

BESA DEVELOPERS AND INFRASTRUCTURE PRIVATE LIMITED

Balance Sheet as at March 31, 2022

Particulars	Note No.	As At 31-Mar-22 Rs.	As At 31-Mar-21 Rs.
ASSETS			
Non-Current assets			
Financial Assets			
- Investments	2	1,000	1,000
Current assets			
Financial Assets			
- Cash & cash equivalents	3 (a)	2,86,191	34,568
- Bank balances other than 3 (a) above	3 (b)	9,72,952	12,19,455
- Other financial assets	4	638	815
Total assets		12,60,781	12,55,838
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	5	1,00,000	1,00,000
Other equity			
- Reserves and surplus	6	(1,44,16,639)	(1,44,36,977)
Liabilities			
Current liabilities			
Financial Liabilities			
- Borrowings	7	1,55,56,072	1,55,56,072
- Provisions	8	24,190	35,930
Current Tax Liabilities (Net)	9	(2,842)	813
Total equity and liabilities		12,60,781	12,55,838
Notes Forming Part of Financial Statements	1-15		
As per our attached Report of even date			
For M.D.Pamecha & Co	For and on behalf of the Board of Directors		
Firm Registration No 143057W			
<i>Chartered Accountants</i>			
Modilal Pamecha	Devendra Patil	Milind Hardikar	
<i>Proprietor</i>	Director	Director	
Membership No 117147	DIN 00062784	DIN 03539100	
Place : Mumbai			
Date : April 21, 2022			

BESA DEVELOPERS AND INFRASTRUCTURE PRIVATE LIMITED

Statement of Profit and Loss for the year ended March 31, 2022

Particulars	Note No.	Year Ended 31-Mar-22 Rs.	Year Ended 31-Mar-21 Rs.
Other Income	10	67,165	81,940
Total income		67,165	81,940
Expenses			
Other Expenses	11	35,551	35,780
Finance Costs	12	7,517	2,006
Total Expenses		43,068	37,786
Profit before Tax		24,097	44,154
Tax Expense			
- Current Tax		3,759	6,963
- Deferred Tax		-	-
Profit/ (Loss) for the Year		20,338	37,191
Other Comprehensive Income		-	-
Total Comprehensive Income for the year		20,338	37,191
Earnings/ (Loss) Per Share (Rs.) Basic & Diluted	13	2.03	3.72
Notes Forming Part of Financial Statements	1-15		
As per our attached Report of even date			
For M.D.Pamecha & Co Firm Registration No 143057W Chartered Accountants	For and on behalf of the Board of Directors		
Modilal Pamecha Proprietor Membership No 117147 Place : Mumbai Date : April 21, 2022	Devendra Patil Director DIN 00062784	Milind Hardikar Director DIN 03539100	

BESA DEVELOPERS AND INFRASTRUCTURE PRIVATE LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

a. Equity Share Capital

Particulars	Amount
Balance as at April 1, 2020	1,00,000
Changes in equity share capital during the year	-
Balance as at March 31, 2021	1,00,000
Changes in equity share capital during the year	-
Balance as at March 31, 2022	1,00,000

b. Other Equity

Retained earnings

Particulars	Amount
Balance as at April 1, 2020	(1,44,74,168)
Profit for the year	37,191
Balance as at March 31, 2021	(1,44,36,977)
Profit for the year	20,338
Balance as at March 31, 2022	(1,44,16,639)

