorded in the software.	<ol style="list-style-type: none"><li>1. The audit trail feature was not enabled at the database level for accounting software to log any direct data changes, used for maintenance of all accounting records by the Holding Company and its Subsidiary.</li><li>2. The audit trail feature is neither enabled for certain changes made using privileged / administrative access rights nor for certain tables/masters etc. in respect of Joint Venture of the Holding company.</li></ol>

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Registration No.: 001076N/N500013

**Ashish Gera**  
Partner  
Membership No.: 508685  
UDIN: 24508685BKEUEH6457

Place: Gurugram  
Date: 18 May 2024



## Annexure 1

**List of entities included in the Consolidated Financial Statements****Holding Company**

Sl. No.	Name of the entity
1	ASK Automotive Limited

**Subsidiary**

Sl. No.	Name of the entity
1	ASK Automobiles Private Limited

**Joint Venture**

Sl. No.	Name of the entity
1	ASK Fras-Le Friction Private Limited

Annexure A to the Independent Auditor's Report of even date to the members of ASK Automotive Limited (formerly known as ASK Automotive Private Limited) on the consolidated financial statements for the year ended 31 March 2024

## Annexure A

### **Independent Auditor's Report on the internal financial controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

1. In conjunction with our audit of the consolidated financial statements of ASK Automotive Limited (formerly known as ASK Automotive Private Limited) ('the Holding Company'), its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), and its joint venture as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company, its subsidiary company, and joint venture company, which are companies covered under the Act, as at that date.

### **Responsibilities of Management and Those Charged with Governance for Internal Financial Controls**

2. The respective Board of Directors of the Holding Company, its subsidiary company, and joint venture company, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('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 the Company's business, including adherence to the 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 for the Audit of the Internal Financial Controls with Reference to Consolidated Financial Statements**

3. Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Holding

Company, its subsidiary company, and joint venture company, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements, and the Guidance Note 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 consolidated financial statements were 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company, its subsidiary company, and its joint venture company as aforesaid.

### **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 include those policies and procedures

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

### Inherent Limitations of Internal Financial Controls with Reference to 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 and based on the consideration of the reports of the other auditors on internal financial controls with reference to financial statements of the subsidiary company, and joint venture company, the Holding Company, its subsidiary company, and joint venture company, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to consolidated financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

### Other Matter

9. We did not audit the internal financial controls with reference to consolidated financial statements insofar as it relates to one subsidiary company, which is a company covered under the Act, whose financial statements reflect total assets of ₹ 51,709.66 lakhs and net assets of ₹ (1,858.40) lakhs as at 31 March 2024, total revenues of ₹ 14,369.29 lakhs and net cash outflows amounting to ₹ 106.31 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit (including other comprehensive income) of ₹ 1,414.38 lakhs for the year ended 31 March 2024, in respect of one joint venture company, which is a company covered under the Act, whose internal financial controls with reference to financial statements have not been audited by us. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary company, and joint venture company have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company, its subsidiary company, and joint venture company, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary company, and joint venture company is based solely on the reports of the auditors of such companies. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Registration No.: 001076N/N500013

**Ashish Gera**  
Partner  
Membership No.: 508685  
UDIN: 24508685BKEUEH6457

Place: Gurugram  
Date: 18 May 2024

# Consolidated Balance Sheet

as at 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

	Notes	As at 31 March 2024	As at 31 March 2023
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	71,367.63	45,649.36
Capital work-in-progress	3	6,420.17	11,824.53
Right-of-use assets	4A	9,286.06	8,428.43
Goodwill	4B	18,191.01	18,191.01
Other intangible assets	4C	376.17	312.83
Investments	5	2,050.20	404.06
Financial assets			
(i) Loans	5A	533.26	799.88
(ii) Other financial assets	6	1,229.49	1,001.26
Non-current tax assets (net)	7	25.61	66.31
Other non-current assets	8	1,535.33	1,395.25
<b>Total non-current assets</b>		<b>1,11,014.93</b>	<b>88,072.92</b>
<b>Current assets</b>			
Inventories	9	17,677.64	15,357.62
Financial assets			
(i) Loan	5A	266.63	266.63
(ii) Trade receivables	10	21,397.20	21,044.43
(iii) Cash and cash equivalents	11	1,223.45	222.69
(iv) Bank balances other than (iii) above	12	41.81	15.00
(v) Other financial assets	6	649.08	562.34
Current tax assets (net)	7A	51.60	2.06
Deferred tax Assets (net)	19B	350.32	
Other current assets	8	4,171.85	2,577.02
<b>Total current assets</b>		<b>45,829.58</b>	<b>40,047.79</b>
<b>Total assets</b>		<b>1,56,844.51</b>	<b>1,28,120.71</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	13	3,942.85	3,942.85
Other equity	14	77,730.58	60,434.02
<b>Total equity</b>		<b>81,673.43</b>	<b>64,376.87</b>
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Borrowings	15	26,780.39	20,884.67
(ii) Lease liabilities	16	144.78	265.18
Provisions	17	3,021.21	2,565.26
Deferred tax liabilities (net)	19A	2,638.05	2,796.11
<b>Total non-current liabilities</b>		<b>32,584.43</b>	<b>26,511.22</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Borrowings	20	7,530.55	10,916.32
(ii) Lease liabilities	16	131.09	721.81
(iii) Trade payables			
(a) Total outstanding dues of micro enterprises and small enterprises	21	4,021.45	4,319.55
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	21	20,752.76	12,665.64
(iv) Other financial liabilities	22	4,234.71	3,876.45
Provisions	17	740.14	722.13
Current tax liabilities (net)	23	104.25	281.28
Other current liabilities	18	5,071.70	3,729.44
<b>Total current liabilities</b>		<b>42,586.65</b>	<b>37,232.62</b>
<b>Total liabilities</b>		<b>75,171.08</b>	<b>63,743.84</b>
<b>Total equity and liabilities</b>		<b>1,56,844.51</b>	<b>1,28,120.71</b>

The accompanying notes are an integral part of the consolidated financial statements (1-51).

This is the consolidated balance sheet referred to in our report of even date.

For **Walker Chandiok & Co LLP**

Chartered Accountants

Firm's Registration

No.: 001076N/N500013

For and on behalf of the Board of Directors of

**ASK Automotive Limited (Formerly known as ASK Automotive Private Limited)**
**Ashish Gera**

Partner

Membership No.: 508685

Place: Gurugram

Date: 18 May 2024

**Kuldip Singh Rathee**

Chairman and Managing  
Director

DIN: 00041032

Place: Gurugram

Date: 18 May 2024

**Aman Rathee**

Executive Director  
DIN: 00041130

**Naresh Kumar**

Chief Financial Officer

**Rajani Sharma**

Company Secretary  
M.No. A14391

# Consolidated Statement of Profit and Loss

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

	Notes	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Income</b>			
Revenue from operations	24	2,99,454.94	2,55,516.66
Other income	25	1,039.79	1,111.16
<b>Total income</b>		<b>3,00,494.73</b>	<b>2,56,627.82</b>
<b>Expenses</b>			
Cost of material consumed	26	2,06,531.57	1,79,857.90
Changes in inventories of finished goods and work-in-progress	27	(2,274.20)	(1,679.63)
Employee benefits expense	28	17,052.34	13,936.67
Finance costs	29	2,855.94	1,119.00
Depreciation and amortisation expense	30	6,898.65	6,070.39
Other expenses	31	48,694.11	40,230.58
Dies for own use		(610.79)	(471.87)
<b>Total expenses</b>		<b>2,79,147.62</b>	<b>2,39,063.04</b>
<b>Profit before share of net profits of joint venture accounted for using equity method and taxes</b>		<b>21,347.11</b>	<b>17,564.78</b>
Share of net profit/(loss) of joint venture accounted for using equity method (net of taxes)		1,649.93	(589.21)
<b>Profit before tax</b>		<b>22,997.04</b>	<b>16,975.57</b>
<b>Tax expenses</b>			
<b>Current Tax</b>			
- Current year	32	6,115.75	4,851.05
- Prior years	32	(13.03)	6.63
Deferred tax	32	(482.62)	(177.11)
<b>Total tax expenses</b>		<b>5,620.10</b>	<b>4,680.57</b>
<b>Profit after tax for the year</b>		<b>17,376.94</b>	<b>12,295.00</b>
<b>Other comprehensive income:</b>			
<b>(i) Items that will not be reclassified to profit or loss in subsequent years:</b>			
Remeasurement of post employment benefit obligations		(102.35)	7.17
<b>(ii) Income tax relating to items that will not be reclassified to profit or loss in subsequent years</b>	32	25.76	(1.80)
Share of Other comprehensive profit/(loss) of joint venture accounted for using equity method (net of taxes)		(3.79)	(6.67)
<b>Other comprehensive income/(loss) for the year, net of tax</b>		<b>(80.38)</b>	<b>(1.30)</b>
<b>Total comprehensive income for the year</b>		<b>17,296.56</b>	<b>12,293.70</b>
<b>Earnings per equity share (INR)</b>			
Basic and Diluted	33	8.81	6.18
The accompanying notes are an integral part of the consolidated financial statements (1-51).			

This is the consolidated statement of profit and loss referred to in our report of even date.

For **Walker Chandiok & Co LLP**

Chartered Accountants

Firm's Registration

No.: 001076N/N500013

For and on behalf of the Board of Directors of

**ASK Automotive Limited (Formerly known as ASK Automotive Private Limited)****Ashish Gera**

Partner

Membership No.: 508685

Place: Gurugram

Date: 18 May 2024

**Kuldip Singh Rathee**Chairman and Managing  
Director

DIN: 00041032

Place: Gurugram

Date: 18 May 2024

**Aman Rathee**Executive Director  
DIN: 00041130**Naresh Kumar**

Chief Financial Officer

**Rajani Sharma**Company Secretary  
M.No. A14391

# Consolidated Statement of Cash Flows

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>A. Cash flow from operating activities</b>		
<b>Profit before tax</b>	<b>22,997.04</b>	<b>16,975.57</b>
<b>Adjustment to reconcile profit before tax to net cash flows:</b>		
Share of net (profit)/losses of joint venture	(1,649.93)	589.21
Depreciation and amortisation expense	6,898.65	6,070.39
Excess liability / provision written back	(241.67)	(138.43)
Provision for doubtful debts	30.72	12.12
Profit on sale of investments	(2.06)	-
Unrealised foreign exchange differences (net)	(32.86)	(16.30)
Amortisation of government grant	(131.71)	(284.26)
Loss on sale/discarding of property, plant & equipment	39.22	28.10
Gain on assets held for sale	-	(6.00)
Debtor written off	1.04	20.74
Interest income classified as investing cash flow	(172.63)	(204.03)
Finance cost classified as financing cash flow	2,834.34	1,107.91
Gain on lease modifications	-	(17.23)
<b>Operating profit before working capital changes</b>	<b>30,570.15</b>	<b>24,137.79</b>
<b>Adjustments for change in in working capital :</b>		
Increase in trade receivables	(351.33)	(924.38)
Increase in inventories	(2,320.02)	(2,920.67)
Increase/ (decrease) in trade payables	7,789.73	(898.85)
Increase in financial assets	(108.57)	(358.08)
Increase in other assets	(1,595.64)	(1,681.98)
Increase in other financial liabilities	1,295.40	264.25
Increase in provisions	371.61	336.91
Increase in other liabilities	967.33	340.90
<b>Cash generated from operations</b>	<b>36,618.66</b>	<b>18,295.89</b>
Income taxes paid (net of refunds)	(6,288.59)	(4,437.86)
<b>Net cash flow from operating activities (A)</b>	<b>30,330.07</b>	<b>13,858.03</b>
<b>B. Cash flow from investing activities</b>		
Purchase of property, plant and equipment and intangible assets (including capital work in progress)	(28,485.10)	(15,412.55)
Proceeds from sale of property, plant and equipment	503.26	424.06
Proceeds from assets held for sale	-	106.00
Purchase of non current investments	-	(1,200.50)
Unsecured Loans given	266.62	-
Purchase of fixed deposits (net)	(206.10)	(206.54)
Proceeds from sale of current investments	2.06	-
Interest received	144.49	203.41
<b>Net cash used in investing activities (B)</b>	<b>(27,774.77)</b>	<b>(16,086.12)</b>
<b>C. Cash flow from financing activities</b>		
Repayment/Proceeds of short term borrowings (net)	(8,481.51)	4,617.05
Proceeds from long term borrowings	13,782.72	13,553.37
Repayment of long term borrowings (including current maturities)	(2,791.36)	(2,349.87)



# Consolidated Statement of Cash Flows

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

	For the year ended 31 March 2024	For the year ended 31 March 2023
Principal payment of finance lease liability (Refer Note 43)	(724.82)	(886.19)
Interest payment of finance lease liability (Refer Note 43)	(45.33)	(86.64)
Interest paid	(3,294.24)	(1,430.49)
Payment for buyback of equity shares	-	(9,000.00)
Payment of tax on buyback of equity shares	-	(2,096.63)
<b>Net cash (used in)/flow from financing activities (C)</b>	<b>(1,554.54)</b>	<b>2,320.60</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>1,000.76</b>	<b>92.51</b>
Cash and cash equivalents at beginning of the year	222.69	130.18
<b>Cash and cash equivalents at end of the year (refer note 11)</b>	<b>1,223.45</b>	<b>222.69</b>

Reconciliation of cash and cash equivalents:	As at 31 March 2024	As at 31 March 2023
Cash and cash equivalents as per above comprises of the following :		
- Cash on hand	12.00	5.83
- Cheques/drafts on hand	181.65	-
- Balance in current accounts	1,029.80	216.86
<b>Cash and cash equivalents at end of the year</b>	<b>1,223.45</b>	<b>222.69</b>

## Note:

- The consolidated statement of cash flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard - 7 (Ind AS-7) "Statement of Cash Flows".
- Refer Note No. 44 for disclosure pursuant to Ind AS-7 "Statement of cash flows"- changes in liabilities arising from financing activities.
- Cash and cash equivalent includes ₹ 854.60 Lakhs (31 March 2023: INR NIL) which would be used for meeting Initial Public Offering expenses on behalf of selling shareholders and ₹ 52.21 Lakhs (31 March 2023: ₹ 70.30 Lakhs) in unspent CSR expenditure account. These balances are restricted and are not readily available for other purposes.

The accompanying notes are an integral part of the consolidated financial statements (1-51).

This is the consolidated statement of cash flows referred to in our report of even date.

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Registration  
No.: 001076N/N500013

For and on behalf of the Board of Directors of  
**ASK Automotive Limited (Formerly known as ASK Automotive Private Limited)**

**Ashish Gera**

Partner

Membership No.: 508685

Place: Gurugram

Date: 18 May 2024

**Kuldip Singh Rathee**

Chairman and  
Managing Director

DIN: 00041032

Place: Gurugram

Date: 18 May 2024

**Aman Rathee**

Executive Director  
DIN: 00041130

**Naresh Kumar**

Chief Financial  
Officer

**Rajani Sharma**

Company Secretary  
M.No. A14391

# Consolidated Statement of Changes in Equity

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## A. Equity Share Capital\*

As at 31 March 2024

Balance as at 1 April 2023 (equity share of INR 2 each)	Changes in equity share capital	Balance as at 31 March 2024 (equity share of INR 2 each)
3,942.85	-	3,942.85

As at 31 March 2023

Balance as at 1 April 2022 (equity share of INR 2 each)	Changes in equity share capital	Balance as at 31 March 2023 (equity share of INR 2 each)
4,017.85	(75.00)	3,942.85

\* Refer Note No. 13 for details

## B. Other Equity #

As at 31 March 2024

Particulars	Reserves and Surplus				Total other equity
	Capital redemption reserve	General reserve	Securities premium	Retained earnings	
As at 01 April 2023	134.00	10.05	94.05	60,195.92	60,434.02
Profit for the year	-	-	-	17,376.94	17,376.94
Other comprehensive income/(loss)	-	-	-	(80.38)	(80.38)
<b>Total comprehensive income for the year</b>	-	-	-	<b>17,296.56</b>	<b>17,296.56</b>
As at 31 March 2024	134.00	10.05	94.05	77,492.48	77,730.58

As at 31 March 2023

Particulars	Reserves and Surplus				Total other equity
	Capital redemption reserve	General reserve	Securities premium	Retained earnings	
As at 01 April 2022	59.00	10.05	94.05	59,009.88	59,172.98
Profit for the year	-	-	-	12,295.00	12,295.00
Other comprehensive income/(loss)	-	-	-	(1.30)	(1.30)
<b>Total comprehensive income for the year</b>	-	-	-	<b>12,293.70</b>	<b>12,293.70</b>
Less: Transferred to Capital Redemption Reserve (refer note 13(vii))	75.00	-	-	(75.00)	-
Less: Buyback of Shares (refer note 13(vii))	-	-	-	(8,925.00)	(8,925.00)
Less: Income Tax on buyback of shares	-	-	-	(2,096.63)	(2,096.63)
Less: Expenses for increase in authorised share capital (refer note 14)	-	-	-	(11.03)	(11.03)
As at 31 March 2023	134.00	10.05	94.05	60,195.92	60,434.02

For nature and purpose of each reserve refer note 14.1

# refer note 14 for details.

The accompanying notes are an integral part of the consolidated financial statements (1-51).

This is the consolidated statement of Changes in Equity referred to in our report of even date.

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Registration  
No.: 001076N/N500013

For and on behalf of the Board of Directors of  
**ASK Automotive Limited (Formerly known as ASK Automotive Private Limited)**

**Ashish Gera**  
Partner  
Membership No.: 508685

**Kuldip Singh Rathee**  
Chairman and  
Managing Director  
DIN: 00041032

**Aman Rathee**  
Executive Director  
DIN: 00041130

**Naresh Kumar**  
Chief Financial Officer

**Rajani Sharma**  
Company Secretary  
M.No. A14391

Place: Gurugram  
Date: 18 May 2024

Place: Gurugram  
Date: 18 May 2024

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 1. Corporate Information

ASK Automotive Limited (Formerly known as ASK Automotive Private Limited) ('the Holding Company') is a Public Limited Company domiciled in India with its registered office situated at Flat No. 104, 929/1, Naiwala, Faiz Road, Karol Bagh, New Delhi-110005. The Holding Company was incorporated as a private limited company (ASK Automotive Private Limited) on 18 January 1988, later converted to a public limited company vide revised "Certificate of Incorporation" consequent upon conversion from Private Limited Company to Public Company dated 6 January 2023. During the year, the Holding Company has completed its IPO process and on 15 November 2023 equity shares of the Holding Company got listed on National Stock Exchange Limited (NSE) and Bombay Stock Exchange Limited (BSE). The Holding Company has one wholly owned subsidiary and one Joint Venture Company in India.

The Holding Company together with its subsidiary is herein referred to as "the Group". The Holding Company is engaged in the business of manufacturing of auto components including advance braking systems, aluminum light weighting precision solutions and safety control cables primarily for automobile industry. The Holding Company is supplier to the major leading Original Equipment Manufacturers (OEMs) in India like Honda, Hero MotoCorp, Bajaj Auto, TVS Motors, Suzuki, Yamaha, Mahindra, Royal Enfield, OLA, Ather, Revolt, Maruti, Piaggio etc. and having strong presence in secondary market (Independent aftermarket). The Group has manufacturing facilities in the states of Haryana, Karnataka, Gujarat, Himachal Pradesh, Uttarakhand and Rajasthan.

These Consolidated Financial Statements for the year ended 31 March 2024 (reporting date) have been prepared as per the requirements of Schedule III of the Companies Act, 2013.

## 2. Material accounting policies

The material accounting policies applied by the Group in the preparation of its consolidated financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these consolidated financial statements, unless otherwise indicated.

### 2.1 Basis of preparation

#### a. Statement of compliance with Ind AS

These Consolidated Financial Statements of the Group have been prepared in accordance with

the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under section 133 of the Companies Act 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015 and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable. The Group has uniformly applied the accounting policies during the periods presented.

The consolidated financial statements for the year ended 31 March 2024 were authorised and approved for issue by the Board of Directors on 18 May 2024.

#### b. Functional and presentation currency

These consolidated financial statements are presented in Indian rupees ('INR'), which is also the Group's functional currency. All amounts have been rounded-off to the nearest lakhs upto two place of decimal, unless otherwise indicated.

#### c. Basis of measurement

The consolidated financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. The consolidated financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Defined benefits (assets)/liability	Present value of defined benefits obligations

#### d. Use of critical accounting estimates and judgements

The preparation of consolidated financial statements in conformity with generally accepted accounting principles require management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the consolidated financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

basis. Any revision to accounting estimates are recognised prospectively in current and future periods. Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the consolidated financial statements is included in the following notes:

**Useful lives of depreciable/amortisable assets –** Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of assets.

**Defined benefit obligation (DBO) –** Management's estimate of the DBO is based on underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

**Recognition of deferred tax assets –** The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

**Contingent liabilities –** At each balance sheet date, on the basis of the management judgment, changes in facts and legal aspects, the Group assesses the requirement of disclosure against the outstanding contingent liabilities. However, the actual future outcome may be different from this judgement.

**Impairment –** The Group estimates the recoverable value of the cash generating unit (CGU) based on future cash flows after considering current economic conditions and trends, estimated future operating results and growth rates, anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The cash flows are discounted using a suitable discount rate in order to calculate the present value. Further details of the Group's impairment review and key assumptions are set out in note 4B and note 5.4.

**Classification of leases –** The Group enters into leasing arrangements for various premises. The assessment (including measurement) of

the lease is based on several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to extend/terminate etc. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to extend or to terminate.

