



BOARD'S REPORT
OF
MAXWELL ENERGY SYSTEMS PRIVATE LIMITED
FINANCIAL YEAR 2022-23

Maxwell Energy Systems Private Limited

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**NAMES OF PAST AND PRESENT DIRECTORS OF THE COMPANY WITH
DIRECTOR IDENTIFICATION NUMBERS (DIN)**

Sr. No	Name of the Director	DIN	Date of Appointment	Date of Resignation
1.	Sunil Vitthalrao Kolhe	09650178	01 st July, 2022	-
2.	Akhil Prakash Panjwani	03214205	23 rd August, 2017	-
3.	Alexandre Jacques Collet	09648192	01 st July, 2022	-
4.	Jignesh Mahendrakumar Gandhi	09651207	01 st July, 2022	-
5.	Subhashis Dhara Sharma	03204610	01 st July, 2022	03 rd April, 2023
6.	Muralikrishna Giddaluru	10137743	04 th May, 2023	-
7.	Prakash Hiralal Panjwani	03214610	23 rd August, 2017	01 st July, 2022

The above disclosure has been given in accordance with Section 158 of Companies Act 2013, and reference of any of the above Directors made in this document be read along with the above disclosure of their respective Director Identification Numbers.

Dear Shareholders,

Your Directors present herewith the Sixth Annual Report on the business and operations of the Company together with the audited financial statements of the Company for the financial year ended 31st March, 2023.

SUMMARISED STATEMENT OF PROFIT & LOSS:

(₹ in million)

<u>Particulars</u>	<u>Financial Year</u> <u>2022-23</u>	<u>Financial Year</u> <u>2021-22</u>
Revenue from operations	208.48	171.42
Other income	3.84	24.59
Total Income	212.32	196.01
Raw Material Cost	126.48	65.25
Employee Benefit expenses	181.32	98.10
Finance cost	2.82	1.20
Depreciation	57.35	8.95
Other expenses	72.83	36.95
Total expenditure	440.80	210.45
(Loss) before exceptional items and tax	(228.48)	(14.44)
Exceptional items	0	0
(Loss) before tax	(228.48)	(14.44)
Net tax expenses	2.99	(2.41)
Net (loss) for the year	(231.47)	(12.03)

COMPANY'S PERFORMANCE:

During the year under review, the Company posted a total income of INR 212.32 million against INR 196.01 million in the previous year, reporting growth of 8.3 %. The performance of the Advanced Electronics sector has impacted during the year due to supply chain issues, mainly due to shortage of semiconductor chips and other associated components. Also, the introduction of the new Automotive Industry Standards (AIS) by the Government of India (GOI) has prolonged the activities of new product development, alignment with the technical needs of the customers, low offtake by Original Equipment Manufacturers (OEMs), etc. The net loss for the year under review is INR 231.47 million as against the net loss of INR 12.03 million in the previous year.

DIVIDEND:

In view of losses during the financial year under review, your Directors do not recommend dividend for the FY 2022-23.

AMOUNT PROPOSED TO CARRY TO RESERVES:

The Board of Directors of the Company has decided not to transfer any amount to the reserves for the year under review.

INVESTOR EDUCATION AND PROTECTION FUND:

During the period under review, the Company was not required to transfer any amount to the Investor Education & Protection Fund ("IEPF") under sub-section (2) of Section 125 of the Act and the IEPF (Accounting, Audit, Transfer and Refund Rules, 2016).

CHANGE IN NATURE OF THE BUSINESS:

During the financial year under review, there was no change in the nature of the business of the Company.

HOLDING COMPANY:

During the financial year under review, Endurance Technologies Limited (“ETL”) has entered into Shareholders’ Agreement with ION Energy Inc. (“ION”) on 18th May, 2022 for acquiring the entire 100% issued and paid-up share capital of the Company, in a phased manner, by way of subscription and acquisition of equity shares of the Company.

To effect this, a Share Subscription and Purchase Agreement (“SSPA”) was executed on 18th May, 2022 amongst the Company, ION and Akhil Prakash Panjwani (“Akhil”) (jointly, “existing shareholders”) of the Company and ETL. As per the SSPA, ETL holds 51% (Fifty-one per cent) of the share capital as a part of the initial tranche and thereafter shall acquire the remaining 49% (Forty-nine per cent) of the share capital in annual tranches spread over five financial years.

Under the initial tranche, the existing shareholders of the Company have transferred 32,866 equity shares to ETL (including its nominees) effective 1st July, 2022 and the Company allotted 37,007 equity shares on preferential basis by way of private placement to ETL on the same date. Considering this, ETL became the holding Company with 51% controlling stake w.e.f 1st July, 2022, three Directors nominated by ETL were appointed on the Board of the Company.

REPORT ON PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

The Company does not have any subsidiary, associate and joint venture company.

DEPOSITS:

During the financial year under review, the Company has not accepted any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposit) Rules, 2014.

LOANS FROM THE DIRECTORS OR DIRECTORS’ RELATIVES:

During the financial year under review, the Company has not borrowed any amount from the Directors or their relatives.

RELATED PARTY TRANSACTIONS:

During the financial year under review, the Company entered into contract/arrangement /transaction with related parties at arm’s Length basis and in ordinary course of Business. Hence no approval was required under Section 188 of the Companies Act, 2013. The particulars of transactions in terms of Indian Accounting Standard (IND-AS 24) are forming part of the Financial Statements. Hence, as per proviso of Section 134 (3), there is no information to be disclosed in Form AOC-2.

APPLICABILITY OF CORPORATE SOCIAL RESONSIBILITY (“CSR”):

Pursuant to the provisions of Companies Act, 2013, the CSR is not applicable to the Company.

MAINTAINENCE OF COST RECORDS:

The provisions with respect to the maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 are not applicable on the Company and accordingly such accounts and records are not maintained.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is enclosed as **Annexure I**.

ANNUAL RETURN:

In terms of Section 92 (3) read with Section 134 (3) (a) of the Companies Act, 2013, the Annual Return of the Company for the financial year ended 31st March, 2023 shall be available on the Company's website : www.maxwellenergy.co/investor-relations.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

The Company has not advanced any loans, given guarantees and made investments under the provisions of Section 186 of the Companies Act, 2013.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN 31ST MARCH, 2023 AND TILL THE DATE OF BOARD'S REPORT:

There have been no material changes and commitments, affecting the financial position of the Company, which occurred between the end of the financial year to which the financial statements relate and the date of this report.

INTERNAL FINANCIAL CONTROLS:

In terms of Section 134 of the Act, the term internal financial control means the policies and procedures adopted by a company for ensuring orderly and efficient conduct of its business, including adherence to its policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information.

The Company has adequate internal financial control systems in the form of policies and procedures. It follows a structured mechanism of function-specific reviews and risk reporting by senior management of the Company and critical matters are brought to the attention of the Board. Further, internal Standard Operating Procedures (SOPs) and Schedule of Authority (SOA) are well defined and documented to provide clear guidance to ensure that all financial transactions are authorised, recorded and reported correctly.

In order to record day-to-day financial transactions and ensure accuracy in reporting thereof, the Company uses an established Enterprise Resource Planning (ERP) system, which is equipped with 'maker and checker' mechanism and has an audit trail of all transactions. Adequate controls and checks are built in the ERP system to integrate the underlying books of account and prevent any kind of control failure. Mapping of policies and procedures including SOPs and SOA is done through ERP and audit of these processes forms part of the work scope of statutory auditors of the Company.

REGISTERED OFFICE OF THE COMPANY:

The Company shifted the registered office from 312, Fida Ali Mansion, Shamal Das Gandhi Marg, Zaveri Bazar, Kalbadevi, Mumbai - 400 002, Maharashtra to Ground Floor, Plot No. A/2, Central Road (MIDC), Opp. Telephone Exchange Marg, Andheri (East), Mumbai - 400 093, Maharashtra with effect from 3rd August, 2022.

BOARD OF DIRECTORS:

Pursuant to the SSPA and as per Clause 90.2 of the Articles of Association, the Board shall comprise upto three Directors nominated by ETL and upto two Directors nominated by ION. As per Clause 90.6 of the Articles of Association of the Company, the Chairman of the Board shall be one among the Directors nominated by ETL.

As on 31st March, 2023, the Board of directors of the Company were as follows:

Sr. No.	Name of Director	DIN	Position
1.	Mr. Sunil Vitthalrao Kolhe	09650178	Chairman & Non-Executive Director
2.	Mr. Akhil Prakash Panjwani	03214205	Managing Director
3.	Mr. Alexandre Jacques Collet	09648192	Executive Director
4.	Mr. Jignesh Mahendrakumar Gandhi	09651207	Non-Executive Director
5.	Mr. Subhashis Dhara Sharma	03204610	Non-Executive Director

CHANGE IN DIRECTORATE

Directors nominated by Endurance Technologies Limited (ETL):

- Mr. Sunil Vitthalrao Kolhe was appointed as an Additional Director (in the capacity of Non-executive Director) of the Company w.e.f 1st July, 2022. His appointment as Non-executive Director was approved by the Members in the Extraordinary General Meeting held on 1st July, 2022. Thereafter, Mr. Sunil Kolhe was appointed as the Chairman of the Board of Directors of the Company w.e.f. 1st July, 2022.
- Mr. Subhashis Dhara Sharma was appointed as an Additional Director (in the capacity of Non-executive Director) of the Company w.e.f 1st July, 2022. His appointment as Non-executive Director was approved by the Members in the Extraordinary General Meeting held on 1st July, 2022.
- Mr. Jignesh Mahendrakumar Gandhi was appointed as an Additional Director (in the capacity of Non-executive Director) of the Company w.e.f 1st July, 2022. His appointment as Non-Executive Director was approved by the Members in the Extraordinary General Meeting held on 1st July, 2022.

Director nominated by the ETL after the close of financial year till the date of this Board report:

Mr. Subhashis Dhara Sharma resigned from the post of Non-executive Director of the Company with effect from 3rd April, 2023 and to fill this vacancy owing to the said resignation, ETL has nominated Mr. Muralikrishna Giddaluru to be appointed on the Board of the

Company. Mr. Muralikrishna Giddaluru was appointed as Additional Director (in the capacity of Non-executive Director) of the Company w.e.f 4th May, 2023. His appointment as Non-executive Director shall be subject to the approval by the Members in the ensuing Annual General Meeting of the Company.

Director nominated by ION:

Mr. Alexandre Jacques Collet was appointed as an Additional Director (in the capacity of Executive Director) of the Company w.e.f 1st July, 2022. His appointment as Executive Director has been approved by the Members in the Extraordinary General Meeting of the Company held on 1st July, 2022.

Resignation of Director

Pursuant to Clause 8 of SSPA and due to his pre-occupation, Mr. Prakash Hiralal Panjwani has resigned from the Directorship of the Company with effect from the end of Board Meeting dated 1st July, 2022.

Change in Designation

Pursuant to clause 90.7 of the Articles of Association of the Company, Mr. Akhil Prakash Panjwani was re-designated as Managing Director of the Company for a period of 24 months w.e.f. 30th January, 2023 in the Extraordinary General Meeting of the Company held on 30th January, 2023.

The composition of the Board of the Company as on date of this report is as follows:

Sr. No.	Name of Director	DIN	Position
1.	Mr. Sunil Vitthalrao Kolhe	09650178	Chairman & Non-Executive Director
2.	Mr. Akhil Prakash Panjwani	03214205	Managing Director
3.	Mr. Alexandre Jacques Collet	09648192	Executive Director
4.	Mr. Jignesh Mahendrakumar Gandhi	09651207	Non-Executive Director
5.	Mr. Muralikrishna Giddaluru	10137743	Non-Executive Director

KEY MANAGERIAL PERSONNEL (KMP):

The following officials are 'Key Managerial Personnel' of the Company in terms of the provisions of section 2(51) of the Companies Act, 2013:

- Mr. Akhil Prakash Panjwani, Managing Director w.e.f. 30th January, 2023.
- Mr. Vishwas VS, Chief Executive Officer w.e.f. 27th March, 2023.

