



DENTA WATER AND INFRA SOLUTIONS LIMITED

**7TH ANNUAL REPORT
FOR THE YEAR ENDED 31ST MARCH 2023**

CIN: U70109KA2016PLC097869

**Registered Office: # 40, 3rd Floor, Sri Lakshminarayana Mansion, South End Road,
Basavanagudi Bangalore, South Bangalore, Karnataka 560 004, India**

SHORTER NOTICE

SHORTER NOTICE is hereby given that 7th Annual General Meeting of the members of the Denta Water and Infra Solutions Limited (formerly known as Denta Properties And Infrastructure Private Limited) will be held at the Registered Office of the Company at Door # 40, 3rd Floor, Sri Lakshminarayana Mansion, South End Road, Basavanagudi, Bangalore-560004 Karnataka, on Friday, 22nd September, 2023 at 12 noon to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Standalone Financial Statements For The Financial Year Ended 31st March, 2023 along with notes and together with the Reports of the Board of Directors and Auditors' thereon.

"RESOLVED THAT pursuant to the provisions of Section 134 and Section 137 of the Companies Act, 2013 and any other applicable provisions of Companies Act, 2013 read with Rules thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), the Standalone Financial Statements as at March 31, 2023, and profit and loss account ending on that date along with the Cash Flow Statement as at March 31, 2023 and the explanatory notes annexed to, or forming part of the document be and are hereby considered and adopted.

2. To receive, consider and adopt the audited Consolidated Financial Statements For The Financial Year Ended 31st March, 2023

"RESOLVED THAT pursuant to the provisions of Section 134 and Section 137 of the Companies Act, 2013 and any other applicable provisions of Companies Act, 2013 read with Rules thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), the Consolidated Financial Statements as at March 31, 2023, and profit and loss account ending on that date along with the Cash Flow Statement as at 31 March, 2023 and the Explanatory Notes annexed to, or forming part of the document be and are hereby considered and approved.

3. To appoint a Director in place of Mrs. Nista U Shetty (DIN: 09395250), who retires by rotation and, being eligible, offers herself for re-appointment.
4. Appointment of Statutory Auditor for term from FY 2023-2024 to FY 2027-2028 and fixing their remuneration.

To consider and, if thought fit, to pass with or without modification, the following as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification (s) or re-enactment (s) thereof, for the time being in force) M/s Maheshwari & Co. Chartered Accountants (Firm Registration Number: 105834W), be and is hereby appointed as Statutory Auditors of the Company to conduct the audit for the period of 5 years from the conclusion of 7th annual general meeting until the conclusion of 12th annual general meeting of the company to be held in the year 2028 at a remuneration as mutually agreed between the Board of Directors and the Statutory auditor.

SPECIAL BUSINESS:

5. To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

To consider and adopt the Audited Special Purpose Financials Statements of FY 2020-2021 and 2021-2022.

“RESOLVED THAT the special purpose standalone financial statements for the financial year ended March 31, 2021, prepared in accordance with the applicable standards of Ind AS and in accordance with the SEBI ICDR Regulation as placed before the members of the Company, in respect of the proposed initial public offering (the “**Issue**”) of the Company, is hereby approved and adopted.

“RESOLVED THAT the special purpose standalone financial statements for the financial year ended March 31, 2022, prepared in accordance with the applicable standards of Ind AS and in accordance with the SEBI ICDR Regulation as placed before the members of the Company, in respect of the proposed initial public offering (the “**Issue**”) of the Company, is hereby approved and adopted.”

“RESOLVED THAT the special purpose consolidated financial statements for the financial year ended March 31, 2021, prepared in accordance with the applicable standards of Ind AS and in accordance with the SEBI ICDR Regulations as placed before the Board; for inclusion in the draft red herring prospectus, if required, proposed to be filed with Securities and Exchange Board of India and other relevant authorities (including the Stock Exchanges and Registrar of Companies, Karnataka), in respect of the proposed initial public offering (the “**Issue**”) of the Company, is hereby approved and adopted by the Board of Directors of the Company.”

“RESOLVED THAT the special purpose consolidated financial statements for the financial year ended March 31, 2022, prepared in accordance with the applicable standards of Ind AS and in accordance with the SEBI ICDR Regulations, as, now being placed before the Board; for inclusion in the draft red herring prospectus, if required, proposed to be filed with Securities and Exchange Board of India and other relevant authorities (including the Stock Exchanges and Registrar of Companies, Karnataka), in respect of the proposed initial public offering (the “**Issue**”) of the Company, is hereby approved and adopted by the Board of Directors of the Company.”

6. **To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

Approval of Change in Designation Of G Manjunath (DIN: 09777433) As Whole-Time Director

“RESOLVED THAT pursuant to sections 149, 152, 196, 197 and 203 of the Companies Act, 2013 and the rules made thereunder (“**Companies Act**”), read with Schedule V of the Companies Act, applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “**SEBI ICDR Regulations**”), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “**SEBI Listing Regulations**”) and other applicable laws and subject to articles of association of the Company, consent of the members of the company be and is hereby accorded for the appointment of Mr. G Manjunath (DIN: 09777433) as Whole Time Director of the Company for a period of 5 years with effect from September 12, 2023, on the remuneration and on the following terms and conditions as set out below:

- i. Salary at the rate of Rs. 5,00,000 (Rupees Five Lakhs only) per Annum, which may be reviewed by the Board.
- ii. Reimbursement of expenses incurred by him on account of business of the Company in accordance with the Company policy.
- iii. Reimbursement of any other expenses properly incurred by him in accordance with the rules and policies of the Company.
- iv. The Whole Time Director shall be entitled to such increment from time to time as the Board may by its discretion determine.

RESOLVED FURTHER THAT the Board of the Directors be and are hereby authorized to alter and vary the terms and conditions of appointment and/or remuneration, subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act.

RESOLVED FURTHER THAT the terms and conditions for appointment and remuneration as specified above may be revised, enhanced, altered, and varied from time to time, by the Board of Directors of the Company or any committee constituted by the Board thereof, as it may, in its discretion deem fit, so as not to exceed the limits specified in Schedule V to the Companies Act including any amendments, modifications made hereinafter in this regard.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year during the currency of tenure of services of Mr. G Manjunath, the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013;

RESOLVED FURTHER THAT any of the director be and are hereby severally authorized to do all such acts, things and deeds, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board of Directors to be in the best interest of the Company, as it may deem fit including filing of the necessary forms with the Registrar of Companies, Bangalore."

7. **To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:**

Approval of Appointment of Managing Director

"RESOLVED THAT pursuant to sections 149, 152, 196 and 197 of the Companies Act, 2013 and the rules made thereunder ("Companies Act"), read with Schedule V of the Companies Act, applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations"), Mr. Manish Shetty (DIN: 09075221) who was appointed as an Additional Director of the Company on September 12, 2023, be and is hereby appointed as Managing Director of the Company with effect from September 21, 2023, for a tenure of 2 years, who shall be liable to retire by rotation, on the following terms and conditions:

Gross Remuneration: Rs 6 lakhs per month

Performance Incentive (PI), Nil

Perquisites: Nil

Other Terms: As per the employment agreement entered into with the Managing Director and the Company

FURTHER RESOLVED THAT the Board of the Directors be and are hereby authorized to alter and vary the terms and conditions of appointment and / or remuneration, subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act.

FURTHER RESOLVED THAT the terms and conditions for appointment and remuneration as specified above may be revised, enhanced, altered, and varied from time to time, by the Board of Directors of the Company or any committee constituted by the Board thereof, as it may, in its discretion deem fit, so as not to exceed the limits specified in Schedule V to the Companies Act including any amendments, modifications made hereinafter in this regard.

FURTHER RESOLVED THAT Mr. G Manjunath and, Company Secretary and Compliance Officer, of the Company be and are hereby authorized to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board of Directors to be in the best interest of the Company, as it may deem fit."

8. **To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:**

Approval of Appointment of Independent Director by shareholders - Mr. R. Narendra Babu

“RESOLVED THAT, pursuant to the provisions of Sections 149, 152, 160, Schedule IV and other applicable provisions of the Companies Act, 2013 along with the rules made thereunder, each as amended (**“Companies Act”**), Regulation 16 (1)(b) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**“SEBI Listing Regulations”**), and other applicable laws thereof, if any, and pursuant to the provisions of the Articles of Association of the Company, Mr. R. Narendra Babu (DIN: 10330389) be and is hereby appointed as an independent director on the board of directors of the Company, who shall hold office for a term of five years commencing on 21st September, 2023, and not be liable to retire by rotation. Mr. R. Narendra Babu shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof as detailed in the letter of appointment dated 21st September 2023 issued to Mr. R. Narendra Babu, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT G Manjunath, whole time Director is hereby authorized to do all the acts, deeds and things which are necessary to the appointment of Mr. R. Narendra Babu as an Independent Director of the Company.”

9. **To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:**

Approval of Appointment of Independent Director by the Shareholders - Mr. Pradeep N

“RESOLVED THAT, pursuant to the provisions of Sections 149, 152, 160, Schedule IV and other applicable provisions of the Companies Act, 2013 along with the rules made thereunder, each as amended (**“Companies Act”**), Regulation 16 (1)(b) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**“SEBI Listing Regulations”**), and other applicable laws thereof, if any, and pursuant to the provisions of the Articles of Association of the Company, Mr. Pradeep N (DIN:10329635) be and is hereby appointed as an independent director on the board of directors of the Company, who shall hold office for a term of five years commencing on 21st September, 2023 and not be liable to retire by rotation. Pradeep shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof as detailed in the letter of appointment dated 21st September 2023 issued to Pradeep, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT G Manjunath, whole time Director is hereby authorized to do all the acts, deeds and things which are necessary to the appointment of Pradeep N as an Independent Director of the Company.”