## e. Fair value measurement

A number of the Group's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities. The Group has an established control framework with respect to measurement of fair values. This includes treasury division which is responsible for overseeing all significant fair value measurements, including Level 3 fair values, and report directly to chief financial officer.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

When measuring the fair value of an asset or liability, the Group uses observable market data as far as possible. The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the changes have occurred.

## f. Principles of consolidation

### i) Subsidiary

Subsidiary includes the entity over which the Group has control. The Group controls an entity when it is exposed or has right to variable return from its involvement with the entity, and has the ability to affect those returns through its power (that is, existing rights that give it the current

## Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

ability to direct the relevant activities) over the entity. The Group re-assesses whether or not it controls the entity, in case the under-lying facts and circumstances indicate that there are changes to above mentioned parameters that determine the existence of control.

Subsidiary is fully consolidated from the date on which control is transferred to the Group, and they are deconsolidated from the date when control ceases.

The consolidated financial statements of subsidiary are fully consolidated on a line-by-line basis. Intragroup balances and transactions, and income and expenses arising from intra-group transactions, are eliminated while preparing the said consolidated financial statements. The un-realised gains resulting from intra-group transactions are also eliminated. Similarly, the un-realised losses are eliminated, unless the transaction provides evidence as to impairment of the asset transferred.

### ii) Equity accounted investees

The Group's interest in equity accounted investees comprise interests in joint venture.

A joint venture is an agreement in which the Group has joint control and has right to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interest in joint ventures are accounted for using the equity method. They are initially recognised at cost which includes the transaction costs. Subsequent to initial recognition, the consolidated financial statements includes the Group's share of Profit and Loss and other Comprehensive Income (OCI) of equity-accounted investee until the date on which significant influence or joint control ceases.

Dividends received or receivable from joint ventures are recognised as a reduction in the carrying amount of the investment.

Where the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

### Transactions elimination on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transaction with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

The entities considered in the consolidated financial statements in the year are listed below:

S. No.	Name of the entity	Country of Incorporation	Nature of Interest	% of Ownership
				31 March 2024
1	ASK Automobiles Private Limited*	India	Subsidiary	100%
2	ASK Fras-Le Friction Private Limited	India	Joint Venture	49%

\*ASK Automobiles Private Limited is a wholly owned subsidiary since its incorporation on 7 June 2021.

### Changes in ownership interests

The group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

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When the Company loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. Amounts previously recognised in other comprehensive income in relation to the subsidiary are accounted for (i.e., reclassified to profit or loss) in the same manner as would be required if the relevant assets or liabilities were disposed of. The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

## 2.2 Summary of material accounting policies

### (a) Current-non-current classification

All assets and liabilities are classified into current and non-current.

#### Assets

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realised in, or is intended for sale or consumption in, the normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realised within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

#### Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting date; or
- the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

#### Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

### (b) Foreign currency transactions

#### i. Initial recognition

Transactions in foreign currencies are translated into the functional currency at the exchange rates at the date of the transaction.

#### ii. Measurement at reporting date

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences on restatement/ settlement of all monetary items are recognised in the consolidated statement of profit and loss.

### (c) Financial instruments

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



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## i. Recognition and initial measurement

All financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through Profit and Loss which are measured initially at fair value. However, trade receivables are recognised initially at the transaction price as they do not contain significant financing components.

## ii. Classification and subsequent measurement

### Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost; or
- fair value through profit or loss ('FVTPL')

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions:

- the asset is held within a business model whose objective is to hold assets 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.

All financial assets not classified as measured at amortised cost as described above are measured at FVTPL.

Investment in equity instruments are classified at fair value through profit or loss, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

## Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in statement of profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. The Group does not have any fixed liabilities under the category of FVTPL.

## iii. Derecognition

### Financial assets

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

### Financial liabilities

The Group de-recognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also de-recognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in consolidated statement of profit and loss.

## iv. Offsetting

Financial assets and liabilities are offset and the net amount is reported in the consolidated balance sheet where there is a legally enforceable right to offset the recognised amounts and there is

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an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

## (d) Equity Investment in joint venture

Investments in equity instruments of joint venture are accounted for at cost less any provision for impairment in accordance with Ind AS 27 "Separate Financial Statements".

## (e) Property, plant and equipment

### i. Recognition and measurement

Freehold Land is carried at cost and other items of property, plant and equipment are initially measured at cost of acquisition or construction which includes capitalised borrowing cost. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and other non-refundable purchase taxes or levies, any directly attributable cost of bringing the asset to its working condition for its intended use and estimated cost of dismantling and removing the item and restoring the site on which it is located. Any trade discounts and rebates are deducted in arriving at the purchase price. After initial recognition, items of property, plant and equipment are carried at its cost less any accumulated depreciation and / or accumulated impairment loss, if any.

The cost of a self-constructed item of property, plant and equipment including dies comprises the cost of materials and direct labour, any other costs directly attributable / allocable to bring the item to working condition for its intended use.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Gains or losses arising on sale/disposal of items of property, plant and equipment are recognised in the consolidated statement of profit and loss.

Capital work-in-progress comprises the cost of fixed assets that are not ready for their intended use at the reporting date.

### ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

### iii. Depreciation

Depreciation on items of property, plant and equipment is provided on the straight-line method based on the estimated useful life of each asset as determined by the management. Depreciation is charged over the number of shift a plant or equipment is used in the business in accordance with schedule II of the Companies Act. Depreciation for assets purchased during the period is proportionately charged i.e. from the date on which asset is ready for use. Depreciation for assets sold during the period is proportionately charged i.e. up to the date on which asset is disposed off.

The useful lives have been determined based on internal evaluation done by management and are in line with the estimated useful lives, to the extent prescribed by the Schedule II of the Companies Act.

	Life in Years
Buildings	30
Plant and machinery	15 to 20
Electrical installations	10
Furniture and fixtures	10
Office equipments	5
Vehicles	8
Dies and Moulds	7 to 10
Computers	3

Based on internal valuation done by the management, hangers and trollies are depreciated at year end based on the physical availability of respective assets.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Modification or extension to an existing asset, which is of capital nature, and

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which becomes an integral part thereof is depreciated prospectively over the remaining useful life of that asset.

### (f) Goodwill

Represents amounts paid over the identifiable assets towards Business Takeover transaction is carried forward based on assessment of benefits arising from such goodwill in future. Goodwill is tested for impairment annually at each balance sheet date in accordance with the Company's procedure for determining the recoverable amount of such assets. The recoverable amount of Cash Generating Unit (CGU) is based on value in use. The value in use for Goodwill is determined based on discounted cash flow projections.

### (g) Other Intangible Assets

#### i. Recognition and initial measurement

Other intangible assets that are acquired by the Group are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

#### ii. Subsequent expenditure

Subsequent expenditure is included in the assets carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the expenditure will flow to the group and cost can be measured reliably.

#### iii. Amortisation

Technical know-how is being amortised over a period of seven years on a straight-line basis.

Computer software is being amortised over a period of six years on a straight-line basis.

#### Distribution network

Represents allocation of amounts paid towards Business Takeover transaction is carried forward based on assessment of benefits arising from such network in future. Such expenditure is amortised on period of ten years on straight line basis.

The above periods also represent the management's estimation of economic useful life of the respective intangible assets.

Amortisation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

### (h) Inventories

Inventories which comprise of raw material, work in progress, finished goods, packing material and stores and spares are valued at the lower of cost and net realisable value. Cost of inventories comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

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

Raw materials, components, stores and spares,	-	Weighted Average Method
Packing material, Loose Tools, gauges and instruments		
Work-in-progress and finished goods	-	Material cost plus appropriate proportion of labour, manufacturing 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 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.

### (i) Trade Receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business and reflects Group's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Group

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holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

## Transfer of Financial Assets

In case of assignment of trade receivables wherein substantially risk and rewards are transferred, and the assignee gets absolute right of disposal/collection, the trade receivables are derecognized as per Ind AS 109. Trade Receivables which do not qualify for derecognition, the proceeds received from such transfers are recorded as loans from banks / financial institutions and classified under short-term borrowings.

## (j) Impairment of assets

### Impairment of financial assets

The Group recognises loss allowances using the Expected Credit Loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition, in which case those financial assets are measured at lifetime ECL. The changes (incremental or reversal) in loss allowance computed using ECL model, are recognised as an impairment gain or loss in the consolidated statement of profit and loss.

### Impairment of non-financial assets

The Group's non-financial assets are reviewed at each reporting date to determine if there is indication of any impairment. If any indication exists, the asset's recoverable amount is estimated. Assets that do not generate independent cash flows are grouped together into cash generating units (CGU). An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Recoverable amount is determined:

- i. in case of an individual asset, at the higher of the net selling price and the value in use; and

- ii. in case of a cash generating unit (a group of assets that generates identified, independent cash flows), at the higher of the cash generating unit's net selling price and the value in use.

(The amount of value in use is determined as the present value of estimated future cash flows from the continuing use of an asset and from its disposal at the end of its useful life. For this purpose, the discount rate (pre-tax) is determined based on the weighted average cost of capital of the respective company suitably adjusted for risks specified to the estimated cash flows of the asset). For this purpose, a cash generating unit is ascertained as the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

Impairment losses are recognised in the consolidated statement of profit and loss. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

## (k) Trade and other payables

Trade and other payables represent liabilities for goods or services provided to the Group prior to the end of financial year which are unpaid.

## (l) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest rate method. Borrowings are de-recognised from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

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## (m) Employee benefits

### i) Short-term employee benefits

Employee benefits payable within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus, etc. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense in consolidated statement of profit and loss as the related service is rendered by employees.

### ii) Other long-term employee benefits:

Other long-term employee benefits are recognised as an expense in the consolidated statement of profit and loss as and when they accrue. The Group determines the liability using the Projected Unit Credit Method, with actuarial valuations carried out as at the balance sheet date. Actuarial gains and losses in respect of such benefits are charged to the consolidated statement of profit and loss.

### iii) Post employment obligations

#### a. Defined Contribution Plans:

The Group makes payments to defined contribution plans such as provident fund and employees' state insurance. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

#### b. Defined Benefit Plans:

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The net interest cost is calculated by applying the discount rate to the balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the consolidated statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the consolidated statement of changes in equity and in the consolidated balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the consolidated statement of profit and loss as past service cost.

## (n) Provisions

A provision is recognised if, as a result of a past event, the Group has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date.

## (o) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

However, Goods and Services Tax (GST) is not received by the Group on its own account. Rather, it is tax collected on value added to the commodity or supplies made by the seller on behalf of the government. Accordingly, it is excluded from revenue.

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## Sale of goods

Revenue from sale of goods is recognised based on a 5-Step Methodology which is as follows:

Step 1: Identify the contract(s) with a customer

Step 2: Identify the performance obligation in contract

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the performance obligations in the contract

Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer, generally on delivery of the goods and there are no unfulfilled obligations. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, turnover discounts, scheme discounts and cash discounts, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

## Sale of services

The Group recognises revenue from sales of services over time, because the customer simultaneously receives and consumes the benefits provided by the Group. Revenue from services provided is recognised upon rendering of the services, in accordance with the agreed terms with the customers where ultimate collection of the revenue is reasonably expected.

## Other operating revenue

All export benefits and incentives under various policies of Government of India are recognised on accrual basis when no significant uncertainties as to the amount of consideration that would be derived and as to its ultimate collection exist.

## Other income

Interest income is recognised on accrual basis using the effective interest method.

## Contract assets

Contract assets is right to consideration in exchange for goods or services transferred to the customer and performance obligation

satisfied. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional, in the nature of unbilled receivables. Upon completion of the attached condition and acceptance by the customer, the amounts recognised as contract assets is reclassified to trade receivables upon invoicing. A receivables represents the Group's right to an amount of consideration that is unconditional. Contract assets are subject to impairment assessment.

## Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer or has raised the invoice in advance. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer)

## (p) Government grants

Government grants related to property, plant and equipment under Export Promotion Capital Goods (EPCG) are included in the non-current liabilities as deferred government grant and are credited to Profit or loss on the basis of fulfillment of export obligation and presented within other income in accordance with the primary conditions associated with purchase of assets and related grants.

Government grants and subsidies whose primary condition is that the Group should purchase, construct or otherwise acquire non-current assets are recognised as deferred revenue in the consolidated balance sheet which is disclosed as investment promotion subsidy receivable and transferred to the consolidated statement of profit and loss on a systematic basis over the expected useful life of the related assets.

Government grants not related to assets are recognised in the Consolidated Statement of Profit and Loss when the right to receive benefit is established and the realisation is reasonably certain.



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## (q) Leases

A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'.

### Classification of leases

The Group enters into leasing arrangements for various assets. The assessment of the lease is based on several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to extend/purchase etc.

### Recognition and initial measurement

At lease commencement date, the Group recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease (if any), and any lease payments made in advance of the lease commencement date (net of any incentives received).

### Subsequent measurement

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist.

At lease commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate (IBR). Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re-measured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset.

The Group has elected to account for short-term leases using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in consolidated statement of profit and loss on a straight-line basis over the lease term.

### Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its IBR to measure lease liabilities. The IBR is the rate of interest that the entity would have to pay for last long-term funds raised.

## (r) Income-tax

Tax expense recognised in consolidated statement of profit and loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current tax is determined as the tax payable in respect of taxable income for the period and is computed in accordance with relevant tax regulations. Current tax are recognised as an expense or income in the consolidated statement of profit and loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in equity.

Deferred tax is recognised in respect of temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for taxation purposes. Deferred tax assets on unrealised tax loss are recognised to the extent that it is probable that the underlying tax loss will be utilised against future taxable income. This is assessed based on the individual entity in the Group's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the

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liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax are recognised as an expense or income in the consolidated statement of profit and loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in equity.

## (s) Earnings per share

Basic earnings per share are calculated by dividing the consolidated net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the consolidated net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares except where the results will be anti-dilutive.

## (t) Contingent liabilities and contingent assets

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed. Contingent assets are neither recognised nor disclosed in the consolidated financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

## (u) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly

liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the consolidated balance sheet.

## (v) Borrowing cost

Borrowing costs directly attributable to acquisition, construction or erection of qualifying assets are capitalised. Capitalisation of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended use are complete.

Other borrowing costs are recognised as an expense in the consolidated statement of profit and loss in the period in which they are incurred.

## (w) New and amended standards adopted by the group

The Ministry of Corporate Affairs vide notification dated 31 March 2023 notified the Companies (Indian Accounting Standards) Amendment Rules, 2023, which amended certain accounting standards (see below), and are effective 1 April 2023:

- Disclosure of accounting policies - amendments to Ind AS 1
- Definition of accounting estimates - amendments to Ind AS 8
- Deferred tax related to assets and liabilities arising from a single transaction - amendments to Ind AS 12

The other amendments to Ind AS notified by these rules are primarily in the nature of clarifications.

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods. For the year ended 31 March 2024, MCA has not notified any new standards applicable to the Group.

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### 3 Property, plant and equipment and capital work-in-progress

Particulars	Freehold land	Buildings	Plant and equipment	Electrical installation	Office equipments	Computers	Furniture and fixtures	Hangers, trolleys, dies and moulds	Vehicles	Total	Capital work-in-progress
<b>Gross block</b>											
<b>As at 01 April 2022</b>	<b>8,692.39</b>	<b>12,274.60</b>	<b>37,676.96</b>	<b>2,499.15</b>	<b>565.37</b>	<b>470.32</b>	<b>973.55</b>	<b>4,941.59</b>	<b>1,182.67</b>	<b>69,276.60</b>	<b>285.01</b>
Additions		27.46	3,493.37	147.96	76.52	85.57	71.11	603.41	576.85	5,082.25	14,675.42
Disposal / adjustments			(909.03)	(48.32)	(6.11)	(5.67)	(4.19)	(480.80)	(246.84)	(1,700.96)	(3,135.90)
<b>As at 31 March 2023</b>	<b>8,692.39</b>	<b>12,302.06</b>	<b>40,261.30</b>	<b>2,598.79</b>	<b>635.78</b>	<b>550.22</b>	<b>1,040.47</b>	<b>5,064.20</b>	<b>1,512.68</b>	<b>72,657.89</b>	<b>11,824.53</b>
Additions	-	7,157.87	22,146.64	1,300.51	169.45	197.05	151.37	947.16	255.06	32,325.11	25,541.18
Disposal / adjustments	-		(755.38)	(3.86)	(42.77)	(30.97)	(5.20)	(96.29)	(267.35)	(1,201.82)	(30,945.54)
<b>As at 31 March 2024</b>	<b>8,692.39</b>	<b>19,459.93</b>	<b>61,652.56</b>	<b>3,895.44</b>	<b>762.46</b>	<b>716.30</b>	<b>1,186.64</b>	<b>5,915.07</b>	<b>1,500.39</b>	<b>1,03,781.18</b>	<b>6,420.17</b>
<b>Accumulated depreciation</b>											
<b>As at 01 April 2022</b>	-	<b>1,593.58</b>	<b>15,858.45</b>	<b>1,199.93</b>	<b>274.39</b>	<b>314.01</b>	<b>360.49</b>	<b>2,812.81</b>	<b>561.17</b>	<b>22,974.83</b>	-
Charge for the year		404.70	3,770.51	244.73	78.52	67.77	93.19	469.10	144.77	5,273.29	
Disposal / adjustments			(609.44)	(31.50)	(4.61)	(5.21)	(3.73)	(434.34)	(150.76)	(1,239.59)	
<b>As at 31 March 2023</b>	-	<b>1,998.28</b>	<b>19,019.52</b>	<b>1,413.16</b>	<b>348.30</b>	<b>376.57</b>	<b>449.95</b>	<b>2,847.57</b>	<b>555.18</b>	<b>27,008.53</b>	-
Charge for the year	-	515.19	4,291.48	258.82	101.14	102.75	92.23	513.19	189.57	6,064.37	
Disposal / adjustments	-	-	(390.96)	(3.49)	(33.32)	(27.64)	(3.29)	(60.40)	(140.26)	(659.35)	
<b>As at 31 March 2024</b>	-	<b>2,513.47</b>	<b>22,920.04</b>	<b>1,668.49</b>	<b>416.12</b>	<b>451.68</b>	<b>538.89</b>	<b>3,300.36</b>	<b>604.49</b>	<b>32,413.55</b>	-
<b>Net Block</b>											
<b>As at 31 March 2024</b>	<b>8,692.39</b>	<b>16,946.46</b>	<b>38,732.52</b>	<b>2,226.95</b>	<b>346.34</b>	<b>264.62</b>	<b>647.75</b>	<b>2,614.71</b>	<b>895.90</b>	<b>71,367.63</b>	<b>6,420.17</b>
<b>As at 31 March 2023</b>	<b>8,692.39</b>	<b>10,303.78</b>	<b>21,241.78</b>	<b>1,185.63</b>	<b>287.48</b>	<b>173.65</b>	<b>590.52</b>	<b>2,216.63</b>	<b>957.50</b>	<b>45,649.36</b>	<b>11,824.53</b>

3.1 Capital work in progress mainly comprises of addition to building, plant and equipment of the Subsidiary as at 31 March 2024 and as at 31 March 2023.

3.2 Refer note 36 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

3.3 Refer note 15 and 20 for disclosure of information on property, plant and equipment mortgaged as security by the Group.

3.4 Title deed of all the immovable properties (other than properties where the Holding Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Holding Company except land aggregating to ₹ 678.93 Lakhs (inclusive of registration costs ₹ 4.93 Lakhs), admeasuring approx. 4 acres (i.e. 16,188 square meter) situated at Narsapura Industrial Area, Kolar District of Karnataka, was acquired in February 2012, from Karnataka Industrial Area Development Board ("KIADB"), on Lease Cum Sale basis, at a consideration of ₹ 340.00 Lakhs which was subsequently enhanced to ₹ 674.00 Lakhs in F.Y. 2021-22 by KIADB. On 4 April 2024, the Holding Company has paid enhanced consideration of ₹ 334.00 Lakhs and believes that the aforesaid land will be registered in the name of the Holding Company shortly. This land has been classified as freehold land.

3.5 Refer note 40 for ageing of capital work in progress.

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

## 4 Right of use assets, Goodwill & Other intangible assets

### 4A Right of use assets

	Amount
<b>Gross block</b>	
<b>As at 1 April 2022</b>	<b>9,717.12</b>
Additions	414.98
Disposal/Adjustment	(183.74)
<b>As at 31 March 2023</b>	<b>9,948.36</b>
Additions	1,740.64
Disposal/Adjustment	(1,760.50)
<b>As at 31 March 2024</b>	<b>9,928.50</b>
<b>Accumulated Amortisation</b>	
<b>As at 1 April 2022</b>	<b>869.09</b>
Charge for the year*	759.29
Disposal/Adjustment	(108.45)
<b>As at 31 March 2023</b>	<b>1,519.93</b>
Charge for the year*	883.01
Disposal/Adjustment	(1,760.50)
<b>As at 31 March 2024</b>	<b>642.44</b>
<b>Net Block</b>	
<b>As at 31 March 2024</b>	<b>9,286.06</b>
<b>As at 31 March 2023</b>	<b>8,428.43</b>

\* Amortisation of leasehold land of ₹ 148.94 lakhs (31 March 2023: ₹ 76.54 lakhs) has been transferred to Capital work-in-progress by Subsidiary during the year.