Appointed As KMPs

In terms of Articles of Association of the Company, and pursuant to nomination by Mr. Akhil Panjwani - Managing Director, Mr. Vishwas VS was appointed as the Chief Executive Officer of the Company for a period of 48 months w.e.f 27th March, 2023.

RETIREMENT BY ROTATION

As per the provisions of Section 152(6) of the Companies Act, 2013, Mr. Akhil Prakash Panjwani (DIN 03214205) is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offered himself for re-appointment.

SHARE CAPITAL:

AUTHORISED SHARE CAPITAL

The Authorized Share Capital of the Company was increased from INR 1,00,000/- (Rupees One Lakh) divided into 1,00,000 (One Lakh) equity shares of INR 1/- (Rupee one) each to INR 5,00,000/- (Rupees Five Lakh) divided into 5,00,000 (Five Lakh) equity shares of INR 1/- (Rupee one) each.

PAID UP CAPITAL

The Paid up Capital of the Company was increased from 1,00,000 (One Lakh) equity shares of INR 1/- (Rupee one) each to 1,37,007 (One Lakh Thirty Seven Thousand and Seven) of INR 1/- (Rupee one).

In the subsequent Board Meeting held on 1st July, 2022, 37,007 (Thirty Seven Thousand and Seven Only) shares were issued and paid up at a price of INR 19,321/- (Rupees Nineteen Thousand Three Hundred Twenty One) per share having face value of INR 1/- (Rupee one) and premium of INR 19,320/- (Rupees Nineteen Thousand Three Hundred Twenty) aggregating to INR 71,50,12,247/- (Rupees Seventy One Crore Fifty Lakh Twelve Thousand Two Hundred Forty Seven). The shares were subscribed by Endurance Technologies Limited and duly allotted to them.

This allotment was done on preferential basis by way of Private Placement.

The revised Capital Structure of the Company as on 31st March, 2023 is as follows:

<u>Sr. no</u>	<u>Particulars</u>	<u>Number of Shares</u>	<u>Amount (In INR)</u>
1.	Authorised Share Capital	5,00,000	5,00,000
2.	Issued Share Capital	1,37,007	1,37,007
3.	Subscribed Share Capital	1,37,007	1,37,007
4.	Paid-up Share Capital	1,37,007	1,37,007

The Company has not issued any shares with differential voting rights, sweat equity shares, neither has it granted any employee stock options nor issued any convertible securities.

BOARD MEETINGS:

During the financial year 2022-23, the Board of Directors met thirteen times on the following dates, i.e. 8th April, 2022, 11th April, 2022, 12th April, 2022, 17th April, 2022, 8th June, 2022, 14th June, 2022, 30th June, 2022, 1st July, 2022, 1st July, 2022, 3rd August, 2022, 5th November, 2022, 27th January, 2023, 27th March, 2023. in accordance with the provisions of the Companies Act,

2013 and rules made thereunder. The intervening gap between the meetings was within the period prescribed under the Act.

The statement below tabulates the attendance of each of the Director at aforesaid Board Meetings.

	Name of the Director	Mr. Sunil Vitthalrao Kolhe***	Mr. Akhil Prakash Panjwani	Mr. Alexander Jacques Collet	Mr. Jignesh Mahendrakumar Gandhi	Mr. Subhashis Dhara Sharma	Mr. Prakash Hiralal Panjwani
	Category	Non-Executive Director	Managing Director*	Executive Director	Non-Executive Director	Non-Executive Director	Executive Director
Date of the Meeting	No. of Meeting (FY 2022-23)						
8th April, 2022	1	NA	Yes	NA	NA	NA	Yes
11th April, 2022	2	NA	Yes	NA	NA	NA	Yes
12th April, 2022	3	NA	Yes	NA	NA	NA	Yes
17th May, 2022	4	NA	Yes	NA	NA	NA	Yes
8th June, 2022	5	NA	Yes	NA	NA	NA	Yes
14th June, 2022	6	NA	Yes	NA	NA	NA	Yes
30th June, 2022	7	NA	Yes	NA	NA	NA	Yes
1st July, 2022	8	NA	Yes	NA	NA	NA	Yes**
1st July, 2022	9	Yes	Yes	Yes	Yes	Yes	NA
3rd August, 2022	10	Yes	Yes	Yes	Yes	Yes	NA
5th November, 2022	11	Yes	Yes	Yes	Yes	Yes	NA
27th January, 2023	12	Yes	Yes	Yes	Yes	No	NA
27th March, 2023	13	Yes	Yes	Yes	Yes	Yes	NA

**Mr. Prakash Hiralal Panjwani was elected as the Chairman for the 8th Board Meeting of the Company held on 1st July, 2022.

***Mr. Sunil Vitthalrao Kolhe was elected as the Chairman of the Board of Directors on 1st July, 2022 (9th Board Meeting).

*Mr. Akhil Panjwani was designated as Managing Director in Extra Ordinary General Meeting held on 30th January, 2023.

*Mr. Akhil Prakash Panjwani was the Chairman of the Board from the first Board meeting to seventh Board Meeting of the Company.

SECRETARIAL STANDARDS:

The Company is in compliance with the Secretarial Standards on Meeting of Board of Directors (SS-1) and General Meetings (SS-2).

RISK MANAGEMENT POLICY:

The Management of the Company has designed various policies on program management, Standard Operating Procedures (SOPs) for various processes, etc to avoid events & circumstances which may lead to negative consequences on the Company's business. The Company has also defined a structured approach to manage uncertainty and to make use of these in their decision making pertaining to all business divisions and corporate functions. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews.

STATUTORY AUDITORS:

During the year under review, M/s. Hinesh R. Doshi & Co. LLP (ICAI Registration Number 103677W/W-100056) resigned from their position as the Statutory Auditors with effect from 13th July, 2022. M/s. SRBC & Co LLP ("SRBC"), Chartered Accountants (ICAI Registration Number 324982E/E300003), was appointed as Statutory Auditor of the Company in the Extraordinary General Meeting of the Company held on 04th August, 2022 to fill up the casual vacancy and hold office up to the conclusion of the ensuing Annual General Meeting ("AGM") of the Company.

In view of the foregoing, the Board has at its meeting held on 17th July, 2023, recommended the appointment of SRBC as the Statutory Auditors of the Company for a term of five consecutive years from the conclusion of the ensuing sixth Annual General Meeting of the Company till the conclusion of the eleventh Annual General Meeting of the Company, covering the period of five financial years from 2023-24 till 2027-28, for approval of the Members.

The Statutory Auditors of the Company have issued an unqualified audit report on the financial statements for the financial year ended 31st March, 2023. The Auditors Report for the financial year ended 31st March, 2023 on the financial statements of the Company forms part of this Annual Report.

REPORTING OF FRAUDS BY STATUTORY AUDITORS:

During the financial year under review, no instances of fraud have been reported by the Statutory Auditors of the Company under Section 143(12) of the Companies Act, 2013.

DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:

There were no orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations.

DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Directors based on the representations received from the Management, confirm that:

- i. in the preparation of the annual accounts for the year ended 31st March, 2023, the applicable accounting standards had been followed.

- ii. 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 the financial year and of the loss of the Company for that year;
- iii. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. the Directors have prepared the annual accounts on a going concern basis;
- v. the Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and are operating effectively; and
- vi. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and are operating effectively;

DISCLOSURE UNDER SEXUAL HARRASMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has adopted a "Policy on Safety & Security and Prevention of Sexual harassment of Women Employees" ("POSH Policy") in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The POSH Policy aims to provide a safe, friendly, positive and productive working environment and promote an atmosphere in which employees can realise their maximum potential. The policy applies to all permanent and temporary employees and also to workforce engaged by the Company through contractors.

The Company observes zero tolerance towards any kind of violation of the aforementioned POSH Policy. As per POSH Policy, the Company has constituted Internal Committee ("IC"). The IC is chaired by a female employee and other officials of the Company are its members along with an external member who has experience in dealing with cases relating to sexual harassment. The IC is responsible for redressal of complaints related to sexual harassment and follows the guidelines provided in the POSH Policy.

There were no cases pending at the beginning of the year and filed during the year.

REMUNERATION DETAILS AS PER SCHEDULE V:

In terms of Schedule V Part II (Remuneration) of the Companies Act, 2013, the remuneration details of the Directors appointed under Chapter XII of the Companies Act, 2013 is provided under **Annexure II**.

DISCLOSURE OF PROCEEDINGS PENDING OR APPLICATION MADE UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016:

No application was filed for corporate insolvency resolution process, by a financial or operational creditor or by the company itself under the IBC before the NCLT.

WHISTLE BLOWER POLICY:

The Company has adopted Whistle Blower Policy and the objective of this policy is to create a window for any person who observes any unethical behavior, actual or suspected fraud, or violation of the Company Code of Conduct and to report the same to the officials appointed

under the same policy. The said policy also encompasses reporting of instances of leak of Unpublished Price Sensitive Information (UPSI).

ACKNOWLEDGEMENTS:

Your Directors take this opportunity to express their sincere appreciation towards the commitment, hard work and support of all its employees during the financial year ended 31st March, 2023.

The Directors also express their gratitude towards the customers, shareholders, suppliers, bankers, business partners/associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company.

For and on behalf of the Board

**sd/-
Sunil Vitthalrao Kolhe
Chairman
DIN: 09650178**

**Date: 1st August, 2023
Place: Pune**

ANNEXURE I

DISCLOSURE PURSUANT TO SECTION 134(3)(m) OF THE COMPANIES ACT, 2013
READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014

(A) Conservation of energy:

Steps taken or impact on conservation of energy	The Company has not spent any substantial amount on Conservation of Energy to be disclosed here.
Steps taken by the company for utilizing alternate sources of energy	
Capital investment on energy conservation equipment's	

(B) Technology absorption:

Efforts made towards technology absorption	During the financial year under review, the Company had acquired the Intellectual Property (Technology, assets and inventions) pertaining to the Battery Management Systems (BMS), from ION Energy Inc.
Benefits derived like product improvement, cost reduction, product development or import substitution	The above acquisition helps the Company to have proprietary ownership on the technology and thus contribute towards product improvement/new product development.
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):	
<ul style="list-style-type: none"> • Details of technology imported 	During the financial year under review, the Company had acquired the Intellectual Property (Technology, assets and inventions) pertaining to the Battery Management Systems (BMS), from ION Energy Inc.
<ul style="list-style-type: none"> • Year of import 	Financial Year 2022-23
<ul style="list-style-type: none"> • Whether the technology has been fully absorbed 	Yes
<ul style="list-style-type: none"> • If not fully absorbed, areas where absorption has not taken place, and the reasons thereof 	Not Applicable
Expenditure incurred on Research and Development (Rupees in million)	Direct material cost of INR 2.94 million incurred on Research and Development, aside to the Man hours consumed.