10. **To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:**

Approval of Appointment of Independent Director by the Shareholders - Mr. Gopalakrishna Kumaraswamy

“RESOLVED THAT, pursuant to the provisions of Sections 149, 152, 160, Schedule IV and other applicable provisions of the Companies Act, 2013 along with the rules made thereunder, each as amended (**“Companies Act”**), Regulation 16 (1)(b) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**“SEBI Listing Regulations”**), and other applicable laws thereof, if any, and pursuant to the provisions of the Articles of Association of the Company, Mr. Gopalakrishna Kumaraswamy (DIN: 10320657) be and is hereby appointed as an independent director on the board of directors of the Company, who shall hold office for a term of five years commencing on 21st September, 2023 and not be liable to retire by rotation. Gopalakrishna Kumaraswamy shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof as detailed in the letter of appointment dated 21st September 2023 issued to Gopalakrishna Kumaraswamy, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT G Manjunath, whole time Director is hereby authorized to do all the acts, deeds and things which are necessary to the appointment of Mr. Gopalakrishna Kumaraswamy as an Independent Director of the Company.”

11. **To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:**

Intimation of change in designation of Nista U Shetty as Non-Executive Director

“RESOLVED THAT the consent of the members of the Company be and is hereby accorded to re-designate Ms. Nista U Shetty (DIN: 09395250) as Non-Executive Director of the Company, who shall be liable to retire by rotation as per Section 152(6) of the Companies Act, 2013.

FURTHER RESOLVED THAT Nista U Shetty shall also be entitled to receive sitting fees for attending meetings of the Board or any committees thereof and annual commission, as may be determined by the Board from time to time, which shall not exceed the limits prescribed under Para A Part II of Section II of Schedule V of the Act.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby severally authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-form with the relevant Registrar of Companies.”

12. **To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:**

Change in Designation of Director

“RESOLVED THAT, pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), and Mrs. Sowbhagyamma (DIN: 07637396) who was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on 02nd August 2023, and in respect of whom the Company has received a notice in writing from her under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company”.

13. **To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:**

Approval of the remuneration of the cost auditor

“RESOLVED THAT, pursuant to the provisions of section 148(3) read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013 read with rule made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s . Girish G R & Associates, Cost Accountants (Auditor / Firm registration number: 000720, the Cost Auditors appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year ending March 31, 2024, be paid remuneration mutually agreed between the Board of Directors and Cost Auditor (exclusive of Goods and Service Tax & re-imbursement of out-of-pocket expenses)”

Date: 21.09.2023

Place: Bangalore

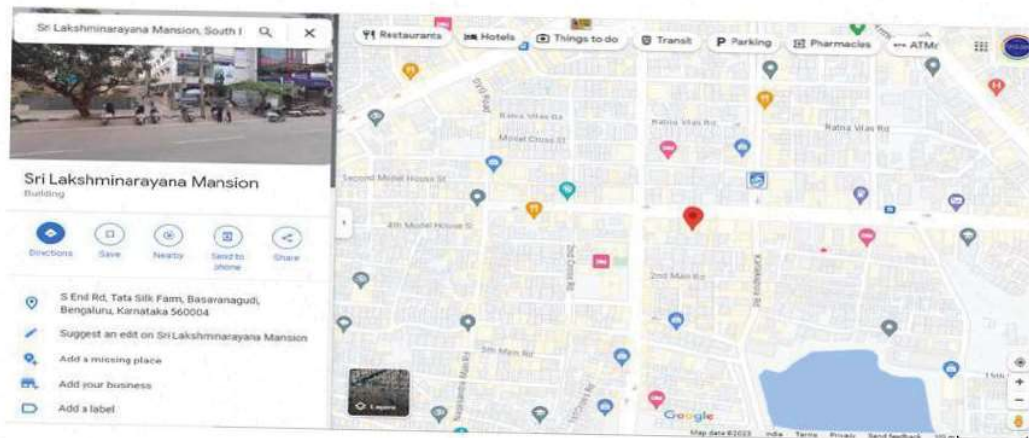
**By Order of the Board of Directors of
Denta Water and Infra Solutions Limited**




G Manjunath
Whole-Time Director
DIN: 09777433

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy and vote instead of himself and the proxy need not be a member of the Company. The Proxy form duly completed must reach the Registered Office of the Company not later than forty-eight hours before the time of holding the meeting.
2. The proxy form, attendance slip and Route map of the venue of the meeting as required under secretarial standard are annexed to this notice.
3. Corporate members intending to send their authorized representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized under the said Board Resolution to attend and vote on their behalf at the Meeting.
4. A Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.



ATTENDANCE SLIP

7th ANNUAL GENERAL MEETING on Friday, 22nd September, 2023 at 12 noon

Folio No. _____ DP ID No. _____ Client ID No. _____
Name of the Member _____ Signature _____
Name of the Proxy holder _____ Signature _____

1. Only Member/ Proxy holder can attend the Meeting.
 2. Member/ Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.
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DENTA WATER AND INFRA SOLUTIONS LIMITED

(Formerly known as Denta Water And Infra Solutions Private Limited)

U70109KA2016PLC097869

40, 3rd Floor, Sri Lakshminarayana Mansion, South End Road, Basavanagudi Bangalore 560004

Email: info@denta.co.in | Phone No - 080 4210 6509

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s):	E-mail ID:
Registered Address :	
Folio No./Client ID No.:	DP ID No.:

I/ We, being the Member(s) of Shares of Sika Interplant Systems Limited, hereby appoint

1. Name: E-mail ID:
 Address:
 Signature: or failing him
2. Name: E-mail ID:
 Address:
 Signature: or failing him
3. Name: E-mail ID:
 Address:
 Signature: or failing him

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 29th Annual General Meeting of the Company to be held on Wednesday, 31st August 2016 at 10:00 a.m. at Hotel Ajantha, 22 M.G. Road, Bangalore 560 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

1. Adoption of Audited Financial Statements for the year ended 31st March 2016 together with the Reports of the Board of Directors and the Auditors thereon
2. Declaration of dividend for the financial year 2015-16
3. Re-appointment of Director Mrs. Krishna Sikka retiring by rotation
4. Appointment of Statutory Auditors
5. Adoption of new Articles of Association – Table F

Affix
 Revenue
 Stamp

Signed this _____ day of _____ 2016.

Signature of Member _____ Signature of Proxy holder(s) _____

NOTE: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No 5: To consider and adopt the Audited Special purpose financials statements of FY 2020-2021 and 2021-2022 by shareholders of the company:

The special purpose standalone and consolidated financial statements for the financial year ended March 31, 2021 and financial year ended March 31, 2022, prepared in accordance with the applicable standards of Ind AS and in accordance with the SEBI ICDR Regulation, which have been approved by the Board, are required to be placed before the members of the Company, for inclusion in the draft red herring prospectus, also proposed to be filed with Securities and Exchange Board of India and other relevant authorities (including the Stock Exchanges and Registrar of Companies, Karnataka) for the proposed initial public offering (the “Issue”) of the Company.

Hence the aforesaid special purpose financials statements have been laid for the adoption and approval by the shareholders.

The Board recommends resolutions under Item No. 5 for adoption and to be passed as an ordinary resolution.

None of the Directors/key managerial persons of the Company or their relatives is interested, financially or otherwise, in the aforesaid resolution.

Inspection of documents:

The documents pertaining to the Special Business are available for inspection at the registered office of the Company between 10.30 am to 12.30 p.m. on any working day prior to the meeting.

Item No 6: To appoint Mr. G Manjunath (DIN: 09777433) as a Whole Time Director of the Company:

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Mr. Manjunath Gundappa (DIN: 09777433) was appointed as Director of the Company with effect from November 3, 2022, pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the rules framed there under.

The Board of Directors at its meeting held on September 12, 2023, approved change in designation of Manjunath Gundappa (DIN: 09777433) from Director to Whole-time Director of the Company for a period of 5 years with effect from September 12, 2023.

Following are the details of Manjunath Gundappa (DIN: 09777433) in accordance with para 1.2.5 of the Secretarial Standards on General Meetings (SS-2) is as follows:

Sr. No	Particulars	Details
1	Age	57 years
2	Qualification	Bachelor Degree
3	Experience	35
4	Terms and Conditions of Appointment	As per the Agreement
5	Remuneration sought to be paid	5,00,000 Per annum
6	Date of first appointment on the Board	03/11/2022
7	Details of Shareholding in the Company	Nil
8	Details of relationship with other Directors, Managers and Key Managerial Personal of the Company	Nil
9	Details of Directorship in other Companies	Nil
10	Membership / Chairmanship of Committees of other Company's Board	Nil

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In accordance with the provisions of the Companies Act, 2013 and the rules framed thereunder read with Schedule V of the Companies Act, 2013, the board hereby recommends the said resolution for approval of the shareholders by passing a Special Resolution.

Except the appointee director, Manjunath Gundappa (DIN: 09777433) and the relatives of the appointee director, none of the directors or key managerial personnel of the Company or their relatives (as defined in the Companies Act, 2013), are interested in the proposed resolution, financially or otherwise, except to the extent of their respective shareholdings in the Company.

Item No 7: To appoint Mr. Manish Shetty (DIN: 09075221) as a Managing Director of the Company:

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The Board of Directors at its meeting held on September 21, 2023, approved the appointment of Mr. Manish Jayasheel Shetty (DIN: 09075221) as Managing Director of the Company with effect from September 21, 2023, for a tenure of 5 years, who shall be liable to retire by rotation.

In accordance with the provisions of the Companies Act, 2013 and the rules framed thereunder read with Schedule V of the Companies Act, 2013, the board hereby recommends the said resolution for approval of the shareholders by passing a Special Resolution.