### 4B Goodwill

	Amount
<b>Gross block</b>	
<b>As at 1 April 2022</b>	<b>18,191.01</b>
Additions	-
Disposal	-
<b>As at 31 March 2023</b>	<b>18,191.01</b>
Additions	-
Disposal	-
<b>As at 31 March 2024</b>	<b>18,191.01</b>
<b>Accumulated Impairment</b>	
<b>As at 1 April 2022</b>	<b>-</b>
Charge for the year	-
Disposal	-
<b>As at 31 March 2023</b>	<b>-</b>
Charge for the year	-
Disposal	-
<b>As at 31 March 2024</b>	<b>-</b>
<b>Net Block</b>	
<b>As at 31 March 2024</b>	<b>18,191.01</b>
<b>As at 31 March 2023</b>	<b>18,191.01</b>

The carrying value of goodwill amounting to ₹ 18,191.01 Lakhs arose at the time of business purchase of erstwhile APK Automotive and AK Auto Industries by the Holding Company, which is tested for impairment annually at each balance sheet date in accordance with the Holding Company's procedure for determining the recoverable amounts of the after market business which is considered as a cash generating unit (CGU). The recoverable amount of CGU is based on value in use. The value in use for Goodwill is determined based on discounted cash

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(All amounts are in INR Lakhs, except otherwise stated)

## 4 Right of use assets, Goodwill & Other intangible assets (Contd..)

flow projections. These calculations uses management assumptions and discounted pre tax cash flow projections based on financial budgets covering a 5 year period. Cash flow projection beyond 5 years time period are extrapolated using the estimated terminal growth rate. Certain key assumptions considered by the management for impairment testing of CGU are stated below:

- Weighted average cost of capital: 16.34% (31 March 2023: 16.20%)
- Revenue growth rate: 12% (31 March 2023: 13%)
- Terminal growth rate: 4% (31 March 2023: 4%)

The management believes that no reasonably possible change in any of the key assumptions used in the value in use calculation would cause the carrying value of the CGU to materially exceed its value in use.

### 4C Other intangible assets

	Distribution Network	Computer Software	Technical Know How	Total
<b>Gross block</b>				
<b>As at 1 April 2022</b>	<b>493.00</b>	<b>569.24</b>	<b>160.60</b>	<b>1,222.84</b>
Additions	-	5.01	3.60	8.61
Disposal	-	-	-	-
<b>As at 31 March 2023</b>	<b>493.00</b>	<b>574.25</b>	<b>164.20</b>	<b>1,231.45</b>
Additions		163.58		163.58
Disposal		(63.82)		(63.82)
<b>As at 31 March 2024</b>	<b>493.00</b>	<b>674.01</b>	<b>164.20</b>	<b>1,331.21</b>
<b>Accumulated Amortisation</b>				
<b>As at 1 April 2022</b>	<b>197.20</b>	<b>469.13</b>	<b>137.94</b>	<b>804.27</b>
Charge for the year	49.30	45.97	19.08	114.35
Disposal				-
<b>As at 31 March 2023</b>	<b>246.50</b>	<b>515.10</b>	<b>157.02</b>	<b>918.62</b>
Charge for the year	49.30	46.73	4.19	100.22
Disposal		(63.80)		(63.80)
<b>As at 31 March 2024</b>	<b>295.80</b>	<b>498.03</b>	<b>161.21</b>	<b>955.04</b>
<b>Net Block</b>				
<b>As at 31 March 2024</b>	<b>197.20</b>	<b>175.98</b>	<b>2.99</b>	<b>376.17</b>
<b>As at 31 March 2023</b>	<b>246.50</b>	<b>59.15</b>	<b>7.18</b>	<b>312.83</b>

**4C.1** The Group does not have any outstanding contractual commitments to purchase any items of intangible assets.

## 5 Investments

	As at 31 March 2024		As at 31 March 2023	
	Nos	Amount	Nos	Amount
<b>Non current</b>				
<b>Investments carrying at cost (fully paid up)</b>				
<b>Unquoted</b>				
<b>In joint venture</b>				
ASK Fras-Le Friction Private Limited (face value INR 10 each)	4,31,20,000	2,050.20	4,31,20,000	404.06
<b>Total investments</b>		<b>2,050.20</b>		<b>404.06</b>

5.1 Carrying value of ₹ 2050.20 Lakhs (31 March 2023: ₹ 404.06 Lakhs) as against investment of ₹ 4,312.00 Lakhs (31 March 2023: ₹ 4,312.00 Lakhs) due to share of losses in joint venture.

# Notes forming part of Consolidated Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

## 4 Right of use assets, Goodwill & Other intangible assets (Contd..)

5.2 Refer note 35 for information about interest in Joint Venture.

5.3 The Holding Company has additionally invested an amount of ₹ 12,00,50,000 (Rupees Twelve Crores Fifty Thousand) in ASK Fras-le Friction Private Limited, Joint Venture of the Holding Company on 21 December 2022 for subscription of its 1,20,05,000 (One Crore Twenty Lakhs Five Thousand) Equity Shares of ₹ 10/- each, on rights basis.

5.4 "The Holding Company has performed an impairment assessment of its Investment in Joint Venture at the balance sheet date to ascertain the recoverable amount and has not found any indicator of impairment as at 31 March 2024 and 31 March 2023. The recoverable amount is determined based on value in use calculation. These calculations uses management assumptions and discounted pre tax cash flow projections based on financial budgets covering a 5 year period. Cash flow projection beyond 5 years time period are extrapolated using the estimated terminal growth rate. Certain key assumptions considered by the management for impairment testing are stated below:

- Weighted average cost of capital: 31 March 2024: 20.09% (31 March 2023: 19.95%)
- Terminal growth rate: 31 March 2024: 4% (31 March 2023: 4%)

The management believes that no reasonably possible change in any of the key assumptions used in the value in use calculation would cause the carrying value of the Investment to materially exceed its value in use."

## 5A Loans

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
<b>Loans to related parties</b>				
<b>Unsecured and considered good, unless otherwise stated</b>				
Loan to ASK Fras-le Friction Private Limited	266.63	533.26	266.63	799.88
<b>Total Loans</b>	<b>266.63</b>	<b>533.26</b>	<b>266.63</b>	<b>799.88</b>

Loan given is receivable in 4 equal yearly installments of ₹ 266.63 Lakhs commencing from 20 January 2024 and carries Interest rate of 9% p.a receivable on quarterly intervals.

## 6 Other financial assets

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
<b>Unsecured and considered good, unless otherwise stated</b>				
Deposits with more than 12 months maturity (refer note 12)	3.66	411.65	-	219.30
Security deposits*	588.46	817.84	353.89	781.96
Other financial assets#	56.96	-	208.45	-
<b>Total other financial assets</b>	<b>649.08</b>	<b>1,229.49</b>	<b>562.34</b>	<b>1,001.26</b>

\*This amount includes ₹ 300 Lakhs (31 March 2023: INR NIL) as security deposits held with National Stock Exchange Limited (NSE) against listing related compliance of Initial Public Offering. This amount to be used for payment of expenses relating to Initial Public Offering. (Refer note 39.3)

#This amount includes INR NIL (31 March 2023: ₹162.92 Lakhs) towards Initial public offer related transaction costs, which the Holding Company has recovered from the selling shareholders. (Refer note 39.3).

## 7 Non-current tax assets (net)

	As at 31 March 2024	As at 31 March 2023
Advance income tax <sup>5</sup>	25.61	66.31
<b>Total non-current tax assets (net)</b>	<b>25.61</b>	<b>66.31</b>



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(All amounts are in INR Lakhs, except otherwise stated)

### 7 Non-current tax assets (net) (Contd..)

	As at 31 March 2024	As at 31 March 2023
Provision for income tax for earlier years	(3,828.86)	(11,370.55)
Taxes paid:		
Advance tax	3,645.00	10,950.00
Self assessment tax	108.75	386.86
Tax deducted and collected at source	100.72	397.74
Income tax refund received during the year	-	(297.73)
<b>\$Advance income tax</b>	<b>25.61</b>	<b>66.31</b>

### 7A Current tax assets (net)

	As at 31 March 2024	As at 31 March 2023
Advance income tax (including TDS and TCS)	51.60	2.06
<b>Total current tax assets (net)</b>	<b>51.60</b>	<b>2.06</b>

### 8 Other assets

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
<b>Unsecured, considered good unless otherwise stated</b>				
Advances to suppliers	132.18	-	388.47	-
Prepaid expenses	332.35	70.56	203.90	69.56
Capital advances	-	1,464.77	-	1,325.49
Advance to employees	8.42	-	13.52	-
Balances with government authorities	2,737.69	-	1,301.20	0.20
GST Recoverable on goods in transit	745.67	-	662.23	-
Other assets	215.54	-	7.70	-
<b>Total other assets</b>	<b>4,171.85</b>	<b>1,535.33</b>	<b>2,577.02</b>	<b>1,395.25</b>

### 9 Inventories

	As at 31 March 2024	As at 31 March 2023
<b>Valued at lower of cost or net realisable value</b>		
Raw materials*	2,937.07	3,155.88
Work-in-progress	5,145.45	3,721.11
Finished goods**	7,195.57	6,345.71
Packing material	548.96	451.61
Stores and spares including loose tools	1,850.59	1,683.31
<b>Total Inventories</b>	<b>17,677.64</b>	<b>15,357.62</b>

\*Includes raw material in transit

87.78

197.62

\*\*Includes sale of goods in transit

1,788.47

2,095.61

### 10 Trade receivables

	As at 31 March 2024	As at 31 March 2023
<b>Unsecured</b>		
<b>Receivable from others</b>		
Trade receivables considered good - Unsecured	21,397.20	21,044.43
Trade receivables - credit impaired	42.84	16.03
<b>Total</b>	<b>21,440.04</b>	<b>21,060.46</b>
Less: Loss allowance	(42.84)	(16.03)
<b>Total trade receivables</b>	<b>21,397.20</b>	<b>21,044.43</b>

# Notes forming part of Consolidated Financial Statements

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## 10 Trade receivables (Contd..)

### 10.1 Trade receivables ageing schedule

As at 31 March 2024

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment#					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	1,551.07	13,602.30	6,152.62	80.11	11.09	-	-	21,397.20
(ii) Undisputed trade receivables – credit impaired			0.31	25.50	8.12	8.91	-	42.84
<b>Total</b>	<b>1,551.07</b>	<b>13,602.30</b>	<b>6,152.93</b>	<b>105.61</b>	<b>19.21</b>	<b>8.91</b>	<b>-</b>	<b>21,440.04</b>
Less: Loss allowance	-	-	(0.31)	(25.50)	(8.12)	(8.91)	-	(42.84)
<b>Total trade receivables</b>	<b>1,551.07</b>	<b>13,602.30</b>	<b>6,152.62</b>	<b>80.11</b>	<b>11.09</b>	<b>-</b>	<b>-</b>	<b>21,397.20</b>

#All the trade receivables of the Group have a due date of payment associated with them, therefore separate information is not required to be disclosed.

### 10.2 Trade receivables ageing schedule

As at 31 March 2023

Particulars	Unbilled	Not Due	Outstanding for following years from due date of payment#					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	1,402.93	16,560.21	3,074.88	6.41	-	-	-	21,044.43
(ii) Undisputed trade receivables – credit impaired	-	-	0.21	3.09	12.73	-	-	16.03
<b>Total</b>	<b>1,402.93</b>	<b>16,560.21</b>	<b>3,075.09</b>	<b>9.50</b>	<b>12.73</b>	<b>-</b>	<b>-</b>	<b>21,060.46</b>
Less: Loss allowance	-	-	(0.21)	(3.09)	(12.73)	-	-	(16.03)
<b>Total trade receivables</b>	<b>1,402.93</b>	<b>16,560.21</b>	<b>3,074.88</b>	<b>6.41</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>21,044.43</b>

#All the trade receivables of the Group have a due date of payment associated with them, therefore separate information is not required to be disclosed.

Trade receivables are non-interest bearing and are generally on terms of 30 to 60 days.

Refer note 38(B)(I)(a) for details of Group's credit risk policy and exposure.

Refer note 39 for trade receivables outstanding from related party.

**10.3** Trade receivable includes receivable amounting to INR NIL lakhs (31 March 2023: ₹ 3,219.97 lakhs) from a customer, which are subject to sales invoice financing arrangement with HDFC Bank Ltd and the customer, where the obligation to pay may arise due to unforeseen event of default by the Holding Company's customer. The Holding Company, therefore, recognised the trade receivables and corresponding borrowings liability in these consolidated financial statements till the payment will be made by the customer to bank on due date in accordance with the requirements of Ind AS 109 - Financial Instruments.

**10.4** During the year, the Holding Company has entered into an arrangement with ICICI Bank Limited to discount its trade receivables on a non recourse basis and accordingly trade receivables amounting to ₹ 5,913.59 Lakhs (31 March 2023: INR NIL) have been derognised in accordance with Ind AS 109 - Financial Instruments.

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

## 11 Cash and cash equivalents

	As at 31 March 2024	As at 31 March 2023
Balance with Banks		
- In current accounts*	1,029.80	216.86
Cheques on hand	181.65	-
Cash on hand	12.00	5.83
<b>Total cash and cash equivalents</b>	<b>1,223.45</b>	<b>222.69</b>

\*Cash and cash equivalent includes ₹ 854.60 Lakhs (31 March 2023: INR NIL) which would be used for meeting Initial Public Offering expenses on behalf of selling shareholders and ₹ 52.21 Lakhs (31 March 2023: ₹ 70.30 Lakhs) in unspent CSR expenditure account. These balances are restricted and are not readily available for other purposes. Also, refer note 39.3 and note 31.2 respectively.

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the current and previous year.

The Group has undrawn borrowing facilities aggregating to ₹ 23,709.57 Lakhs (31 March 2023 ₹ 6,808.84 Lakhs) for future operating activities. This includes INR NIL (31 March 2023: ₹ 1,780.03 Lakhs) towards sales invoice discounting and ₹ 4,086.41 Lakhs (31 March 2023: INR NIL) towards factoring arrangement. (refer note 20).

## 12 Bank balances other than cash and cash equivalents

	As at 31 March 2024	As at 31 March 2023
<i>Balances with banks:</i> *		
Deposits with original maturity of more than three months but less than 12 months	41.81	6.67
Deposits with original maturity of more than 12 months	415.31	227.63
	<b>457.12</b>	<b>234.30</b>
Amount disclosed as "Other financial assets" (refer note 6)	(415.31)	(219.30)
<b>Total bank balances other than cash and cash equivalents</b>	<b>41.81</b>	<b>15.00</b>

\*Margin Money with bank (for guarantees to customers and government authorities) (including accrued interest) amounting to ₹ 457.12 Lakhs (31 March 2023: ₹ 234.30 Lakhs).

There are no repatriation restrictions with regard to bank balances other than cash and cash equivalents as at the end of each year.

## 13 Equity share capital

	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
<b>(i) Authorised share capital</b>				
Equity shares of face value INR 2 each	22,50,00,000	4,500.00	22,50,00,000	4,500.00
	<b>22,50,00,000</b>	<b>4,500.00</b>	<b>22,50,00,000</b>	<b>4,500.00</b>
<b>(ii) Issued, subscribed and fully paid-up shares</b>				
Equity shares of face value INR 2 each	19,71,42,600	3,942.85	19,71,42,600	3,942.85
<b>Total equity share capital</b>	<b>19,71,42,600</b>	<b>3,942.85</b>	<b>19,71,42,600</b>	<b>3,942.85</b>

## Notes forming part of Consolidated Financial Statements

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### (iii) Reconciliation of the shares outstanding at the beginning and at the end of the year

#### Equity shares

	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
<b>Authorised share capital</b>				
At the beginning of the year	22,50,00,000	4,500.00	22,50,00,000	4,500.00
<b>As at the end of the year</b>	<b>22,50,00,000</b>	<b>4,500.00</b>	<b>22,50,00,000</b>	<b>4,500.00</b>
<b>Issued, subscribed and paid-up share capital</b>				
At the beginning of the year	19,71,42,600	3,942.85	20,08,92,600	4,017.85
Buyback of Shares (refer note (vii) below)	-	-	(37,50,000)	(75.00)
<b>As at the end of the year</b>	<b>19,71,42,600</b>	<b>3,942.85</b>	<b>19,71,42,600</b>	<b>3,942.85</b>

### (iv) Terms/rights attached to equity shares

The Holding Company has only one class of equity shares having face value of INR 2 per share. All the existing equity shares rank pari passu in all respects including but not limited to entitlement for dividend, bonus issue and right issue. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Holding Company after settling of all liabilities, in proportion to their shareholding.

### (v) Details of shareholders holding more than 5% shares in the Holding Company\$

Equity shares of face value INR 2 each	As at 31 March 2024		As at 31 March 2023	
	Number	% of Holding	Number	% of Holding
Mr. Kuldip Singh Rathee	7,93,16,439	40.23%	8,14,88,400	41.33%
Mrs. Vijay Rathee	6,89,34,794	34.97%	6,36,76,200	32.30%
Mr. Prashant Rathee	96,59,987	4.90%	2,81,87,999	14.30%
Mr. Aman Rathee	96,59,987	4.90%	2,37,89,998	12.07%
	<b>16,75,71,207</b>	<b>85.00%</b>	<b>19,71,42,597</b>	<b>100.00%</b>

\$Also refer note (ix) below.

### (vi) Aggregate number of equity shares issued as bonus and shares issued for consideration other than cash for the period of five periods immediately preceding the reporting date.

Equity shares of face value INR 2 each	For the year ended					
	31-Mar-2024	31-Mar-2023	31-Mar-2022	31-Mar-2021	31-Mar-2020	31-Mar-2019
Equity shares allotted as fully paid bonus shares by capitalization of reserves						
- number of shares	-	-	-	15,25,81,950	-	-

### (vii) During the year ended 31 March 2023, with the approval of the Board of Directors, the Holding Company offered buyback of 37,50,000 (Thirty seven lakhs fifty thousand only) fully paid-up equity shares of Face Value of ₹ 2/- (Two only) each at a price of ₹ 240/- (Two hundred and forty only) per Equity share, on a proportionate basis through the tender offer process. The buyback procedure was completed in September 2022, which resulted in

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(All amounts are in INR Lakhs, except otherwise stated)

### 13 Equity share capital (Contd..)

a total cash outflow of ₹ 9,000.00 Lakhs (excluding tax on buy back). In accordance with the requirement of the Companies Act, 2013, the amount of ₹ 9,000.00 Lakhs has been adjusted from retained earnings. Consequent to such buyback, the Holding Company extinguished 37,50,000 equity shares, the paid-up equity share capital of the Holding Company was reduced by ₹ 75 Lakhs and capital redemption reserve of ₹ 75 Lakhs (representing the nominal value of the shares bought back) has been created out of retained earnings.

Details of buyback for the current year and five years immediately preceding the reporting date are as follows:

Equity shares of face value INR 2 each	For the year ended					
	31 March 2024	31 March 2023	31 March 2022	31 March 2021	31 March 2020	31 March 2019
- Number of shares buyback	-	37,50,000	25,50,000	-	-	-

### (viii) Equity Shareholding of Promoters

#### Shares held by promoters\*#

Promoter's name	As at 31 March 2024			As at 31 March 2023		
	Number of Shares	% of total shares	% Change during the year	Number of Shares	% of total shares	% Change during the year
Mr. Kuldip Singh Rathee	7,93,16,439	40.23%	-2.67%	8,14,88,400	41.33%	-4.40%
Mrs. Vijay Rathee	6,89,34,794	34.97%	8.26%	6,36,76,200	32.30%	0.00%
	<b>14,82,51,233</b>	<b>75.20%</b>		<b>14,51,64,600</b>	<b>73.63%</b>	

Promoters for the purpose of this disclosure means promoters as defined under section 2(69) of the Companies Act, 2013.

# Also refer note (ix) below.

- (ix) The Board of directors, vide circular resolution passed on 24th August, 2023, took note of the following transfer of shares made by Mr. Prashant Rathee and Mr. Aman Rathee, Directors, Shareholders of the Holding Company to the Promoters of the Company, Mr. Kuldip Singh Rathee and Mrs. Vijay Rathee, by way of gift deeds each dated 23 August 2023 ("Gift Deeds").

Date of transfer	Name of Transferor	Name of Transferee	Nature of Transfer	Number of Equity Shares	Percentage of share capital of the Company (%)	Transfer Price (₹)
23 August 2023	Prashant Rathee	Kuldip Singh Rathee	Gift	1,85,28,012	9.39%	Nil
23 August 2023	Aman Rathee	Vijay Rathee	Gift	1,41,30,011	7.16%	Nil

- (x) The Holding Company has completed an Initial Public Offer ('IPO') of 2,95,71,390 Equity shares having face value of INR 2 each, at an issue price of ₹ 282 per equity share (including share premium of ₹ 280 per equity share), comprising offer for sale of 2,95,71,390 shares by selling shareholders aggregating to ₹ 83,391.32 Lakhs. The equity shares of the Holding Company got listed on BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') on 15 November 2023.

### 14 Other equity

	As at 31 March 2024	As at 31 March 2023
<b>General reserve**</b>	<b>10.05</b>	<b>10.05</b>
<b>Securities premium**</b>	<b>94.05</b>	<b>94.05</b>
<b>Capital redemption reserve</b>		
Balance at the beginning of the year	134.00	59.00

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(All amounts are in INR Lakhs, except otherwise stated)

### 14 Other equity (Contd..)

	As at 31 March 2024	As at 31 March 2023
Add: Additions (refer note 13 (vii))	-	75.00
	<b>134.00</b>	<b>134.00</b>
<b>Retained earnings<sup>@</sup></b>		
Balance at the beginning of the year	60,195.92	59,009.88
Add: Profit for the year	17,376.94	12,295.00
Add: Other comprehensive income	(80.38)	(1.30)
Less: Transferred to Capital Redemption Reserve (refer note 13(vii))	-	(75.00)
Less: Buyback of Shares (refer note 13(vii))	-	(8,925.00)
Less: Income Tax on buyback of shares	-	(2,096.63)
Less: Expenses for increase in authorised share capital*	-	<b>(11.03)</b>
	77,492.48	60,195.92
<b>Total other equity</b>	<b>77,730.58</b>	<b>60,434.02</b>

<sup>@</sup>This includes balance of ₹ 38.29 Lakhs (31 March 2023: 118.67 Lakhs) arising on account of gain/(loss) booked on remeasurement of post employment benefits obligation through other comprehensive income.