BESA DEVELOPERS AND INFRASTRUCTURE PRIVATE LIMITED
STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2022

	31-Mar-22		31-Mar-21	
	Rs.	Rs.	Rs.	Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES				
NET PROFIT/(LOSS) BEFORE TAX		24,097		44,154
ADJUSTMENT FOR:				
INTEREST INCOME	(67,165)		(81,940)	
FINANCE EXPENSES	7,517		2,006	
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		(59,648)		(79,934)
ADJUSTMENT FOR:		(35,551)		(35,780)
LOAN AND ADVANCES	176		63	
TRADE PAYABLES	(11,740)		12,330	
CASH GENERATED FROM OPERATIONS		(11,564)		12,393
LESS: DIRECT TAXES PAID		(47,115)		(23,387)
		(7,413)		(6,242)
		(54,528)		(29,629)
NET CASH FLOW FROM OPERATING INCOME		(54,528)		(29,629)
B. CASH FLOW FROM INVESTING ACTIVITIES:				
INVESTMENTS IN FIXED DEPOSITS	2,46,503		(75,911)	
INTEREST RECEIVED	67,165		81,940	
NET CASH FLOW FROM INVESTING ACTIVITIES		3,13,668		6,029
C. CASH FLOW FROM FINANCING ACTIVITIES				
FINANCE EXPENSES PAID	(7,517)		(2,006)	
NET CASH USED IN FINANCING ACTIVITIES		(7,517)		(2,006)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		2,51,623		(25,606)
CASH AND CASH EQUIVALENTS OPENING BALANCE		34,568		60,174
CASH AND CASH EQUIVALENTS CLOSING BALANCE		2,86,191		34,568
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		2,51,623		(25,606)

For and on behalf of the Board of Directors

Devendra Patil
Director
DIN 00062784

Milind Hardikar
Director
DIN 03539100

AUDITORS CERTIFICATE

We have verified the above statement of cash flow of BESA DEVELOPERS AND INFRASTRUCTURE PRIVATE LIMITED derived from the audited annual financial statement and the books and records maintained by the company for the years ended March 31, 2022 and March 31, 2021 and found the same in agreement there with.

For M.D.Pamecha & Co
Firm Registration No 143057W
Chartered Accountants

Modilal Pamecha
Proprietor
Membership No 117147
Place : Mumbai
Date : April 21, 2022

BESA DEVELOPERS AND INFRASTRUCTURE PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

General Information

Besa Developers and Infrastructure Private Limited (hereinafter referred as "the Company") is a private limited company incorporated and domiciled in India. The address of its registered office is 6th Floor ,Welspun House, Kamala Mill Compound , Senapati Bapat Marg , Lower Parel (West) Mumbai , Maharashtra - 400013, India. The Company is engaged in the business of infrastructure development.

The financial statements were authorised for issue by the board of directors on April 21, 2022

Note 1: Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

a) Basis of preparation of Financial Statements

a) Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

b) Historical cost convention

The financial statements have been prepared on the accrual and going concern basis. The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities that is measured at fair value as stated in subsequent policies.

The financial statements are prepared on a going concern basis. The Company's management believes that the Company will continue to operate as a going concern and meet all its liabilities as they fall due for payment, based on the letter of support received from one of the principal shareholder confirming that they would continue to provide support, financial or otherwise, to ensure that the Company continues to operate as a going concern and meet all its liabilities as they fall due for payment.

c) Income Tax

The income tax expense or credit for the year is the tax payable on the current year's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The tax effect of the timing differences that result between taxable income and accounting income and are capable of reversal in one or more subsequent period are recognized as deferred tax assets or deferred tax liability. They are measured using the substantively enacted tax rates and tax regulations. Deferred tax assets are recognized only to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred assets can be realized. Deferred tax assets are recognized on carried forward of unabsorbed depreciation and tax losses only if there is virtual certainty that such deferred tax assets can be realized against future taxable profits.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. However, in view of the uncertainty, the Company has not recognised MAT credit as an assets during the year.

d) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

a. Equity instruments

The Company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, and there will be no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

b. Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

BESA DEVELOPERS AND INFRASTRUCTURE PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Financial liabilities

a. Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method.

b. Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid.

e) **Earnings per share**

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year

	As At 31-Mar-22 Rs.	As At 31-Mar-21 Rs.
Note 2 : Non - current investments		
Trade and Unquoted at Cost		
Investments in equity instruments		
100 (1) Equity Shares of Rs 10 each, fully paid up of Weltreat Enviro Management Organisation	1,000	1,000
	1,000	1,000

Note 3 (a) : Cash and cash equivalents

Cash on Hand	15,495	15,495
Balances with Scheduled Banks		
- In Current Accounts		
Union Bank of India (Formerly Andhra Bank)	2,483	2,483
Indusind Bank	2,68,213	16,590
	2,86,191	34,568