Following are the details of Mr. Manish Jayasheel Shetty (DIN: 09075221) in accordance with para 1.2.5 of the Secretarial Standards on General Meetings (SS-2) is as follows:

Sr. No	Particulars	Details
1	Age	31 years
2	Qualification	Bachelor of engineering
3	Experience	Eight years
4	Terms and Conditions of Appointment	As per the Agreement
5	Remuneration sought to be paid	6,00,000 Per month
6	Date of first appointment on the Board	12/09/2023
7	Details of Shareholding in the Company	Nil
8	Details of relationship with other Directors, Managers and Key Managerial Personal of the Company	Nil
9	Details of Directorship in other Companies	Provided in DIR - 8
10	Membership / Chairmanship of Committees of other Company's Board	Nil

None of the Directors, Key Managerial Personnel of the Company or their relatives, except Mr. Manish Jayasheel Shetty (DIN: 09075221) to whom the resolution relates, is interested or concerned in the aforesaid resolution

Item No 8: To Appoint Mr. R. Narendra Babu (DIN: 10330389), as an independent director of the Company.

R. Narendra Babu (DIN: 10330389) is proposed to be appointed as an Independent Director of the Company, in accordance with applicable laws, including the Companies Act, 2013 and the provisions of Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI

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Listing Regulations”) each as amended, in connection with the Issue of the Equity Shares. In this connection, the Board is of the opinion that **R. Narendra Babu (DIN: 10330389)** fulfils the criteria for independent directors, as set out in the Companies Act, 2013, related rules framed thereunder and the SEBI Listing Regulations and that **R. Narendra Babu (DIN: 10330389)** is independent of the management of the Company.

The proposed Independent Director has submitted a declaration that he meets the criteria for appointment as an independent director the appointment of such Director as an Independent Director for a term of [five] years subject to such Directors continuing to satisfy the criteria of independence in terms of the Companies Act, 2013, the rules made thereunder and the SEBI Listing Regulations, and shall not be liable to retire by rotation.

None of the Directors, key managerial personnel and relatives of Directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.

Item No 9: To Appoint Mr. Pradeep N (DIN:10329635) as an independent director of the Company.

Pradeep N (DIN:10329635) is proposed to be appointed as an Independent Director of the Company, in accordance with applicable laws, including the Companies Act, 2013 and the provisions of Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) each as amended, in connection with the Issue of the Equity Shares. In this connection, the Board is of the opinion that **Pradeep N (DIN:10329635)** fulfils the criteria for independent directors, as set out in the Companies Act, 2013, related rules framed thereunder and the SEBI Listing Regulations and that **Pradeep N (DIN:10329635)** is independent of the management of the Company.

The proposed Independent Director has submitted a declaration that he meets the criteria for appointment as an independent director the appointment of such Director as an Independent Director for a term of [five] years subject to such Directors continuing to satisfy the criteria of independence in terms of the Companies Act, 2013, the rules made thereunder and the SEBI Listing Regulations, and shall not be liable to retire by rotation.

None of the Directors, key managerial personnel and relatives of Directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.

Item No 10: To Appoint Mr. Gopalakrishna Kumaraswamy (DIN: 10320657) as an independent director of the Company.

Gopalakrishna Kumaraswamy (DIN: 10320657) is proposed to be appointed as an Independent Director of the Company, in accordance with applicable laws, including the Companies Act, 2013 and the provisions of Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) each as amended, in connection with the Issue of the Equity Shares. In this connection, the Board is of the opinion that **Gopalakrishna Kumaraswamy (DIN: 10320657)** fulfils the criteria for independent directors, as set out in the Companies Act, 2013, related rules framed thereunder and the SEBI Listing Regulations and that **Gopalakrishna Kumaraswamy (DIN: 10320657)** is independent of the management of the Company.

The proposed Independent Director has submitted a declaration that he meets the criteria for appointment as an independent director the appointment of such Director as an Independent Director for a term of [five] years subject to such Directors continuing to satisfy the criteria of independence in terms of the Companies Act, 2013, the rules made thereunder and the SEBI Listing Regulations, and shall not be liable to retire by rotation.

None of the Directors, key managerial personnel and relatives of Directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.

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None of the Directors/key managerial persons of the Company or their relatives is interested, financially or otherwise, in the aforesaid resolution.

Inspection of documents:

The documents pertaining to the Special Business are available for inspection at the registered office of the Company between 10.30 am to 12.30 p.m. on any working day prior to the meeting.

Item No. 11: Change in designation of Nista U Shetty as Non-Executive Director

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Ms. Nista U Shetty (DIN: 09395250) was appointed as Director of the Company with effect from November 3, 2022, pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the rules framed there under.

The Board of Directors at its meeting held on September 12, 2023, recommended appointment of Nista U Shetty as a Non-Executive Director of the Company pursuant to Section 152 of the Companies Act, 2013 with effect from September 12, 2023, and is now being placed before the Members at the General Meeting for their approval.

Following are the details of Ms. Nista U Shetty (DIN: 09395250) in accordance with para 1.2.5 of the Secretarial Standards on General Meetings (SS-2) is as follows:

Sr. No	Particulars	Details
1	Age	29 years
2	Qualification	Bachelor of Architecture
3	Experience	5 years
4	Terms and Conditions of Appointment	NA
5	Remuneration sought to be paid	NA
6	Date of first appointment on the Board	03/11/2022
7	Details of Shareholding in the Company	Nil
8	Details of relationship with other Directors, Managers and Key Managerial Personal of the Company	Nil
9	Details of Directorship in other Companies	Provided in DIR 8
10	Membership / Chairmanship of Committees of other Company's Board	Nil

The Board recommends the resolution for approval of the members of the Company through a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except Ms. Nista U Shetty (DIN: 09395250) to whom the resolution relates, is interested or concerned in the aforesaid resolution.

Item No. 12: To appoint Mrs. Sowbhagyamma (DIN: 07637396) as a Director of the Company:

Mrs. Sowbhagyamma (DIN: 07637396) was appointed as an Additional Director w.e.f. 02.08.2023 in accordance with the provisions of Section 161 of the Companies Act, 2013.

Pursuant to Section 161 of the Companies Act, 2013 Mrs. Sowbhagyamma (DIN: 07637396) holds office up to the date of the ensuing Annual General Meeting.



The Board of the opinion that, presence of Mrs. Sowbhagyamma (DIN: 07637396) on the Board is desirable and would be beneficial to the Company.

The Board recommends resolutions under Item No. 12 for adoption and to be passed as an ordinary resolution.

None of the Directors/key managerial persons of the Company or their relatives is interested, financially or otherwise, in the aforesaid resolution.

Inspection of documents:

The documents pertaining to the Special Business are available for inspection at the registered office of the Company between 10.30 am to 12.30 p.m. on any working day prior to the meeting.

Item No 13: Approval of the remuneration of the cost auditor

M/s Girish G R & Associates, Cost Accountants (Auditor / Firm registration number: 000720) was appointed as the Cost Auditors of the company in the Board meeting dated 16th September 2023 to audit the Cost Records of the company for the financial year ending March 31, 2024. The remuneration (exclusive of Goods and Service Tax & re-imbursement of out-of-pocket expenses) payable to them in connection with audit of the Cost Auditors has been laid before the shareholders for approval.

The Board recommends resolutions under Item No. 13 for adoption and to be passed as an ordinary resolution.

None of the Directors/key managerial persons of the Company or their relatives is interested, financially or otherwise, in the aforesaid resolution.

Inspection of documents:

The documents pertaining to the Special Business are available for inspection at the registered office of the Company between 10.30 am to 12.30 p.m. on any working day prior to the meeting.

Item No 14: For smooth running of Company's business operations and future projects, it is necessary to borrow money from the banks and financial institutions.

Pursuant to the provision of Section 180 (1) (c) of the Companies Act, 2013, the Board of Directors of a company shall exercise the power to borrow monies, where monies to be borrowed, together with the money already borrowed by the Company will exceed aggregate of its paid up share capital, securities premium, and free reserves, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, by obtaining approval of the members in a General Meeting by way of special resolution.

In order to further expand its business and to meet the increased financial needs, the Company may be required to borrow money, either secured or unsecured, from bank, financial institutions individuals, firms, limited liability partnership, companies, body corporates and any other person.

In this regard, it is proposed to grant the Board of Directors powers to borrow monies which taken together with the monies borrowed by the Company, apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business, does not exceed ₹ 4500 millions.

The Board recommends the resolution for approval of the members of the Company through a Special Resolution.

None of the Directors, key managerial personnel and relatives of Directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business. Inspection of documents:

DENTA WATER AND INFRA SOLUTIONS LIMITED

(Formerly known as Denta Water And Infra Solutions Private Limited)

U70109KA2016PLC097869

40, 3rd Floor, Sri Lakshminarayana Mansion, South End Road, Basavanagudi Bangalore 560004

Email: info@denta.co.in | Phone No - 080 4210 6509



The documents pertaining to the Special Business are available for inspection at the registered office of the Company between 10.30 am to 12.30 p.m. on any working day prior to the meeting.

**By Order of the Board of Directors of
Denta Water and Infra Solutions Limited**



A handwritten signature in blue ink, appearing to read "G Manjunath".

**G Manjunath
Whole-Time Director
DIN: 09777433**

**Place: Bangalore
Date: 21.09.2023**

DENTA WATER AND INFRA SOLUTIONS LIMITED
(Formerly known as Denta Water And Infra Solutions Private Limited)
U70109KA2016PLC097869
40, 3rd Floor, Sri Lakshminarayana Mansion, South End Road, Basavanagudi Bangalore 560004
Email: info@denta.co.in | Phone No - 080 4210 6509

DIRECTORS' REPORT

To,
The Members,

DENTA WATER AND INFRA SOLUTIONS LIMITED

(Formerly known as Denta Properties and Infrastructure Private Limited)
Bangalore

The Board of Directors hereby submits the 7th report of the Board of Directors of your Company, along with the audited financial statements, for the financial year ended March 31, 2023.