\*This amount includes expenses for increase in authorised share capital of the Joint Venture during the year ended 31 March 2023.

\*\* There is no movement during the current and previous year.

Subsequent to year end, The Board of Directors in the meeting dated 18 May 2024 of the Holding Company have considered and recommended a final dividend of ₹ 1 per share (face value of ₹ 2 per share) for the financial year 2023-24 which is subject to approval of the members at the ensuing annual general meeting.

#### 14.1 Nature and purpose of other equity

- **General reserve:** This represents appropriation of profit by the Group and is available for distribution of dividend.
- **Capital redemption reserve:** This represents a non-distributable reserve created as per provisions of section 55 of the Companies Act, 2013 on redemption of 0% Non convertible redeemable preference shares redeemed during the year ended 31 March 2018 and as per provisions of section 68 of the Companies Act, 2013 on Buy back of equity shares for the year ended 31 March 2023 and 31 March 2022.
- **Securities premium:** This represents premium received on issue of shares, which can be utilised only in accordance with the provisions of the Companies Act, 2013 for specified purposes.
- **Retained earnings:** This represents the net profits after all distributions and transfers to other reserves.

### 15 Borrowings (non-current)

	As at 31 March 2024	As at 31 March 2023
<b>Secured borrowings</b>		
<b>Term loan</b>		
From banks (notes (i) to (iv))	29,675.93	18,868.57
From others (note (v))	4,497.59	4,313.50
<b>Total borrowings</b>	<b>34,173.52</b>	<b>23,182.07</b>
Less: Current maturities of long term borrowings	7,393.13	2,297.40
<b>Net borrowings (non-current)</b>	<b>26,780.39</b>	<b>20,884.67</b>

Note :- Borrowings taken from Banks & others have been utilised for the purpose for which they were sanctioned and availed.



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(All amounts are in INR Lakhs, except otherwise stated)

### 15 Borrowings (non-current) (Contd..)

#### Interest rates, repayment and other terms of the borrowings:

##### Term Loans

Particulars	As at 31 March 2024	As at 31 March 2023
(i) Kotak Mahindra Bank Limited: Working Capital Term Loan ₹ 2,700 Lakhs to Holding Company is sanctioned and availed under Emergency Credit Line Guarantee Scheme of National Credit Guarantee Trustee Company Ltd. (NCGTC) and is secured by way of second hypothecation charge on all existing and future current assets and movable fixed assets excluding assets exclusively financed by Term lenders and second hypothecation charge on immovable property being land and building situated at Plot No. 66 & 67, Udyog Vihar, Phase-I, Gurgaon (Haryana). The said loan is also secured by second hypothecation charge on movable fixed assets acquired for Plant situated at Plot No. 13-14, Sector-5, IMT Manesar and second charge over immovable property (Industrial) being land and building situated at Plot No.28, Sector-4, Plot No. 155-156, Sector-5 and Plot No. 13-14, Sector-5, IMT Manesar, Gurgaon-122050 (Haryana). Out of sanctioned loan amount, Rs. 2000 Lakhs was disbursed in March 2021 and Rs. 698.8 Lakhs disbursed in Dec. 2021 with a tenor of 5 years with a moratorium period of 1 year from the date of first disbursement and will be repaid on monthly amortising basis by March 2026. During the year, the rate of interest is changed from 3 months MCLR to repo rate + 2% with effect from 16 December 2023.	1,513.93	2,118.02
(ii) Kotak Mahindra Bank Limited: Working Capital Term Loan ₹ 1,300 Lakhs to Holding Company is sanctioned and availed under Emergency Credit Line Guarantee Scheme of National Credit Guarantee Trustee Company Ltd. (NCGTC) and is secured by way of second exclusive charge on all existing and future current assets and movable fixed assets excluding assets exclusively financed by Term lenders and second exclusive charge on moveable fixed assets of the borrower acquired with the proceeds of working capital term loan (WCTL). The said loan is also secured by second charge on immovable property being land and building situated at Plot No. 66 & 67, Udyog Vihar, Phase-I, Gurgaon (Haryana), second exclusive charge on immovable property being land and building situated at Plot No. 13-14, Sector-5, IMT Manesar, second exclusive charge on immovable property being land and building situated at Plot No.28, Sector-4 and second exclusive charge on immovable property being land and building situated at Plot No. 155-156, Sector-5, Gurgaon, Haryana. The loan was disbursed in March 2023 with a tenor of 6 years with a moratorium period of 2 year from the date of first disbursement and will be repaid on monthly amortising basis by March 2029. During the year, the rate of interest is changed from 3 months MCLR to repo rate + 2% with effect from 16 December 2023.	1,300.00	1,300.00

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### 15 Borrowings (non-current) (Contd..)

Particulars	As at 31 March 2024	As at 31 March 2023
(iii) Kotak Mahindra Bank Limited: Term Loan ₹ 17,400 Lakhs sanctioned and availed by Subsidiary for the capital expenditure related to plant at Alwar, Rajasthan and is secured by first and exclusive hypothecation charge on all existing and future current assets and moveable fixed assets of the Company. The said loan is also secured by first and exclusive charge on immoveable properties being land and building situated at Plot No- SP4-315, Industrial Area, Karoli. This loan is also secured by corporate guarantee of Holding Company. The loan is having tenure of maximum 7 years with moratorium of max 6 months from the date of commercial operations (max moratorium allowed is 2 years from the date of first disbursement). Rate of interest is Repo + 1.80 per annum as at 30 June 2023 and 31 March 2023.	16,571.43	12,850.55
(iv) Kotak Mahindra Bank Limited: Term loan ₹ 4,000 Lakhs sanctioned and availed by Subsidiary for the capex related to plant at Bangalore, Karnataka and is secured by first and exclusive hypothecation charge on moveable fixed assets financed out of this term loan at Bangalore, Karnataka Plant. This loan is also secured by corporate guarantee of Holding Company. The loan is having tenure of maximum 66 months including moratorium of maximum 6 months from the date of first disbursement and will be repaid on quarterly installment basis by September 2028. Rate of interest is 3 Month MCLR.	3,213.00	2,600.00
(v) Kotak Mahindra Bank Ltd.: Term loan ₹ 8,700 lakhs sanctioned and availed by Subsidiary for the capex related to plant at Alwar, Rajasthan and is secured by first and exclusive hypothecation charge on all existing and future receivables / current assets /moveable fixed assets (exclusive that of banglore facility) of the borrower. First and exclusive charge on immoveable properties being land and building situated at Plot No- SP4-315, Industrial Area KAROLI (Auto Zone), Alwar of area 91624 sq. m Allocated by RIICO, belonging to the Borrower. This loan is also secured by corporate guarantee of ASK Automotive Limited (Formerly known as ASK Automotive Private Limited). The loan is having tenure of maximum 66 months including moratorium of maximum 6 months from the date of first disbursement) and will be repaid on quarterly installment basis by September 2028. Rate of interest is 3 Month MCLR.	7,077.57	-

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### 15 Borrowings (non-current) (Contd..)

Particulars	As at 31 March 2024	As at 31 March 2023
(vi) Bajaj Finance Limited: Term Loan ₹ 5,500 lakhs is sanctioned and availed by Holding Company for reimbursement of expenditure on plant and machinery, out of which ₹ 2,000 lakhs was disbursed in March 2022 with a tenor of 5 years including 1 year moratorium, repayment in monthly installments started from May 2023 and ending in April 2027. The loan is secured by exclusive charge over plant and machinery reimbursed out of the said loan. Rate of interest is 8.10% p.a. Further, ₹ 1,700 lakhs was disbursed in January 2023 repayment in monthly installments started from May 2023 and ending in June 2027. The loan is secured by exclusive charge over plant and machinery reimbursed out of the said loan. Rate of interest is 8.50% p.a. Further, ₹ 614 lakhs was disbursed in March 2023, repayment in monthly installments started from May 2023 and ending in June 2027. The loan is secured by exclusive charge over plant and machinery reimbursed out of the said loan. Rate of interest is 8.50% p.a. Further, ₹ 1,186 lakhs was disbursed in July 2023 repayment, in monthly installments started from September 2023 and ending in June 2027. The loan is secured by exclusive charge over plant and machinery reimbursed out of the said loan. Rate of interest is 8.50% p.a. In addition, financial covenants to be maintained during the tenure of the loan are 1) External Debt/Earning before interest depreciation and tax (ED/EBIDTA): not more than 2x and 2) External Debt/Tangible Networth (ED/TNW): not more than 1.25x.	4,497.59	4,313.50
<b>Total Secured borrowings (Non-Current)</b>	<b>34,173.52</b>	<b>23,182.07</b>

### 16 Lease Liabilities

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
Lease liability (refer note 43)	131.09	144.78	721.81	265.18
<b>Total Lease liabilities</b>	<b>131.09</b>	<b>144.78</b>	<b>721.81</b>	<b>265.18</b>

### 17 Provisions

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
<b>Provision for employee benefits</b>				
Provision for gratuity (refer note 17.1)	522.23	2,469.68	522.16	2,128.48
Provision for compensated absences	217.91	551.53	199.97	436.78
<b>Total provisions</b>	<b>740.14</b>	<b>3,021.21</b>	<b>722.13</b>	<b>2,565.26</b>

#### 17.1 Defined benefit plan and long term employment benefits

##### A General description:

##### Gratuity (Defined benefit plan):

Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Every employee who has completed five years or more of service gets a gratuity on retirement/leaving the organisation included in the Group at 15 days salary (last drawn salary) for each completed year of service. The scheme is unfunded. Actuarial gains or losses are recognised in other comprehensive income.

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## 17 Provisions (Contd..)

### Compensated absence (other long term employee benefits):

The employees of the Group are entitled to leaves as per the leave policy of the respective Company's in the Group. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised based on actuarial valuation. The expense related to compensated absences are recognised in consolidated statement of profit and loss as employee benefits expense.

### B A reconciliation of the Groups's defined benefit obligation (DBO) and plan assets, i.e. the gratuity plan, to the amounts presented in the statement of financial position for each of the reporting year is presented below:

	As at 31 March 2024	As at 31 March 2023
<b>Assets and liability (Balance Sheet position)</b>		
Present value of obligation	2,991.91	2,650.64
<b>Net liability</b>	<b>2,991.91</b>	<b>2,650.64</b>

### C Expenses recognised during the year\*

	For the year ended 31 March 2024	For the year ended 31 March 2023
In income statement	495.32	408.90
In other comprehensive income	102.35	(7.17)
<b>Total expenses recognised during the year</b>	<b>597.67</b>	<b>401.73</b>

\* During the year ended 31 March 2023, the expense recognised in the statement of profit and loss is lower by ₹ 20.69 Lakhs vis-a-vis the actuarial valuation report on account of transfer of employees within the Group Companies.

### D Defined benefit obligation

The details of the Groups's defined benefits obligations are as follows:

#### Changes in the present value of obligation

	For the year ended 31 March 2024	For the year ended 31 March 2023
Present value of obligation as at the beginning of year	2,650.64	2,366.16
Current service cost	301.40	269.11
Interest expense	193.92	158.42
Past service cost, including losses/(gains) on curtailments	-	2.07
Re-measurement or actuarial (gain) / loss arising from:		
- change in demographic assumptions	9.50	(22.89)
- change in financial assumptions	22.71	(98.33)
- experience adjustments	70.13	114.05
Benefits paid	(256.39)	(137.95)
<b>Present value of obligation as at year end</b>	<b>2,991.91</b>	<b>2,650.64</b>

### E Bifurcation of net liability

	As at 31 March 2024	As at 31 March 2023
Current liability	522.23	522.16
Non-current liability	2,469.68	2,128.48
<b>Net liability</b>	<b>2,991.91</b>	<b>2,650.64</b>

# Notes forming part of Consolidated Financial Statements

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## 17 Provisions (Contd..)

### F Expenses recognised in the consolidated statement of profit and loss

	For the year ended 31 March 2024	For the year ended 31 March 2023
Current service cost	301.40	269.11
Net interest cost on the net defined benefit liability	193.92	158.42
Past service cost, including losses/(gains) on curtailments	-	2.07
<b>Expenses recognised in the consolidated statement of profit and loss</b>	<b>495.32</b>	<b>429.60</b>

### G Other comprehensive income

	For the year ended 31 March 2024	For the year ended 31 March 2023
Actuarial losses / (gains)		
- change in demographic assumptions	9.50	(22.89)
- change in financial assumptions	22.71	(98.33)
- experience variance	70.13	114.05
<b>Components of defined benefit costs recognised in other comprehensive income</b>	<b>102.34</b>	<b>(7.17)</b>

### H Financial assumptions: The principal financial assumptions used in the valuation are shown in the table below:

	As at 31 March 2024	As at 31 March 2023
Discount rate (per annum)	7.15%	7.30%
Salary growth rate (per annum)	9.00%	9.00%

### I Demographic assumptions

	As at 31 March 2024	As at 31 March 2023
Mortality rate (% of IALM 2012-14)	100.00%	100.00%
Withdrawal rate (all ages)	14% - 14.5%	12% - 16%

These assumptions were developed by management with the assistance of independent actuary. Discount factors are determined close to each period/year end by reference to market yields of high quality corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

### J Sensitivity analysis: Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period/year, while holding all other assumptions constant. The results of sensitivity analysis is given below:

	As at 31 March 2024	As at 31 March 2023
Defined benefit obligation (Base)	2,991.91	2,650.64

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## 17 Provisions (Contd..)

	As at 31 March 2024		As at 31 March 2023	
	Decrease	Increase	Decrease	Increase
Discount rate (- / + 100 bps)	3,163.46	2,836.82	2,792.26	2,521.93
(% change compared to base due to sensitivity)	5.73%	(5.18%)	5.34%	(4.86%)
Salary growth rate (- / + 100 bps)	2,856.57	3,134.11	2,535.82	2,770.77
(% change compared to base due to sensitivity)	(4.52%)	4.75%	(4.33%)	4.53%
Attrition rate (- / + 50% of attrition rate)	3085.63	2942.95	2729.64	2609.68
(% change compared to base due to sensitivity)	3.13%	(1.64%)	2.98%	(1.55%)

The change in defined benefit obligation due to 100 bps increase/decrease in mortality rate, if all other assumptions remain constant is negligible.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

There is no change in the method of valuation for the prior year.

### K The following are expected maturity profile of defined benefit payments in future years:

	As at 31 March 2024	As at 31 March 2023
<b>Duration of defined benefit payments (valued on undiscounted basis)</b>		
Within the next 12 months	542.26	522.16
Between 2 and 5 years	1,591.55	1,457.20
Beyond 5 years	2,653.36	2,151.03
<b>Total expected payments</b>	<b>4,787.17</b>	<b>4,130.39</b>

The weighted average duration (based on discounted cashflows) of the defined benefit plan obligation at the end of the reporting period is 5 years (31 March 2023: 5 years)

## 18 Other liabilities

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
Deferred government grant	389.07	-	14.14	-
Advances from customers	1,539.94	-	1,180.47	-
Statutory dues payable	3,142.69	-	2,534.83	-
<b>Total other liabilities</b>	<b>5,071.70</b>	<b>-</b>	<b>3,729.44</b>	<b>-</b>

## 19A Deferred tax liabilities (net)

	As at 31 March 2024	As at 31 March 2023
<b>Amount attributable to:</b>		
Property, plant and equipment and intangible assets	3,630.10	3,671.90
Provision for compensated absences	(188.02)	(160.08)
Provision for gratuity	(748.77)	(666.44)
Provision for bonus	(47.94)	(45.36)
Other temporary differences	(7.32)	(3.91)
<b>Total deferred tax liabilities (net)</b>	<b>2,638.05</b>	<b>2,796.11</b>



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## 19 A Deferred tax liabilities (net) (Contd..)

### 19A.1 Movement in deferred tax liabilities

As at 31 March 2024

Particulars	As at 31 March 2023	Consolidated Statement of profit and loss for the year ended 31 March 2024	Other Comprehensive Income for the year ended 31 March 2024	As at 31 March 2024
<b>Non-current assets</b>				
Property, plant and equipment and intangible assets	3,671.90	(41.80)	-	3,630.10
<b>Provisions</b>				
Provision for compensated absences	(160.08)	(27.94)	-	(188.02)
Provision for gratuity	(666.44)	(55.56)	(26.77)	(748.77)
Provision for bonus	(45.36)	(2.58)	-	(47.94)
<b>Other liabilities</b>				
Other temporary differences	(3.91)	(3.41)	-	(7.32)
<b>Total</b>	<b>2,796.11</b>	<b>(131.29)</b>	<b>(26.77)</b>	<b>2,638.05</b>

As at 31 March 2023

Particulars	As at 31 March 2022	Consolidated Statement of profit and loss for the year ended 31 March 2023	Other Comprehensive Income for the year ended 31 March 2023	As at 31 March 2023
<b>Non-current assets</b>				
Property, plant and equipment and intangible assets	3788.55	(116.65)	-	3,671.90
<b>Provisions</b>				
Provision for compensated absences	-148.85	(11.23)	-	(160.08)
Provision for gratuity	-595.51	(72.73)	1.80	(666.44)
Provision for bonus	-64.88	19.52	-	(45.36)
<b>Other liabilities</b>				
Other temporary differences	-7.89	3.98	-	(3.91)
<b>Total</b>	<b>2,971.42</b>	<b>(177.11)</b>	<b>1.80</b>	<b>2,796.11</b>

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Deferred tax credit to consolidated statement of profit and loss account	(131.29)	(177.11)
Deferred tax (credit)/expense in Other Comprehensive Income	(26.77)	1.80
<b>Total</b>	<b>(158.06)</b>	<b>(175.31)</b>

### 19B Deferred tax Assets (net)\*\*

	As at 31 March 2024	As at 31 March 2023
<b>Amount Attributable to:</b>		
Property, plant and equipment and intangible assets	(417.27)	-
Provision for compensated absences	3.83	-
Provision for gratuity	2.89	-
Provision for bonus	5.08	-
Business loss	755.79	-
<b>Total Deferred tax Assets (net)</b>	<b>350.32</b>	<b>-</b>

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

## 19 B Deferred tax Assets (net) (Contd..)

### 19 B.1 Movement in deferred tax assets

As at 31 March 2024

Particulars	As at 31 March 2023	Consolidated Statement of profit and loss for the year ended 31 March 2024	Other comprehensive income for the year ended 31 March 2024	As at 31 March 2024
<b>Non-current assets</b>				
Property, plant and equipment and intangible assets	-	(417.27)	-	(417.27)
<b>Provisions</b>				
Provision for compensated absences	-	3.83	-	3.83
Provision for gratuity	-	3.90	(1.01)	2.89
Provision for bonus	-	5.08	-	5.08
<b>Other liabilities</b>				
Business loss	-	755.79	-	755.79
<b>Total</b>	-	<b>351.33</b>	<b>(1.01)</b>	<b>350.32</b>

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Deferred tax Credit to consolidated statement of profit and loss account	351.33	-
Deferred tax (Credit)/Charged in Other Comprehensive Income	(1.01)	-
<b>Total</b>	<b>350.32</b>	<b>-</b>

\*Comparative year figures are not shown above since the Subsidiary has not recognised deferred tax assets in previous year.

#Profit after tax for the year ended 31 March 2024 includes ₹ 350.32 Lakhs on account of deferred tax asset recognised on reassessment of utilisation of unabsorbed business losses by the subsidiary company taking into consideration the current financial position, the future projections and the recognition and measurement principles of Indian Accounting Standard (Ind AS 12 - Income Taxes).

## 20 Borrowings (Current)

	As at 31 March 2024	As at 31 March 2023
<b>Loan repayable on demand</b>		
<b>Secured</b>		
Working capital facilities (note (i) to (vi))	137.42	5,398.95
Current maturities of long term borrowing	7,393.13	2,297.40
<b>Unsecured</b>		
Borrowings on account of sales invoice discounting (refer note 20.1)	-	3,219.97
<b>Borrowings (current)</b>	<b>7,530.55</b>	<b>10,916.32</b>

### Interest rates and repayment terms of the borrowings:

Working Capital facilities from banks	As at 31 March 2024	As at 31 March 2023
<b>(i) HDFC Bank Limited:</b> Working Capital facility secured by first pari passu charge on current assets and movable fixed assets of the Holding Company both present and future excluding assets exclusively financed by term lenders. The said loan is also secured by first pari passu charge on immovable property being land and building at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana). In addition, financial covenants to be maintained during the tenure of the loan are 1) Total outside liability/ Tangible net worth (TOL/TNW): less than 1.00x and 2) Current Ratio: more than 1.00x .	-	1,839.19

## Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

### 20 Borrowings (Current) (Contd..)

Working Capital facilities from banks	As at 31 March 2024	As at 31 March 2023
(ii) <b>Kotak Mahindra Bank Limited:</b> Working capital facility, availed by Holding Company, is secured by first pari passu hypothecation charge on all existing and future current assets and all existing and future movable fixed assets excluding assets exclusively financed by term lenders. The said loan is also secured by first pari passu mortgage charge on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).	98.68	804.29
(iii) <b>Axis Bank Limited:</b> Working Capital facility, availed by Holding Company, from Axis Bank Limited is secured by way of first pari passu hypothecation charge on entire current assets and movable fixed assets (excluding assets exclusively financed by term lenders) both present and future of the company. The said loan is also secured by first pari passu charge by way of equitable mortgage on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).	2.80	2,187.46
(iv) <b>Citi Bank N.A. :</b> Working capital facility, availed by Holding Company, is secured by First pari passu charge on present and future stocks and book debts and first pari passu charge on all movable fixed assets of the Company except the assets which are exclusively charged to any lender for term loan facility. The said loan is also secured by way of equitable mortgage on land & building located at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).	24.53	568.01
(v) <b>Kotak Mahindra Bank Limited:</b> Working capital facility is secured by first and exclusive hypothecation charge on all existing and future receivables/ current assets / moveable assets / moveable fixed assets of the borrower. The said loan is also secured by first and exclusive charge on immovable property being land and building situated at Plot No. SP4-315, Industrial Area Karoli (Auto Zone), Alwar.	11.41	-
(vi) <b>ICICI Bank Limited :</b> Working Capital facility from ICICI Bank Limited is secured by way of first pari passu hypothecation charge on entire current assets and movable fixed assets (excluding assets exclusively financed by term lenders) both present and future of the company. The said loan is also secured by first pari passu charge by way of equitable mortgage on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).	-	-
<b>Total working capital facilities from banks</b>	<b>137.42</b>	<b>5,398.95</b>

**20.1** Borrowings on account of sales invoice discounting represents invoices discounted from HDFC Bank Limited.

### 21 Trade payables

Particulars	As at 31 March 2024	As at 31 March 2023
Total outstanding dues of micro enterprises and small enterprises (refer note 21.1)	4,021.45	4,319.55
Total outstanding dues of creditors other than micro enterprises and small enterprises	20,752.76	12,665.64
<b>Total trade payables</b>	<b>24,774.21</b>	<b>16,985.19</b>

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 21 Trade payables (Contd..)