Note 3 (b) : Other Bank balances

In other deposit accounts	9,72,952	12,19,455
original maturity more than 3 months		
	9,72,952	12,19,455

Note 4 : Other financial assets

Unsecured, considered good

Interest Receivable	638	815
	638	815

Note 5 : Equity Share Capital

(a) **Equity Share Capital**

Particulars	As at 31-Mar-22 Rs.	As at 31-Mar-21 Rs.
Authorised		
10,000 Equity Shares of Rs. 10 each (Previous Year 10,000)	1,00,000	1,00,000
	1,00,000	1,00,000
Issued, Subscribed and Paid Up		
10,000 Equity Shares of Rs. 10 each, fully paid up (Previous Year 10,000)	1,00,000	1,00,000
	1,00,000	1,00,000

BESA DEVELOPERS AND INFRASTRUCTURE PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(b) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at March 31, 2022		As at March 31, 2021	
	Number of shares	Amount in Rupees	Number of shares	Amount in Rupees
Shares outstanding as at the opening of the year	10,000	1,00,000	10,000	1,00,000
Shares outstanding as at the closing of the year	10,000	1,00,000	10,000	1,00,000

(c) Details in respect of each class in the company held by the holding company and its associates

Name of shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of shares held	% of holding	No. of shares held	% of holding
Holding Company				
Welspun India Ltd	10,000	100	10,000	100
Total	10,000	100	10,000	100

(d) Shares held by promoters (Promotor as defined in the Companies Act, 2013)

Promoter name	No. of shares at	Change during	No. of shares at	% of Total Shares	%
Welspun India Limited	9990	-	9990	99.90%	-
Devendra patil *	2	-	2	0.02%	-
Shashikant Thorat *	2	-	2	0.02%	-
Pradeep Joshi *	2	-	2	0.02%	-
Nidhi Thakkar *	2	-	2	0.02%	-
Varun batra *	2	-	2	0.02%	-

*(Nominee of Welspun India Limited)

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

Name of Shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Welspun India Ltd	10,000	100	10,000	100
TOTAL	10,000	100	10,000	100

(f) Terms/right attached to Equity shares

The company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholder in the ensuing Annual General Meeting.

In the event of Liquidation of the company, the holder of the equity shares will be entitled to receive remaining assets of the company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

As At 31-Mar-22 Rs.	As At 31-Mar-21 Rs.
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Note 6 : Reserves and Surplus

Surplus in the Statement of Profit and Loss

Balance as at the beginning of the year	(1,44,36,977)	(1,44,74,168)
Add : Profit/ (Loss) for the year	20,338	37,191
Net Profit / (Loss)	(1,44,16,639)	(1,44,36,977)

**Note 7: Financial Liabilities - Borrowings
Unsecured**

Interest free Loans and advances from related parties - Welspun India Limited (Holding Company)	1,55,56,072	1,55,56,072
	1,55,56,072	1,55,56,072

Note 8 : Provisions

Provision for Expenses	24,190	35,930
	24,190	35,930

Note 9 : Current Tax Liabilities (Net)

Provision for Taxation (Net of Advance tax)	(2,842)	813
	(2,842)	813

BESA DEVELOPERS AND INFRASTRUCTURE PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

	Year Ended 31-Mar-22 Rs.	Year Ended 31-Mar-21 Rs.
Note 10 : Other Income		
Interest income		
Interest from banks on:		
Deposits	67,165	81,940
	67,165	81,940
Note 11 : Other Expenses		
Legal and Professional Charges	11,951	10,000
Rates & Taxes	-	2,180
Payment to auditors - As auditor	23,600	23,600
	35,551	35,780
Note 12 : Finance Costs		
Other borrowing costs		
Bank Charges	7,517	2,006
	7,517	2,006
Note 13 : Earning Per Share		
Net profit/(loss) after tax available for equity shareholders	20,338	37,191
Weighted average number of equity shares of Rs. 10 each outstanding during the year used for calculating basic EPS (Number of shares)	10,000	10,000
Weighted average number of equity shares of Rs. 10 each outstanding during the year used for calculating diluted EPS (Number of shares)	10,000	10,000
Basic earnings per share	2.03	3.72
Diluted earnings per share	2.03	3.72