1. FINANCIAL RESULTS

The Company's financial performance for the year under review along with previous year figures is given here under:

Particulars	(Amounts in INR Million)	
	For the financial year ended 31 st March, 2023	For the financial year ended 31 st March, 2022
Revenue from operation	1,743.24	1,195.72
Other Income	14.22	0.63
Total Income	1,757.46	1,196.35
Less: Expenses		
- Cost of material and services consumed	1,045.02	668.84
- Employee Benefits expenses	11.26	0.97
- Finance Cost	0.93	-
- Depreciation and amortisation expenses	3.71	0.86
- Other expenses	17.38	7.80
Total Expenses	1,078.30	678.47
Profit/(Loss) Before Tax	679.16	517.88
Current tax	185.05	134.49
Less: MAT Credit		
Mat Credit Prior Period	-	-
Deferred tax	(4.42)	0.02
Profit/(Loss) After Tax	498.57	383.38
EPS Basic and Diluted	25.97	19.97

2. STATE OF AFFAIRS / HIGHLIGHTS

Denta is a distinguished civil engineering contractor specializing in a wide spectrum of infrastructure development projects, with a primary focus on water conveyance, treatment plants, storage reservoirs, high-rise buildings, bridges, roads, drains, and more. Established on a foundation of technical excellence and a commitment to core values, Denta has earned a reputation for delivering top-notch solutions through its world-class equipment and a highly skilled workforce.

Core Values: Denta is dedicated to a set of core values that form the bedrock of its corporate culture. These values encompass integrity, excellence, safety, sustainability, and community engagement. They guide every aspect of the company's operations, fostering a culture of professionalism and ethical conduct.

Denta's

To provide a superior quality of life to the common man by continuous improvement of core infrastructure.

Vision:

Denta's Mission: To continuously strive to develop superior infrastructure that meets the highest standards of engineering excellence, efficiency, quality, and economy without compromising corporate social and environmental responsibilities.

Main Objectives: Denta's main objectives include the establishment, maintenance, and provision of engineering, technical, and consultancy services in connection with projects related to the development and revitalization of water resources. This encompasses everything from planning, design, and supervision to operation, maintenance, and project management. Denta's expertise also extends to infrastructure projects in areas such as roads, buildings, railways, and more.

There has been no change in the business of the Company during the financial year ended 31st March, 2023.

After the closure of the Financial Year 2022-23 up to the present date, several significant changes have taken place within the company:

- The company underwent a name change, transitioning from "DENTA PROPERTIES AND INFRASTRUCTURE PRIVATE LIMITED" to "DENTA WATER AND INFRA SOLUTIONS PRIVATE LIMITED." This name change received approval from the company's members during an Extraordinary General Meeting held on June 26, 2023. The Certificate of Incorporation reflecting the new name was officially issued on July 31, 2023.
- The company's registered office was relocated within the local limits. This move was approved by the Board of Directors during a meeting held on July 27, 2023.

- The company's status was transformed from a Private Limited entity to a Public Company. This change was ratified by the company's members during an Extraordinary General Meeting held on August 14, 2023. Subsequently, the Certificate of Incorporation reflecting the new public company status was issued on September 12, 2023.

3. REVIEW OF OPERATIONS AND BUSINESS PERFORMANCE:

We are pleased to share the Company's performance during the past year. Our revenue from services saw a significant increase, reaching Rs. 1,743.24 million compared to Rs. 1,195.72 million in the previous year. This growth in revenue reflects our commitment to providing valuable services to our clients.

Even more encouraging is the fact that after accounting for all expenses and taxes, our net profit reached Rs. 498.57 million, up from Rs. 383.37 million in the previous year. This demonstrates the effectiveness of our operations and the dedication of our team.

We are delighted to inform you that our performance is considered "Good" by our management and stakeholders. We remain committed to enhancing this performance further. Our directors are confident that we can achieve even better results in terms of revenue and profitability in the current year.

We appreciate your continued support, and we look forward to sharing more successes with you in the future.

4. DIVIDEND:

Due to the need for funds to support working capital requirements and explore new opportunities, the directors have decided not to declare a dividend for the mentioned year.

5. CAPITAL STRUCTURE:

As at the end of the financial year 2022-23, The Authorized Share Capital of the Company is Rs.4,85,00,000/- (Rupees Four Crore Eighty-Five Lakhs Only) divided into 48,50,000 (Forty-Eight Lakhs Fifty Thousand Only) Equity Shares of Rs.10/- each.

The Paid-up Capital of the Company is Rs.4,80,00,000/-(Rupees Four Crore Eighty Lakhs Only) divided into 48,00,000 (Forty Eighty Lakhs Only) Equity Shares of Rs.10/- (Rupees Ten Only)

There were no changes in the capital structure during the year.

6. CHANGE IN NATURE OF BUSINES:

The nature of the business remained unchanged throughout the FY 2022-23.

7. MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE DIRECTORS'REPORT:

No significant changes or commitments that would impact the company's financial position have arisen between the end of the financial year covered by these financial statements and the date of this report.

8. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:

(A) Conservation of Energy	
the steps taken or impact on conservation of energy	While the company's operations are not heavily reliant on power, a commitment to energy conservation and reduced power consumption remains a priority.
the steps taken by the company for utilizing alternate sources of energy	Nil
the capital investment on energy conservation equipment	Ni

(B) Technology Absorption	
the efforts made towards technology absorption	Nil
the benefits derived like product improvement, cost reduction, product development or import substitution	Nil
in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	NA
the details of technology imported;	NA
the year of import	NA
whether the technology been fully absorbed	NA
if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	NA
the expenditure incurred on Research and Development	Nil

9. FOREIGN EXCHANGE EARNINGS AND OUTGO: NIL

10. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:

Your Company undertakes major projects that include lifting or pumping of secondary treated water from available sources to various ridge points to fill tanks (ponds) that resulted into replenishment in groundwater levels and substantial increase in agriculture productivity. Your Company also responsible for Operational & Maintenance (O&M) work for five years of particular project (Lift Irrigation).

IRM defines risk as "The combination of the probability of an event and its consequence that can range from positive to negative." All organizations have objectives at strategic, tactical and operational levels - anything that makes achieving these objectives uncertain is a risk. These risks are varied in nature and go hand in hand with the business opportunities. As our world becomes increasingly volatile and unpredictable, we must cope with greater uncertainty. It can never be assured that the Company operates in a totally risk free environment.

In Denta, we do believe Risk management should be embedded in the general management of the organization and fully integrated with other business functions such as finance, strategy, internal control, procurement, continuity planning, HR and compliance. Thus Enterprise risk management is an integrated or holistic approach to managing risk across the organization, using clearly articulated frameworks and processes led from board level. Accordingly, the scope of this document is to formalize a risk management policy to identify, evaluate and minimize identifiable risks. This Policy shall be periodically reviewed by the Board of Directors, so that the risks are managed and controlled through properly laid down framework.

Business Environment - Risks and Concerns.

While striving to meet its Corporate Mission and Corporate Objectives, risks and concerns go hand-in-hand along with the opportunities. Civil construction is a high risk business which haunts every stakeholder. The Company operates under limiting cost and time schedule. The probability of time over run and consequently cost overrun exposes company to high risk. The Risk Management Policy seeks to strike a balance between Company's strengths, weaknesses, opportunities and threats on one hand with the real and potential risks on the other hand.

Denta's Approach

Denta's approach towards Risk Management includes the following:

- Dents shall establish documented Risk Management System and assign responsibilities to its employees to take corrective and preventive measures.
- Dents shall review the Risk Management System and Upgrade/ revise the same periodically.
- Dents shall strive to increase awareness among its employees and other stake holders about the possible risks and the measures to mitigate and control the same.

Objectives of Risk Management Policy

Following are the objectives of Dent's Risk management policy:

- To define a framework for identification, evaluation and mitigation of risk in the decision-making process of the business of Denta Properties and Infrastructure Private Limited;
- To protect Denta from the risks of significant likelihood and consequence in the pursuit of Denta's stated strategic goals and objectives;
- To encourage proactive rather than reactive management;

Risk Management Process

The process of Risk Management covers the following:

- Risk Identification & Categorization means Company's exposure to uncertainty classified as Strategic/ Operational/Financial/Compliance/Environmental.
- Risk Management Framework refers to the Organisation structure with responsibility and Accountability for risk management.
- Risk Assessment and control refers to the method of assessing and recording the Company's identified risks in a structured manner their measurement and control.
- Continuous assessment is the process to be vigil and sensitize the organization regarding potential risks.

Identification and Categorisation of Risks

From the perspective of Denta, the risks can be of following nature:

- i. **Project selection** – It refers to the risk of not selecting projects with the best potential risk/reward ratios.
- ii. **Contractual Risk** - Contractual risk refers to the risk of having sub-optimal or erroneous clauses in the contract which could potentially compromise interests and/or provide unintended options/exit routes to other parties.
- iii. **Risk of delay in project completion** –
 - This risk refers to the consequences of non-completion of the project by the contracted/ agreed due dates. Its consequences may range from arbitrations, litigations, loss of reputation etc. It is to be noted that delays beyond the extension granted by the client are covered within the scope of this risk.
 - Project leading to time and cost over-runs.
 - Risk related to Govt. regulations & policies on land acquisition. There may be difficulty in acquiring land due to people's protest and non-acceptance of either land acquisition notification or the compensation.
 - Delay in timely approvals and clearances by local authorities.
- i. **Escalation of project costs risk** - The risk of actual project costs exceeding the budgeted project costs is covered here. The budgeted project costs refer to those which have been used in the pricing/ bidding process.
- ii. **Strategic Risk** - These risks are associated with operating in the particular industry and includes risks arising from demand changes or changes in customers, industry changes, intense competition, change in technology, Research & Development etc.

These risks pose threats or opportunities which materially affect the ability of the organisation to survive.