### 21.1 Disclosures under Micro, Small and Medium Enterprises Development Act, 2006

The micro enterprises and small enterprises (MSME) have been identified by the Group from the available information. According to such identification, the disclosures in respect to Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 is as follows:

Particulars	As at 31 March 2024	As at 31 March 2023
(i) Details of dues to micro and small enterprises as per MSMED Act, 2006 the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- principal amount	4,021.45	4,319.55
- interest amount	Nil	Nil
(ii) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period/year;	Nil	Nil
(iii) The amount of interest due and payable for the period/year] (where the principal has been paid but interest under the MSMED Act, 2006 not paid);	Nil	Nil
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting period/year; and	Nil	Nil
(v) 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 section 23 of MSMED Act, 2006	Nil	Nil

### 21.2 Trade payables- Ageing Schedule\*\*

As at 31 March 2024

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment#				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	3,996.22	25.21	-	-	-	4,021.43
(ii) Others	4,751.28	15,028.26	950.46	22.77	-	-	20,752.76
<b>Total</b>	<b>4,751.28</b>	<b>19,024.48</b>	<b>975.67</b>	<b>22.77</b>	<b>-</b>	<b>-</b>	<b>24,774.19</b>

# All the Trade payables of the Group have a due date of payment associated with them, therefore separate information is not required to be disclosed.

\*\*The Company does not have any disputed outstanding balances.

### 21.3 Trade payables- Ageing Schedule\*\*

As at 31 March 2023

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment#				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	4,274.51	45.04	-	-	-	4,319.55
(ii) Others	2,992.59	8,575.18	1,076.23	21.16	0.48	-	12,665.64
<b>Total</b>	<b>2,992.59</b>	<b>12,849.69</b>	<b>1,121.27</b>	<b>21.16</b>	<b>0.48</b>	<b>-</b>	<b>16,985.19</b>

# All the Trade payables of the Group have a due date of payment associated with them, therefore separate information is not required to be disclosed.

\*\*The Company does not have any disputed outstanding balances.

## Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 22 Other financial liabilities carried at amortised cost

	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
Capital creditors*	1,488.44	-	2,233.93	-
Interest accrued	180.22	-	130.20	-
Employee related payable	1,290.47	-	1,375.43	-
Security deposit received	128.75	-	118.50	-
Others liabilities#	1,146.83	-	18.39	-
<b>Total other financial liabilities</b>	<b>4,234.71</b>	<b>-</b>	<b>3,876.45</b>	<b>-</b>

# This includes provision for Initial Public Offering expenses of ₹ 1,146.66 Lakhs (31 March 2023: INR NIL). (Refer note 39.3)

22.1 Capital creditors	As at 31 March 2024	As at 31 March 2023
Total outstanding dues of micro enterprises and small enterprises (refer note 22.2)	307.95	381.53
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,180.49	1,852.40
<b>Total Capital creditors</b>	<b>1,488.44</b>	<b>2,233.93</b>

### 22.2 Disclosures under Micro, Small and Medium Enterprises Development Act, 2006 for Capital creditors

The micro enterprises and small enterprises have been identified by the Group from the available information. According to such identification, the disclosures in respect to Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 is as follows:

Particulars	As at 31 March 2024	As at 31 March 2023
(i) Details of dues to micro and small enterprises as per MSMED Act, 2006 the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting period/year		
- principal amount	307.95	381.53
- interest amount	Nil	Nil
(ii) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period/year;	Nil	Nil
(iii) The amount of interest due and payable for the period/year (where the principal has been paid but interest under the MSMED Act, 2006 not paid);	Nil	Nil
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting period/year; and	Nil	Nil
(v) 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 section 23	Nil	Nil

### 23 Current tax liabilities (net)

	As at 31 March 2024	As at 31 March 2023
Opening provision for income tax	281.28	268.87
Provision created during the year	6,115.75	4,853.66
Less: Tax paid for the current year	(6,011.50)	(4,572.38)
Less: Tax paid /reversed for the prior year	(281.28)	(268.87)
<b>Total current tax liabilities (net)</b>	<b>104.25</b>	<b>281.28</b>

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 24 Revenue from operations

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Revenue from operations</b>		
Sale of products	2,94,007.66	2,51,892.35
Sale of services	1,651.76	832.69
<b>Other operating revenue</b>		
Sale of packing material		-
Duty drawback and export benefits	270.43	203.71
Incentive from State Government	187.42	-
Scrap sales	3,337.67	2,587.91
<b>Total revenue from operations</b>	<b>2,99,454.94</b>	<b>2,55,516.66</b>

The revenue from customers (having more than 10% of total revenue) during the year is ₹ 1,80,066.30 lakhs (31 March 2023: ₹ 1,54,465 lakhs) arising from sale of products and services.

Revenue is mainly derived from three major customers which account for 31.94% (31 March 2023: 34.52%), 14.69% (31 March 2023: 15.57%), 13.49% (31 March 2023: 10.74%) of the Group respectively arising from sale of products and services.

Refer note 45 for detailed disclosure.

## 25 Other income

	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income on financial assets carried at amortised cost		
Bank deposits	22.06	64.71
Unsecured loans	91.45	95.99
Others	37.70	23.53
Interest income on security deposit measured at fair value	21.42	19.80
Foreign exchange gain (net)	153.06	261.58
Profit on sale of property, plant and equipment (net)	-	36.26
Profit on sale of assets held for sale	-	6.00
Government grant	131.71	284.26
Rental income	0.35	0.56
Excess liability / provision written back	241.67	138.43
Profit on sale of investments	2.06	-
Miscellaneous income	338.31	180.04
<b>Total other income</b>	<b>1,039.79</b>	<b>1,111.16</b>

## 26 Cost of material consumed

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Raw material consumed*</b>		
At the beginning of year	3,607.49	2,852.35
Add: Purchases during the year	2,06,410.11	1,80,613.04
Less: At the end of the year	3,486.03	3,607.49
<b>Total cost of material consumed</b>	<b>2,06,531.57</b>	<b>1,79,857.90</b>

\*Includes packing material also.



## Notes forming part of Consolidated Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

### 27 Changes in inventories of finished goods and work-in-progress

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Opening balance</b>		
Finished goods	6,345.71	4,906.17
Work-in-progress	3,721.11	3,481.02
<b>Total opening balance</b>	<b>10,066.82</b>	<b>8,387.19</b>
<b>Closing Balance</b>		
Finished goods	7,195.57	6,345.71
Work-in-progress	5,145.45	3,721.11
<b>Total closing balance</b>	<b>12,341.02</b>	<b>10,066.82</b>
<b>Total changes in inventories of finished goods and work-in-progress</b>	<b>(2,274.20)</b>	<b>(1,679.63)</b>

### 28 Employee benefits expense

	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries, wages and bonus	14,421.89	11,894.25
Contribution to provident fund and other funds (refer note 28.1)	723.44	608.24
Gratuity (refer note 17.1)	495.32	408.90
Compensated absences	211.17	88.73
Staff welfare expenses	1,200.52	936.55
<b>Total employee benefits expense</b>	<b>17,052.34</b>	<b>13,936.67</b>

#### 28.1 Defined contribution plan

The Group has certain defined contribution plans. The contributions are made to provident fund in India for employees at the prescribed rates of the basic salary as per the Employees' Provident Funds and Miscellaneous Provisions Act, 1952. The contributions are made to recognised provident fund administered by the government. The obligation of the Group is limited to the amount contributed and it has no further contractual nor any constructive obligation.

Contribution to provident fund and other funds	For the year ended 31 March 2024	For the year ended 31 March 2023
Provident fund	677.18	569.18
Employee's state insurance	46.26	39.06
	<b>723.44</b>	<b>608.24</b>

### 29 Finance costs

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Interest</b>		
Interest expenses on financial liabilities measured at amortised cost	2,788.56	1,017.55
Interest on delayed payment of statutory dues	0.45	3.72
Interest on lease liability	45.33	86.64
<b>Others</b>		
Other borrowing cost	21.60	11.09
<b>Total finance costs</b>	<b>2,855.94</b>	<b>1,119.00</b>

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

## 30 Depreciation and amortisation expense

	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation of property, plant and equipment (refer note 3)	6,064.36	5,273.29
Amortisation of other intangible assets (refer note 4C)	100.22	114.35
Amortisation of right of use assets (refer note 4A)	734.07	682.75
<b>Total depreciation and amortisation expense</b>	<b>6,898.65</b>	<b>6,070.39</b>

## 31 Other expenses

	For the year ended 31 March 2024	For the year ended 31 March 2023
Power and fuel	10,750.46	9,282.04
Consumption of stores and spares	6,554.80	5,456.72
Job work charges	6,108.78	4,561.23
Contractual labour charges	15,657.69	12,796.23
Freight and forwarding	4,117.36	3,132.91
Rent expenses	346.51	264.10
Rates and taxes	126.71	99.85
Repair and maintenance		
- Plant and machinery	459.03	427.95
- Building	254.36	246.08
- Others	326.48	282.86
Sales and promotion expenses	345.23	357.67
Travelling and conveyance	624.02	499.92
Telephone and communication expenses	63.13	54.76
Insurance	308.49	252.73
Security expenses	444.85	376.73
Legal and professional expenses	807.25	971.17
Payment to auditor (refer note 31.1)	77.67	56.24
Testing expenses	110.95	89.39
Royalty	217.98	229.43
Provision for doubtful debts	30.72	12.12
Running and maintenance of vehicles	159.47	131.88
Amount written off	1.04	20.74
Property, plant and equipment written off	20.44	41.13
Loss on sale of property, plant and equipment	18.78	-
Corporate social responsibility expenditure (refer note 31.2)	299.49	275.05
Sitting fees & commission to non-executive directors	100.25	-
Miscellaneous expenses	362.17	311.65
<b>Total other expenses</b>	<b>48,694.11</b>	<b>40,230.58</b>

### 31.1 Payment to auditor (excluding Goods and Services tax wherever applicable) #

	For the year ended 31 March 2024	For the year ended 31 March 2023
As auditor		
- Audit fee (Statutory audit and Limited reviews)	75.00	49.50
- Other Services	0.60	3.40
- Out of pocket expenses	2.07	3.34
	<b>77.67</b>	<b>56.24</b>

# Excludes amount ₹ 135.82 Lakhs for the year ended 31 March 2024 (31 March 2023: 41.00 Lakhs) charged towards special purpose audit and certification and other services which is part of Initial Public Offering (IPO) received from selling shareholders. (Refer note 39.3)

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

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## 31 Other expenses (Contd..)

### 31.2 Corporate social responsibility expenditure

In accordance with the provisions of section 135 of the Companies Act 2013, the Board of Directors of the Holding Company had constituted a Corporate Social Responsibility (CSR) Committee. The CSR Committee has been examining and evaluating suitable proposals for deployment of funds towards CSR initiatives. During the year ended 31 March 2024, Holding Company has contributed following sums towards CSR initiatives.

**Details of CSR expenditure incurred by the Group during the period is outlined below:**

	For the year ended 31 March 2024	For the year ended 31 March 2023
Amount required to be spent during the year <sup>®</sup>	299.49	275.05
Amount spent during the period on:		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above	200.71	215.44
<b>Shortfall<sup>®</sup></b>	<b>98.78</b>	<b>59.61</b>

<sup>®</sup>The Shortfall amount of ₹ 98.78 Lakhs (31 March 2023: ₹ 59.61 Lakhs) forms part of the ongoing projects.

Details of expenditure incurred	For the year ended 31 March 2024	For the year ended 31 March 2023
Contribution to a Trust ("AHSAAAS") promoted by the Holding Company for its CSR activities towards promoting healthcare including preventive healthcare, promoting education, empowering women and other activities as defined under section 135 of the Companies Act, 2013	45.50	63.17
Expenditure directly incurred by the Holding Company	155.21	152.27
<b>Total expense incurred by the Holding Company</b>	<b>200.71</b>	<b>215.44</b>

#### (a) Details of Unspent CSR Expenditure on Ongoing Projects (Section 135(6))

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>With Holding Company</b>		
Opening Balance	60.00	12.50
Unspent amount for the year*	100.00	60.00
Transferred to Separate CSR Unspent A/c	60.00	12.50
<b>Closing Balance</b>	<b>100.00</b>	<b>60.00</b>
<b>In Separate CSR Unspent A/c</b>		
Opening Balance	70.30	65.64
Transferred from Holding Company	60.00	12.50
Amount spent during the year <sup>#</sup>	78.09	7.84
<b>Closing Balance</b>	<b>52.21</b>	<b>70.30</b>

<sup>#</sup> This is the amount transferred by the Holding Company to the AHSAAAS during the year, actual amount spent by the AHSAAAS during the year is ₹ 79.18 lakhs (31 March 2023: ₹ 6.76 Lakhs).

\* The Board of the Holding Company during the year has approved ₹ 100.00 Lakhs (31 March 2023: ₹ 60 lakhs) for ongoing projects.

As per Section 135(6) of the Companies Act 2013, the Holding Company is required to transfer the unspent amount pertaining to ongoing project to a special account called "Unspent Corporate Social Responsibility Account" within 30 days from end of respective financial year. In this regard, the Holding Company has transferred ₹ 100 Lakhs (31 March 2023: ₹ 60 Lakhs) to the special account on 26 April 2024. Out of the amounts deposited in the bank account for prior period, Holding Company has transferred to AHSAAAS ₹ 78.09 Lakhs (31 March 2024: ₹ 7.84 lakhs).

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

## 32 Income tax expense

### (i) Statement of Consolidated Profit and Loss / Other Comprehensive Income

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Statement of Consolidated Profit and Loss</b>		
<b>Income tax expense</b>		
Current year	6,115.75	4,851.05
Prior years	(13.03)	6.63
Deferred tax (credit)/charge during the year (refer note 19.1)	(482.62)	(177.11)
<b>Total</b>	<b>5,620.10</b>	<b>4,680.57</b>
<b>Other Comprehensive Income (OCI)</b>		
Deferred tax (credit)/charge during the year (refer note 19.1)	(25.76)	1.80
<b>Total income tax expense</b>	<b>5,594.34</b>	<b>4,682.37</b>

### (ii) Reconciliation of effective tax rate:

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit before income tax expense	22,997.04	16,975.57
Other Comprehensive income before tax	(106.14)	0.50
<b>Total Comprehensive income before tax</b>	<b>22,890.90</b>	<b>16,976.07</b>
<b>Tax using the Company's domestic tax rate 25.168%</b>	<b>5,761.18</b>	<b>4,272.54</b>

### Tax effect of amounts which are not deductible (taxable) in calculating taxable income:

	For the year ended 31 March 2024	For the year ended 31 March 2023
Corporate social responsibility expenditure	75.38	69.22
Impact of share of net (income)/losses of joint venture	(414.30)	149.97
Differential impact of lower tax rate for subsidiary company	145.47	96.04
Tax provision for earlier year	(13.03)	6.63
Government grant income	(33.15)	(71.54)
Impact of business losses of subsidiary company considered in current year	(88.67)	-
Impact of interest capitalization	86.59	-
Others	74.87	159.51
	<b>5,594.34</b>	<b>4,682.37</b>

## 33 Earning per share

Earnings per share is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding. The reconciliation of the weighted average number of shares for the purposes of diluted earnings per share to the weighted average number of ordinary equity shares used in the calculation of basic earnings per share is as follows:

Number of Shares	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening	19,71,42,600	20,08,92,600
Buyback of Shares (Refer note 13 (vii))	-	(37,50,000)
<b>Closing</b>	<b>19,71,42,600</b>	<b>19,71,42,600</b>

## Notes forming part of Consolidated Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

### 33 Earning per share (Contd..)

Weighted average number of shares	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening	19,71,42,600	20,08,92,600
Adjusted buyback of shares	-	(19,00,685)
<b>Closing</b>	<b>19,71,42,600</b>	<b>19,89,91,915</b>

The numerators and denominators used to calculate the basic and diluted EPS are as follows:

	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit attributable to equity holders of the Holding Company (A)	17,376.94	12,295.00
Numbers of equity shares (B)	19,71,42,600	19,71,42,600
Weighted average number of equity shares (C)	19,71,42,600	19,89,91,915
Nominal value per equity share (refer note 13(iv))	2.00	2.00
<b>Earnings per equity share (INR)</b>		
Basic and Diluted (D) (D=A/C)	<b>8.81</b>	<b>6.18</b>

### 34 Segment Reporting

The business activity of the Group falls within one operating segment viz. manufacturing of auto components including advanced braking systems, aluminium lightweighting precision solutions and safety control cables primarily for automobile industry and substantial sale of the products is within India. The Board of Directors, which has been identified as being the Chief Operating Decision Maker (CODM), evaluates the Group's performance, allocate resources based on the analysis of the various performance indicator of the Group as a single unit. Therefore there is one reportable segment for the Group.

For information about geographical areas and revenue from major customers, refer note 45 (A) and 24 respectively.

### 35 Information about interest in joint venture

#### Interest in joint venture

No.	Name	Principal place of business	Ownership interest as at 30 June 2023	Ownership interest as at 31 March 2023
1	ASK Fras-Le Friction Private Limited	India	49%	49%

The Holding Company's interest in joint venture in the jointly controlled operations as at 31 March 2024 are as follows:

No.	Name of joint venture partner	Description of interest	Nature of operation	Country of incorporation
1	Fras-Le S.A., Brazil	Jointly controlled operation	A joint venture agreement effective from 5 December 2017. The principal activity of the venture is the production and marketing of commercial vehicle brake pads and brake linings (also refer note 35.1 below)	India

35.1 As per joint venture agreement, the scope and value of work of each partner has been clearly defined and accepted by the partners. The Holding Company's share in the joint venture company is duly accounted for in the accounts of the Holding Company in accordance with such division of work and therefore does not require separate disclosure.

No.	Name	Principal place of business	% of Ownership	Carrying Amount*	
				As at 31 March 2024	As at 31 March 2023
1	ASK Fras-Le Friction Private Limited	India	49%	2,050.20	404.06

\* Quoted price of the investment has not been disclosed as the same is not available, due to the reason that the joint venture is not a listed company.

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## 35 Information about interest in joint venture (Contd..)

### 35.2 Summarised financial information of joint venture

#### Summarised financial position

	As at 31 March 2024	As at 31 March 2023
Cash and cash equivalents	162.27	416.78
Other assets	4,689.39	3,908.18
<b>Total current assets</b>	<b>4,851.66</b>	<b>4,324.96</b>
<b>Total non-current assets</b>	<b>8,370.49</b>	<b>7,604.91</b>
Financial liabilities (excluding trade payable)	3,988.34	4,484.92
Other liabilities	2,586.62	2,786.81
<b>Total current liabilities</b>	<b>6,574.96</b>	<b>7,271.73</b>
<b>Total non-current liabilities</b>	<b>2,105.69</b>	<b>3,003.12</b>
<b>Net assets</b>	<b>4,541.50</b>	<b>1,655.02</b>

#### Summarised financial performance

	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit/(Loss) from operating operations	2,894.21	(1,201.56)
Other comprehensive income	(7.74)	(13.61)
<b>Total comprehensive income</b>	<b>2,886.47</b>	<b>(1,215.17)</b>

#### Reconciliation to carrying amount of ASK Fras Le Friction Private Limited

	As at 31 March 2024	As at 31 March 2023
<b>Opening net assets</b>	<b>1,655.02</b>	<b>442.69</b>
Addition in capital during the year	-	2,450.00
Profit/(Loss) for the year	2,894.21	(1,201.56)
Expenses for increase in authorised share capital	-	(22.50)
Other comprehensive income	(7.74)	(13.61)
<b>Total net assets</b>	<b>4,541.49</b>	<b>1,655.02</b>
Less: Addition in capital reserve not considered for Group share %	(59.27)	(59.27)
<b>Closing net assets</b>	<b>4,482.22</b>	<b>1,595.75</b>
Group Share %	49%	49%
<b>Gross value of investment</b>	<b>2,196.29</b>	<b>781.92</b>
Less : Elimination of gain on transfer of assets to joint venture on consolidation (cumulative)	146.09	377.86
Add : Addition of capital during the year	-	-
<b>Net carrying value of investment</b>	<b>2,050.20</b>	<b>404.06</b>

35.3 In respect of wholly owned subsidiary - As on 31 March 2024, the net worth of the Subsidiary is ₹ (1858.40) Lakhs. This is due to the fact that the Subsidiary has established a new mega manufacturing facility at Karoli, Rajasthan and the plant has commenced its operations in the current year and have not achieved the full capacity utilisation. The Holding Company has given a letter of continued financial support to the Subsidiary to meet its funding requirements. The operations of the Subsidiary will benefit significantly from the established market position of its Holding Company once it achieves full production.