(C) Foreign exchange earnings and Outgo:

The foreign exchange earned in terms of actual inflows during the year and the foreign exchange outgo during the year in terms of actual inflows is as follows:

	April 01, 2022 to March 31, 2023
	(₹ in million)
Actual Foreign Exchange earnings	155.21
Actual Foreign Exchange outgo	521.78

For and on behalf of Board

**sd/-
Sunil Vitthalrao Kolhe
Chairman
DIN:09650178**

Date: 1st August, 2023

Place: Pune

ANNEXURE II
REMUNERATION DETAILS OF DIRECTORS APPOINTED UNDER SCHEDULE V OF
THE COMPANIES ACT, 2013

Mr. Akhil Prakash Panjwani – Managing Director

1. All elements of remuneration package such as salary, benefits, bonus, stock options, pension, etc. given below
2. Details of fixed component and performance linked incentives along with performance criteria: given below.
3. Service Contract, Notice period, Severance fees: The appointment as MD shall be for the tenure of 24 months, i.e. 30th January, 2023 to 30th January, 2025.
4. Stock options details, if any, and whether the same has been issued at a discount as well the period over which accrued and over which exercisable: Nil

Remuneration for FY 2022-23:

Fixed Remuneration:

Sr. No	Payment Component	Monthly (INR)	Yearly (INR)
1	Basic	2,50,000	30,00,000
2	House Rent Allowance	1,25,000	15,00,000
3	Medical Allowance	1,200	14,400
4	Conveyance	2,300	27,600
5	Employer Contribution to Provident Fund	1,800	21,600
6	Special Allowance	2,44,700	29,36,400
7	Total Fixed Pay	6,25,000	75,00,000
Deductions			
8	Employer Contribution to Provident Fund	1,800	21,600
9	Executive Contribution to Provident Fund	1,800	21,600
10	Professional Tax	200	2,400
11	Provision for Gratuity	12,025	1,44,300
12	Net Salary	6,09,175	73,10,100

Sr. No	Financial Year	Remuneration payable	Term
1	2022-23	INR 6,25,000 per month	2 Months
2	2023-24	Remuneration up to 150% of the last drawn remuneration, as may be approved by Board	12 Months
3	Balance period of 2024-25 i.e., 10 months	Remuneration up to 150% of the last drawn remuneration, as may be approved by the Board	10 Months

Long Term Incentive Plan (LTIP):

Sr.No	Financial Year	Range of LTIP amount
1	2022-23	INR 2,24,490 to 8,97,960, as may be approved by the Board
2	2023-24	INR 2,46,939 to 9,87,755, as may be approved by the Board
3	2024-25	INR 2,91,837 to 11,67,346, as may be approved by the Board

The terms and conditions of appointment is per the employment agreement dated 18th May, 2022 executed between Mr. Akhil Prakash Panjwani and the Company.

Mr. Alexandre *Jacques* Collet - Executive Director

Pursuant to the Consultancy agreement dated 18th May, 2022, Mr. Alexandre Jacques Collet was appointed as Chief Technical Officer (CTO) of the Company and the professional fees paid to him for the financial year 2022-23 is INR 37,80,000 (Thirty seven lakh eighty thousand) i.e. INR 4,20,000/- (Rupees four lakh twenty thousand) per month on pro rata basis.

For and on behalf of the Board

**sd/-
Sunil Vitthalrao Kolhe
Chairman
DIN: 09650178**

**Date: 1st August, 2023
Place: Pune**

INDEPENDENT AUDITOR'S REPORT

To the Members of Maxwell Energy Systems Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Maxwell Energy Systems Private Limited ("the Company"), which comprise the Balance sheet as at March 31 2023, the Statement of Profit and Loss, including the Statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Other Information

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

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

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

The Board of Directors' report is not made available to us as at the date of this auditor's report. We have nothing to report in this regard.

Responsibility of Management 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 including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the 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 is also 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's

report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Other Matter

The comparative financial information of the Company for the year ended March 31, 2022 and the transition date opening balance sheet as at April 01, 2021 included in these financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 / Companies (Accounting Standards) Rules, 2021 audited by the predecessor auditor whose reports for the years ended March 31, 2022 and March 31, 2021 dated June 30, 2022 and November 15, 2021, respectively expressed an unmodified opinion on those financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

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 of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - e. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;

- f. With respect to the adequacy of the internal financial controls with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure 2” to this report;
- g. In our opinion, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- h. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv.
 - a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c) Based on such audit procedures performed 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) contain any material misstatement.

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- v. No dividend has been declared or paid during the year by the Company.
- vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only w.e.f. April 1, 2023, reporting under this clause is not applicable.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

sd/-

per Mustafa Saleem

Partner

Membership Number: 136969

UDIN: 23136969BGXFHG8572

Place of Signature: Pune

Date: May 4, 2023

Annexure 1 referred to in paragraph 1 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date

Re: Maxwell Energy Systems Private Limited (the "Company")

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 state that:

- i.a.A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- i.a.B. The Company has maintained proper records showing full particulars of intangible assets.
- i.b. Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- i.c. There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.
- i.d. The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2023.
- i.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. The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Discrepancies of 10% or more in aggregate for each class of inventory were not noticed in respect of such physical verification.
- ii.b. The Company has not been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.
- iii. During the year, the Company has not provided loans, advances in nature of loans, made investment, stood guarantee or provided security to Companies, firm, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the order is not applicable to the Company.
- iv. There are no loans, investments, guarantees, and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.
- v. The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act

and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

- vi. The Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company.
- vii.a The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- vii.b There are no dues of goods and services tax, provident fund, employees' state insurance, income tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess, goods and service tax and other statutory dues which have not been deposited on account of any dispute.
- viii. The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix.a. The Company did not have any outstanding loans or borrowings or interest thereon due to any lender during the year. Accordingly, the requirement to report on clause ix(a) of the Order is not applicable to the Company.
- ix.b. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- ix.c. The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.
- ix.d. On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.
- ix.e. The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.
- ix.f. The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.
- x.a. The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- x.b. The Company has complied with provisions of sections 42 and 62 of the Companies Act, 2013 in respect of the preferential allotment / private placement of shares during the year. The funds raised, have been used for the purposes for which the funds were raised.
- xi.a. No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

- xi.b. During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- xi.c. As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- xii. The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirements to report on clause 3(xii)(a), 3(xii)(b) and 3(xii)(c) of the Order are not applicable to the Company.
- xiii. Transactions with the related parties are in compliance with sections 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of section 177 are not applicable to the Company and accordingly the requirements to report under clause 3(xiii) of the Order insofar as it relates to section 177 of the Act is not applicable to the Company.
- xiv. The Company does not have an internal audit system and is not required to have an internal audit system under the provisions of Section 138 of the Companies Act, 2013. Therefore, the requirement to report under clause 3(xiv)(a) and (b) of the Order is not applicable to the Company.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi.a. The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- xvi.b. The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- xvi.c. The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- xvi.d. There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company .
- xvii. The Company has incurred cash losses amounting to Rs. 168.38 million in the current year and amounting to Rs. 4.28 million in the immediately preceding financial year.
- xviii. The previous statutory auditors of the Company have resigned during the year and we have taken into consideration the issues, objections or concerns raised by the outgoing auditors.
- xix. On the basis of the financial ratios disclosed in note 36 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the

assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. The Company was not required to spend any amount in respect of Corporate Social Responsibility activities under section 135 (5) of the Companies Act, 2013 for the year ended March 31, 2023, Accordingly, reporting under clause 3(xx)(a) and (b) of the Order is not applicable to the Company.

For **S R B C & CO LLP**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

sd/-

per Mustafa Saleem

Partner

Membership Number: 136969

UDIN: 23136969BGXFHG8572

Place of Signature: Pune

Date: May 4, 2023

Annexure 2 to the Independent Auditor's report of even date on the financial statements of Maxwell Energy Systems Private Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Maxwell Energy Systems Private Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating 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 internal financial controls system over financial reporting with reference to these 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 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 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 Over Financial Reporting with Reference to these Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **S R B C & CO LLP**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

sd/-

per Mustafa Saleem

Partner

Membership Number: 136969

UDIN: 23136969BGXFHG8572

Place of Signature: Pune

Date: May 4, 2023

Maxwell Energy Systems Private Limited
Balance sheet as at 31st March, 2023

₹ in million

Particulars	Note	As at 31st March, 2023	As at 31st March, 2022	As at 01st April, 2021
ASSETS				
1. Non-current assets				
(a) Property, plant and equipment	3 (i)	23.00	19.42	6.48
(b) Intangible assets	3 (iii)	349.13	4.39	5.20
(c) Intangible assets under development	3 (iv)	0.59	-	-
(d) Right-of-use assets	3 (ii)	14.31	18.71	0.96
(e) Financial assets				
(i) Other financial asset	4	1.65	2.34	0.78
(f) Other non-current asset	5	4.11	8.91	5.30
(g) Deferred tax assets (net)	31	-	3.90	1.49
		392.79	57.67	20.22
2. Current assets				
(a) Inventories	7	23.40	19.10	8.61
(b) Financial assets				
(i) Trade receivables	9	64.38	33.28	12.44
(ii) Cash and cash equivalents	8	48.35	3.64	5.23
(iii) Other financial asset	10	0.05	0.28	0.06
(c) Other current assets	6	94.92	17.44	5.45
		231.10	73.74	31.79
Total assets (1 + 2)		623.89	131.41	52.01
EQUITY AND LIABILITIES				
1. EQUITY				
(a) Equity share capital	11	0.14	0.10	0.10
(b) Other equity	12	476.92	(9.30)	3.07
		477.06	(9.20)	3.17
LIABILITIES				
2. Non-current liabilities				
(a) Financial liabilities				
(i) Lease liabilities	17	10.42	14.16	-
(b) Provisions	13	5.40	4.98	2.70
		15.82	19.14	2.70
3. Current liabilities				
(a) Financial liabilities				
(i) Trade payables	14			
(a) total outstanding dues of micro enterprises and small enterprises		0.64	1.17	0.44
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		87.06	38.51	7.55
(ii) Lease liabilities	17	5.23	4.98	1.10
(iii) Other financial liabilities	15	5.90	9.97	7.33
(b) Provisions	13	0.97	0.09	0.00
(c) Other current liabilities	16	31.21	66.75	29.72
		131.01	121.47	46.14
Total equity and liabilities (1 + 2 + 3)		623.89	131.41	52.01

Summary of significant accounting policies 2
The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S R B C & CO LLP

Firm Registration No. 324982E/E300003
Chartered Accountants

sd/-
per Mustafa Saleem
Partner
Membership no. 136969
Place: Pune
Date: 04th May, 2023

**For and on behalf of the Board of Directors of
Maxwell Energy Systems Private Limited**

sd/- Sunil V Kolhe Chairman DIN:09650178 Place: Pune Date: 04th May, 2023	sd/- Akhil Panjwani Managing Director DIN:03214205 Place: Mumbai Date: 04th May, 2023	sd/- Vishwas V S CEO ADDPV1188L Place: Bangalore Date: 04th May, 2023
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Maxwell Energy Systems Private Limited
Statement of Profit and Loss for the year ended 31st March, 2023

₹ in million

Particulars	Notes	For the year ended 31st March, 2023	For the year ended 31st March, 2022
INCOME			
I. Revenue from operations	18	208.48	171.42
II. Other income	19	3.84	24.59
III Total income (I + II)		212.32	196.01
IV. EXPENSES:			
(a) Cost of raw materials & components consumed	20	130.78	75.73
(b) Changes in stock of raw materials & components	20	(4.30)	(10.48)
(c) Employee benefits expense	21	181.32	98.10
(d) Finance costs	24	2.82	1.20
(e) Depreciation and amortisation expenses	23	57.35	8.95
(f) Other expenses	22	72.83	36.95
Total expenses (IV)		440.80	210.45
V. (Loss) before tax (III - IV)		(228.48)	(14.44)
VI. Tax expense:			
(a) Current tax expense		-	-
(b) Deferred tax (credit) / charge		2.99	(2.41)
Total tax expense		2.99	(2.41)
VII. (Loss) for the year (V - VI)		(231.47)	(12.03)
VIII. Other comprehensive income			
(a) items that will not to be reclassified to profit or loss in subsequent years:			
(i) Re-measurement of defined benefit plans		3.63	(0.34)
(b) Income tax effect		(0.91)	-
Total other comprehensive gain/(loss) for the year, net of tax		2.72	(0.34)
IX. Total comprehensive income for the year (comprising loss and other comprehensive income for the year) (VI + VIII)		(228.75)	(12.37)
X. Earnings per equity share (face value of Rs. 1 each)			
Basic and Diluted (in Rs.)	25	(1,811.83)	(120.28)

Summary of significant accounting policies
The accompanying notes are an integral part of the financial statements

2

As per our report of even date

For S R B C & CO LLP

Firm Registration No. 324982E/E300003
Chartered Accountants

sd/-
per Mustafa Saleem
Partner
Membership no. 136969
Place: Pune
Date: 04th May, 2023

**For and on behalf of the Board of Directors of
Maxwell Energy Systems Private Limited**

sd/-
Sunil V Kolhe
Chairman
DIN:09650178

sd/-
Akhil Panjwani
Managing Director
DIN:03214205

sd/-
Vishwas V S
CEO
ADDPV1188L

Place: Mumbai
Date: 04th May, 2023

Maxwell Energy Systems Private Limited
Cash flow statement for the year ended 31st March, 2023