- iii. **Compliance Risk** - These risks are associated with the need to comply with laws and regulations etc. They also apply to the need to act in a manner which stakeholders and customers expect.
- iv. **Operational Risk** - Such risks are associated with the company's operational and administrative procedures which inter-alia include accounting controls, regulations, recruitment, IT systems, board composition, contractual risks and exposures, organisational risks and exposures etc.
- v. **Financial Risk** - These risks are associated with financial structure of the company, its transactions and the financial system in place, liquidity risk, regulatory exposures, Imposition of fresh taxes by the Govt. etc.
- vi. **People Risk** - People risk is related with the understanding the needs of the employees and aligning it to organizational goals. This risk refers to the inadequate staffing in terms of number or skill sets for the work on hand or for projected or contingent work etc.
- vii. **Information Technology Risk** - Information technology risk may be described as the risk of Failure of hardware, Failure of software or Failure of the network. IT risk may result in Loss of data, decline in ineffectiveness of management controls, Delay in achieving milestones or Decline in operating efficiency.
- viii. **Sovereign Risk** - Sovereign risk refers to the unanticipated change of laws or ad-hoc measures adopted by the government resulting in denial of expected/ contracted privileges.
- ix. **Environment Risk** - These are associated with release of polluting materials, environmental performance/compliance limits, business opportunities and breach of regulations.

Risk Management Framework

Risk Management Policy entails establishing a framework ensuring realization of the Company's objectives. Denta will have a three tier risk Management Framework as under:
Risk Organisation Chart:

Board of Directors

Senior Management

Team Leads

Roles and Responsibilities

To implement the Risk Management Policy, the following roles and responsibilities are laid down for the Enterprise Risk Management Process:

1. The Board of Directors will have the overall responsibility for ensuring that the risks are identified and mitigated. The Company shall submit Report to the Board on annual basis about the risk mitigation procedures.
2. Senior Management shall be the authority to establish a risk management committee in the organisation.
3. Committee which will assess the risk areas and suggest risk mitigation mechanism to the Board. The Committee has to provide assurance to the Board that Risk Management processes are working effectively and the key risks are being managed to acceptable levels. The Committee also confirm to the Board that the Company's risk management and internal control systems are operating effectively in relation to material business risks for the period, and that nothing has occurred since period-end that would materially change the position.
4. All Team Leads will act as Risk Controller for their respective areas of operations/functions. Project Managers will also be Risk Controller in respect of Projects/Works under their control.

Risk Assessment

The Risk assessment methodology shall include:

- collection of information
- identification of major risks
- rating of each risk on the basis of
 - i. Consequence
 - ii. Exposure
 - iii. Probability
- Prioritisation of risks
- Operation-wise exercise on risk identification, risk rating, control mechanism, action and fixing up responsibility
- Programme for risk level reduction plan and setting level of responsibility and accountability
- Formulation of action plan for Monitoring Risk reduction, evaluation and correction

Measurement and control

Identified risks are analysed and the manner in which the risk is to be managed and controlled is then determined and agreed. The generally accepted options are:

Avoidance of Risk Eliminate

Non-performance of activity involving Risk.

Reduction of Risk	Mitigate	Reduction in severity of loss.
Transfer of Risk	Mitigate	Engaging Specialist Adhering to competencies operations.
Retain the Risks	Unavoidable	Retained by default

Continuous Assessment

The Company's Risk Management is continuous process which implies a continuing cycle of implementing, monitoring, reviewing and managing risk management processes and simultaneously also sensitizing the organization against all possible risks.

Risk Appraisal and Action Plan

- a. Risk Management in the company will look into all organisational processes involved in advance detection of risks as well as in identifying and taking suitable action to counter them.
- b. Deployment of integrated planning, control and monitoring systems and corporate governance systems and fine tune them on an ongoing basis to ensure that risks are detected at early stage and properly assessed and appropriately managed.
- c. Risk management, a key success factor will form an integral component of company's management system. To promote risk awareness throughout the company, risk culture at all levels shall be developed through the mechanism of review framework, progress monitoring and discussions in open forums.

Unified early warning system throughout the company will be established and laid down for risk management

11.ANNUAL RETURN:

In accordance with Section 92 (3) of the Companies Act, 2013, an extract of the Annual Return is published in the website of the Company.

12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review.

13. LOANS FROM DIRECTORS OF THE COMPANY:

The Company does not have any loan during the year.

14. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:

Provisions of section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable for the FY 2022-23. Hence comments are not offered.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

Particulars of contract or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in prescribed form AOC-2 is appended as Annexure – I to the Board Report.

16. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW:

The Board of Directors duly met 08 times during the financial year 2022-2023. The intervening gap between any two meetings was within the period prescribed under the provisions of section 173 of companies Act, 2013. The maximum interval between any two meetings did not exceed 120 days as specified under sub section (1) of section 173 of the Companies Act, 2013 are as follows:

Sl. No	Date of Board Meeting	SUJITH RAJASHEKAR TUMKUR	SOWBHAG YAMMA	MANJUNATH GUNDAPPA	NISTA UDAYAKU MAR SHETTY
1	25.04.2022	✓	✓	X	X
2	20.08.2022	✓	✓	X	X
3	01.09.2022	✓	✓	X	X
4	10.10.2022	✓	✓	X	X
5	18.10.2022	✓	✓	X	X
6	03.11.2022	✓	✓	✓	✓
7	26.12.2022	X	X	✓	✓
8	22.02.2023	X	X	✓	✓

17. GENERAL MEETINGS HELD DURING THE YEAR:

During the year 6th AGM was held on 30.09.2022 and EGM was held on 03.11.2022.

18. DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- (b) The directors had 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 profit of the company for that period;
- (c) The directors had 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;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) They have laid down internal financial controls, which are adequate and are operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

19. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

The Company has one Joint venture - Denta Properties and Investment (Partner Ship Firm)
All the details provided in AOC 1

The Company does not have any Subsidiary, Joint venture or Associate Company.

20. DEPOSITS:

We have not accepted any fixed deposits, including from the public, and, as such, no amount of principal or interest was outstanding as of the Balance Sheet date.

21. DECLARATION OF INDEPENDENT DIRECTORS:

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to the Company for the Financial Year 2022-23.

22. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM:

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company for the Financial Year 2022-23.

23. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant material orders passed by the courts/regulators or tribunals impacting the going concern status and company's operations in future.

24. SHARES:

A. Buy back of securities

The Company has not bought back any of its securities during the year under review.

B. Sweat equity

The Company has not issued any Sweat Equity Shares during the year under review.

C. Bonus shares

No Bonus Shares were issued during the year under review.

D. Employees Stock Option Plan

The Company has not provided any Stock Option Scheme to the employees.

E. Equity shares with differential voting rights

The Company has not issued any Equity shares with differential voting rights during the year under review.

25. TRANSFER TO RESERVES:

For the financial year ended on 31st March, 2023, the company has not transferred any amount to the reserves.

26. DETAILS OF DIRECTORS WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR:

- (a) Names of the persons who have been appointed /ceased to be Directors of the company during the year:

Sl No	Name of the Director	Appointment /Cessation	Designation	Date of Change
01	Mr. Manjunath Gundappa	Appointment	Director	Vide EGM dated 03.11.2022
02	Mrs. Nista Udayakumar Shetty	Appointment	Director	Vide EGM dated 03.11.2022
03	Mrs. Sowbhagyamma	Resignation	Director	03.11.2022
04	Mr. Sujith Rajashekar Tumkur	Resignation	Director	03.11.2022

- (b) Any appointment / cessation after the end of the year and up to the date of the Report:

Sl No	Name of the Director	Appointment /Cessation	Designation	Date of Change
01	Mrs. Sowbhagyamma	Appointment	Additional Director	02.08.2023
02	Mr. Manish Jayasheel Shetty	Appointment	Additional Director	12.09.2023

- (c) Names of the Directors retiring by rotation at the ensuing annual general meeting and whether or not they offer themselves for re-appointment:

Recommended the re-appointment of Mrs. Nista Udayakumar Shetty (DIN: 09395250) who retires by rotation at the ensuing Annual General Meeting and, being eligible, has offered herself for re-appointment, as a Director of the Company.

27. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OF THE COMPANIES ACT, 2013 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

There are no frauds reported by auditors under sub section (12) of Section 143 of the Companies Act, 2013 other than those which are reportable to the central government.

28. SUMMARY OF COMPLAINTS RECEIVED AND DISPOSED OFF DURING EACH CALENDER YEAR AS REQUIRED UNDER THE PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT,2013 AND DISCLOSURE THAT THE COMPANY HAS IN PLACE AN ANTISEXUAL HARASSMENT POLICY IN LINE WITH THE REQUIREMENTS OF THE ACT AND THEN AN INTERNAL COMPLAINTS COMMITTEE HAS BEEN SET UP FOR REDRESSAL OF COMPLAINTS AND THAT ALL EMPLOYEES (PERMANENT, CONTRACTUAL, TEMPORARY, TRAINEES) ARE COVERED UNDER THE POLICY:

The Board of Directors report that during the year under review, **Prevention of Sexual Harassment Policy (POSH)** in line with the requirement of Workplace (prevention, prohibition and redressal) Act, 2013 is in place and that the employees have been advised to address their grievances under this Act to the Working Director of the company for redressal. During the year, no sexual harassment complaints have been received and disposed of by the company.

29. DETAILS OF THE ESTABLISHMENT OF VIGIL MECHANISM TO FACILITATE DIRECTORS AND EMPLOYEES TO REPORT GENUINE CONCERNS TO THE COMPANY PURSUANT TO SUB-SECTION (10) OF SECTION 177 OF THE COMPANIES ACT, 2013:

The establishment of Vigil Mechanism to facilitate Directors and employees to report genuine concerns to the Company pursuant to the provisions of sub section (10) of Section 177 of the Companies Act, 2013 is not applicable for the FY 2022-23.

30. STAFF-MANAGEMENT RELATIONSHIP:

The staff management relationship during the year under review has been quite cordial and harmonious.

31. THE NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:

During the year no company have become or ceased to be its subsidiary, joint venture or associate company.