35.4 Profit after tax for the year ended 31 March 2024 includes ₹ 683.24 Lakhs on account of deferred tax asset recognised on reassessment of utilisation of unabsorbed business losses by the Joint Venture Company taking into consideration the current financial position, the future projections and the recognition and measurement principles of Indian Accounting Standard (Ind AS 12 - Income Taxes).



## Notes forming part of Consolidated Financial Statements

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### 36 Capital and other commitments\*

- (i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) is outlined in the table below:

	As at 31 March 2024	As at 31 March 2023
Property, plant and equipment- Capital commitment (gross)	10,541.88	4,755.47
Less: Advances paid	(1,428.73)	(1,087.87)
Property, plant and equipment- Capital commitment (net)	9,113.15	3,667.60

\*The above amount excludes Goods and Services Tax.

- (ii) Surety bonds equivalent to amount of duties and traxes saved plus interest @ 15% per annum for 15 years have been executed by the Group in favor of the President of India, under Export Promotion Capital Goods Scheme (EPCG) for importing capital goods at concessional rate of custom duty. During the year ended 31 March 2024, amount of duties and taxes saved of ₹ 1,750.61 lakhs (31 March 2023: ₹ 435.80 lakhs), against which there is an unfulfilled export obligation of ₹ 7,846.93 lakhs (31 March 2023: ₹ 2,614.80 lakhs). Management of the Group is confident of meeting its export obligation within stipulated time.

### 37 Contingent liabilities

- (i) **Corporate guarantees given to banks on account of facilities granted by banks to joint venture and subsidiary company.**

The following is a description of claims and assertions where a potential loss is possible, but not probable. The Holding Company believes that none of the contingencies described below would have a material adverse effect on the Group's financial condition, results of operations or cash flows:

Description	Purpose of guarantee	As at 31 March 2024	As at 31 March 2023
ASK Fras-le Friction Private Limited*	Term Loan and Working capital requirement	-	8,350.00
ASK Automobiles Private Limited	Term Loan and Working capital requirement	34,100.00	25,400.00
<b>Total</b>		<b>34,100.00</b>	<b>33,750.00</b>

\*As co guarantor with Fras-Le S.A., Brazil as per their shareholding in Joint venture company.

- (ii) **Others**

- (a) The Holding Company has received a demand under Goods and Services Tax Act, 2017 of ₹ 117.85 Lakhs on 9 August 2023 from Goods and Service Tax (GST) department out of which ₹ 3.59 Lakhs is paid under protest. The Holding Company has further deposited ₹ 5.47 Lakhs towards disputed tax liability and has filed an appeal against the demand order on 31 October 2023 on which no further communication has been received from the department.
- (b) The Holding Company has received an order dated 23 May 2023 from the Assistant Director, Directorate of Enforcement, in connection with an investigation under the Foreign Exchange Management Act, 1999, as amended, directing the Holding Company to submit certain information, including, inter alia, details of the Directors, the Holding Company's business, the bank accounts of Holding Company, imports and exports made by Holding Company till date and certain information for financial year 2016-2017, such as, all foreign investments made by Holding Company, import/export advance payments for which import and export had not been made by Holding Company and imports/exports for which payments had not been made/realized by Holding Company, during the aforementioned year. The Holding Company has submitted the required information pursuant to the aforementioned order and no further communication has been received from the Directorate of Enforcement in this matter till the adoption of this financial information. The Holding Company believes that this was information seeking by the authorities and is not likely to have any implication on the financial position of the Group.

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## 38 Financial instruments - Fair values measurement and risk management

### A Fair values measurement

#### (i) Financial instruments - by category

The accounting classification of each category of financial instruments, their carrying values and their fair values are set out below:

Particulars	As at 31 March 2024				As at 31 March 2023			
	Carring value		Fair Value	Amortised Cost	Carring value		Amortised Cost	Fair Value
	Fair Value through Profit or loss	Fair Value through Other Comprehensive income			Fair Value through Profit or loss	Fair Value through Other Comprehensive income		
<b>Financial assets</b>								
Loans	-	-	799.89	799.89	-	-	1,066.50	1,066.50
Trade receivables	-	-	21,397.20	21,397.20	-	-	21,044.43	21,044.43
Cash and cash equivalents	-	-	1,223.45	1,223.45	-	-	222.69	222.69
Other bank balances	-	-	41.81	41.81	-	-	15.00	15.00
Other deposits	-	-	415.31	415.31	-	-	219.30	219.30
Security deposits	-	-	1,406.30	1,406.30	-	-	1,135.85	1,135.85
Other financial assets	-	-	56.96	56.96	-	-	208.45	208.45
<b>Total financial assets</b>	-	-	<b>25,340.92</b>	<b>25,340.92</b>	-	-	<b>23,912.22</b>	<b>23,912.22</b>
<b>Financial liabilities</b>								
Borrowings	-	-	34,310.94	34,310.94	-	-	31,800.99	31,800.99
Lease liability	-	-	275.87	275.87	-	-	986.99	986.99
Trade payables	-	-	24,774.21	24,774.21	-	-	16,985.19	16,985.19
Capital creditors	-	-	1,488.44	1,488.44	-	-	2,233.93	2,233.93
Interest accrued	-	-	180.22	180.22	-	-	130.20	130.20
Employee related payable	-	-	1,290.47	1,290.47	-	-	1,375.43	1,375.43
Security deposit received	-	-	128.75	128.75	-	-	118.50	118.50
Others liabilities	-	-	1,146.83	1,146.83	-	-	18.39	18.39
<b>Total financial liabilities</b>	-	-	<b>63,595.73</b>	<b>63,595.73</b>	-	-	<b>53,649.62</b>	<b>53,649.62</b>

Investment in joint ventures is measured at cost as per Ind AS 27, 'Separate financial statements' and hence, not presented here.

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## 38 Financial instruments - Fair values measurement and risk management (Contd..)

### B Financial risk management

The Group has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk;
- Market risk - Currency risk;
- Market risk - Interest rate risk; and
- Commodity price risk

#### (I) Risk management framework

The Holding Company's board of directors has overall responsibility for the establishment and oversight of the Groups's risk management framework. The board of directors have authorised senior management to establish the processes, who ensures that executive management controls risks through the mechanism of properly defined framework.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risks limits and controls, to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

#### (a) Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet are as follows:

	As at 31 March 2024	As at 31 March 2023
<b>Financial assets</b>		
Loans	799.89	1,066.50
Trade receivables	21,397.20	21,044.43
Cash and cash equivalents	1,223.45	222.69
Other bank balances	41.81	15.00
Other deposits	415.31	219.30
Security deposits	1,406.30	1,135.85
Other financial assets	56.96	208.45
<b>Total financial assets</b>	<b>25,340.92</b>	<b>23,912.22</b>

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

Credit risk on cash and cash equivalents is limited as the Group generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies. While cash and cash equivalents are also subject to the impairment requirements of Ind AS 109, the identified impairment loss was immaterial.

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. Trade receivables are unsecured and are derived from revenue earned from customers primarily located in India. The Group does monitor the economic environment in which it operates.

The Company considers the probability of default upon initial recognition of loan and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the group compares the risk of a default occurring on the loan as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated:

- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the borrower's ability to meet its obligations

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## 38 Financial instruments - Fair values measurement and risk management (Contd..)

- actual or expected significant changes in the operating results of the borrower

Credit risk has always been managed by the Group through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Group uses expected credit loss (ECL) model to assess the impairment loss or gain. The Group uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors such as Groups's historical experience for customers.

### (i) Expected credit loss for investment carried at amortised cost and other financial assets

**As at 31 March 2024**

Asset group	Estimated gross carrying amount of default	Expected probability of default	Expected credit loss	Carrying amount net of impairment provision
Loan	799.89	0%	-	799.89
Cash and cash equivalents	1,223.45	0%	-	1,223.45
Other bank balances	41.81	0%	-	41.81
Other deposits	415.31	0%	-	415.31
Security deposits	1,406.30	0%	-	1,406.30
Other financial assets	56.96	0%	-	56.96

**As at 31 March 2023**

Asset group	Estimated gross carrying amount of default	Expected probability of default	Expected credit loss	Carrying amount net of impairment provision
Loan	1,066.50	0%	-	1,066.50
Cash and cash equivalents	222.69	0%	-	222.69
Other bank balances	15.00	0%	-	15.00
Other deposits	219.30	0%	-	219.30
Security deposits	1,135.85	0%	-	1,135.85
Other financial assets	208.45	0%	-	208.45

The credit risk for investment carried at amortised cost and other financial assets is considered negligible. However, specific provision is made in case a particular receivable is considered to be non-recoverable.

### (ii) Expected credit loss for trade receivables under simplified approach

The Holding Company's exposure to credit risk for trade receivables is as follows:

Particulars	Gross carrying amount	
	As at 31 March 2024	As at 31 March 2023
Trade receivables considered good - Unsecured	21,397.20	21,044.43
Trade receivables - credit impaired	42.84	16.03
<b>Total</b>	<b>21,440.04</b>	<b>21,060.46</b>
Less : Loss allowance	(42.84)	(16.03)
<b>Carrying amount of trade receivables (net of loss allowance)</b>	<b>21,397.20</b>	<b>21,044.43</b>

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### 38 Financial instruments - Fair values measurement and risk management (Contd..)

The following table summarises the change in the loss allowance:

<b>Loss allowance as on 1 April 2022</b>	<b>33.39</b>
Add/(Less): Loss allowance (net)	(17.36)
<b>Loss allowance as on 31 March 2023</b>	<b>16.03</b>
Add/(Less): Loss allowance (net)	26.81
<b>Loss allowance as on 31 March 2024</b>	<b>42.84</b>

#### (b) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Group maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Group takes into account the liquidity of the market in which the entity operates. In addition, the Group's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

#### (i) Maturities of financial liabilities

The tables below analyses the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

As at 31 March 2024	Contractual cash flows					
	6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years	Total
Financial liabilities - borrowings*	5,155.21	4,898.06	9,839.03	21,090.85	-	40,983.15
Lease liabilities	77.72	68.70	69.89	88.93	-	305.24
Trade payables	24,774.21	-	-	-	-	24,774.21
Other financial liabilities	4,234.71	-	-	-	-	4,234.71
<b>Total</b>	<b>34,241.85</b>	<b>4,966.76</b>	<b>9,908.92</b>	<b>21,179.78</b>	<b>-</b>	<b>70,297.31</b>

As at 31 March 2023	Contractual cash flows					
	6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years	Total
Financial liabilities - borrowings*	10,238.40	2,555.66	6,151.88	15,480.01	3,193.76	37,619.71
Lease liabilities	382.25	384.15	141.41	152.13	-	1,059.94
Trade payables	16,985.19	-	-	-	-	16,985.19
Other financial liabilities	3,876.45	-	-	-	-	3,876.45
<b>Total</b>	<b>31,482.29</b>	<b>2,939.81</b>	<b>6,293.29</b>	<b>15,632.14</b>	<b>3,193.76</b>	<b>59,541.29</b>

\*Amortised amount of upfront fees/charges paid at the time of sanction/disbursement of loan in the above outstanding is ₹ 0.41 lakhs (31 March 2023: ₹ 0.50 lakhs). This amount further includes future undiscounted cash flows for interest on term loans ₹ 6,671.80 lakhs (31 March 2023: ₹ 5,818.22 lakhs).

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## 38 Financial instruments - Fair values measurement and risk management (Contd..)

### (c) Market risk

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

#### (i) Currency risk

Currency risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Holding Company is exposed to the effects of fluctuation in the prevailing foreign currency exchange rates on its financial position and cash flows. Exposure arises primarily due to exchange rate fluctuations between the functional currency and other currencies from the Holding Company's operating, investing and financing activities.

#### Exposure to currency risk

The summary of quantitative data about the Holding Company's unhedged exposure to currency risk, as expressed in INR :

Particulars	As at 31 March 2024								
	Amount in foreign currency			Exchange rate			Amount in INR		
	USD	EURO	JPY	USD	EURO	JPY	USD	EURO	JPY
<b>Financial assets</b>									
Trade receivables	31.32	0.02	-	83.37	90.22	0.55	2,611.05	1.42	-
	<b>31.32</b>	<b>0.02</b>	<b>-</b>				<b>2,611.05</b>	<b>1.42</b>	<b>-</b>
<b>Financial liabilities</b>									
Trade payables	0.30	0.01	91.10	83.37	90.22	0.55	24.67	0.81	50.19
Capital creditor	1.21	0.03	35.00	83.37	90.22	0.55	101.30	2.35	19.28
	<b>1.51</b>	<b>0.04</b>	<b>126.10</b>				<b>125.97</b>	<b>3.16</b>	<b>69.47</b>

Particulars	As at 31 March 2023								
	Amount in foreign currency			Exchange rate			Amount in INR		
	USD	EURO	JPY	USD	EURO	JPY	USD	EURO	JPY
<b>Financial assets</b>									
Trade receivables	20.88	0.00	-	82.22	89.61	0.62	1,716.41	0.13	-
	<b>20.88</b>	<b>0.00</b>	<b>-</b>				<b>1,716.41</b>	<b>0.13</b>	<b>-</b>
<b>Financial liabilities</b>									
Trade payables	0.30	-	154.41	82.22	89.61	0.62	24.67	-	95.43
	<b>0.30</b>	<b>-</b>	<b>154.41</b>				<b>24.67</b>	<b>-</b>	<b>95.43</b>

#### Sensitivity analysis

A reasonably possible strengthening (weakening) of the Indian Rupee against below currencies at 31 March 2024 would have affected the measurement of financial instruments denominated in functional currency and affected equity and profit or loss by the amounts shown below. This analysis is performed on foreign currency denominated monetary financial assets and financial liabilities outstanding as at the period/year end. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.



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### 38 Financial instruments - Fair values measurement and risk management (Contd..)

Particulars	As at 31 March 2024	As at 31 March 2023
<b>USD sensitivity*</b>		
INR/USD- increase by 1.41% (as at 31 March 2023 8.46%)	35.04	143.12
INR/USD- decrease by 1.41% (as at 31 March 2023 8.46%)	(35.04)	(143.12)
<b>EURO sensitivity*</b>		
INR/EURO- increase by 0.68% (as at 31 March 2023 5.84%)	(0.01)	0.01
INR/EURO- decrease by 0.68% (as at 31 March 2023 5.84%)	0.01	(0.01)
<b>JPY sensitivity*</b>		
INR/JPY- increase by 10.86% (as at 31 March 2023 0.69%)	(7.54)	(0.66)
INR/JPY- decrease by 10.86% (as at 31 March 2023 0.69%)	7.54	0.66

\* Holding all other variables constant

Note- We have considered change in rate by the difference in closing and opening rate.

#### (ii) Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's main interest rate risk arises from long-term borrowings and short term borrowings with variable rates.

#### Interest rate risk exposure

The Company's interest rate risk arises majorly from the term loans from banks carrying floating rate of interest. The exposure of the Group's borrowing to interest rate changes as reported to the management at the end of the reporting period are as follows:

	As at 31 March 2024	As at 31 March 2023
Variable rate borrowing	39,616.10	20,093.62
Weighted average interest rate	8.43%	7.48%

#### Sensitivity analysis

A reasonably possible change of 100 basis points (bps) in interest rates at the reporting date would have increased / (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest sensitivity*		
Interest rates – increase by 100 basis points (100 bps)	(396.16)	(200.94)
Interest rates – decrease by 100 basis points (100 bps)	396.16	200.94

\* Holding all other variables constant

#### (d) Commodity price risk

Fluctuation in commodity price in market affects directly or indirectly the price of raw material and components used by the Group. The Group sells its products mainly to Original Equipment Manufacturers for whom it is manufacturing auto components. The Group does regular negotiation / adjustment of prices on the basis of changes in commodity prices.

### (II) Capital management

For the purpose of the Holding Company's capital management, capital includes issued equity share capital, securities premium reserve and all other equity reserves attributable to the equity holders of the Holding Company. The primary objective of the management of the Holding Company's capital structure is to maintain an efficient mix of debt and equity in order to achieve a low cost of capital, while taking into account the desirability of retaining financial flexibility to pursue business opportunities and adequate access to liquidity to mitigate the effect of unforeseen events on cash flows.

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## 38 Financial instruments - Fair values measurement and risk management (Contd..)

The Holding Company manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Holding Company may return capital to shareholders, raise new debt or issue new shares.

The Holding Company monitors capital on the basis of the debt to capital ratio, which is calculated as adjusted net interest-bearing debts divided by total capital.

Particulars	Legend	As at 31 March 2024	As at 31 March 2023
Short term borrowings (refer note 20)		7,530.55	10,916.32
Long term borrowings (refer note 15)		26,780.39	20,884.67
Less : Cash and cash equivalent* (refer note 11)		(316.63)	(152.39)
<b>Adjusted net debt</b>	<b>A</b>	<b>33,994.31</b>	<b>31,648.60</b>
<b>Total capital (refer note 13 and 14)</b>	<b>B</b>	<b>81,673.43</b>	<b>64,376.87</b>
<b>Net debt to equity ratio (in times)*</b>	<b>A/B</b>	<b>0.42</b>	<b>0.49</b>

\* The Group's adjusted net debt has increased by ₹ 2,345.70 lakhs due to capital expenditure and working capital requirement against increase in shareholder's equity by ₹ 17,296.55 lakhs

\*For the purpose of capital management, the Holding Company have not included ₹ 854.60 Lakhs (31 March 2023: INR NIL) lying in escrow account for meeting Initial Public Offering expenses on behalf of selling shareholders and ₹ 52.21 Lakhs (31 March 2023: ₹ 70.30 Lakhs) in unspent CSR expenditure account. These balances are restricted and are not readily available for other purposes.

## 39 Related party disclosures

Disclosure of related parties/related party transactions pursuant to Ind AS 24 "Related Party Disclosures".

### A Name of the related parties and nature of the related party relationship:

Name of the entity	Principal place of operation / country of incorporation
<b>(i) Enterprise in which directors of the Company and their relatives are able to exercise significant influence ("Significant Influence") with whom transactions have taken place</b>	
A.P.Automotives Private Limited	India
AA Friction Materials Private Limited	India
Vijaylaxmi Infra Projects Private Limited	India
AHSAAS Trust	India
<b>(ii) Joint Venture</b>	
ASK Fras-Le Friction Private Limited	India
Name	Designation
<b>(iii) Key management personnel and relatives of key management personnel ("KMP")</b>	
Mr. Kuldip Singh Rathee	Managing Director
Mrs. Vijay Rathee	Non-executive Director
Mr. Prashant Rathee	Executive Director
Mr. Aman Rathee	Executive Director
Mr. Rajesh Kataria	Executive Director
Mr. Kumaresh Chandra Misra	Independent Director (w.e.f. 01 April 2023)
Ms. Deepti Sehgal	Independent Director (w.e.f. 01 April 2023)
Mr. Arun Duggal	Independent Director (w.e.f. 01 May 2023)
Mr. Yogesh Kapur	Independent Director (w.e.f. 01 May 2023)
Mr. Vinay Kumar Piparsania	Independent Director (w.e.f. 01 May 2023)
Ms. Rajani Sharma	Company Secretary
Mr. Naresh Kumar	Chief Financial Officer (w.e.f. 28 March 2023)

Note:- Above related parties are identified on the basis of transaction during the year or in the comparative year.

## Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

### 39 Related party disclosures (Contd..)

#### B Particulars of transactions with related parties

Nature of transaction and name of related party	For the year ended 31 March 2024			For the year ended 31 March 2023		
	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Key Management Personnel	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Key Management Personnel
<b>Purchase of goods*</b>						
ASK Fras-Le Friction Private Limited	2.42	-	-	67.54	-	-
AA Friction Materials Private Limited	-	4,987.39	-	-	4,511.44	-
<b>Buyback of Securities - Equity Shares<sup>5</sup></b>						
Kuldip Singh Rathee	-	-	-	-	-	9,000.00
<b>Investments in equity shares</b>						
ASK Fras-Le Friction Private Limited	-	-	-	1,200.50	-	-
<b>Purchase of fixed assets*</b>						
AA Friction Materials Private Limited	-	1.96	-	-	25.26	-
<b>Reimbursement of expenses incurred on behalf of Company</b>						
ASK Fras-Le Friction Private Limited	79.90	-	-	-	-	-
<b>Rent paid*</b>						
A.P.Automotives Private Limited	-	181.85	-	-	181.85	-
Mr. Prashant Rathee	-	-	274.76	-	-	261.68
Mr. Aman Rathee	-	-	274.76	-	-	261.68
<b>Receiving of service / job work*</b>						
AA Friction Materials Pvt. Ltd.	-	939.92	-	-	825.10	-
ASK Fras-Le Friction Private Limited	-	-	-	29.61	-	-
<b>Interest earned on loan given</b>						
ASK Fras-Le Friction Private Limited	91.45	-	-	95.99	-	-
<b>Sale of services / job work*</b>						
ASK Fras-Le Friction Private Limited	376.46	-	-	259.10	-	-
AA Friction Materials Private Limited	-	7.87	-	-	-	-

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(All amounts are in INR Lakhs, except otherwise stated)

## 39 Related party disclosures (Contd..)

Nature of transaction and name of related party	For the year ended 31 March 2024			For the year ended 31 March 2023			
	Joint Venture	Entities in which directors of the Company and their relatives are able to exercise significant influence		Key Management Personnel	Joint Venture	Entities in which directors of the Company and their relatives are able to exercise significant influence	Key Management Personnel
<b>Sale of products*</b>							
ASK Fras-Le Friction Private Limited	109.28	-	-	123.48	-	-	
AA Friction Materials Private Limited	-	1.81	-	-	19.67	-	
<b>Sale of fixed assets*</b>							
Mrs. Vijay Rathee	-	-	-	-	-	0.61	
ASK Fras-Le Friction Private Limited	-	-	-	12.91	-	-	
AA Friction Materials Private Limited	-	17.22	-	-	2.47	-	
<b>Director's Remuneration</b>							
Mr. Kuldip Singh Rathee	-	-	701.76	-	-	697.25	
Mr. Prashant Rathee	-	-	244.80	-	-	233.64	
Mr. Aman Rathee	-	-	244.80	-	-	233.64	
Mr. Rajesh Kataria	-	-	36.98	-	-	33.42	
<b>Remuneration-others</b>							
Ms. Rajani Sharma	-	-	49.06	-	-	40.94	
Mr. Naresh Kumar	-	-	89.91	-	-	84.33	
<b>Director's Sitting fees*</b>							
Mr. Kumares Chandra Misra	-	-	8.26	-	-	-	
Mrs. Vijay Rathee	-	-	5.90	-	-	-	
Ms. Deepti Sehgal	-	-	7.97	-	-	-	
Mr. Arun Duggal	-	-	8.85	-	-	-	
Mr. Yogesh Kapur	-	-	9.15	-	-	-	
Mr. Vinay Kumar Piparsania	-	-	7.38	-	-	-	
<b>Corporate guarantees extinguished</b>							
ASK Fras-Le Friction Private Limited	8,350.00	-	-	-	-	-	
ASK Automobiles Private Limited	-	-	-	-	-	-	

## Notes forming part of Consolidated Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

### 39 Related party disclosures (Contd..)

Nature of transaction and name of related party	For the year ended 31 March 2024			For the year ended 31 March 2023		
	Joint Venture	Entities in which directors of the Company and their relatives are able to exercise significant influence	Key Management Personnel	Joint Venture	Entities in which directors of the Company and their relatives are able to exercise significant influence	Key Management Personnel
<b>Bonus Shares Issued</b>						
Kuldip Singh Rathee	-	-	-	-	-	-
Vijay Rathee	-	-	-	-	-	-
Aman Rathee	-	-	-	-	-	-
Prashant Rathee	-	-	-	-	-	-
<b>Advance Given</b>						
Mr. Rajesh Kataria	-	-	-	-	-	-
<b>Dividend paid</b>						
Kuldip Singh Rathee	-	-	-	-	-	-
Vijay Rathee	-	-	-	-	-	-
Aman Rathee	-	-	-	-	-	-
Prashant Rathee	-	-	-	-	-	-
<b>Director's Commission*</b>						
Mr. Kumaresh Chandra Misra	-	-	11.80	-	-	-
Mrs. Vijay Rathee	-	-	11.80	-	-	-
Ms. Deepti Sehgal	-	-	11.80	-	-	-
Mr. Arun Duggal	-	-	11.80	-	-	-
Mr. Yogesh Kapur	-	-	11.80	-	-	-
Mr. Vinay Kumar Piparsania	-	-	11.80	-	-	-
<b>CSR expenditure paid</b>						
Ahsaas Trust	-	45.50	-	-	63.17	-
<b>Paid for Charity &amp; Donation</b>						
Ahsaas Trust	-	5.00	-	-	-	-
<b>Paid for CSR ongoing projects</b>						
Ahsaas Trust	-	78.09	-	-	7.84	-

\*Transactions have been reported inclusive of applicable taxes.

§Refer note 13(vii) for details.

# Notes forming part of Consolidated Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

## 39 Related party disclosures (Contd..)

### C Balance outstanding at the end of the period/year

Nature of balances and name of related party	As at 31 March 2024			As at 31 March 2023		
	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Key Management Personnel	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Key Management Personnel
<b>Investment in equity shares</b>						
ASK Fras-Le Friction Private Limited	4,312.00	-	-	4,312.00	-	-
<b>Trade receivables</b>						
ASK Fras-Le Friction Private Limited	-	-	-	-	-	-
<b>Receivables - Miscellaneous income</b>						
ASK Fras-Le Friction Private Limited	-	-	-	-	-	-
<b>Interest receivables</b>						
ASK Fras-Le Friction Private Limited	17.52	-	-	21.60	-	-
<b>Security deposits given</b>						
A.P.Automotives Private Limited	-	82.80	-	-	82.80	-
Mr. Prashant Rathee	-	-	96.00	-	-	96.00
Mr. Aman Rathee	-	-	96.00	-	-	96.00
<b>Loan given</b>						
ASK Fras-Le Friction Private Limited	799.88	-	-	1,066.50	-	-
<b>Director's Commission payable</b>						
Mr. Kumaresh Chandra Misra	-	-	9.00	-	-	-
Mrs. Vijay Rathee	-	-	9.00	-	-	-
Ms. Deepti Sehgal	-	-	9.00	-	-	-
Mr. Arun Duggal	-	-	9.00	-	-	-
Mr. Yogesh Kapur	-	-	9.00	-	-	-
Mr. Vinay Kumar Piparsania	-	-	9.00	-	-	-



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(All amounts are in INR Lakhs, except otherwise stated)

### 39 Related party disclosures (Contd..)

Nature of balances and name of related party	As at 31 March 2024			As at 31 March 2023		
	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Key Management Personnel	Joint Venture	Entities in which Company and their relatives are able to exercise significant influence	Key Management Personnel
<b>Remuneration payable</b>						
Mr. Kuldip Singh Rathee	-	-	33.48	-	-	83.44
Mr. Prashant Rathee	-	-	1.40	-	-	0.30
Mr. Aman Rathee	-	-	0.64	-	-	0.30
Mr. Rajesh Kataria	-	-	2.07	-	-	1.87
Ms. Rajani Sharma	-	-	2.91	-	-	2.58
Mr. Naresh Kumar	-	-	4.48	-	-	3.53
<b>Corporate guarantees given to banks on account of facilities granted by banks</b>						
ASK Fras-le Friction Private Limited	-	-	-	8,350.00	-	-

39.1 Transaction with related parties are made on terms equivalent to those that prevail in arm's length transactions.

39.2 As the liabilities for the gratuity and compensated absence are provided on an actuarial basis for the Group as a whole rather than each individual employee, the amounts pertaining specifically to KMP are not known and hence, not included in the above table. Gratuity and compensated absence, are included based on actual payment in respective period/year based in the above table. The above KMP Remuneration does not include employer contribution to employee provident fund.

39.3 Since the Initial Public Offer was an Offer For Sale, so the Holding Company withheld ₹ 4,961.67 Lakhs out of total proceeds of offer from sale by the selling shareholders for payment of Initial Public Offer related expenses incurred by the Holding Company. The total amount outstanding as on date 31 March 2024 is ₹ 1,154.61 Lakhs consisting of ₹ 854.61 Lakhs in Escrow A/c and ₹ 300.00 Lakhs as security deposits with National Stock Exchange Limited (NSE). Against this ₹ 1,154.61 lakhs, ₹ 7.95 lakhs is recoverable by the Holding Company and balance ₹ 1,146.66 lakhs is to be paid to various service providers for which invoices are awaited. In case demand/ invoicing received is more than ₹ 1,146.66 lakhs, the balance will be recovered from selling shareholders.

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

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(All amounts are in INR Lakhs, except otherwise stated)

## 40 Capital work in progress (CWIP)

### CWIP Ageing schedule #

As at 31 March 2024

As at 31 March 2024 CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	5,331.63	1,088.54	-	-	6,420.17
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>5,331.63</b>	<b>1,088.54</b>	<b>-</b>	<b>-</b>	<b>6,420.17</b>

As at 31 March 2023 CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	11,691.53	133.00	-	-	11,824.53
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>11,691.53</b>	<b>133.00</b>	<b>-</b>	<b>-</b>	<b>11,824.53</b>

# The Group has no CWIP, whose completion is overdue or has exceeded its cost compared to its original budget.

## 41 Quarterly Statements submitted to Bank

The Holding company and Subsidiary has borrowings from banks and financial institutions (Refer note no 20). The periodical statements/returns filed by the Subsidiary with banks are in agreement with the books of accounts.

The periodical statements of current assets\* submitted by the Holding company with the banks and financial institutions are in agreement with books of account except as under:

For the year ended 31 March 2024

Quarter	Name of Bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return statement	Difference	Reason for material discrepancies
June 2023	**	**	21389.64	21389.64	-	Not applicable
September 2023	**	**	20710.13	20710.13	-	Not applicable
December 2023	**	**	23205.98	23205.98	-	Not applicable
March 2024	**	**	12612.62	12612.62	-	Not applicable

For the year ended 31 March 2023

Quarter	Name of Bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return statement	Difference	Reason for material discrepancies
June 2022	**	**	15,485.26	12,102.39	(3,382.87)	The difference is on account of trade receivables discounted through sales invoice discounting facility not netted off during quarterly closure of books of accounts.
September 2022	**	**	17,193.27	13,954.28	(3,238.99)	
December 2022	**	**	13,237.60	10,682.82	(2,554.78)	
March 2023	**	**	19,322.96	16,253.39	(3,069.57)	

\* Current Assets = Inventories + Trade Receivables - Trade Payables

## Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

### 41 Quarterly Statements submitted to Bank (Contd..)

#### (a) Holding Company

\*\* Name of Bank and Securities provided

Name of Bank	Particulars of Securities provided
HDFC Bank Limited	Working Capital facility secured by first pari passu charge on current assets and movable fixed assets of the company both present and future excluding assets exclusively financed by term lenders. This loan is also secured by first pari passu charge on immovable property being land and building at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).
Kotak Mahindra Bank Limited	Working capital facility is secured by first pari passu hypothecation charge on all existing and future current assets and all existing and future movable fixed assets excluding assets exclusively financed by term lenders. This loan is also secured by first pari passu mortgage charge on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).
Axis Bank Limited	Working Capital facility is secured by way of first pari passu hypothecation charge on entire current assets and movable fixed assets (excluding assets exclusively financed by term lenders) both present and future of the company. This loan is also secured by first pari passu charge by way of equitable mortgage on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).
Citi Bank N.A.	Working capital facility is secured by First pari passu charge on present and future stocks and book debts and first pari passu charge on all movable fixed assets of the Company except the assets which are exclusively charged to any lender for term loan facility. This loan is also secured by way of equitable mortgage on land & building located at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).
ICICI Bank Limited	Working Capital facility from ICICI Bank Limited is secured by way of first pari passu hypothecation charge on entire current assets and movable fixed assets (excluding assets exclusively financed by term lenders) both present and future of the company. This loan is also secured by first pari passu charge by way of equitable mortgage on immovable property being land and building situated at Plot No. 66-67, Udyog Vihar Phase-I, Gurgaon (Haryana).'

#### (b) Subsidiary

\*\* Name of Bank & Securities provided

Name of Bank	Particulars of Securities provided
Kotak Mahindra Bank Limited:	Working capital facility is secured by first and exclusive hypothecation charge on all existing and future receivables/ current assets / moveable assets / moveable fixed assets of the borrower. This loan is also secured by first and exclusive charge on immovable property being land and building situated at Plot No. SP4-315, Industrial Area Karoli (Auto Zone), Alwar.

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 42 Additional information as required by Paragraph 2 of the General instructions for preparation of consolidated financial statements to Schedule III to the Companies Act 2013:

For the year ended 31 March 2024

Name of the Entity	Net Assets i.e. total asset less total liabilities		Shares in profit/(loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of Consolidated Net Assets	Amount	As % of Consolidated Profit or (Loss)	Amount	As % of other comprehensive income	Amount	As % of total comprehensive income	Amount
<b>Holding Company</b>								
ASK Automotive Limited	106.00%	86,563.73	101.06%	17,561.51	(99.00)%	(79.58)	101.07%	17,481.93
(Formerly known as ASK Automotive Private Limited)								
<b>Subsidiary</b>								
<b>Indian</b>								
ASK Automobiles Private Limited	(2.28)%	(1,858.40)	(8.44)%	(1,467.20)	3.72%	2.99	(8.47)%	(1,464.21)
<b>Jointly controlled entity*</b>								
<b>Indian</b>								
ASK Fras-le Friction Private Limited	2.72%	2,225.33	9.49%	1,649.93	(4.72)%	(3.79)	9.52%	1,646.14
Adjustments arising out of consolidation	(6.44)%	(5,257.23)	(2.11)%	(367.30)	0.00%	0.00	(2.12)%	(367.30)
<b>Total</b>	<b>100.00%</b>	<b>81,673.43</b>	<b>100.00%</b>	<b>17,376.94</b>	<b>100.00%</b>	<b>(80.38)</b>	<b>100.00%</b>	<b>17,296.56</b>

For the year ended 31 March 2023

Name of the Entity	Net Assets i.e. total asset less total liabilities		Shares in profit/(loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of Consolidated Net Assets	Amount	As % of Consolidated Profit or (Loss)	Amount	As % of other comprehensive income	Amount	As % of total comprehensive income	Amount
<b>Holding Company</b>								
ASK Automotive Limited	107.31%	69,081.80	110.61%	13,599.24	(413.67)%	5.37	110.66%	13,604.61
<b>Subsidiary</b>								
<b>Indian</b>								
ASK Automobiles Private Limited	(0.61)%	(394.19)	(3.57)%	(438.94)	-	-	(3.57)%	(438.94)
<b>Jointly controlled entity*</b>								
<b>Indian</b>								
ASK Fras-le Friction Private Limited	1.26%	810.96	(4.79)%	(589.21)	513.81%	(6.67)	(4.85)%	(595.88)
Adjustments arising out of consolidation	(7.96)%	(5121.70)	(2.25)%	(276.09)	(0.14)%	0.00	(2.25)%	(276.09)
<b>Total</b>	<b>100.00%</b>	<b>64,376.87</b>	<b>100.00%</b>	<b>12,295.00</b>	<b>100.00%</b>	<b>(1.30)</b>	<b>100.00%</b>	<b>12,293.70</b>

\*Investment accounted as per equity method

## Notes forming part of Consolidated Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

**43** The Group recorded the lease liability at the present value of the remaining lease payments discounted at the incremental borrowing rate and has measured right-of-use asset at an amount equal to lease liability.

### Right of use assets (Net Block):

Particulars	Amount
<b>As at 1 April 2022</b>	<b>8,848.03</b>
Additions	414.98
Deletions/Adjustment	(75.29)
Amortisation during the year	759.29
<b>As at 31 March 2023</b>	<b>8,428.43</b>
Additions	1,740.64
Deletions/Adjustment	-
Amortisation during the year	883.01
<b>As at 31 March 2024</b>	<b>9,286.06</b>

### Lease liability:

Particulars	Amount
<b>As at 1 April 2022</b>	<b>1,555.40</b>
Additions	408.59
Deletions/Adjustment	(90.81)
Finance cost for the year	86.64
Repayment made during the year (including Interest)	972.83
<b>As at 31 March 2023</b>	<b>986.99</b>
Additions	13.70
Deletions/Adjustment	-
Finance cost for the year	45.33
Repayment made during the year (including Interest)	(770.16)
<b>As at 31 March 2024</b>	<b>275.87</b>

### Maturity profile of Lease liability:

#### Year ended 31 March 2024

Particulars	within 1 year	1-3 years	3-5 years	Above 5 years	Total
Lease payments (Cash)	146.84	119.25	39.16	-	305.25
Less:- Interest payments	15.74	12.60	1.04	-	29.38
<b>Lease Principal</b>	<b>131.10</b>	<b>106.65</b>	<b>38.12</b>	<b>-</b>	<b>275.87</b>

#### Year ended 31 March 2023

Particulars	within 1 year	1-3 years	3-5 years	Above 5 years	Total
Lease payments (Cash)	766.39	254.38	39.16	-	1,059.93
Less:- Interest payments	44.58	27.32	1.04	-	72.94
<b>Lease Principal</b>	<b>721.81</b>	<b>227.06</b>	<b>38.12</b>	<b>-</b>	<b>986.99</b>

### Following amount has been recognised in Consolidated Statement of Profit and Loss account:

Particulars	31 March 2024	31 March 2023
Amortisation on right of use asset (refer note no. 30)	734.07	759.29
Interest on lease liabilities (refer note no. 29)	45.33	86.64
Expenses related to short term leases (included in Rent under other expenses) (refer note no. 31)	125.67	54.39
<b>Total amount recognised in Consolidated Statement of Profit and Loss</b>	<b>905.07</b>	<b>900.32</b>

## Notes forming part of Consolidated Financial Statements

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(All amounts are in INR Lakhs, except otherwise stated)

### 44 Disclosure pursuant to Ind AS 7 "Consolidated Statement of cash flows"- changes in liabilities arising from financing activities:

Particulars	Non- current borrowings (including current maturities) (refer note 15)	Current borrowings (refer note 20)	Interest accrued on borrowings (refer note 22)	Total
<b>Opening balance as at 1 April 2022</b>	<b>11,977.51</b>	<b>4,001.88</b>	<b>47.49</b>	<b>16,026.88</b>
(a) Changes from financing cash flow	11,203.50	4,617.05	(1,430.49)	14,390.06
(b) Interest charge to consolidated statement of profit and loss	-	-	1,021.27	1,021.27
(c) Amortisation of Bank charges during the year	1.06	-	(1.06)	-
(d) Interest capitalised to CWIP	-	-	492.99	492.99
<b>Closing balance as at 31 March 2023</b>	<b>23,182.07</b>	<b>8,618.93</b>	<b>130.20</b>	<b>31,931.20</b>
<b>Opening balance as at 1 April 2023</b>	<b>23,182.07</b>	<b>8,618.93</b>	<b>130.20</b>	<b>31,931.20</b>
(a) Changes from financing cash flow	10,991.36	(8,481.51)	(3,294.24)	(784.37)
(b) Interest charge to consolidated statement of profit and loss	-	-	2,789.01	2,789.01
(c) Amortisation of Bank Charges during the year	0.09	-	(0.09)	-
(d) Interest capitalised to CWIP	-	-	555.34	555.34
<b>Closing balance as at 31 March 2024</b>	<b>34,173.52</b>	<b>137.42</b>	<b>180.22</b>	<b>34,491.17</b>

Refer note 43 for changes in liability related to leases.

### 45 Revenue from Contracts with Customers

#### A Disaggregation of revenue

The Group has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.

Revenue from operations	For the Year ended 31 March 2024	For the Year ended 31 March 2023
<b>Revenue by geography</b>		
Domestic	2,84,791.04	2,46,219.82
Export	14,663.90	9,296.84
<b>Total</b>	<b>2,99,454.94</b>	<b>2,55,516.66</b>
<b>Revenue by time</b>		
Revenue recognised at point in time	2,99,454.94	2,55,516.66
Revenue recognised over time	-	-
<b>Total</b>	<b>2,99,454.94</b>	<b>2,55,516.66</b>

\* Export benefit has been included in domestic revenue ₹ 270.43 lakhs (31 March 2023: ₹ 203.71 lakhs)

#Indirect/Deemed exports has been included in export revenue ₹ 123.47 lakhs (31 March 2023: 102.12 INR lakhs)

#### B. Significant changes in the contract liabilities balances during the period/year are as follows:

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
<b>Opening Balance</b>	<b>1,180.47</b>	<b>674.62</b>
Add: Addition during the year (net)	1,355.74	1,078.85
Less: Revenue recognised during the year	996.27	573.00
<b>Closing Balance</b>	<b>1,539.94</b>	<b>1,180.47</b>



# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 45 Revenue from Contracts with Customers (Contd..)

### C. Assets and liabilities related to contracts with customers

Description	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
<b>Contract liabilities related to sale of goods</b>				
Advance from customers	-	1,539.94	-	1,180.47

### D. Reconciliation of revenue recognised in Consolidated Statement of Profit and Loss with Contract price

Description	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Contract price	3,03,911.64	2,58,323.02
Less: Discount, rebates, credits etc.	4,456.70	2,806.36
<b>Revenue from operations as per Consolidated Statement of Profit and Loss</b>	<b>2,99,454.94</b>	<b>2,55,516.66</b>

## 46 Other disclosures required as per schedule III-

- (a) The Group has not invested or traded in crypto currency & virtual currency.
- (b) The Group have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries); or
  - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
- (c) The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (d) The borrowings obtained by the Group from banks and financial institutions have been applied for the purposes for which such loans were taken.
- (e) The Group has not been declared willful defaulter by any bank or financial Institution or other lender.
- (f) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period/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).
- (g) There has not been any proceedings initiated or pending against the Group for holding any benami property under the Benami transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

### (h) Relationship with struck off companies

The Group has no transaction/ Balance with companies struck off under section 248 of the companies act, 2013 to the best of the knowledge of company's management.

- The Group does not have any charges or satisfactions, which is yet to be registered with Registrar of companies, beyond the statutory period prescribed under the Companies Act 2013 and the rules made thereunder.
- The title deeds of all the immovable properties (other than properties where the Group is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in note 3 to the financial statements, are held in the name of the Group except the one disclosed in note 3.4.

# Notes forming part of Consolidated Financial Statements

for the year ended 31 March 2024

CIN: L34300DL1988PLC030342

(All amounts are in INR Lakhs, except otherwise stated)

## 46 Other disclosures required as per schedule III- (Contd..)

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

**(l)** The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of layers) Rules 2017

**47** Certain amounts (currency value or percentages) shown in various tables and paragraphs included in these consolidated financial statements have been rounded off or truncated as deemed appropriate by the management of the Group.