Particulars	₹ in million	
	For the year ended 31st March, 2023	For the year ended 31st March, 2022
A. Cash flow from operating activities		
Loss before tax	(228.48)	(14.44)
Adjustment for:		
- Depreciation and amortisation expense	57.35	8.95
- Trade receivables and advances written off	1.10	-
- Excess provisions /creditors' balances written back	(0.82)	-
- Unrealised exchange (gain)/loss (net)	(0.07)	0.70
- Loss on sale of property, plant and equipment/ PPE discarded (net)	0.02	0.01
- Finance costs	2.82	1.20
- Unwinding of interest income on security deposits	(0.10)	-
- Interest income	(2.88)	-
Operating loss before working capital changes	(171.06)	(3.58)
Movements in working capital :		
Adjustment for (increase) / decrease in operating assets		
- Trade receivables	(31.10)	(21.55)
- Inventories	(4.30)	(10.48)
- Other current assets	(77.47)	(12.00)
- Other current financial assets	0.22	(0.22)
- Trade payables	47.94	31.70
- Current provision	0.88	0.09
- Other current financial liabilities	(4.07)	2.64
- Other current liabilities	(35.54)	37.03
- Non-current financial assets	0.69	(2.13)
- Non-current provision	4.05	1.94
Sub Total	(98.71)	27.02
Cash generated from/(used in) operating activities	(269.76)	23.44
Direct taxes paid (net of refunds)	4.70	(3.43)
Net cash generated from/(used in) operating activities (A)	(265.06)	20.01
B. Cash flow from investing activities		
Acquisition of property, plant and equipment; and intangible assets (including capital work in progress, intangible assets under development and capital advances)	(401.79)	(17.87)
Interest received	2.82	-
Proceeds from sale of property, plant and equipment	0.04	0.14
Net cash generated/(used in) investing activities (B)	(398.93)	(17.73)

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Maxwell Energy Systems Private Limited
Cash flow statement for the year ended 31st March, 2023

Particulars	₹ in million	
	For the year ended 31st March, 2023	For the year ended 31st March, 2022
C. Cash flow from financing activities		
Payment of principal portion of lease liabilities	(3.49)	(2.66)
Payment of interest on lease liabilities	(1.49)	(1.01)
Finance costs paid	(1.33)	(0.19)
Proceeds from issue of equity share (including securities premium)	715.01	-
Net cash generated from/(used in) financing activities (C)	708.70	(3.86)
Net increase/(decrease) in cash and cash equivalents (A + B + C)	44.71	(1.58)
Cash and cash equivalents as at beginning of the year	3.64	5.23
Cash and cash equivalents as at year end	48.35	3.65
Components of cash and cash equivalents (Refer note 8)		
Balances with banks	48.35	3.62
Cash on hand *	0.00	0.02
Total cash and bank balances	48.35	3.64

* Amount is below ₹ 0.01 million

Movements in financial liabilities - refer note 17.

As per our report of even date

For S R B C & CO LLP

Firm Registration No. 324982E/E300003

Chartered Accountants

sd/-

per Mustafa Saleem

Partner

Membership no. 136969

Place: Pune

Date: 04th May, 2023

**For and on behalf of the Board of Directors of
Maxwell Energy Systems Private Limited**

sd/-

Sunil V Kolhe

Chairman

DIN:09650178

sd/-

Akhil Panjwani

Managing Director

DIN:03214205

sd/-

Vishwas V S

CEO

ADDPV1188L

Place: Mumbai

Date: 04th May, 2023

Maxwell Energy Systems Private Limited
Statement of changes in equity for the year ended 31st March, 2023

₹ in million

a) Equity share capital

Particulars	Nos.	Amount
Equity shares of Rs. 1 each issued, subscribed and fully paid		
At 01st April, 2021	1,00,000	0.10
Issued during the year *	-	-
At 31st March, 2022	1,00,000	0.10
Issued during the year *	37,007	0.04
At 31st March, 2023	1,37,007	0.14

* There are no changes in share capital due to prior period errors.

b) Changes in other equity

Particulars	Retained earnings	Securities premium	Total equity
Balance at 01st April, 2021	3.07	-	3.07
(Loss) for the year	(12.03)	-	(12.03)
Other comprehensive income for the year, net of tax	(0.34)	-	(0.34)
Balance at 31st March, 2022	(9.30)	-	(9.30)
(Loss) for the year	(231.47)	-	(231.47)
Other comprehensive income for the year, net of tax	2.72	-	2.72
Securities Premium	-	714.97	714.97
Balance at 31st March, 2023	(238.05)	714.97	476.92

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S R B C & CO LLP

Firm Registration No. 324982E/E300003

Chartered Accountants

sd/-

per **Mustafa Saleem**

Partner

Membership no. 136969

Place: Pune

Date: 04th May, 2023

For and on behalf of the Board of Directors of

Maxwell Energy Systems Private Limited

sd/-

Sunil V Kolhe

Chairman

DIN:09650178

Place: Pune

Date: 04th May, 2023

sd/-

Akhil Panjwani

Managing Director

DIN:03214205

Place: Mumbai

Date: 04th May, 2023

sd/-

Vishwas V S

CEO

ADDPV1188L

Place: Bangalore

Date: 04th May, 2023

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 3(i): Property, plant and equipment

Particulars	₹ in million						Total
	Office equipment	Data processing equipment	Furniture and fittings	Plant and machinery	Vehicles	Leasehold improvements	
Cost							
At 01st April, 2021[#]	0.33	1.12	1.20	3.80	0.04	-	6.48
Additions	0.49	1.93	0.91	5.05	-	7.83	16.22
Disposals	0.13	0.02	-	-	-	-	0.15
At 31st March, 2022	0.69	3.03	2.11	8.85	0.04	7.83	22.55
Additions	0.33	3.23	0.26	4.30	-	0.59	8.71
Adjustment	-	-	-	(0.97)	-	-	(0.97)
Disposals	-	-	-	-	0.04	-	0.04
At 31st March, 2023	1.02	6.26	2.37	12.18	-	8.42	30.25
Accumulated depreciation							
At 01st April, 2021[#]	-	-	-	-	-	-	-
Charge for the year	0.20	1.09	0.41	1.00	0.01	0.44	3.15
Disposals	0.00 *	0.02	-	-	-	-	0.02
At 31st March, 2022	0.20	1.07	0.41	1.00	0.01	0.44	3.13
Charge for the year	0.17	1.46	0.24	0.68	0.00	1.60	4.15
Disposals	-	-	-	-	0.01	-	0.01
At 31st March, 2023	0.37	2.53	0.65	1.68	0.00	2.04	7.27
Net block							
At 31st March, 2022	0.49	1.96	1.70	7.85	0.03	7.39	19.42
At 31st March, 2023	0.65	3.73	1.72	10.50	0.00	6.38	23.00

On transition to Ind AS (i.e. 01st April, 2021), the Company has elected to continue with the carrying value of all property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.

Note 3(ii): Right of use assets

Set out below, are the carrying amounts of the Company's ROU assets and the movements during the years:

Particulars	₹ in million	
	Building*	Total
As at 1st April, 2021[#]	0.96	0.96
Additions	21.28	21.28
Depreciation expense for the year	3.53	3.53
As at 31st March, 2022	18.71	18.71
Additions	-	-
Depreciation expense for the year	4.40	4.40
As at 31st March, 2023	14.31	14.31

* Building includes office premises situated at Andheri, Mumbai leased for period upto 5 years.

The Company, on transition to Ind AS, has applied the transitional provisions and recognised the right-of-use asset as on 01st April, 2021. Refer note 36 for details. The Company has short term or low value assets on lease at Manesar, Haryana.

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Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 3(iii): Intangible assets

Particulars	₹ in million		
	Softwares	Intellectual	Total
Cost			
At 01st April, 2021#	3.85	1.35	5.20
Additions	1.47	-	1.47
Disposals	-	-	-
At 31st March, 2022	5.32	1.35	6.67
Additions	4.21	389.34	393.55
Disposals	-	-	-
At 31st March, 2023	9.53	390.69	400.22
Accumulated amortisation			
At 01st April, 2021#	-	-	-
Charge for the year	1.75	0.53	2.28
Disposals	-	-	-
At 31st March, 2022	1.75	0.53	2.28
Charge for the year	1.49	47.32	48.81
Disposals	-	-	-
At 31st March, 2023	3.24	47.85	51.09
Net block			
At 31st March, 2022	3.57	0.82	4.39
At 31st March, 2023	6.29	342.84	349.13

On transition to Ind AS (i.e. 01st April, 2021), the Company has elected to continue with the carrying value of all intangible assets measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

Note 3(iv): Intangible assets under development ageing schedule as at March 31, 2023

Particulars	Amount in intangible assets under development for a period of				Total
	Less than 1 year	Between 1-2 years	Between 2-3 years	More than 3 years	
Projects in progress	0.59	-	-	-	0.59
Projects temporarily suspended	-	-	-	-	-
Total	0.59	-	-	-	0.59

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Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 4: Other financial assets			₹ in million
Particulars	As at 31st March, 2023	As at 31st March, 2022	As at 01st April, 2021
Non-current			
Unsecured considered good			
Security deposits, at amortised cost*	1.65	2.34	0.78
Total	1.65	2.34	0.78

*Security deposits are non-derivative financial assets and are refundable in cash.

Note 5: Other non-current assets (unsecured, considered good unless otherwise stated)			₹ in million
Particulars	As at 31st March, 2023	As at 31st March, 2022	As at 01st April, 2021
Capital advances	0.08	0.18	-
Income tax paid in advance (net of provision)	4.03	8.73	5.30
Total	4.11	8.91	5.30

Note 6: Other current assets (unsecured, considered good unless otherwise stated)			₹ in million
Particulars	As at 31st March, 2023	As at 31st March, 2022	As at 01st April, 2021
Current			
Balances with government authorities	87.04	12.15	3.72
Advances to vendors	6.56	4.83	1.67
Prepaid expenses	1.32	0.46	0.06
Total	94.92	17.44	5.45

Note 7: Inventories			₹ in million
Particulars	As at 31st March, 2023	As at 31st March, 2022	As at 01st April, 2021
Raw materials and components (mainly includes electronic circuit boards) (valued at lower of cost and net realisable value)	23.40	19.10	8.61
Total	23.40	19.10	8.61

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 8: Cash and cash equivalents

₹ in million

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
(a) Cash on hand \$	0.00	0.02	0.01
(b) Balances with banks**:			
(i) In current accounts	18.35	3.62	5.22
(ii) In deposit accounts - with original maturity of less than 3 months	30.00	-	-
Total	48.35	3.64	5.23

\$ Amount as at March 31, 2023 is below ₹ 0.01 million

**Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

The Company has not availed any borrowing facilities from banks or financial institutions.

Note 10: Other current financial assets (Unsecured considered good unless otherwise stated)

₹ in million

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
Interest accrued on deposits	0.05	-	-
Advances to employees	-	0.28	0.06
Total	0.05	0.28	0.06

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Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 9: Trade receivables

₹ in million

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
Trade receivables			
Unsecured, considered good	64.38	33.28	12.44
Total	64.38	33.28	12.44

No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. No trade or other receivable are due from firms or private companies respectively in which any director is a partner. Trade receivables are non-interest bearing and are generally on terms of 45-60 days.