32. AUDIT REPORTS:

There were no qualifications, reservations or adverse remarks made by the Auditors in their report:

33. SECRETARIAL AUDIT REPORT:

The Secretarial Audit Report by a Company Secretary in Practice pursuant to the provisions of the section 204 of the Companies Act, 2013 is not applicable to the Company.

34. COMPLIANCE WITH SECRETARIAL STANDARD:

The Company complies with all applicable secretarial standards issued by the Institute of Company Secretaries of India.

35. DETAILS OF SHARES TRANSFERRED TO IEPF:

During the year, no shares and no amount have been transferred to IEPF.

36. STATUTORY AUDITOR:

We want to inform you that M/s Venkatachala Raghavendra & Co, Chartered Accountants, Bangalore, who previously served as the statutory auditors of the company, tendered their resignation on June 13, 2023. In response to this vacancy, the company received an eligibility certificate from M/s Maheshwari and Co, Chartered Accountants, Mumbai (FRN: 105834W), and subsequently, they were appointed as the Statutory Auditors of the Company.

M/s Maheshwari and Co, Chartered Accountants, will hold this office until the conclusion of the upcoming Annual General Meeting and are eligible for reappointment for a period of 5 years, spanning from FY 2023-24 to 2027-28.

The Board strongly recommends the appointment of Messrs Maheshwari and Co, Chartered Accountants, to carry out the audit for this extended period of 5 years, continuing until the conclusion of the 12th Annual General Meeting scheduled for 2028.

This resolution will be included in the notice of the forthcoming General Meeting for your consideration and approval.

37. COST RECORDS AND COST AUDIT:

a) Maintenance of Cost Records

Your company has made and maintained necessary cost accounts and cost records as specified by the Central Government under sub section 1 of Section 148 of the Companies Act, 2013.

b) Cost Audit

Pursuant to the provisions of Section 148 of the Companies Act, 2013 and as per the Companies (Cost Records and Audit) Rules, 2014 and amendments thereof, the Board at its meeting held on September 01, 2022 has approved the appointment of M/s Girish G R & Associates (Registration no. 000720 with Institute of Cost Accountants of India) as Cost Auditors of the Company to conduct audit of cost accounting records maintained by the Company for products

covered under MCA cost audit order for the financial year 2022-23 at a remuneration to be decided by the shareholders.

The Report of the Cost Auditors for the financial year ended March 31, 2023, has been approved in the Board Meeting held on September 16, 2023 and shall be filed with the MCA within the prescribed period.

38. PARTICULARS OF EMPLOYEES:

No employee was in receipt of remuneration in excess of the limits prescribed under Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

39. INTERNAL FINANCE CONTROLS:

The Board affirms that the company's policies and procedures, established to ensure the orderly and efficient conduct of business, the accuracy and completeness of accounting records, and the timely preparation of reliable financial information, have resulted in adequate internal controls that are proportionate to the company's size and operations.

Furthermore, in accordance with Section 143 (3) (i) of the Companies Act, 2013, the Statutory Auditors have attested to the adequacy and operational effectiveness of the company's internal financial control system, concurring that these controls are indeed effective.

40. COMPOSITION OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

Section 135(9) stipulates that if a company's annual CSR spending, as per sub-section (5), remains below Rs. 50 lakhs, the requirement to establish a CSR Committee is not obligatory, and the Board of Directors will assume responsibility for discharging the committee's functions. Until 2021-22, as the spending did not exceed this threshold, no separate committee was constituted, and the Board fulfilled this role.

Furthermore, in compliance with regulations concerning Private Limited Companies, those with only two directors on their board are exempt from the usual requirement of having a three-member CSR Committee. Consequently, in our case, Mr. Manjunath Gundappa and Ms. Nista U. Shetty, as the current directors of the company, will serve as the members of the CSR Committee, responsible for its functions.

The Company has duly constituted Corporate Social Responsibility (CSR) Committee of the Board of Directors of the Company comprising of the following members of the Board of Directors:

- Ms. Sowbhagyamma – Chairperson till 03.11.2022
- Mr. Sujith Rajashekar Tumkur – Member till 03.11.2022
- Mr. Manjunath Gundappa – Chairman from 03.11.2022
- Mrs. Nista Udayakumar Shetty – Member 03.11.2022

The CSR Committee Meetings of the Company were held on-

1. 25.04.2022
2. 01.09.2022
3. 03.11.2022
4. 22.02.2023

41. CORPORATE SOCIAL RESPONSIBILITY ANNUAL REPORT:

In accordance with the provisions of Section 135 of the Companies Act, 2013 and rules made there under, an Annual Report on CSR is appended as "Annexure II" to this Board's Report.

42. ACKNOWLEDGEMENTS:

Your Directors place on record their sincere thanks to Bankers, Employees, Business Associates, Auditor, Company Secretary and various Government Authorities for their continued support extended to the Company.

43. DIRECTOR'S DECLARATION:


During the year, notices of all the Board Meetings have been duly served to all the Directors of the Company and notice of the general meeting have been duly served to all the members of the Company.


The Board Meetings and General Meeting have been duly convened and held and minutes of Board Meetings and General Meeting have been prepared and maintained as per the provisions of the Companies Act, 2013. The Company has maintained all applicable registers/records and made entries therein within the prescribed time as per the provisions of the Companies Act, 2013.

For DENTA WATER AND INFRA SOLUTIONS LIMITED

Place: Bangalore
Date: 16.09.2023




MANJUNATH GUNDAPPA
WHOLE TIME DIRECTOR
DIN: 09777433


SOWBHAGYAMMA
DIRECTOR
DIN: 07637396

Annexure II

Annual Report on CSR Activities

1. Brief Outline of CSR Policy

The Board of Directors upon the recommendation of the Corporate Social Responsibility Committee have identified the areas listed in Schedule VII of the Companies Act, 2013 for carrying out its CSR activities:

Denta Properties and Infrastructure believes in inclusive growth to facilitate creation of a value-based and empowered society through continuous and purposeful engagement of society around. Our commitment to CSR is focused on initiatives that make a constructive contribution to the community and encourage sustainable development. The projects/programmes may be undertaken by an Implementation Agency or the Company directly provided that such projects/programmes are in line with the activities enumerated in Schedule VII of the Companies Act, 2013.

2. Composition of CSR Committee for the year ended March 31, 2022

The Corporate Social Responsibility (CSR) Committee comprises of the following members:

Name of the Director		Category	Corporate Social Responsibility Committee meetings			
			25.04.2022	01.09.2022	03.11.2022	22.02.2023
SUJITH RAJASHEKAR TUMKUR	Member till 03.11.2022	Executive Director	✓	✓	X	X
SOWBHAGYAMMA	Chairperson till 03.11.2022	Executive Director	✓	✓	X	X
MANJUNATH GUNDAPPA	Chairperson from 03.11.2022	Executive Director	X	X	✓	✓
NISTA UDAYAKUMAR SHETTY	Member From 03.11.2022	Executive Director	X	X	✓	✓

3. The detailed Corporate Social Responsibility Policy is available at Registered office of the Company. Presently new website development is under progress. Once the website is ready Corporate Social Responsibility Policy will be made available.

4. Impact assessment of CSR project: **NA.**

5. Details of the amount available for set off and amount required for set off for the financial year, if any

Sr. No.	Financial Year	Amount Available for set-off From Preceding Financial Year (in Rs.)	Amount required to be set-off for Financial Year (in Rs.)
1	2022-23	-	-

6. Average Net Profits

The average profits, i.e. profits before tax of the Company during the three immediately preceding financial years was Rs 223.87 /- (in Million)

7. (a) Two percent of average net profit of the company as per section 135(5): Rs. 4.48/- (in Million)
 (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial year: Rs. Nil
 (c) Amount required to be set off for the financial year, if Any: 0.0 Million
 (d) Total CSR obligation for the financial year (7a+7b- 7c): Rs.4.48 Million
 * The CSR Obligation includes the unspent amount of Rs. NIL pertain to previous years.

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

Total Amount Spent for the Financial Year (in 2021-22` in lakhs)	Amount Unspent (in `)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
	-	-	-	-	-

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project (in `)	Amount spent in the current financial Year (in `)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in `)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency
				State	District						Name CSR Registration number
1.	Education Support-Govt School	2.Improvement in education which includes special education and employment strengthening vocation skills among children, women, elderly and the differently-abled and livelihood enhancement projects.	Yes	Karnataka-Channapatna		1 Year	5.52	5.52	---	Yes	-

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in `)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1								-	-
2								-	-

(d) Amount spent in Administrative Overheads: **Nil**

(e) Amount spent on Impact Assessment, if applicable: **NA**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): **Rs.5.52 million**

(g) Excess amount for set off, if any **Rs.1.04 Million**

No.	Particular	Amount (in ` in Million)
(i)	Two percent of average net profit of the company as per section 135(5)	4.48
(ii)	Total amount spent for the Financial Year	5.52
(iii)	Excess amount spent for the financial year [(ii)-(i)]	1.04
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	1.04

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

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in `)	Amount spent in the reporting Financial Year (in `)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in `)
				Name of the Fund	Amount (in `)	Date of transfer	
1.	2018-19	-		-	-	-	-
2.	2019-20	-		-	-	-	-
3.	2020-21	-					
	Total	-		-	-	-	-

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in `)	Amount spent on the project in the reporting Financial Year (in `)	Cumulative amount spent at the end of reporting Financial Year. (in `)	Status of the project - Completed /Ongoing.
					Nil			

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

(a) Date of creation or acquisition of the capital asset(s): **NA**

(b) Amount of CSR spent for creation or acquisition of capital asset.: **NA**

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: **NA**

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): **NA**

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

PLACE: Bangalore

DATE: 16.09.2023



UJATA UDAYAKUMAR SHETTY
Member, CSR Committee
DIN: 09395250

for DENTA WATER AND INFRA SOLUTIONS LIMITED

MANJUNATH GUNDAPPA
Chairman CSR Committee
DIN: 09777433

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of
subsidiaries/associate companies/joint ventures
(F-Y 2022-23)**

