

**INDEPENDENT AUDITORS' REPORT****TO THE MEMBERS OF AARTI HPC LIMITED****Report on the Audit of the Financial Statements****Opinion**

We have audited the financial statements of Aarti HPC Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss, Statement of Cash Flows and Statement of Changes in Equity for the year then ended, and notes to the Financial Statements, including a summary of material accounting policies and other explanatory information.

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

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements Section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Companies Act, 2013 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.

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

The Company's Board of Directors is responsible for the Other Information. The other information comprises the information included in the Board's Report but does not include Financial Statements and our auditor's report thereon.

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

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





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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the Ind AS and 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 implementation and maintenance of 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.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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





- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 (the Order), issued by the Central Government in terms of Section 143(11) of the Act, we give in Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.





- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31 March 2024 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) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure B. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting of the Company.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. As per information and explanations given to us the Company did not have any pending litigations.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there are any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in note no 13.2 (c) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The management has represented that, to the best of its knowledge and belief, as disclosed in note no 13.2 (d) to the financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has





caused us to believe that the representations under sub-clause (a) and (b) above contain any material misstatement.


- v. As per information and explanations given to us, the company did not pay nor proposed any dividend during the year.
- vi. Reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, and proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1st April 2023.

Based on our examination which included test checks, the Company has used accounting software for maintaining books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year, except that the feature of recording audit trail was not enabled at the application layer of the accounting software used for maintaining general ledgers for master fields and database level to log any direct changes for the accounting software used for maintaining the books of accounts.

Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

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

For GOKHALE & SATHE
CHARTERED ACCOUNTANTS
Firm Reg. No.: 103264W


Uday Girjapure
Partner
Membership No: 161776
UDIN: 24161776BKFXPI1185
Place: Mumbai
Date: 20 April 2024

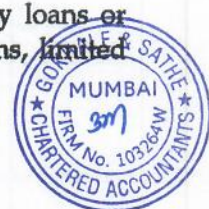


**ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Aarti HPC Limited of even date)

- i. In respect of the Company's Property Plant and Equipment and Intangible Assets:
 - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Capital Work in Progress.

(B) The Company does not have any intangible asset as at the year end.
 - (b) The Company has a regular program of verification of Property, Plant and Equipment so to cover all the items in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification which were not properly dealt with in the books of accounts in the current year.
 - (c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds of self-constructed buildings and title deeds of all immovable properties (other than properties where the Company is lessee and lease agreements are duly executed in favour of the Company), disclosed in the financial statements included under Property Plant and Equipment are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land that have been taken on lease and disclosed separately in Property Plant & Equipment in the financial statements, the lease agreements are in the name of the Company itself.
 - (d) The Company has not revalued its Property, Plant and Equipment during the year ended 31st March 2024.
 - (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii.
 - (a) In our opinion and according to the information and explanations given to us, the Company does not have any inventories as at the year end and hence reporting under this clause is not applicable to the Company.
 - (b) In our opinion and according to the information and explanations given to us, the company has not been sanctioned any working capital limit in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. Accordingly, reporting under this clause is not applicable to the company.
- iii. The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited





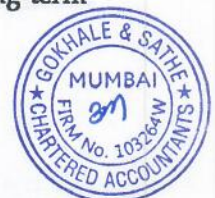
liability partnerships or any other parties during the year, and hence sub-clauses 3 (iii) (a), (b), (c), (d), (e), and (f) of the Order are not applicable.