As at 31st March, 2023

₹ in million

Particulars	Outstanding for the following periods from the due date						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables – considered good	37.98	26.40	-	-	-	-	64.38
Total	37.98	26.40	-	-	-	-	64.38

As at 31st March 2022

₹ in million

Particulars	Outstanding for the following periods from the due date						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables – considered good	16.51	16.76	0.01	-	-	-	33.28
Total	16.51	16.76	0.01	-	-	-	33.28

As at April 01, 2021

₹ in million

Particulars	Outstanding for the following periods from the due date						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables – considered good	3.04	8.52	0.88	-	-	-	12.44
Total	3.04	8.52	0.88	-	-	-	12.44

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Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 11: Equity share capital

Particulars	₹ in million		
	As at 31st March, 2023	As at 31st March, 2022	As at 01st April, 2021
Authorised share capital			
5,00,000 equity shares of Rs. 1/- each (31st March, 2022: 1,00,000 of Rs. 1 each; 01st April, 2021: 1,00,000 of Rs. 1 each)	0.50	0.10	0.10
Total authorised share capital	0.50	0.10	0.10
Issued, subscribed and fully paid-up share capital			
1,37,007 equity shares of Rs. 1/- each (31st March, 2022: 1,00,000 of Rs. 1 each; 01st April, 2021: 1,00,000 of Rs. 1 each)	0.14	0.10	0.10
Total issued, subscribed and fully paid-up share capital	0.14	0.10	0.10

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Particulars	As at 31st March, 2023		As at 31st March, 2022		As at 01st April, 2021	
	Amount	Nos.	Amount	Nos.	Amount	Nos.
Authorised shares						
At the beginning of the year	0.10	1,00,000	0.10	1,00,000	0.10	1,00,000
Issued during the year	0.40	4,00,000	-	-	-	-
Balance at the end of the year	0.50	5,00,000	0.10	1,00,000	0.10	1,00,000
Issued, subscribed and fully paid-up shares						
At the beginning of the year	0.10	1,00,000	0.10	1,00,000	0.10	1,00,000
Issued during the year	0.04	37,007	-	-	-	-
Outstanding at the end of the year	0.14	1,37,007	0.10	1,00,000	0.10	1,00,000

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 1 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shares held by holding/ ultimate holding company and/or their subsidiaries/associates

Particulars	As at 31st March, 2023		As at 31st March, 2022		As at 01st April, 2021	
	Nos.	% holding	Nos.	% holding	Nos.	% holding
Endurance Technologies Limited, the immediate holding company	69,873	51.00%	-	-	-	-
ION Energy, Inc.	-	-	99,998	100.00%	99,998	100.00%
	69,873	100.00%	99,998	100.00%	99,998	100.00%

(d) Shares held by holding Company

Particulars	As at 31st March, 2023		As at 31st March, 2022		As at 01st April, 2021	
	Nos.	% holding	Nos.	% holding	Nos.	% holding
(Equity shares of Rs. 1 each fully paid)						
Holding Company						
Endurance Technologies Limited	69,873	51.00%	-	-	-	-
ION Energy, Inc.	-	-	99,998	100.00%	99,998	100.00%

(e) Details of shareholders holding more than 5% shares in the Company

Particulars	As at 31st March, 2023		As at 31st March, 2022		As at 01st April, 2021	
	Nos.	% holding	Nos.	% holding	Nos.	% holding
(Equity shares of Rs. 1 each fully paid)						
Endurance Technologies Limited	69,873	51.00%	-	-	-	-
ION Energy, Inc.	67,133	49.00%	99,998	100.00%	99,998	100.00%

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

(f) Details of shares held by promoters

As at 31st March, 2023

Name of the promoters	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares
Equity shares of Rs. 1 each fully paid				
ION Energy, Inc.	99,998	(32,865)	67,133	49.00%
Mr. Prakash Hiralal Panjwani	1	(1)	-	0.00%
Mr. Akhil Prakash Panjwani	1	-	1	0.00%
Endurance Technologies Limited*	-	69,873	69,873	51.00%
Total	1,00,000	37,007	1,37,007	100.00%

As at 31st March, 2022

Name of the promoters	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares
Equity shares of Rs. 1 each fully paid				
ION Energy, Inc.	99,998	-	99,998	100.00%
Mr. Prakash Hiralal Panjwani	1	-	1	0.00%
Mr. Akhil Prakash Panjwani	1	-	1	0.00%
Total	1,00,000	-	1,00,000	100.00%

The shareholding information is based on the legal ownership of shares and has been extracted from the records of the Company including register of shareholder/members. There are no shares reserved for issue under bonus, options, contracts/commitments for sale of shares/disinvestments.

* Endurance Technologies Limited has acquired 51% of the equity share capital of the Company on 1st July, 2022, through a combination of primary issuance and secondary purchase. Consequent to above, the Company has become a subsidiary of Endurance Technologies Limited with effect from the said date.

Note 12: Other equity

Particulars	₹ in million		
	As at 31st March, 2023	As at 31st March, 2022	As at 01st April, 2021
Retained earnings			
Balance at the beginning of the year	(9.30)	3.07	0.54
Add: Loss for the year	(231.47)	(12.03)	2.53
Other comprehensive income for the year, net of tax	2.72	(0.34)	-
Balance at the close of the year	(238.05)	(9.30)	3.07
Securities premium			
Balance at the beginning of the year (refer note below)	-	-	-
Add: Addition during the year	714.97	-	-
Balance at the close of the year	714.97	-	-
Total	476.92	(9.30)	3.07

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

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Note 13: Provisions		₹ in million		
Particulars	As at		As at	As at
	31st March, 2023	31st March, 2022	31st March, 2022	01st April, 2021
Non-current				
Provision for gratuity (refer note 30)	5.40	4.98		2.70
Total	5.40	4.98		2.70
Current				
Provision for gratuity (refer note 30)	0.22	0.09		0.00
Provision for compensated absences	0.60	-		-
Others				
Provision for warranty	0.15	-		-
Total	0.97	0.09		0.00

Provision for warranties: The Company gives warranties on certain products from the date of sale, for their satisfactory performance during the warranty period as per the contracts with buyers. Provision for warranty claims arising out of such obligation is made based on such warranty period.

Details of warranty provision		₹ in million	
Particulars	As at	As at	
	31st March, 2023	31st March, 2022	
Carrying amount as at 1st April	-	-	
Provision made during the year	0.15	-	
Amount paid / utilised during the year	-	-	
Carrying amount as at 31st March	0.15	-	

Note 14: Trade payables		₹ in million		
Particulars	As at		As at	As at
	31st March, 2023	31st March, 2022	31st March, 2022	01st April, 2021
Unsecured and considered good				
Trade payables				
- Total outstanding dues of micro enterprises and small enterprises (refer note below)	0.64	1.17		0.44
- Total outstanding dues of creditors other than micro enterprises and small enterprises	87.06	38.51		7.55
Total	87.70	39.68		7.99

Trade payables ageing schedule

Particulars	₹ in million					
	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	0.43	0.21	-	-	-	0.64
Total outstanding dues of creditors other than micro enterprises and small enterprises	42.84	43.99	0.16	0.07	-	87.06
As at 31st March, 2023	43.27	44.20	0.16	0.07	-	87.70
Total outstanding dues of micro enterprises and small enterprises	-	1.17	-	-	-	1.17
Total outstanding dues of creditors other than micro enterprises and small enterprises	0.21	36.97	1.33	-	-	38.51
As at 31st March, 2022	0.21	38.14	1.33	-	-	39.68
Total outstanding dues of micro enterprises and small enterprises	0.44	-	-	-	-	0.44
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	7.55	-	-	-	7.55
As at 01st April, 2021	0.44	7.55	-	-	-	7.99

There are no unbilled trade payables, hence the same are not disclosed in the ageing schedule.

The information required to be disclosed under the Micro, Small & Medium Enterprise Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. The amount of principal and interest outstanding during the years is given below.

Particulars	₹ in million		
	31 March, 2023	31st March, 2022	01st April, 2021
(i) The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year. Principal amount due to micro and small enterprises	0.64	1.17	0.44
Interest due on above	0.01	-	-
(ii) The amount of interest paid by the buyer in terms of Section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-	-
(iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	-	-	-
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year	0.01	-	-
(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 the Micro Small and Medium Enterprise Development Act, 2006	-	-	-

Note 15: Other current financial liabilities

₹ in million

Particulars	As at		As at
	31st March, 2023	31st March, 2022	01st April, 2021
Payables to employees*	5.90	8.43	6.31
Payable for property, plant and equipment	-	1.54	1.02
Total	5.90	9.97	7.33

*For details of balances outstanding and terms and conditions relating to related parties refer note 29.
Payables to employees are non interest bearing and are settled in the next month.

Note 16: Other current liabilities

₹ in million

Particulars	As at		As at
	31st March, 2023	31st March, 2022	01st April, 2021
Statutory dues	3.84	2.41	1.04
Advance from customers	21.37	5.51	10.57
Other payables (refer note 29)	-	49.83	6.11
Deferred revenue (refer note 18)	6.00	9.00	12.00
Total	31.21	66.75	29.72

Note 17: Lease liabilities

₹ in million

Particulars	As at		As at
	31st March, 2023	31st March, 2022	01st April, 2021
Non-current			
Lease liabilities	10.42	14.16	-
Total	10.42	14.16	-
Current			
Lease liabilities	5.23	4.98	1.10
Total	5.23	4.98	1.10

Lease liabilities disclosures as per Ind AS 116

₹ in million

Movement in lease liabilities	Amount rupees
Financial obligations for finance leases as at 01st April, 2021	1.10
Lease liabilities against leases previously classified as operating leases as at 01st April, 2021	-
As at 01st April, 2021	1.10
Add: Additions	20.71
Add: Accretion of interest	1.01
Less: Payments	3.68
As at 31st March, 2022	19.14
Add: Additions	-
Add: Accretion of interest	1.49
Less: Payments	4.98
As at 31st March, 2023	15.65
Non-current	10.42
Current	5.23
As at 31st March, 2022	19.14
Non-current	14.16
Current	4.98

The incremental borrowing rate considered for lease liabilities is at 9%.
Refer note 33 for maturity profile of lease liabilities

The Company does not have any borrowings from banks or financial institutions on the basis of security of current assets.

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 18: Revenue from operations ₹ in million

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
a. Revenue from contracts with customers		
- Sale of products and components	149.70	87.03
- Sale of services	43.53	79.79
- Sale of licenses	14.91	3.91
b. Other operating revenue		
- Export incentive #	0.34	0.69
Total	208.48	171.42

During the year ended 31st March, 2023, the Company has recognized INR 0.34 million (previous year INR 0.69 million) as export incentive under duty drawback scheme.

(a) Disaggregated information of revenue from contracts with customers

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
- Within India	131.28	51.46
- Outside India	76.86	119.27

(b) Performance obligations

(i) Revenue from sale of products and components

The Company based on the underlying agreements has determined that the transfer of control to the customer and therefore revenue recognition, in regard to the domestic sales and export sales, generally corresponds to the date when the goods are dispatched from their point of sale, or when the goods are made available to the customer, or when the goods are released to the carrier responsible for transporting them to the customer. Export sales are recorded at the relevant exchange rates prevailing on the transaction date.

(ii) Revenue from sale of services

The Company provides product development and engineering services to its customers. Revenue from such services is accounted as and when such services are rendered.

(iii) Revenue from sale of licences

Revenue from sale of licences is recognised based on the terms of the contract with customer. Revenue from one time licence fees is recognised over the period of licence.

(c) The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) are as follows:

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
- Within one year	3.00	3.00
- More than one year	3.00	6.00
Total	6.00	9.00

Maxwell Energy Systems Private Limited

Notes to financial statements for the year ended 31st March, 2023

Note 19: Other income		₹ in million	
Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022	
a. Interest income			
i. Bank deposits	2.37	0.12	
ii. Others	0.51	0.27	
b. Other non operating income			
Excess provisions /creditors' balances written back	0.82	-	
Indemnity fee*	-	23.00	
Miscellaneous income	0.14	1.20	
Total	3.84	24.59	

* During the year ended 31st March, 2022, the company received INR 23.00 million as indemnity fee from one of its customer, upon non fulfilment of the terms of contract by the customer.