Part "A": Details of Joint venture(s)

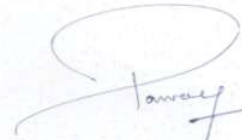
(Information in respect of each subsidiary to be presented with amounts in Rs. Million)

Sl. No.	Particulars	
1	Name of the subsidiary	Denta Properties and Investment
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	In Rupees
3	Share capital (INR) (Capital Contribution)	67.10
4	Reserves & surplus	0.00
5	Total assets (INR)	67.10
6	Total Liabilities (INR) (excluding cap & reserve)	0.00
7	Investments	0.00
8	Turnover	0.00
9	Profit before taxation	0.03
10	Provision for taxation	0.01
11	Profit after taxation	0.02
12	Proposed Dividend	NA
13	% of shareholding(% of Capital & Share of Profit)	99%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations: Nil
- Names of subsidiaries which have been liquidated or sold during the year. Nil

For Maheshwari and Co.
Chartered Accountants
Firm Regn No: 105834W



Pawan Gattani
Partner
M No: 144734

For Denta Water and Infra Solutions Limited



Manjunath Gundappa
Whole Time Director
(DIN: 09777433)




Sowbhagyamma
Director
(DIN: 07637396)

DENTA WATER AND INFRA SOLUTIONS LIMITED

(Formerly known as Denta Water And Infra Solutions Private Limited)

U70109KA2016PLC097869

40, 3rd Floor, Sri Lakshminarayana Mansion, South End Road, Basavanagudi Bangalore 560004

Email: info@denta.co.in | Phone No - 080 4210 6509

Annexure-I
Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

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

	Details
a Name(s) of the related party and nature of relationship:	--
b Nature of contracts/arrangements/transactions	--
c Duration of the contracts / arrangements/transactions	--
d Salient terms of the contracts or arrangements or transactions including the value, if any	--
e Justification for entering into such contracts or arrangements or transactions	--
f date(s) of approval by the Board	--
g Amount paid as advances, if any:	--
h Date on which the special resolution was passed in general meeting as required under first proviso to section 188	--

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

Name of the Related Party 1: R P Shetty Engineers and Contractors				
Nature of Transaction	Amount of Transaction (Rs) in millions	Duration of the contracts / arrangements/transactions	Amount paid as advances, if any	Date of Board Approval for entering into contract
a Machinery Rental Charges	10.30	Open ended	NA	16/06/2021
b Contract	281.38	Open ended	NA	16/06/2021

Name of the Related Party 2: Bharadwaj Construction & Consultants

Nature of Transaction	Amount of Transaction (Rs) in millions	Duration of the contracts / arrangements/transactions	Amount paid as advances, if any	Date of Board Approval for entering into contract
a Technical Services	10.09	Open ended	NA	25/04/2022

Name of the Related Party 3: Uva Sands Private Limited

Nature of Transaction	Amount of Transaction (Rs) in millions	Duration of the contracts / arrangements/transactions	Amount paid as advances, if any	Date of Board Approval for entering into contract
a Technical Services	1.04	Open ended	NA	25/04/2022

DENTA WATER AND INFRA SOLUTIONS LIMITED

(Formerly known as Denta Water And Infra Solutions Private Limited)

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40, 3rd Floor, Sri Lakshminarayana Mansion, South End Road, Basavanagudi Bangalore 560004 Email: info@denta.co.in | Phone No - 080 4210 6509


Name of the Related Party 4: Prabhu H M				
Nature of Transaction	Amount of Transaction (Rs) in millions	Duration of the contracts / arrangements/transactions	Amount paid as advances, if any	Date of Board Approval for entering into contract
a Commission Paid	0.60	Open ended	NA	25/04/2022

Name of the Related Party 5: RPS ACC DPIPL Joint Venture				
Nature of Transaction	Amount of Transaction (Rs) in millions	Duration of the contracts / arrangements/transactions	Amount paid as advances, if any	Date of Board Approval for entering into contract
a Construction Contract	53.42	Open ended	NA	16/06/2021

Name of the Related Party 5: Sowbhagyamma				
Nature of Transaction	Amount of Transaction (Rs) in millions	Duration of the contracts / arrangements/transactions	Amount paid as advances, if any	Date of Board Approval for entering into contract
a Rent	0.07	Open ended	NA	16/06/2021

Name of the Related Party 5: Dr. H. M. Hema				
Nature of Transaction	Amount of Transaction (Rs) in millions	Duration of the contracts / arrangements/transactions	Amount paid as advances, if any	Date of Board Approval for entering into contract
a Rent	0.07	Open ended	NA	16/06/2021

For DENTA WATER AND INFRA SOLUTIONS LIMITED


MANJUNATH GUNDAPPA
 WHOLE TIME DIRECTOR
 DIN: 09777433




SOWBHAGYAMMA
 DIRECTOR
 DIN: 07637396

DETA WATER AND INFRA SOLUTIONS LIMITED
 (Formerly known as Denta Water And Infra Solutions Private Limited)
 U70109KA2016PLC097869

40, 3rd Floor, Sri Lakshminarayana Mansion, South End Road, Basavanagudi Bangalore 560004 Email: info@denta.co.in | Phone No - 080 4210 6509

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF DENTA WATER AND INFRA SOLUTIONS LIMITED

(FORMERLY KNOWN AS DENTA PROPERTIES AND INFRASTRUCTURE PRIVATE LIMITED)

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **DENTA WATER AND INFRA SOLUTIONS LIMITED (FORMERLY KNOWN AS DENTA PROPERTIES AND INFRASTRUCTURE PRIVATE LIMITED) (CIN- U70109KA2016PLC097869)** ("the Company"), which comprise the Balance Sheet as at 31st March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current year. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Head Office: 10-11, 3rd Floor, Esplanade School Building, 3 A K Naik Marg, Near New Empire Cinema, Fort, CST, Mumbai 400 001 (M.H.) Contact: cagattani@icai.org / +91-96991-4571





Key Audit Matter	Auditor's Response
<p>Revenue recognition for long term construction contracts</p> <p>(Refer to note 2(e) and 24 of the Standalone Financial Statements).</p> <p>The Company's significant portion of business is undertaken through long term construction contracts which is in nature of engineering, procurement and construction basis. The contract prices are fixed and, in some cases, subject to price variance clauses.</p> <p>Revenue from these contracts, where the performance obligation satisfied over time, is recognised in proportion to the stage of completion of the contract. The stage of completion is assessed by reference to survey of work performed.</p> <p>Revenue recognition from these contracts involves significant degree of judgments and estimation including identification of contractual obligations, the Company's rights to receive payments for performance obligation completed till date which includes measuring and recognition of contract assets, change of scope and determination of onerous obligations which include estimation of contract costs.</p> <p>Revenue recognition is significant to the Standalone Financial Statements based on the quantitative materiality and nature of construction contracts involves significant judgements as explained above. Accordingly, we considered this as a key audit matter.</p>	<p>Our procedures over the recognition of revenue included the following:</p> <ul style="list-style-type: none"> • Read the Company's revenue recognition accounting policy and assessed compliance of the policy in terms of Ind AS 115 - Revenue from Contracts with Customers. • Obtained an understanding of the Company's processes and controls for revenue recognition process, evaluated the design, and tested the operating effectiveness of the controls over revenue recognition with specific focus on determination of stage of completion, considering impact of change in scope and estimation of contract cost. • For a sample of contracts, we obtained the percentage of completion calculations, agreed key contractual terms to the signed contracts, tested the mathematical accuracy of the cost to complete calculations and re-performed the calculation of revenue recognized during the year based on the percentage of completion. • For costs incurred to date, we tested samples to appropriate supporting documentation and performed cut off procedures. • To test the forecast cost to complete, we obtained the breakdown of costs forecasts and tested elements of the forecast by obtaining executed purchase orders and agreements, evaluating reasonableness of management's judgements and assumptions using past trends and comparing the estimated costs to the actual costs incurred for the similar completed projects. • Assessed the relevant disclosures made by the company in accordance with Ind AS 115. <p>Based on the above procedures performed, we considered the manner of estimation of contract cost and recognition of revenue to be reasonable.</p>





Information other than Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone 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 Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Responsibility of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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





Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone 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 Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has an adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.





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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit report 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 purpose of our audit.
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The balance sheet, the statement of profit and loss, including other comprehensive income, the 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 Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with relevant rules issued thereunder.
 - e) On the basis of written representations received from the directors as on 31 March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A"; and





- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of 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 under the applicable law or accounting standards.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company, if any; and
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("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 (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The company has not declared any dividend during this year, hence there is no breach of limits prescribed under Section 197 of the Act and the rules thereunder.





**Maheshwari & Co.
Chartered Accountants**

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

**For Maheshwari & Co.
Chartered Accountants
Firm's Registration No.105834W**

**Pawan Gattani
Partner
Membership No. 144734
UDIN: 23144734BGRIDB6424**

**Place: Mumbai
Date: September 16, 2023**





ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date)

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 **DENTA WATER AND INFRA SOLUTIONS LIMITED (FORMERLY KNOWN AS DENTA PROPERTIES AND INFRASTRUCTURE PRIVATE LIMITED)** ("the Company") as of 31 March 2023 in conjunction with our audit of the Standalone 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' 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 and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgments, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.





Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future years are subject to the risk that the internal financial control over financial reporting 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, to the best of our information and according to explanation given to us, the Company has maintained, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 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 Maheshwari & Co.
Chartered Accountants
Firm's Registration No.105834W

Pawan Gattani
Partner

Membership No. 144734
UDIN: 23144734BGRIDB6424

Place: Mumbai
Date: September 16, 2023





ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

1. In respect of the Company's Property, Plant and Equipment and Intangible Assets:

a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets and investment property.