- iv. The Company has not provided any loans or advances or made investments, provided guarantees and securities and hence compliance with provisions of section 185 and 186 of the Act is not applicable.
- v. The Company has not accepted deposits or amounts which are deemed to be deposits from the public during the year and hence the directives issued by the Reserve Bank of India and the provision of section 73 to 76 any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regards to the deposits accepted from the public are not applicable.
- vi. In our opinion and according to the information and explanations given to us, the Company has not started any operations in this financial year hence there is no requirement to maintain cost records as required under sub section 1 of section 148 of the Companies Act, 2013 therefore this clause is not applicable.
- vii. According to the information and explanations given to us, in respect of statutory dues:
 - a) The Company is regular in depositing undisputed statutory dues including the provident fund, employees state insurance, income tax, sales tax, wealth tax, service tax, duty of Customs, duty of Excise, Value added tax, GST, cess and any other statutory dues applicable to appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the yearend for a period of more than six months from the date they become payable.
 - b) There are no dues of provident Fund, employees state insurance income tax, sales tax, service tax, custom duty, excise duty and value added tax which have not been deposited on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- ix. (a) In our opinion and according to the information and explanation given to us, the Company has not borrowed any loan taken from financial institutions or bank or debenture holders.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any lender.

(c) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company did not obtain any term loan during the current financial year and hence, reporting under this clause is not applicable to the company.

(d) On an overall examination of the financial statements of the Company, the Company has not raised funds raised on short-term basis and hence its utilisation for long term purposes does not arise.





- (e) The Company does not have any subsidiaries, joint ventures or associate companies as on 31 March 2024 and hence reporting under clause 3(ix)(e) is not applicable.
- (f) The Company does not have any subsidiaries, joint ventures or associate companies as on 31 March 2024 and hence reporting under clause 3(ix)(f) is not applicable.
- x. (a) The Company has utilised the monies raised on right issue of equity shares during the year for the purposes for which they were raised.
- (b) During the year, the Company has not made in any preferential allotment or private placement of shares or convertible debentures (fully, partly, or optionally). However, the Company has issued shares pursuant to the conversion of loan into equity, complying with the requirements of Section 62 of the Companies Act.
- xi. (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under Sub-section (12) of Section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and up to the date of this report.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable Indian accounting standards.
- xiv. Since the company is not required to have the internal audit system hence reporting under clause 3 (xiv) (a) and (b) is not applicable to the company.
- xv. In our opinion, during the year, the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has incurred cash losses to the extent of Rs. 4.04 Lakhs during the financial year covered by our audit and Rs. 1.60 Lakhs during the immediately preceding financial year.





- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report 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. As per section 135 of Companies Act, 2013, the Company is not required to undertake any Corporate Social Responsibility (CSR) activities for the period under review, hence reporting under clause 3(xx)(a) & (b) of the Order is not applicable.
- xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For GOKHALE & SATHE
CHARTERED ACCOUNTANTS
Firm Reg. No.: 103264W

3/11
[Signature]

Uday Girjapure
Partner
Membership No: 161776
UDIN: 24161776BKFXPI1185
Place: Mumbai
Date: 20 April 2024



**ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT**

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

Opinion

We have audited the internal financial controls with reference to standalone financial statements of Aarti HPC Limited (the "Company") as of 31 March 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at 31 March 2024, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

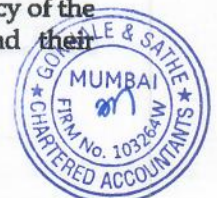
Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and then





operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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 Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that -

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company.
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.





Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

Because of the inherent limitations of internal financial controls over financial reporting, 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 control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For GOKHALE & SATHE
CHARTERED ACCOUNTANTS
Firm Reg. No.: 103264W

Uday Girjapure
Partner
Membership No: 161776
UDIN: 24161776BKFXPI1185
Place: Mumbai
Date: 20 April 2024



AARTI HPC LIMITED
Balance Sheet as at 31st March, 2024

(Amount in Rs)

Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	1	283.03	328.93
Capital Work-in-Progress	1	110.49	132.00
Intangible Assets		-	-
Financial Assets		-	-
Investments		-	-
Other Non-Current Assets	2	8.67	7.67
Total Non-Current Assets		402.19	468.60
Current Assets			
Inventories		-	-
Financial Assets		-	-
Trade Receivables		-	-
Cash and Cash Equivalents	3	9.91	0.46
Others Current Financial Assets		-	-
Other Current Assets	4	2.80	5.88
Total Current Assets		12.71	6.34
TOTAL ASSETS		414.90	474.94
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	5	525.00	475.00
Other Equity	6	-113.72	-9.22
Total Equity		411.28	465.78
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities		-	-
Borrowings		-	-
Other Financial Liabilities	7	-	-
Deferred Tax Liabilities (Net)		-	-
Total Non-Current Liabilities		-	-
Current Liabilities			
Financial Liabilities		-	-
Borrowings		-	-
Trade Payables Due to:			
Micro and Small Enterprises		-	-
Other Than Micro and Small Enterprises	8	3.21	8.63
Other Current Liabilities	9	0.41	0.53
Provisions		-	-
Total Current Liabilities		3.62	9.16
Total Liabilities		3.62	9.16
TOTAL EQUITY AND LIABILITIES		414.90	474.94
Summary of Significant Accounting Policies and other Explanatory Information	1-13		

As per our report of even date
For **Gokhale & Sathe**
Chartered Accountants
Firm Registration Number: 103264W

Partner
Uday Girjapure
M.No. 161776
Place: Mumbai
Date: 20.04.2024



For and on behalf of the Board
For Aarti HPC Limited



Nikhil P. Desai
Director
DIN : 01660649

Parimal H. Desai
Director
DIN : 00009272

AARTI HPC LIMITED**Statement of Profit and Loss for the year ended 31st March, 2024**

Particulars	Note No.	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
REVENUE			
Revenue from Operations		-	-
Other Income		-	-
Total Revenue		-	-
EXPENSES			
Cost of Materials Consumed (Incl. Packing Material, Fuel, Stores & Spares)		-	-
Purchases of Stock-in-Trade		-	-
Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade		-	-
Employee Benefits Expense		-	-
Finance Costs		-	-
Depreciation and Amortisation Expenses		5.74	-
Other Expenses	10	88.28	0.60
Total Expenses		94.01	0.60
PROFIT BEFORE TAX		-94.01	-0.60
TAX EXPENSES			
Current Year Tax		-	-
Deferred Tax		-	-
Total Tax Expenses		-	-
PROFIT AFTER TAX		-94.01	-0.60
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		-94.01	-0.60
Earnings Per Equity Share (EPS) (in Rs)	11		
Basic/Diluted		-1.79	-0.01
Summary of Significant Accounting Policies and other Explanatory Information	1-13		

As per our report of even date
For **Gokhale & Sathe**
Chartered Accountants
Firm Registration Number: 103264W

Partner

Uday Girjapure
M.No. 161776
Place: Mumbai
Date: 20.04.2024



For and on behalf of the Board
For Aarti HPC Limited

Nikhil *Parimal H. Desai*
Nikhil P. Desai **Parimal H. Desai**
Director Director
DIN : 01660649 DIN : 00009272

AARTI HPC LIMITED**Statement of Changes in Equity for year ended 31st March, 2024****A. EQUITY SHARE CAPITAL**

(Rs. In Lakhs)

As at 31st March, 2022	0.50
Changes in equity share capital during the year 2022-23	474.50
As at 31st March, 2023	475.00
Changes in equity share capital during the year 2023-24	50.00
As at 31st March, 2024	525.00

B. OTHER EQUITY

(Rs. In Lakhs)

Particulars	Other Equity	Total Other Equity
	Reserves and Surplus	
	Retained Earnings	
Balance as at 31st March, 2022	(1.75)	(1.75)
Profit for the Period	(0.60)	(0.60)
Stamp Duty Paid in Equity Shares	(6.87)	(6.87)
Balance as at 31st March, 2023	(9.22)	(9.22)
Profit for the Period	(94.01)	(94.01)
Stamp Duty Paid in Equity Shares	(10.49)	(10.49)
Balance as at 31st March, 2024	(113.72)	(113.72)