Note 20: Cost of raw materials and components consumed		₹ in million	
Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022	
Opening stock	19.10	8.61	
Add: Purchases of raw materials and components	130.78	75.73	
Less: Closing stock	(23.40)	(19.10)	
Total	126.48	65.24	

Note 21: Employee benefits expense		₹ in million	
Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022	
Salaries, wages and bonus	172.70	93.47	
Gratuity expenses (Refer note 30)	4.18	2.03	
Contribution to provident funds	2.47	1.62	
Staff welfare expenses	1.96	0.98	
Total	181.32	98.10	

Maxwell Energy Systems Private Limited**Notes to financial statements for the year ended 31st March, 2023****Note 22: Other expenses**

₹ in million

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Research & development cost	2.94	3.84
Advertising and sales promotion	0.13	0.17
Information technology expense	6.82	1.15
Legal and professional fees (refer note 29)	29.38	19.42
Rent	0.39	-
Repairs and maintenance	0.74	0.70
Power, water and fuel charges	0.71	0.30
Commission and brokerage	-	0.33
Travelling and conveyance	11.03	6.05
Payments to auditor (refer note below)	1.18	0.16
Rates and taxes	2.53	0.55
Insurance expenses	1.63	0.32
Royalty expense (refer note 29)	1.92	-
Net loss on foreign currency transactions and translation	4.95	2.23
Loss on sale of property, plant and equipment/ PPE discarded (net)	0.02	0.01
Trade receivables and advances written off	1.10	-
Miscellaneous expenses	7.36	1.73
Total	72.83	36.95

*Refer note 29 for related party transaction.

Payments to auditor

As auditor:

- Audit fee	1.13	0.16
- Out of pocket expense	0.05	-
Total	1.18	0.16

Note 23: Depreciation and amortisation expense

₹ in million

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Depreciation on property, plant and equipment as per note 3(i)	4.15	3.14
Depreciation on right of use assets as per note 3(ii)	4.40	3.53
Amortisation of intangible assets as per note 3 (iii)	48.80	2.28
Total	57.35	8.95

Note 24: Finance cost

₹ in million

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
a. Interest expenses on		
Lease liabilities	2.28	1.01
b. Bank charges	0.54	0.19
Total	2.82	1.20

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 25: Earnings per share (EPS)

Basic and diluted EPS are calculated by dividing the profit for the year attributable to equity shareholders by weighted average no. of equity shares outstanding during the year.

Sr. no.	Particulars	From 01st April, 2022 to 31st March, 2023	From 01st April, 2021 to 31st March, 2022
i	Loss attributable to equity shareholders [Numerator for computing basic and diluted EPS] (₹ in million)	(231.47)	(12.03)
ii	Weighted average number of equity shares in computing basic and diluted EPS* (number in million)	0.13	0.10
iii	Basic/Diluted earnings/(loss) per share ₹ each	(1,811.83)	(120.28)

* There is only one type of equity share. Hence basic and diluted earnings per share are same.

Note 26: Significant accounting judgements, estimates and assumptions

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

Estimates and assumptions

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

Useful life of intellectual property

Useful life of Intellectual Property - The Company has considered useful life of intellectual property as 6 years based on internal technical assessment. The Company reviews the useful life of intellectual property at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Impairment of non financial asset

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

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in Note 30.

Leases (estimating the incremental borrowing rate)

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right to use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates.

Note 27: Capital and other commitments

Estimated amount of contracts to be executed on capital account and not provided for (net of advances) as at 31st March, 2023 is Rs. Nil (31st March, 2022: Nil; 01st April, 2021: Nil).

Note 28: Segment information

The Company's main activity is into business of development, assembly and selling of Battery Management Systems, related components and services for electric vehicles and / or energy storage systems which in the context of Indian Accounting Standard 108 'Segment Information' represents single reportable business segment.

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 29: Related party disclosures

I Names of related parties and related party relationship where transactions have taken place during the year:

Nature of relationship	Name of Personnel
Immediate Holding Company	Endurance Technologies Limited (w.e.f 1st July,2022) ION Energy, Inc. (Till 30th June,2022)
Fellow subsidiary	Freemens SAS (Till 30th June,2022)
Key Management Personnel (KMP)	
Chairman	Mr. Sunil Vitthalrao Kolhe (w.e.f 1st July,2022)
Managing Director	Mr. Akhil Prakash Panjwani
Non-Executive Director	Mr. Prakash Panjwani (resigned w.e.f 30th June, 2022)
Executive Director	Mr. Alexandre Jacques Collet (w.e.f 1st July,2022)
Non-Executive Director	Mr. Jignesh Mahendrakumar Gandhi (w.e.f 1st July,2022)
Non-Executive Director	Mr. Subhashis Dhara Sharma (w.e.f 1st July,2022)
Chief Executive Officer	Mr. Vishwas V S (w.e.f 27th March, 2023)
Enterprises Owned or controlled by Key Management personnel and/or their Relatives	Masic Beauty LLP ION Energy Limited (w.e.f 1st July, 2022) Freemens SAS (w.e.f 1st July,2022)

II Transactions between the Company and its related parties:

Nature of transactions	Name of related party	₹ in million	
		During the year ended 31st March, 2023	During the year ended 31st March, 2022
Sale of services	ION Energy, Inc.	23.06	39.90
Payment of royalty	ION Energy, Inc.	1.92	0.00
Advance received against goods and services	ION Energy, Inc.	75.30	43.72
Repayment of advance received	ION Energy, Inc.	125.13	-
Remuneration#	Mr. Akhil Prakash Panjwani	8.58	6.70
Issue of equity shares	Endurance Technologies Limited	715.01	-
Purchase of intellectual property	ION Energy, Inc.	378.00	-
Non Compete Fees	Mr. Akhil Prakash Panjwani	1.90	-
Non Compete Fees	Mr. Alexandre Jacques Collet	2.50	-
Reimbursement of expenses received	Freemens S.A.S	3.04	-
Professional fees	Mr. Alexandre Jacques Collet	3.78	-
Payment of LTIP	Mr. Alexandre Jacques Collet	0.22	-
Purchase of goods	Masic Beauty LLP	0.04	-

III Outstanding balances :

Name of related party	Nature of Balance	₹ in million		
		As at 31st March, 2023	As at 31st March, 2022	As at 01st April, 2021
ION Energy, Inc.	Advance from customers	-	49.83	6.11
Freeman SAS	Receivable	-	3.04	3.43
Mr. Akhil Prakash Panjwani	Remuneration#	-	0.42	1.13
Mr. Alexandre Jacques Collet	Professional fees	0.22	-	-

#Post employment benefits payable in the form of gratuity and in the form of compensated absences are calculated on the basis of actuarial valuation. Amount payable for individual employees as at 31st March, 2023 (31st March, 2022) cannot be separately identified and therefore has not been included in above. There are no termination benefits, share based payments given to Key Management Personnel.

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 30: Employee benefit obligation

The Company operates a defined benefit gratuity plan which is open to new entrants. The gratuity benefits payable to the employees are based on the employee's service and last drawn salary at the time of leaving. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service.

There are no minimum funding requirements for a gratuity plan in India. Thus the company gratuity is unfunded. The plan is defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse salary growth or demographic experience or inadequate returns on underlying plan assets can result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature the plan is not subject to any longevity risks.

Statement of profit and loss

Net employee benefit expense recognized in the employee cost

₹ in million

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
Current service cost	3.83	1.85	1.18
Past Service Cost	-	-	-
Interest cost on benefit obligation	0.34	0.17	0.10
Net benefit expense	4.18	2.03	1.28

Balance sheet

₹ in million

Net Defined Benefit asset/ liability	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
Present value of defined benefit obligation	5.62	5.07	2.71
Fair value of plan assets	-	-	-
Total Employee related Liabilities	5.62	5.07	2.71
Non-Current	5.40	4.98	2.70
Current	0.22	0.09	0.00

Changes in the present value of the defined benefit obligation are as follows:

₹ in million

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
Defined benefit obligation at the beginning of the year	5.07	2.71	1.47
Current service cost	3.83	1.85	1.18
Past service costs	-	-	-
Interest cost	0.34	0.17	0.10
Benefits paid	-	-	-
Actuarial (gains) / losses on obligation	(3.63)	0.34	(0.05)
Closing defined benefit obligation	5.62	5.07	2.71

Net employee benefit expense recognised in the other comprehensive income (OCI):

₹ in million

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
Actuarial (gains)/losses on Obligation for the period			
- Changes in financial assumption	0.23	(0.18)	0.05
- Change in demographic assumptions	(1.12)	0.00	(0.10)
- Experience variance	(2.74)	0.51	0.00
Net (Income)/expense for the period recognized in OCI	(3.63)	0.34	(0.05)

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

The principal assumptions used in determining gratuity obligation for the company's plans are shown below:

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
Discount rate	7.30%	6.80%	6.40%
Expected rate of return on assets	NA	NA	NA
Employee turnover	25.00%	15.00%	15.00%
Salary Escalation rate (p.a.)			
For the first year	25.00%	15.00%	15.00%
For the balance years	15.00%	15.00%	15.00%
Retirement Age (years)	60 years	60 years	60 years

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Amounts for the current period are as follows:

₹ in million

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
Gratuity			
Defined benefit obligation	5.62	5.07	2.71
Plan assets	-	-	-
Surplus / (deficit)	(5.62)	(5.07)	(2.71)
Experience adjustments on plan liabilities	-	-	-

Sensitivity analysis:

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	March 31, 2021
Discount rate sensitivity			
Increase by 1 %	5.37	4.66	2.48
Decrease by 1 %	5.88	5.53	2.97
Salary growth rate sensitivity			
Increase by 1 %	5.79	5.37	2.88
Decrease by 1 %	5.45	4.78	2.54

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Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 31: Deferred tax assets (net)

₹ in million

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
Deferred tax liabilities			
On account of temporary differences in Property, plant and equipment and intangible assets	(11.91)	-	-
Total	(11.91)	-	-
Deferred tax assets			
On account of temporary differences in Business loss	9.88	1.87	
Property, plant and equipment and intangible assets	0.73	0.73	0.78
Expenses disallowed	1.31	1.31	0.71
Total	11.91	3.90	1.49
Net deferred tax assets	-	3.90	1.49

* The Company has incurred losses in current year as well as previous year. Accordingly, the company has not recognised net deferred tax asset ('DTA') during the year ended 31st March, 2023, on business losses and unabsorbed depreciation of INR 58.40 million due to absence of certainty of availability of future taxable profits for utilisation of DTA.

Reconciliation of deferred tax assets

₹ in million

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
Opening balance	3.90	1.49	1.09
Deferred tax recorded in statement of profit and loss	(2.99)	2.41	0.41
Deferred tax recorded in OCI	(0.91)	-	-
Closing balance	-	3.90	1.49

Amounts on which deferred tax asset has not been created:

₹ in million

Particulars	As at	As at	As at
	31st March, 2023	31st March, 2022	01st April, 2021
On Business loss and unabsorbed depreciation*	276.67	-	-
Total	276.67	-	-

* There is no timelimit to carry forward unabsorbed depreciation of Rs. 109.73 millions, as per income tax act, 1961. Further, business loss of Rs. 166.94 million can be carried forward for 8 assessment year and same will lapse in financial year 2030-31. Had the company, able to recognise deferred tax assets on all business losses and unabsorbed depreciation then the loss for the year would have decreased by Rs.69.63 million and equity would have increased by Rs. 69.63 million.

Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	As at	As at
	31st March, 2023	31st March, 2022
Accounting profit before income tax	(228.48)	(14.44)
Computed income tax rate 25.168% (31st March, 2022 - 25.168%)	(57.50)	(3.63)
Deferred tax asset of previous year written off	(2.99)	-
Deferred tax asset not recognised	57.50	1.23
At the effective income tax rate	2.99	(2.40)
Income tax expenses reported in statement of profit and loss	2.99	(2.41)

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 32: Financial risk management objectives and policies

The Company's principal financial liabilities comprise trade and other payables, lease liability and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, cash and other financial assets that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The management reviews and agrees policies for managing each of these risks, which are summarised below. The Risk Management policies of the Company are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. Management has overall responsibility for the establishment and oversight of the Company's risk management framework.

(A) Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to contractual terms. Credit risk encompasses, the risk of default, the risk of deterioration of creditworthiness of the counterparty as well as concentration of risks. Financial instruments that are subject to exposure to credit risk consist of trade receivables, bank balances and other financial assets. Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from operating activities, primarily from trade receivables.

Trade receivables:

Trade receivables consist of receivables arising primarily due to sale of goods. These receivables are unsecured and mature at the end of a specified credit period depending upon the terms of contract of each customer, which ranges from 45-60 days for customers in India and 60-120 days for overseas customers. The Company's customers primarily consist of Original Equipment Manufacturers ("OEM").