BESA DEVELOPERS AND INFRASTRUCTURE PRIVATE LIMITED

Note 14 : Ratios

Sr no	Ratios	Current Period'As at 31/03/2022	Previous Period'As at 31/03/2021	% Variance	Reason for variance
(a)	Current Ratio (in times) Current Assets/ Current Liabilities	0.08	0.08	-0.49%	
(b)	Debt Equity Ratio (in times) Total Debt/ Shareholder's Equity	(1.09)	(1.09)	-0.14%	
(c)	Debt Service Coverage Ratio (in times) Profit after tax + interest expense + Depreciation and amortisation expense)/ (Principal Repayments (excluding prepayments) repaid during the period + interest payments + Lease payments)	N.A	N.A		Short Term Borrowing from Holding Company is Interest free and there is no repayment made in current and Previous year.
(d)	Return on Equity Ratio (in %) Profit after tax/ Average Shareholder's Equity	-0.14%	-0.26%	45.24%	Due to Lower Profit
(e)	Inventory turnover ratio Cost of Goods sold Or Sales/ Average Inventory	N.A	N.A		
(f)	Trade Receivables turnover ratio, Net Credit Sales/ Avg Accounts Receivable	N.A	N.A		
(g)	Trade payables turnover ratio Net Credit Purchases/ Avg Trade Payable	N.A	N.A		
(h)	Net capital turnover ratio Net Sales/ Working Capital	N.A	N.A		
(i)	Net profit ratio Net Profit/ Net Sales	N.A	N.A		
(j)	Return on Capital Employed Ratio (in %) Earnings before interest and taxes/ Capital Employed (Tangible Net Worth + Total Debt + Deferred Tax Liability)	1.94%	3.62%	46.32%	Due to Lower Profit
(k)	Return on investment.	N.A	N.A		

BESA DEVELOPERS AND INFRASTRUCTURE PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Note 15 : Other Significant Notes

a Related Party Disclosure:-

As per Ind As 24, the disclosure for related parties as defined in the accounting standard is given below.

i] Key Management Personnel

Devendra Patil		Director
Milind Hardikar		Director

ii) Related parties with whom transaction have taken place during the year and balance outstanding as on the last day of the year

Welspun India Ltd.(Holding Company)

PARTICULARS	Amount in Rs	
		Welspun India Ltd
Transactions during the year		-
Closing Balance		
Loans, Advances and Deposits received		
Mar-22		1,55,56,072
Mar-21		(1,55,56,072)

Previous year figures are given in brackets

Note: Related Parties are as disclosed by the Management and relied upon by the auditors.

b Audit Fees :

(Amount In Rs.)

Particulars	2021-22	2020-21
Audit Fee	23,600	23,600

- c In the opinion of the board the current assets, loans and advances are approximately of the value stated if realised in the ordinary course of business and Provision for all the known liabilities have been made in the accounts.
- d Previous year figures have been regrouped/ rearranged/ recast wherever considered necessary to confirm to this year's classification. Figures in brackets pertain to previous year.
- e The company does not have dues payable to any Micro, Small and Medium Enterprises for the year ended March 31, 2022. The identification of Micro, Small and Medium Enterprises is based on management's knowledge of their status.
- f The Company is not Covered under Section 135 of the Companies Act with respect to CSR Activities.
- g Other additional information pursuant to provisions of the Companies Act, 2013, has not been furnished as the same is either nil or not applicable.

For M.D.Pamecha & Co
Firm Registration No 143057W
Chartered Accountants

For and on behalf of the Board of Directors

Modlal Pamecha
Proprietor
 Membership No 117147
 Place : Mumbai
 Date : April 21, 2022

Devendra Patil
Director
DIN 00062784

Milind Hardikar
Director
DIN 03539100