As per our report of even date

For **Gokhale & Sathe**

Chartered Accountants

Firm Registration Number: 103264W


Partner

Uday Girjapure

M.No. 161776

Place: Mumbai

Date: 20.04.2024



For and on behalf of the Board

For Aarti HPC Limited




Nikhil P. Desai**Parimal H. Desai**

Director

Director

DIN : 01660649 DIN : 00009272

AARTI HPC LIMITED

Cash Flow Statement for the period ended 31st March, 2024

(Rs. In Lakhs)

Particulars	31.03.2024	31.03.2023
A. Cash Flow from Operating Activities		
Net (Loss) before extraordinary items and tax	(94.01)	(0.60)
Adjusted for:		
- Depreciation/ Amortisation	5.74	-
- Project Related Exps W/off	87.69	-
Change in current Assets & Liabilities		
Adjustments for increase / (decrease) in operating liabilities:		
Other Current Assets, Current liabilities & Provisions	(3.45)	(1.00)
Net Cash inflow/(out flow) from Operating Activities (A)	(4.04)	(1.60)
B. Cash Flow from Investing Activities		
Capital WIP	(26.02)	(14.16)
Net Cash inflow/(outflow) from Investing activities (B)	(26.02)	(14.16)
C. Cash Flow from Financing Activities		
Net Proceeds from issue of equity shares	50.00	21.03
Stamp Duty Paid on Equity Shares	(10.49)	(6.87)
Net Cash inflow from Financing Activities (C)	39.51	14.16
Net increase in Cash and cash equivalents (A+B+C)	9.46	(1.60)
Cash and Cash equivalent as at the commencement of the period	0.46	2.06
Cash and Cash equivalent as at the End of the period	9.91	0.46

Note:

(i) Cash and Cash equivalent is Cash and Bank Balances as per Balance Sheet.

As per our report of even date

For **Gokhale & Sathe**

Chartered Accountants

Firm Registration Number: 103264W



Partner

Uday Girjapure

M.No. 161776

Place: Mumbai

Date: 20.04.2024



For and on behalf of the Board

For Aarti HPC Limited



Nikhil P. Desai

Director

DIN : 01660649



Parimal H. Desai

Director

DIN : 00009272

AARTI HPC LIMITED

Corporate Information and Material Accounting Policies:

1 Corporate Information

Aarti HPC Limited ("the Company") has been newly incorporated by Aarti Surfactants Limited as 100% Subsidiary in the month of December 2019, for Manufacturing Opportunities in Home and Personal Care Business. During the year there are no transaction within company.

2 Material Accounting Policies

A Basis of Preparation and Presentation

The financial statements are prepared in accordance with the historical cost basis, except for certain financial instruments that are measured at fair values, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116- Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 - Inventories or value in use in Ind AS 36 - Impairment of Assets.

B Summary of Material Accounting Policies

(a) Current and Non-Current Classification

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification.

An asset is treated as Current when it is -

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

All other assets are classified as non-current.

A liability is considered as Current, when -

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

All other liabilities are classified as non-current.

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

(b) Property, Plant and Equipment (PPE)

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

(c) Valuation of Inventories

There Are No Transaction During The Year

(d) Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash on hand, other short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.



(e) **Revenue Recognition**

(i) There Are No Transaction During The Year

(f) **Depreciation/Amortization/Impairment**

Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except in respect of the following assets, where useful life is different than those prescribed in Shchedule II;

Sr. No.	Particulars	Depreciation or Amortisation
1.	Leasehold Land	Over the remaining tenure of lease
2.	Building	Over a period of 19 years

(g) **Foreign Currency Transactions**

There Are No Transaction During The Year

(h) **Leases**

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

At the commencement date of the lease, the Company recognises a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is lessee, except for short-term leases (leases with a term of twelve months or less), leases of low value assets and, for contract where the lessee and lessor has right to terminate a lease without permission from the other party with no more than an insignificant penalty. The lease expense of such short-term leases, low value assets leases and cancellable leases, are recognised as an operating expense on a straight-line basis over the term of the lease.