The Company assesses the credit risk of its customers at the time of acceptance of the customer as well as on an ongoing basis. Before accepting any new customer, the Company uses an external/internal credit scoring system to assess the potential customer's credit quality and defines credit limits by customer. The credit limit of these customers is continuously monitored and recalibrated based on the credit risk assessment. Most of the OEM's have high credit ratings which helps the Company mitigate credit risk.

The Company assesses at each reporting date whether a trade receivable or a group of trade receivables is impaired. The Company recognizes lifetime expected credit losses for all trade receivables that do not constitute a financing transaction and which are due for more than six months. The expected credit losses are measured at an amount equal to 12 month expected credit losses or at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. The Company uses a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix.

The Company considers the trade receivables to have low risk of defaults since the customers have strong capacity to fulfil their obligations and even if there are adverse changes in economic and business conditions, the Company is of the view that it will not adversely affect the ability of the customers to fulfil their obligations.

The Company considers write-off of receivables on case to case basis, depending upon the circumstances of each delayed receivable, and when the Company is of the view that recovery seems unlikely after reasonable efforts.

(B) Liquidity risk

Liquidity risk is the risk that the Company may encounter difficulty in meeting its present and future obligations associated with financial liabilities that are required to be settled by delivering cash or another financial asset. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral obligations. The Company requires funds for short term operational needs. The Company closely monitors its liquidity position and deploys a robust cash management system. It aims to minimise these risks by generating sufficient cash flows from its current operations, which in addition to the available cash and cash equivalents, liquid investments and sufficient committed fund facilities, will provide liquidity.

The liquidity risk is managed on the basis of expected maturity dates of the financial liabilities. The average credit period taken to settle trade payables is about 90-120 days. The other payables are with short term durations. The carrying amounts are assumed to be reasonable approximation of fair value. The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

(i) Maturities of financial liabilities

The tables below analyse the company's financial liabilities into relevant maturity groupings based on their contractual maturities for all the financial liabilities. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Particulars	Less than 3 months	3 months to 12 months	1 to 5 years	More than 5 years	Total
31st March, 2023					
Lease liabilities	0.94	3.57	11.14	-	15.65
Trade payables	44.43	43.27	-	-	87.70
Other financial liabilities	5.90	-	-	-	5.90
Total	51.26	46.85	11.14	-	109.25
31st March, 2022					
Lease liabilities	0.80	2.69	15.65	-	19.14
Trade payables	39.68	-	-	-	39.68
Other financial liabilities	9.97	-	-	-	9.97
Total	49.52	3.78	19.28	-	72.57
01st April, 2021					
Lease liabilities	1.10	-	-	-	1.10
Trade payables	7.99	-	-	-	7.99
Other financial liabilities	7.33	-	-	-	7.33
Total	16.43	-	-	-	16.43

(C) Market risk

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

The sensitivity analyses in the following sections relate to the position as at 31 March 2023, 31 March 2022 and 01 April 2021.

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31st March 2023, 31st March 2022 and 01 April 2021.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD and Euro exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Company's exposure to foreign currency changes for all other currencies is not material.

	Change in USD rate	Effect on profit before tax	Change in Euro rate	Effect on profit before tax
31st March, 2023	5%	(0.04)	5%	0.47
	-5%	0.04	-5%	-47%
31st March, 2022	5%	(2.50)	5%	5%
	-5%	2.50	-5%	-5%
01st April, 2021	4%	(0.35)	4%	-36%
	-4%	0.35	-4%	36%

Interest rate sensitivity

The Company does not have any borrowings. Therefore, any change in the market interest rates will not have any effect on profit or equity of the Company. Hence, sensitivity with respect to change in interest rates has not been given.

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 33: Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a healthy capital ratios in order to support its business and maximise shareholder value.

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 adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total fixed capital (equity) plus net debt. The Company's policy is to keep the gearing ratio optimum. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables less cash and cash equivalents, other bank balances and short term investments.

Particulars	As at 31st March, 2023	As at 31st March, 2022	As at 01st April, 2021
Trade payables	87.70	39.68	7.99
Other financial liabilities	5.90	9.97	7.33
Less: Cash and cash equivalents	(48.35)	(3.64)	(5.23)
Net debt (A)	45.25	46.02	10.10
Equity share capital	0.14	0.10	0.10
Other equity	476.92	(9.30)	3.07
Total fixed capital (B)	477.06	(9.20)	3.17
Capital and net debt (A+B)	522.30	36.81	13.26
Gearing ratio (A/A+B)	9%	125%	76%

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March 2023, and year ended 31st March, 2022 and 01st April,2021.

Note 34: Foreign currency exposure that are not hedged by derivative instruments

Particulars	Currency	As at 31st March, 2023		As at 31st March, 2022	
		Foreign Currency	Rupees (in million)	Foreign Currency	Rupees (in million)
		Notional Amount (in million)		Notional Amount (in million)	
Trade Receivables	EUR	0.10	8.64	0.06	5.38
	USD	(0.01)	(0.88)	0.02	1.59
Trade Payable	EUR	0.00	(0.04)	0.00	0.04
	USD	(0.01)	(0.74)	0.01	0.57

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Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 35: First Time Adoption of Ind AS

These financial statements for the period ended 31st March, 2023 are the first the Company has prepared in accordance with Ind AS. For periods up to and including the year ended 31st March, 2022, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014 ("Indian GAAP"), as amended.

The adoption was carried out in accordance with Ind AS 101 using Balance sheet as at 01st April, 2021 as the transition date. The transition was carried out from Indian GAAP, which was considered as the previous GAAP. All applicable Ind AS have been applied consistently and retrospectively, wherever, required. The resulting difference between the carrying amounts of the assets and liabilities in the financials statements under both Ind AS and Indian GAAP as of transition date are recognized directly in equity (retained earnings) at the date of transition to Ind AS.

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for period ended on 31st March, 2023, together with the comparative period data as at and for the year ended 31st March, 2022, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 01st April, 2021, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its previous GAAP financial statements, including the balance sheet as at 01st April, 2021 and the financial statements as at and for the year ended 31st March, 2022.

Exemption Applied

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

a) Deemed Cost

The Company has elected to continue with the carrying value of all its property, plant and equipment and intangible assets recognised as at 1st April, 2021 (transition date) measured as per the previous GAAP and the use that carrying value as its deemed cost as of the transition date.

b) Leases

The Company assessed all contracts existing at 01st April, 2021 to determine whether a contract contains a lease based upon the conditions in place as at 01st April, 2021. Lease liabilities were measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate at 01st April, 2021. Right-of-use assets were measured at the amount equal to the lease liabilities, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the statement of financial position immediately before 01st April, 2021. The lease payments associated with leases for which the lease term ends within 12 months of the date of transition to Ind As and leases for which the underlying asset is of low value have been recognised as an expense on either a straight-line basis over the lease term or another systematic basis.

c) Estimates

The estimates at 01st April, 2021 and at 31st March, 2022 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies) apart from the items where application of previous GAAP did not require estimation. The Company has elected to apply changes in estimates prospectively from the date of transition to Ind AS in respect of allowance of doubtful debts and product warranty.

The Company has opted for applying Ind AS retrospectively with the cumulative effect at the date of initial application as an adjustment to opening balance of retained earnings.

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Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

A. Reconciliation of Equity as previously reported under previous GAAP
(I GAAP) to Ind AS as at 01st April, 2021

₹ in million

Particulars	Note No.	As on 01st April, 2021		
		Previous GAAP	Effect of transition to Ind AS	Ind AS Balance sheet
ASSETS				
Non-current assets				
Property, plant and equipment	Note 1A	6.46	0.03	6.48
Intangible assets	Note 1B	5.17	0.04	5.20
Right-of-use assets	Note 2	-	0.97	0.96
Financial assets				-
- Other financial asset	Note 4		0.78	0.78
Other non-current asset	Note 4	6.10	(0.80)	5.30
Deferred tax assets (net)	Note 3	1.49		1.49
		19.22	1.01	20.23
Current assets				
Inventories		8.61	-	8.61
Financial assets		-	-	-
- Trade receivables		12.44	-	12.44
- Cash and cash equivalents		5.23	-	5.23
Other current assets		5.51	-	5.51
		31.80	-	31.80
Total assets		51.01	1.01	52.02
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital		0.10	-	0.10
Other equity				
- Retained earnings		3.15	(0.09)	3.07
Total Equity		3.25	(0.09)	3.17
LIABILITIES				
Non-current liabilities				
Financial liabilities				
- Lease liabilities				
Provisions		2.70	-	2.70
		2.70	-	2.70
Current Liabilities				
Financial liabilities				
- Trade payables				
- total outstanding dues of micro enterprises and small enterprises		0.44	-	0.44
- total outstanding dues of creditors other than micro enterprises and small enterprises	Note 6	5.58	1.97	7.55
- Lease liabilities	Note 2	-	1.10	1.10
- Other financial liabilities	Note 6	-	7.33	7.33
Provisions		0.00	-	0.00
Other current liabilities	Note 6	39.02	(9.30)	29.72
		45.05	1.10	46.15
Total liabilities		47.76	1.10	48.85
Total equity and liabilities		51.01	1.01	52.02

* The previous GAAP figures have been regrouped/ reclassified as necessary for the purpose of this note.

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

**B. Reconciliation of Equity as previously reported under previous GAAP
(I GAAP) to Ind AS as at 31st March, 2022**

Particulars	Note No.	₹ in million		
		Amount as per Previous GAAP	Effect of transition to Ind AS	Amount as per Ind AS
ASSETS				
Non-current assets				
Property, plant and equipment	Note 1A	19.39	0.02	19.42
Intangible assets	Note 1B	4.39	0.01	4.39
Right-of-use assets	Note 2	-	18.71	18.71
Financial assets		-	-	-
- Other financial asset	Note 4	-	2.34	2.34
Other non-current asset	Note 4	11.74	(2.83)	8.91
Deferred tax assets (net)	Note 3	3.90	-	3.90
		39.43	18.25	57.67
Current assets				
Inventories		19.10	-	19.10
Financial assets				
- Trade receivables		33.28	-	33.28
- Cash and cash equivalents		3.64	-	3.64
Other current assets	Note 7	17.72	-	17.72
		73.74	-	73.74
Total assets		113.16	18.25	131.41
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital		0.10	-	0.10
Other equity				
- Retained earnings		(4.90)	(4.40)	(9.30)
Total Equity		(4.80)	(4.40)	(9.20)
LIABILITIES				
Non-current liabilities				
Financial liabilities				
- Lease liabilities	Note 2	-	14.16	14.16
Provisions		4.98	-	4.98
		4.98	14.16	19.14
Current Liabilities				
Financial liabilities				
- Trade payables				
- total outstanding dues of micro enterprises and small enterprises		1.17	-	1.17
- total outstanding dues of creditors other than micro enterprises and small enterprises	Note 6	29.77	8.74	38.51
- Lease liabilities	Note 2	-	4.98	4.98
- Other financial liabilities	Note 6	-	9.97	9.97
Provisions		0.09	-	0.09
Other current liabilities	Note 6	81.96	(15.21)	66.75
		112.98	8.49	121.47
Total liabilities		117.96	22.65	140.61
Total equity and liabilities		113.16	18.25	131.41

The accompanying notes are an integral part of the financial statements

* The previous GAAP figures have been regrouped/ reclassified as necessary for the purpose of this note.