**48** Previous year figures regrouped / reclassified wherever necessary to confirm to current year's classification pursuant to amendment in Schedule III of the Act.

**49** No significant subsequent events have been observed which may require an adjustment to the consolidated financial statement.

**50** "The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Holding Company and Subsidiary is using an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software, except that audit trail feature was not enabled at the database level for accounting software to log any direct data changes, used for maintenance of all accounting records by the holding company and subsidiary. The Holding Company and Subsidiary does not have rights to enable this configuration at database level hence, the company has raised the request to Support Partner who have the authorization rights to enable the audit trail in the accounting software".

The Joint Venture has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except that audit trail feature is not enabled for certain changes made using privileged/ administrative access rights to the accounting application and also for tables for asset management, depreciation areas, customer master, vendor master, material master, material description, and accounting documents. The Joint Venture is in the process of enabling the audit trail feature completely. Further audit trail feature have not been tampered with in respect of any accounting software.

## 51 Authorisation of financial statements

The consolidated financial statements for the year ended 31 March 2024 were approved by the board of directors on 18 May 2024.

For **Walker Chandiok & Co LLP** Chartered Accountants  
Firm's Registration  
No.: 001076N/N500013

For and on behalf of the Board of Directors of  
**ASK Automotive Limited (Formerly known as ASK Automotive Private Limited)**

**Ashish Gera**

Partner

Membership No.: 508685

Place: Gurugram

Date: 18 May 2024

**Kuldip Singh Rathee**

Chairman and  
Managing Director

DIN: 00041032

Place: Gurugram

Date: 18 May 2024

**Aman Rathee**

Executive Director  
DIN: 00041130

**Naresh Kumar**

Chief Financial  
Officer

**Rajani Sharma**

Company Secretary  
M.No. A14391

# NOTICE

**NOTICE** is hereby given that the 36th Annual General Meeting ("AGM") of the Members of ASK Automotive Limited ("the Company") will be held on Wednesday, 21st day of August 2024 at 10:30 A.M. (IST) through Video Conferencing / Other Audio Visual Means to transact the following businesses. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at Flat No. 104, 929/1, Naiwala, Faiz Road, Karol Bagh, New Delhi-110005.

## ORDINARY BUSINESS

1. To receive, consider and adopt:
  - a) the audited standalone financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon; and
  - b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2024 and the report of the Auditors thereon.
2. To declare final dividend on Equity Shares of the Company for the financial year ended March 31, 2024.
3. To appoint Mr. Rajesh Kataria (DIN: 08528643) as a director, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Mrs. Vijay Rathee (DIN: 00042731) as a director, who retires by rotation and being eligible, offers herself for re-appointment.

## SPECIAL BUSINESS

5. **To ratify the remuneration of Cost Auditor for the financial year 2024-25 and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions 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), approval of the Members of the Company be and is hereby accorded to the ratification of the remuneration of ₹ 90,000/- plus applicable taxes and out of pocket expenses, if any. Payable to M/s Kashyap Kumar & Associates, Cost Accountants, appointed as cost auditor by the Board of Directors of the Company, to conduct the audit of cost records of the Company for the financial year 2024-25.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any committee/official authorized by the Board of Directors for this purpose) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient in order to give effect to the above resolution and for matters connected therewith or incidental thereto including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

By Order of the Board  
For **ASK Automotive Limited**

**Rajani Sharma**

Company Secretary  
Membership No. ACS 14391

Place: Gurugram  
Date : 20 July 2024

## NOTES:

1. A Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of Special Business as set out above to be transacted at AGM is annexed hereto and forms part of this Notice.

2. Pursuant to the General Circular 09/2023 dated September 25, 2023 and other circulars issued by the Ministry of Corporate Affairs ('MCA') and Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by Securities and Exchange Board of India ('SEBI') (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through video conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, the 36th AGM shall be conducted through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

National Securities Depositories Limited ('NSDL') will be providing facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The procedure for participation in the meeting through VC / OAVM is explained in Note nos. 17 to 19 hereinafter.

3. The physical presence/attendance of Members is not required at the AGM conducted through VC/ OAVM. The attendance of the Members through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his /her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC / OAVM, physical attendance of Members is not required at the AGM pursuant to the Circulars. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

5. Since the AGM will be held through VC/OAVM without the physical presence of Members at a common venue, the route map is not required/attached.

6. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI etc.) are required to send a scanned copy (PDF/JPG Format) of its board or governing body resolution/authorization etc, authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through e-voting or to vote at AGM. The said resolution/ authorization shall be sent to the Scrutinizer by email through registered email address to

[fcsvinod@gmail.com](mailto:fcsvinod@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com) and to the Company at [compliance@askbrake.com](mailto:compliance@askbrake.com).

Members of the Company under the category of Institutional/Corporate Shareholders are encouraged to attend and participate in the AGM through VC/OAVM and vote thereat.

In compliance with the aforesaid Circulars, Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website at [www.askbrake.com](http://www.askbrake.com), websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.

## 7. Final Dividend for FY 2023-24

The Board of Directors at its meeting held on 18 May 2024, has recommended final dividend of Re. 1 per equity share on the face value of ₹ 2 per equity share. The Record date to determine Members who are entitled for final dividend for the financial year ended March 31, 2024, if approved at the AGM, is Friday, 9 August 2024.

If the final dividend is approved at the AGM, payment of such dividend subject to deduction of tax at source ("TDS") will be made on or before 20 September 2024, as under:

- To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the Depositories, as of close of business hours on Friday, 9 August 2024.
- To all Members in respect of shares held in physical form, if any, after giving effect to valid transfer or transmission or transposition requests lodged with the Company as of the close of business hours on Friday, 9 August 2024.

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2021/655 dated 3 November 2021 (subsequently amended by Circular Nos. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated 14 December 2021, SEBI/HO/MIRSD/MIRSD-PoD-1/P/ CIR/2023/37 dated 16 March 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17 November 2023) has mandated that with effect from 1 April 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination,

contact details including mobile number, bank account details and specimen signature by the respective security holders. Further, relevant FAQs in this regard, published by SEBI on its website can be viewed at the following link: [https://www.sebi.gov.in/sebi\\_data/faqfiles/jan-2024/1704433843359.pdf](https://www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf)

#### **TDS on dividend**

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of shareholders and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to Income Tax Act, 1961 and the Finance Act, 2020, of the respective years. The shareholders are requested to update their PAN with the Depository Participants (DPs) (if shares held in dematerialized form) and the Company/Link Intime India Private Limited ("RTA") (if shares are held in physical form).

A Resident individual shareholder with PAN and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax, as the case may be, can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by e-mail to [askdivtax@linkintime.co.in](mailto:askdivtax@linkintime.co.in) or upload the documents on <https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html> by 11:59 p.m. (IST) on Friday, 2 August, 2024. Shareholders are requested to note that if the PAN is not correct/invalid/ inoperative or have not filed their income tax returns, then tax will be deducted at higher rates prescribed under Sections 206AA or 206AB of the Income-tax Act, as applicable and in case of invalid PAN, they will not be able to get credit of TDS from the Income Tax Department.

Non-resident shareholders [including Foreign Institutional Investors ("FIIs")/Foreign Portfolio Investors ("FPIs")] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose, the shareholder may submit the above documents (PDF/JPG Format) by e-mail to [askdivtax@linkintime.co.in](mailto:askdivtax@linkintime.co.in) or upload the documents on <https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html>. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. (IST) on Friday, 2 August, 2024.

For further details, please refer to FAQs on Taxation of Dividend Distribution at <https://askbrake.com/disclosure-under-regulation-46-2-of-the-lodr/>.

#### **8. Directors Retiring by Rotation**

In terms of Section 152 of the Act, Mr. Rajesh Kataria and Mrs. Vijay Rathee, Directors of the Company, retires by rotation at the AGM and being eligible, offers themselves for re-appointment. The Board of Directors of the Company recommends their re-appointment.

The relevant details, pursuant to Regulation 36(3) and other applicable provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of director seeking re-appointment at AGM is annexed to the Notice as Annexure - I.

Mr. Rajesh Kataria and Mrs. Vijay Rathee and their relatives shall be deemed to be interested in Item No. 3 and 4 of the Notice, to the extent of their shareholding/Directorship, if any, in the Company. None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the item no. 3 and 4 of the Notice.

9. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, 14 August 2024, being the cut-off date, shall be entitled to vote on the Resolutions set forth in this Notice and attend AGM. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
10. Members who would like to express their views or ask questions during the AGM may register themselves till Wednesday, 14 August 2024, by sending request mentioning their name, demat account / folio number, email id, mobile number, through their registered email to the Company at [compliance@askbrake.com](mailto:compliance@askbrake.com). Members may also send their questions in advance. The same will be replied by the Company suitably. Members holding shares as on the cut-off date shall be entitled to register and participate at the AGM.

Members who are registered in advance will only be allowed to express their views or ask questions at AGM. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

11. Since AGM is being conducted through VC / OAVM, Members having any query or seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write /send email to the Company at least 7 (seven) days in advance at [compliance@askbrake.com](mailto:compliance@askbrake.com). The same will be replied by the Company suitably.

12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act, any other relevant documents referred to in this Notice of AGM and explanatory statement and also referred in other reports attached with this Notice, will be available electronically for inspection by the Members, without any fee, from the date of circulation of this Notice up to the date of AGM and during AGM. Members seeking to inspect such documents, can send an email to [compliance@askbrake.com](mailto:compliance@askbrake.com).
13. If any of the Members are holding shares in physical mode, they are advised to:
  - a) get their shares converted to the demat form as no transfer of physical share is allowed from April 1, 2019.
  - b) submit their Permanent Account Number (PAN) and bank account details to the RTA/ Company, if not registered with the Company, as mandated by SEBI.
  - c) register the nomination in respect of their shareholding in the Company. Nomination Form (SH-13) is available on the Company's website.
  - d) register / update their e-mail address with the RTA/ Company for receiving communications electronically. Registration Form (ISR-1) is available on the Company's website.
  - e) write to the Company for any change in address and bank mandate. Registration Form (ISR-1) is available on the Company's website.
  - f) send the share certificates for consolidation of shares to the Company, if shares are held in the same name or same order of names under different folios.
14. Members holding shares in electronic/ dematerialized mode are advised to:
  - (a) submit their PAN and bank account details to their respective Depository Participants (DPs) with whom they are maintaining their demat accounts and complete KYC process to keep demat account active.
  - (b) contact their respective DPs for registering the nomination, in respect of their shareholding in the Company.
  - (c) register / update their mobile number and e-mail address with their respective DPs for receiving communications electronically.
  - (d) inform any change in address and bank mandate to DP.
15. Non-Resident Indian Members are requested to inform RTA / respective DPs, immediately of:
  - (a) Change in their residential status on return to India for permanent settlement.
  - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank.
16. The MCA had notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, dividends which are not encashed / claimed by the shareholder for a period of 7 (seven) consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The IEPF Rules mandates the companies to also transfer the shares of shareholders whose dividends remain unpaid / unclaimed for a period of 7 (seven) consecutive years to the demat account of IEPF Authority. There is no unpaid/ unclaimed dividend exists in the Company, hence the aforementioned provisions are not applicable on the Company. However, if the dividend proposed for approval of the Members in this AGM, gets approved, then, Members are requested to claim their dividends from the Company, within the stipulated timeline.
17. **Instructions for E-Voting and Joining AGM are as under:-**
  - I. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 as amended from time to time, Regulation 44 of Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 2020 in relation to "e-voting facility provided by Listed Entities", the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
  - II. The remote e-voting period shall commence on Saturday, 17 August 2024 at 9.00 A.M. (IST) and ends on Tuesday, 20 August 2024 at 5.00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. 14 August 2024, may cast their vote by remote e-voting. The voting right of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date, being 14 August 2024.



**The details of the process and manner for remote e-voting are explained herein below:**

The way to vote electronically on NSDL e-voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-voting system

Step 2: Cast your vote electronically on NSDL e-voting system.

**Details on Step 1 i.e. “Access to NSDL e-voting system” are mentioned below:**

**A) Login method for e-voting and joining virtual meeting for Individual shareholders holding securities in dematerialized mode**

In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat accounts / websites of Depositories/DPs. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile. On the e-services home page, click on the “Beneficial Owner” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under value added services. Click on “<b>Access to e-voting</b>” under e-voting services and you will be able to see e-voting page. Click on Company name or <b>e-voting service provider i.e. NSDL</b> and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a verification code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on Company name or <b>e-voting service provider i.e. NSDL</b> and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

**NSDL Mobile App is available on**



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-voting service providers, so that the user can visit the e-voting service providers' website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting service providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on Company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID and Forgot Password option available at abovementioned websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at +91 22 - 4886 7000
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

## **B) Login Method for e-voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and if any shareholders holding securities in physical mode.**

### **How to Log-in to NSDL e-voting website?**

- Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
- Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a verification code as shown on the screen.

4. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.
5. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical, if any	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) If any of the Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

6. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox from [evoting@nsdl.com](mailto:evoting@nsdl.com). Open the email and open the attachment i.e. a .pdf file. Open the .pdf file.  
  
The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares, if any, held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in "General Guidelines for shareholders.
7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/ Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Click on "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
9. Now, you will have to click on "Login" button.
10. After you click on the "Login" button, Home page of e-voting will open.

**Details of Step 2 i.e. “Cast your vote electronically and join General Meeting on NSDL e-Voting system” are given below:**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of Company, which is 129209 for which you wish to cast your vote during the remote e-voting period and casting your vote during the AGM. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five (5) unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](https://www.evoting.nsdl.com) to reset the password.
2. In case of any queries related to e-voting, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](https://www.evoting.nsdl.com) or call on: +91 22 - 4886 7000 or send a request to Ms Pallavi Mhatre Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com)
3. Members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring User ID and password

for e-voting by providing demat account number / Folio number, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained above.

**THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

- I. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- II. Only those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
- III. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- IV. The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same person mentioned for remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Members will be able to attend the AGM through VC/OAVM provided by NSDL at <https://www.evoting.nsdl.com> following the steps mentioned above for **Access to NSDL e-voting system**.
2. After successful login, you can see “VC/OAVM” link placed under “Join meeting” menu against Company name. You are requested to click on VC/OAVM link placed under “Join Meeting” menu.
3. Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in this Notice.
4. Members who need assistance before or during the meeting, can contact NSDL on [evoting@nsdl.com](mailto:evoting@nsdl.com) +91 22 48867000 or contact Ms Pallavi Mhatre Senior Manager – NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com)
18. In case of any queries, Members may refer Frequently Asked Questions (FAQs) and remote e-voting

user manual available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com).

19. If any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Wednesday, 14 August 2024, may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com). However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 - 4886 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Wednesday, 14 August 2024 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
20. Mr. Vinod Kumar Aneja, Company Secretary (Membership No. FCS 5740) of M/s. Vinod Kumar & Co., Company Secretaries has been appointed as the Scrutinizer to scrutinize the entire e-voting process in a fair and transparent manner.
21. Please contact your Depository Participant (DP) and register your email address and bank account

details in your demat account, as per the process advised by your DP. After due verification, the depository will forward your login credentials to your registered email address.

## 22. E-Voting Results

- The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and votes cast during the AGM and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws. The results of the voting shall be displayed on the Notice Board of the Company at its Registered Office.
- The Results declared, along with the report of the Scrutinizer, shall be displayed on the website of the Company [www.askbrake.com](http://www.askbrake.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to National Stock Exchange of India Limited and BSE Limited.
- Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to be passed on the date of the Meeting, i.e., Wednesday, 21 August 2024.

## AGM – INFORMATION IN BRIEF

Sl. No.	Particulars	Details
1.	Day, Date and Time of AGM	Wednesday, 21 August 2024 at 10:30 A.M. (IST)
2.	AGM Mode /Venue	Through Video conference (VC) and Other Audio-Visual Means (OAVM) without physical presence of shareholders at common venue. AGM shall be deemed to be conducted at Registered Office of the Company
3.	Participation through Video Conferencing	Members can login from 10:00 A.M. (IST) on the date of AGM through NSDL link.
4.	Name and address of e-voting and VC/OAVM service provider	National Securities Depository Limited 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound Senapati Bapat Marg, Lower Parel, Mumbai-400 013
5.	Helpline numbers	Email at the designated email id – <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or Call on: 022 - 4886 7000
6.	Cut-off date for entitlement: e-voting/AGM participation /Speaker Registration request	Wednesday, 14 August 2024
7.	Remote E-voting start time and date	9:00 A.M. (IST), Saturday, 17 August 2024
8.	Remote E-voting end time and date	5:00 P.M. (IST), Tuesday, 20 August 2024
9.	Remote E-voting website	<a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>
10.	Emails:	
	Company/documents/ AGM Speaker registration	<a href="mailto:compliance@askbrake.com">compliance@askbrake.com</a>
	Registrar & Share Transfer Agent	<a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>
	NSDL	<a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a>
11.	Recorded transcript	To be available after AGM at Company's website in "Investors" section within the stipulated timeline.
12.	Email & Contact updation	through Depository Participant.



# STATEMENT IN RESPECT OF SPECIAL BUSINESS

## (Pursuant to Section 102 of the Companies Act, 2013)

### ITEM NO. 5

The Board, at its Meeting held on 18 May 2024, on the recommendation of the Audit Committee, appointed Kashyap Kumar & Associates, Cost Accountants as the Cost Auditor of the Company for the financial year 2024-25 at a remuneration of ₹ 90,000/- plus applicable taxes and out of pocket expenses, if any.

In accordance with the provisions of Section 148 of the Act 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), the remuneration as mentioned above, payable to the Cost Auditor is required to be ratified by the Members of the Company.

Accordingly, ratification by the Members is sought for the remuneration payable to the Cost Auditor for the financial year 2024-25 by passing an Ordinary Resolution as set out at Item No. 5 of the Notice.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned, or interested financially or otherwise in the resolution set out at Item No. 5 of the Notice.

The Board recommends the Ordinary Resolution for approval of the Members, as set out at Item No. 5 of this Notice.

By Order of the Board  
For **ASK Automotive Limited**

Place: Gurugram  
Date: 20 July 2024

**Rajani Sharma**  
Company Secretary  
Membership No. ACS 14391

## ANNEXURE-I

**Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2, the following information is furnished about the director proposed to be reappointed:**

Particulars/Name	Mr. Rajesh Kataria	Mrs. Vijay Rathee
<b>Age</b>	42	70
<b>Date of first appointment on the Board</b>	07.09.2019	26.10.1995
<b>Background and Expertise &amp; Qualification</b>	Mr. Rajesh Kataria is an Executive Director on our Board. He holds a bachelor's degree in business administration from Chaudhary Charan Singh University Meerut, Uttar Pradesh and has also completed a master's course in business administration (Human Resources) from the Eastern Institute for Integrated Learning in Management University, Jorethang, Sikkim. He has an experience in human resource management and is currently responsible for the Operations department of the Company.	Mrs. Vijay Rathee is a Non-Executive Director on our Board and is one of the Promoters of our company. She holds a bachelor's degree in science from Guru Nanak University, Amritsar, Punjab and a master's degree in science (Zoology) from Birendra Narayan Chakravarty University, Kurukshetra, Haryana. She has an experience in the banking sector and the manufacturing sector and was previously associated as an officer with Punjab & Sind Bank.
<b>Number of Equity Shares held in the Company including shareholding as beneficial owner</b>	Nil	68934794 (34.97%)
<b>Relationship with other Directors, Manager and other Key Managerial Personnel</b>	Nil	Spouse of Mr. Kuldeep Singh Rathee, Chairman & Managing Director Mother of Mr. Prashant Rathee and Mr. Aman Rathee, Executive Directors
<b>Terms and conditions of appointment or re-appointment and remuneration to be paid</b>	As per the resolution approved in Extra-Ordinary General Meeting held on 8 May 2023	Remuneration: - Sitting fees for attending Board Meetings and Committee Meetings, if any, where she is a member - Commission as per the resolution approved in Extra-Ordinary General Meeting held on 5 April 2023
<b>No. of Board Meetings attended during the financial year 2023-24</b>	8	9
<b>Directorships of other Boards</b>	<ul style="list-style-type: none"> <li>A A Friction Materials Private Limited</li> <li>ASK Automobiles Private Limited</li> </ul>	<ul style="list-style-type: none"> <li>L. Y. Developers Private Limited</li> <li>Vijaylaxmi Fincap Private Limited</li> <li>Vijaylaxmi Farms Private Limited</li> <li>Aadhunik Agrotech Private Limited</li> <li>Vijaylaxmi Infra Projects Private Limited</li> <li>Vijaylaxmi Infrabuild Private Limited</li> <li>KSR Landholding Projects Private Limited</li> </ul>
<b>Membership / Chairmanship of Committees of companies as on date of notice (including ASK)</b>	Corporate Social Responsibility Committee, Member	Corporate Social Relationship Committee, Member
<b>Listed Entities from which he/she has resigned as Director in past 3 years</b>	Nil	Som Datt Finance Corporation Limited – resigned on 21 July 2023
<b>Remuneration last drawn</b>	The details pertaining to his remuneration are provided in the Corporate governance report section of the Annual Report 2023-24	The details pertaining to her remuneration are provided in the Corporate governance report section of the Annual Report 2023-24





#### **CORPORATE OFFICE**

ASK Automotive Limited  
Plot No. - 13-14, Sector 5, IMT Manesar, Gurgaon  
Haryana - 122 050, India.

#### **REGISTERED OFFICE**

ASK Automotive Limited  
Flat No. 104, 929/1, Naiwala, Faiz Road, Karol Bagh,  
New Delhi - 110005, India.