At commencement date, lease liability is measured at the present value of the lease payments to be paid during non-cancellable period of the contract, discounted using the incremental borrowing rate. The right-of-use assets is initially recognised at the amount of the initial measurement of the corresponding lease liability, lease payments made at or before commencement date less any lease incentives received and any initial direct costs.

Subsequently the right-of-use asset is measured at cost less accumulated depreciation and any impairment losses. Lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using effective interest rate method) and reducing the carrying amount to reflect the lease payments made. The right-of-use asset and lease liability are also adjusted to reflect any lease modifications or revised in-substance fixed lease payments.

(i) **Finance Costs**

There Are No Transaction During The Year

(j) **Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering the risks and uncertainties surrounding the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities may arise from litigation, taxation and other claims against the Company. Where it is management's assessment that the outcome is uncertain or cannot be reliably quantified, the claims are disclosed as contingent liabilities unless the likelihood of an adverse outcome is remote such contingent liabilities are disclosed in the notes but are not provided for in the financial statements.

Contingent assets are not recognised but are disclosed in the notes where an inflow of economic benefits is probable.

Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

(k) **Employee Benefits**

There Are no Employee as at Balance Sheet Date



(l) **Taxes on Income**

The tax expense for the period comprises of current tax and deferred income tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income or in Equity, in which case, the tax is also recognised in Other Comprehensive Income or Equity.

Current Tax

Tax on income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments / appeals. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred Tax

Deferred tax is recognised on temporary differences between carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss, either in other comprehensive income or directly in equity. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities.

(m) **Financial Assets, Financial Liabilities and Equity Instruments**

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

(n) **Earnings Per Shares**

Basic earnings per share are calculated by dividing the Profit or Loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the Profit or Loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

(o) **Recent Accounting Pronouncements**

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



(Rs. In Lakhs)

FY 2022-23

FY 2022-23		GROSS BLOCK				DEPRECIATION			NET BLOCK	
Particulars		Balance as at 1st April, 2022	Additions	Deletion	Balance as at 31st March, 2023	Balance as at 1st April, 2022	Depreciation charge for the Period	Deletion	Balance as at 31st March, 2023	Balance as at 31st March, 2022
1	Property, Plant and Equipment									
I	Tangible Assets									
	Freehold Land	-	-	-	-	-	-	-	-	-
	Leasehold Land	-	328.93	-	328.93	-	22.95	-	22.95	305.98
	Buildings	-	-	-	-	-	-	-	-	-
	Plant and Machinery	-	-	-	-	-	-	-	-	-
	Furniture and Fixtures	-	-	-	-	-	-	-	-	-
	Vehicles	-	-	-	-	-	-	-	-	-
	Total	-	328.93	-	328.93	-	22.95	-	22.95	305.98
II	Intangible Assets									
	Product Registration Rights	-	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-	-
III	Gross Total	-	328.93	-	328.93	-	22.95	-	22.95	305.98
III	Capital Work-in-Progress	446.77	14.16	328.93	132.00	-			132.00	446.77



AARTI HPC LIMITED

2 Other Non Current Assets

Particulars	(Rs in Lakhs)	
	As at 31st Mar, 2024	As at 31st March, 2023
Deposits	8.67	7.67
Income Tax Assets (Net of Provisions)		
TOTAL	8.67	7.67

3 CASH AND CASH EQUIVALENTS:

Particulars	As at 31st Mar, 2024		As at 31st March, 2023	
Cash on hand	0.11		0.16	
Bank balance in Current Accounts	9.81		0.30	
TOTAL	9.91		0.46	

4 Other Current Assets

Particulars	As at 31st Mar, 2024		As at 31st March, 2023	
Balance with Customs, Central Excise, GST and State Authorities	2.80		5.88	
	-		-	
TOTAL	2.80		5.88	

4 EQUITY SHARE CAPITAL:

Particulars	As at 31st Mar, 2024		As at 31st March, 2023	
Authorised Share Capital				
Equity Shares of 10/- each	15,00,00,000		5,00,00,000	
Issued, Subscribed & Paid up				
Equity Shares of 10/- each fully paid up	5,25,00,000		4,75,00,000	
TOTAL	5,25,00,000		4,75,00,000	