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

C. Reconciliation of Statement of Profit and loss as previously reported under
Previous GAAP (I GAAP) to Ind AS for the year ended 31st March, 2022

₹ in million

Particulars	Note No.	Amount as per Previous GAAP	Effect of transition to Ind AS	Amount as per Ind AS
INCOME				
Revenue from operations	Note 8	194.90	(23.47)	171.42
Other income	Note 4, 8	1.08	23.50	24.59
Total income (I)		195.98	0.03	196.01
EXPENSES				
Cost of raw materials & components consumed	Note 9, 10	75.50	0.23	75.73
Changes in stock of raw materials & components		(10.48)		(10.48)
Research & Development cost	Note 9	3.84	(3.84)	-
Employee benefit expenses	Note 5	97.73	0.37	98.10
Finance cost	Note 2	-	1.21	1.20
Depreciation and amortization expenses	Note 1A,1B	5.38	3.57	8.95
Other expenses	Note 9, 10	34.47	2.48	36.95
Total expenses (II)		206.44	4.01	210.45
(Loss) before tax (I) - (II)		(10.46)	(3.98)	(14.44)
Tax expense:				
Current tax				-
Deferred tax	Note 3	(2.41)		(2.41)
Total tax expense		(2.41)	-	(2.41)
(Loss) for the year		(8.05)	(3.98)	(12.03)
Other comprehensive income		-	-	-
Other comprehensive income not to be reclassified to profit or loss in subsequent years:		-	-	-
- Re-measurement gains/(losses) on defined benefit plans		-	(0.34)	(0.34)
- Income tax effect		-	-	-
Other comprehensive income for the year, net of tax		-	(0.34)	(0.34)
Total comprehensive income for the year (comprising loss and other comprehensive income for the year)		(8.05)	(4.32)	(12.36)

* The previous GAAP figures have been regrouped/ reclassified as necessary for the purpose of this note.

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Notes to reconciliation of equity as at 01st April, 2021 and 31st March, 2022 and profit or loss for the year ended 31st March, 2022

Note 1A: Adjustment in deemed cost of Property Plant and Equipment

The Company has elected to measure certain items of property, plant and equipment at fair value at the date of transition to Ind AS. The fair value of property plant and equipment has been determined by the company to be the carrying value as on 01st April, 2021, the date of transition to Ind AS. The impact for miscellaneous adjustment periods prior to 01st April, 2021 has been given in the opening retained earnings. Accordingly, the company has recognised depreciation write back of Rs. 0.04 million (31st March, 2022: Rs 0.01 million) which has been added to the carrying value of the property plant & equipment as on April 01, 2021. This impact of the above amounts has been recognised against retained earnings.

Note 1B: Intangible asset

The Company has elected to measure certain items of intangible assets at fair value at the date of transition to Ind AS. The fair value of intangible assets has been determined by the company to be the carrying value as on 01st April, 2021, the date of transition to Ind AS. The impact for miscellaneous adjustment periods prior to 01st April, 2021 has been given in the opening retained earnings. Accordingly, the company has recognised depreciation write back of Rs. 0.03 million (31st March, 2022: Rs 0.03 million) which has been added to the carrying value of the intangible assets as on April 01, 2021. This impact of the above amounts has been recognised against retained earnings.

Note 2: Leases

Under Previous GAAP, a lease is classified as a finance lease or an operating lease. Operating lease payments are recognised as an operating expense in the statement of profit or loss on a straight-line basis over the lease term. Under Ind AS - 116 "Leases", a lessee applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets and recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets. At the date of transition to Ind AS, the Company applied the transitional provision and measured lease liabilities at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate at the date of transition to Ind AS. Right-of-use assets were measured at the amount equal to the lease liabilities adjusted by the amount of any prepaid or accrued lease payments. As a result, the Company recognised an increase of Rs. 1.10 million (31st March, 2022: Rs. 19.14 million) of lease liabilities and Rs. 0.97 million (31st March, 2022: Rs. 18.71 million) of right-of-use assets. Under Previous GAAP, lease payments related to assets under finance lease were recognised as expenses when incurred. Under Ind AS, assets under finance lease are presented in right-of-use assets. Additionally, depreciation increased by Rs. 3.57 million, rent expense decreased by Rs. 3.68 million and finance costs increased by Rs. 1.01 million for the year ended 31st March, 2022.

Note 3: Deferred Tax

Indian GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach results in recognition of deferred tax on new temporary differences which was not required under Indian GAAP. The Company has determined that since there are recurring losses, no (net) deferred tax asset has been recognised as at 01st April, 2021 and 31st March, 2022.

Note 4: Financial Assets - Security Deposits

Under the previous GAAP, interest free lease deposits were recorded at their transaction value. On transition to Ind AS, these lease deposits are remeasured at amortised cost using the effective interest rate method. The difference between the transaction value of the deposit and amortised cost is adjusted against right-of-use asset. Finance income, measured by the effective interest rate method is accrued. Consequent to this change, the amount of security deposits decreased by Rs. 0.02 million (31st March, 2022: Rs 0.49 million). The right-of-use increased by Rs.0.01 million as on 01st April, 2021. Total equity as on 01st April, 2021 was adjusted to give effect to the transaction. Consequently, finance income of Rs. 0.1 million was recognised for the year ended 31st March, 2022. Security deposit was shown under other non-current asset in previous GAAP has regrouped to other financial asset under Ind AS financial statements.

Note 5: Remeasurement of defined benefit plan obligations

Until March 31st, 2021, under the previous GAAP, the Company recognised gratuity expenses as per previous GAAP. On transition to Ind AS, the Company has recognised the defined benefit obligation on an actuarial basis in compliance with Ind AS 19. Consequent to the above change, as required by Ind AS – 8 "Accounting policies, changes in accounting estimates and errors, the Company has restated each of the affected financial statements line items for the comparative periods presented. The impact for periods prior to 01st April, 2021 has been given in the opening retained earnings. As a result, the company has reclassified re-measurement losses on defined benefit plans to other comprehensive income of Rs 0.34 million for the year ended 31st March, 2022.

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Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 6: Trade payables

For the purpose of Ind AS financial statements, certain amounts were reclassified among trade payables, other current liabilities, other financial liabilities based on the requirements of Ind AS. There is no change in the measurement of such amounts under Ind AS as compared to Indian GAAP. Trade payable for services received shown under other current liabilities has reclassified to trade payable as on 01st April, 2021 of Rs. 1.97 million (31st March, 2022: Rs. 5.23 million). Employee benefit expenses payable of Rs. 6.31 million (31st March, 2022: Rs. 8.43 million) and payable for property, plant and equipment of Rs. 1.02 million (31st March, 2022: Rs. 1.54 million) reclassified to other financial liabilities from other current liabilities.

Note 7: Non current asset

Under Indian GAAP, the company has shown capital advances of Rs. 0.18 million and advance income tax of Rs. 2.31 million under other current assets are regrouped to other non current asset in the Ind AS financial statements as on 31st March, 2022.

Note 8: Revenue from contracts with customers

For the purpose of Ind AS financial statements certain amounts were reclassified among revenue from contract with customers and other income, based on the requirements of Ind AS. Indemnity fees of Rs. 23 million and reimbursement income of Rs. 0.47 million shown under revenue in previous GAAP reclassified to other income in Ind AS financial statements.

Note 9: Other miscellaneous adjustment

Other miscellaneous adjustments represent regrouping/reclassification on account of application of Ind AS.

Note 10: Other expenses

For the purpose of Ind AS financial statements research and development expenses of Rs. 3.84 million, handling fees of Rs. 0.01 million and profit on sale of asset of Rs. 0.12 million regrouped in other expenses. Employees training expenses amounting to Rs. 0.7 million regrouped to employee benefit expenses, Bank charges of Rs. 0.19 million regrouped to finance cost and rent expenses of Rs. 3.68 million eliminated against lease liability.

Note 11: Other comprehensive income

Under Indian GAAP, the company has not presented other comprehensive income (OCI) separately. Hence, it has reconciled Indian GAAP profit or loss to profit or loss as per Ind AS. Further, Indian GAAP profit or loss is reconciled to total comprehensive income as per Ind AS.

Note 12: Statement of cash flows

The transition from earlier GAAP to Ind AS has not had a material impact on the statement of cash flows.

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Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 36: Ratio Analysis and its elements

Sr. No.	Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	% Change	Reason for Variance
1	Current ratio	Current assets	Current liabilities	1.76	0.61	191%	During the year ended 31st March 2023, the Company raised funds through issue of equity shares on private placement basis which resulted in increase in cash and bank balance and there is also increase in current balances with government authorities as compared to previous year which resulted in improvement in current ratio.
2	Debt-equity ratio	Total debts	Average Shareholder's equity	NA	NA	NA	During the year, the Company does not have any long term as well as short term borrowings, hence this ratio is not applicable.
3	Debt service coverage ratio	Earnings for debt service : Net profit after taxes + Non-cash operating expenses	Debt service : Interest payments + Principal repayments	NA	NA	NA	During the year, the Company does not have any long term as well as short term borrowings, hence this ratio is not applicable.
4	Return on equity ratio	Net profits/(loss) after taxes	Average Shareholder's equity	-99%	399%	-125%	During the year ended 31st March 2023, the Company raised funds through issue of equity shares on private placement basis which resulted in increase in average shareholders' equity hence there is change in the ratio.
5	Inventory turnover ratio	Cost of material consumed	Average Inventory	5.95	4.71	26%	During year ended 31st March,2023, there is optimal utilisation of inventory & quick turnover of inventory which ensured a higher inventory turnover ratio.
6	Trade receivables turnover ratio	Net credit sales : Gross credit sales - sales return	Average trade receivable	4.27	7.50	-43%	During year ended 31st March 2023, the ratio reduced due to increase in the mix of product sales which enjoys greater credit period resulting in an increase in average trade receivables.
7	Trade payables turnover ratio	Cost of material consumed	Average trade payables	1.99	2.74	-27%	During year ended 31st March 2023, trade payables and cost of goods sold increased due to ramp up in production & better negotiating terms with suppliers for higher credit periods.
8	Net capital turnover ratio	Net sales : Total sales - sales return	Working capital : Current assets - Current liabilities	2.08	(3.59)	-158%	During year ended 31st March,2023, the Company raised funds through private placement of equity shares which resulted in increase in working capital in the form of cash and bank balance.
9	Net profit ratio	Net profit	Net Sales : Total sales -sales return	-111%	-7%	1482%	During year ended 31st March,2023, the net loss after tax increased due to significant increase in payroll costs and other expenditure on product development to build capabilities for future demand.
10	Return on capital employed	Profit before finance cost and taxes	Capital employed : Net worth	-47%	144%	-133%	Return on capital employed decreased due to increase in intangible assets as compared to previous year with no corresponding increase in profit before finance cost and taxes.
11	Return on investment	Interest on FD	Average FD	3.61%	1.2%	206%	Increase in overall ROI, is on account of increase in share capital by way of infusion through private placement, resulted in better management of working capital which resulted into better investment opportunity

Maxwell Energy Systems Private Limited
Notes to financial statements for the year ended 31st March, 2023

Note 37: Other statutory information

- (i) The Company does not have any transactions or outstanding balances with the Companies struck off.
- (ii) Company does not have any benami property, where any proceeding has been initiated or pending against the company for holding any benami property.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company has not traded or invested in Crypto currency or virtual currency during the financial year.
- (v) 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 year in the tax assessments under the Income tax Act, 1961 (such as search, survey or any other relevant provisions of the Income Tax Act, 1961).
- (vi) All the property, plant and equipment are in the name of the company.
- (vii) There is no revaluation of Property, plant and equipment or right to use assets.
- (viii) 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 persons or entities, 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

Further, No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note 38: Previous year comparatives

The comparative financial information for the year ended 31st March, 2022 and the transition date opening balance sheet as at 01st April, 2021 are based on the financial statements prepared in accordance with the accounting principles generally accepted in India, including the Companies (Accounting Standards) Rules, 2006/ Companies (Accounting Standards) Rules, 2021 which were audited by a firm of chartered accountants other than S R B C & CO LLP, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS.

As per our report of even date

For S R B C & CO LLP

Firm Registration No. 324982E/E300003
Chartered Accountants

**For and on behalf of the Board of Directors of
Maxwell Energy Systems Private Limited**

sd/-

per Mustafa Saleem

Partner

Membership no. 136969

Place: Pune

Date: 04th May, 2023

sd/-

Sunil V Kolhe

Chairman

DIN:09650178

Place: Pune

Date: 04th May, 2023

sd/-

Akhil Panjwani

Managing Director

DIN:03214205

Place: Mumbai

Date: 04th May, 2023

sd/-

Vishwas V S

CEO

ADDPV1188L

Place: Bangalore

Date: 04th May, 2023