Reconciliation of the number of Shares outstanding as on 31st March, 2024:

Particulars	As at 31st March, 2023	
Equity Shares at the beginning of the year	5,000	
Equity Shares issued during the year FY 2022-2023	4745000	
Equity Shares at the end of the year 31.03.2023	47,50,000	
Equity Shares issued during the year FY 2023-2024	500000	
Equity Shares at the end of the year 31.03.2024	52,50,000	

Details of shareholders holding more than 5% shares:

Name of the Shareholders	As at 31st March, 2024	
	No. of Shares	
Aarti Surfactants Limited	52,50,000	

The details of Equity Shares outstanding during last 5 years:

Particulars	Financial Year	
	2023-24	2022-23
No. of Equity Shares outstanding	52,50,000	47,50,000



AARTI HPC LIMITED

6 OTHER EQUITY:

Particulars	As at 31st March, 2024	As at 31st March, 2023
Profit and Loss Account		
Opening balance	(2.35)	(1.75)
Addition:		
Net Profit/(Loss) for the year	(94.01)	(0.60)
Closing Balance	<u>(96.36)</u>	<u>(2.35)</u>

Particulars	As at 31st March, 2024	As at 31st March, 2023
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7 OTHER FINANCIAL LIABILITIES:

Loans & Advances from Related Parties
TOTAL

-	-
<u>-</u>	<u>-</u>

Particulars	As at 31st March, 2024	As at 31st March, 2023
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8 Current FINANCIAL LIABILITIES:

Trade Payables
TOTAL

3.21	8.63
<u>3.21</u>	<u>8.63</u>

Particulars	As at 31st March, 2024	As at 31st March, 2023
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9 OTHER CURRENT LIABILITIES:

Other Current Liabilities & Provisions
TOTAL

0.41	0.53
<u>0.41</u>	<u>0.53</u>

Particulars	As at 31st March, 2024	As at 31st March, 2023
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10 OTHER EXPENSES:

Office Administrative Expenses:

Bank Charges
Misc. Expenses/Charges
Lease Rent (Exps)
Project Related Exps W/off*
Auditor Remuneration
Total

0.12	0.08
0.32	0.38
5.26	-
82.43	-
0.15	0.15
<u>88.28</u>	<u>0.60</u>

*Expenses have been capitalized to date, as the company was established for the purpose of initiating a project and potentially accessing concessional tax benefits. However, due to unforeseen external factors and the imminent expiration of concessional tax benefits under the Income Tax Act after March 2024, management is actively reassessing project strategies in light of current conditions for establishing the project at the designated location. Meanwhile, the management is contemplating writing off previously capitalized expenses, given the absence of a defined project strategy amidst the current circumstances.

AUDITOR'S REMUNERATION:

Audit Fees
TOTAL

0.15	0.15
<u>0.15</u>	<u>0.15</u>



AARTI HPC LIMITED

11 EARNINGS PER SHARE

Particulars	For the Year Ended 31st March, 2024	For the Year Ended 31st March, 2023
Profit after tax as per statement of profit and loss	-94	-1
Weighted average number of equity shares for basic EPS (in No.)	52,50,000	47,50,000
Weighted average number of equity shares for diluted EPS (in No.)	52,50,000	47,50,000
Face value of equity shares (in Rs.)	10	10
Earnings per share Basic (in Rs.)	-1.79	-0.01
Earnings per share Diluted (in Rs.)	-1.79	-0.01

12 There are no Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006, to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

13.1 In the opinion of the Board, except as otherwise stated, the Current Assets and Loans and Advances have a value on realization at least equal to amounts at which they are stated in the Balance Sheet.

13.2 a. The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b. The Company has complied with the requirement with respect to number of layers as prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017.

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. There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.

f. The Company has not traded or invested in crypto currency or virtual currency during the year.

g. The company does not have any transactions with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