(B) The Company has maintained proper records showing full particulars of intangible assets.

b) The Property, Plant and Equipment of the company have been physically verified by the management at reasonable intervals in a phased manner so as to generally cover all the assets over a period of 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As informed to us, a portion of the Property, Plant and Equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

c) Based on the examination of the registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds, of all the immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the Standalone Financial Statements included in property, plant and equipment and capital work-in progress are held in the name of the Company as at the balance sheet date.

d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets or both during the year.

e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, reporting under clause 1(e) of the Order is not applicable to the company.

2. a) According to information and explanations given to us, the inventory has been physically verified by the management at reasonable intervals during the year. In our opinion, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. The company is maintaining proper records of inventory.

b) According to information and explanations given to us, The Company has not been availed any working capital loan, at any points of time during the year. Accordingly, reporting under clause 2(b) of the Order is not applicable to the company.





3. The Company has made investments in firm but has not granted unsecured loans to other parties, during the year, in respect of which:
- (a) According to the information and explanations given to us by the Management, the Company has not given any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
 - (b) In our opinion, the investments made and the terms and conditions of the grant of loans during the year are, prima facie, not prejudicial to the Company's interest.
 - (c) No loans granted by the Company, hence the schedule of repayment of principal and payment of interest not applicable.
 - (d) No loans granted by the Company, hence there is no overdue amount remaining outstanding as at the balance sheet date.
 - (e) No loans granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
 - (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(f) is not applicable.

The Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.

4. In our opinion and according to information and explanations given to us, the company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 with respect to loans and investments made. Further, as no guarantees/security has been given towards the parties specified in section 185, hence clause with regard to these matters are not applicable to the Company.
5. According to the information and explanations given to us, the Company has not accepted any deposits during the year and does not have any unclaimed deposit as at March 31, 2023 and therefore, the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules made thereunder are not applicable to the Company. We are informed by the management that no order has been passed by the Company Law Board, National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal against the Company in this regard.
6. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its services. We have broadly reviewed the same and are of the opinion that, prima facie, the prescribed accounts and records have been made and





maintained. Also, cost audit is applicable to the company but the cost audit report is not received by us for our verification till the date of our statutory audit report. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

7. a) According to the information and explanations given to us and according to the books and records as produced and examined by us, in our opinion, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including Goods and Service Tax, provident fund, employees' state insurance, income-tax and any other statutory dues applicable to it.

According to the information and explanations given to us, no undisputed amounts payable in respect of these statutory dues were in arrears as at 31st March 2023 for a period of more than six months from the date they became payable.

- b) According to the information and explanations given to us, there are no dues of Income Tax, Goods and Service Tax, and cess, which have not been deposited on account of any dispute with the relevant authorities.
8. In our opinion and according to the information and explanations given to us, the company does not have any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly reporting under clause 3(viii) of the Order is not applicable.
9. (a) According to the records of the company examined by us and the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has taken vehicle loans during the year and were applied for the purpose for which the loans were obtained, the outstanding vehicle loans at the end of the year amounts to Rs. 11.51 million.
- (d) On an overall examination of the Standalone Financial Statements of the Company, no funds have been raised on short-term basis. Accordingly reporting under clause 9(d) of the Order is not applicable.
- (e) On an overall examination of the Standalone Financial Statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The Company has not raised any loans during the year on the pledge of securities and hence reporting on clause 9(f) of the Order is not applicable.
10. (a) The company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year, Accordingly, reporting under 10(a) of the order is not applicable.



(b) According to the information and explanation given to us, during the year, the company has not made any preferential allotment or private placement of shares, hence the requirements of section 42 and section 62 of the Companies Act, 2013 are not applicable to the Company

11. (a) During the course of our examination of the books and records of the company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of fraud done by the company or any fraud done on the company by its officers or employees, noticed or reported during the year, nor have we been informed of such case by the management.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.

12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions of clause 12 of the Order are not applicable to the Company.

13. In our opinion and according to the information and explanations given to us the Company are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Standalone Financial Statements etc. as required by the applicable Indian Accounting Standards.

14. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) The report of the internal auditor for the period under audit have been considered by us.

15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non- cash transactions with directors or persons connected with him. Accordingly, reporting under clause 15 of the Order is not applicable.

16. (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 16(a) of the Order is not applicable to the Company.

(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.





**Maheshwari & Co.
Chartered Accountants**

- (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 under clause 16(c) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group, hence, the requirement to report under clause 16(d) of the Order is not applicable to the Company.
17. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
18. There has been resignation of the statutory auditors of the Company during the year due to requirement of auditor to peer reviewed. No issues, objection, concerns raised by the outgoing auditors.
19. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
20. The Company has fully spent the required amount towards Corporate Social Responsibility ("CSR") and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Act, or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 20 of the Order is not applicable for the year.
21. The requirements under clause 21 of the order are not applicable in respect of audit of Standalone Financial Statements as the consolidation done in the financial statement is of a Partnership firm. Accordingly, reporting under clause 21 of the Order is not applicable.

Place: Mumbai
Date: September 16, 2023



For Maheshwari & Co.
Chartered Accountants
Firm's Registration No.105834W

Pawan Gattani
Partner
Membership No. 144734
UDIN: 23144734BGRIDB6424



Denta Water and Infra Solutions Limited
(Formerly known as Denta Properties and Infrastructure Private Limited)
CIN: U70109KA2016PLC097869
Standalone Balance Sheet
(All amounts in ₹ Million, unless otherwise stated)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
I. ASSETS				
Non-Current Assets				
a) Property, Plant and Equipment	4a	243.21	100.64	56.34
b) Other Intangible Assets	4b	0.11	-	-
c) Financial Assets				
(i) Investment	5	66.44	-	-
(ii) Other Financial Assets	6	94.35	5.00	5.00
d) Other Non-Current Assets	7	50.49	0.35	3.80
e) Deferred Tax Assets (Net)	18	3.82	-	-
Total Non-Current Assets (A)		458.42	105.99	65.14
Current Assets				
a) Inventories	8	64.98	33.59	11.38
b) Financial Assets				
(i) Trade Receivables	9	231.52	134.54	36.84
(ii) Cash and Cash Equivalents	10 (a)	359.07	135.75	258.80
(iii) Bank Balances Other than Cash and Cash Equivalents	10 (b)	4.12	-	-
(iv) Other Financial Assets	11	5.25	88.24	-
c) Other Current Assets	12	112.73	108.26	50.18
Total Current Assets (B)		777.67	500.38	357.20
Total Assets (A+B)		1,236.09	606.37	422.34
II. EQUITY AND LIABILITIES				
Equity				
a) Equity Share Capital	13	48.00	48.00	48.00
b) Other Equity	14	994.88	496.31	112.93
Total Equity attributable to Equity Holders		1,042.88	544.31	160.93
Total Equity (A)		1,042.88	544.31	160.93
Liabilities				
Non-Current Liabilities				
a) Financial Liabilities				
(i) Borrowings	15	8.63	-	0.47
b) Provisions	16	0.35	0.12	0.09
c) Deferred Tax Liabilities (Net)	17	-	0.57	0.55
d) Other Non-Current Liabilities	18	2.66	2.66	3.86
Total Non-Current Liabilities		11.64	3.35	4.97
Current Liabilities				
a) Financial Liabilities				
(i) Borrowings	19	2.89	-	-
(ii) Trade Payables	20			
- Due to Micro and Small Enterprises		0.62	0.81	-
- Due to Other than Micro and Small Enterprises		98.02	33.85	34.02
b) Other Current Liabilities	21	56.46	10.72	199.18
c) Provisions	22	4.20	2.11	0.23
d) Current Tax Liabilities (Net)	23	19.38	11.22	23.01
Total Current Liabilities		181.57	58.71	256.44
Total Liabilities (B)		193.21	62.06	261.41
Total Equity and Liabilities (A+B)		1,236.09	606.37	422.34

Note: The above statement should be read with Significant Accounting Policies forming part of the Standalone Financial Statements.

As per our report of even date attached

For Maheshwari and Co.
Chartered Accountants

FRN: 105834W

Pawan Gattani
(Partner)
M. No. 144734



Place: Mumbai
Date : September 16, 2023

For and on behalf of Board of Directors of
Denta Water and Infra Solutions Limited

(Formerly known as Denta Properties and Infrastructure Private Limited)

Manjunath Gundappa
Director
DIN - 09777433

Sujata Goankar
(CS & Compliance Officer)
M. No.: A53988

Place: Bengaluru
Date: September 16, 2023

Sowbhagyamma
Director
DIN - 07637396

G. V. Sorendra Kumar
(Chief Financial Officer)
Pan No. ACHRY3428



Denta Water and Infra Solutions Limited
(Formerly known as Denta Properties and Infrastructure Private Limited)
CIN: U70109KA2016PLC097869
Standalone Cash Flow Statement
(All amounts in ₹ Million, unless otherwise stated)

Particulars		For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Cash Flow from/(Used in) Operating Activities			
Profit Before Tax		679.16	517.88
Adjustments to Reconcile Net Profit to Net Cash Provided by Operating Activities:			
Depreciation and Amortization		3.71	0.86
Finance Cost		0.93	-
Interest Income		(4.73)	(0.61)
Operating Profit before Working Capital Changes		679.07	518.13
Movement in Working Capital:			
Changes in Trade Receivables		(96.97)	(97.69)
Changes in Other Financial Assets		82.99	(88.24)
Changes in Other Current Assets		(54.61)	(54.63)
Changes in Trade Payable		63.98	0.64
Changes in Borrowings		2.89	-
Changes in Provisions		2.38	1.91
Changes in Other Current Liabilities		45.74	(189.66)
Changes in Inventories		(31.39)	(22.21)
Cash Generated/(Used) in Operations		694.08	68.25
Income Tax Paid		(176.89)	(146.28)
Net Cash Flow From Operating Activities	(A)	517.19	(78.03)
Cash Flow from/(Used) Investing Activities			
Purchase of Property, Plant and Equipment/Capital Expenditure Including Intangible Asset		(146.39)	(45.16)
Interest Received		4.73	0.61
Investment/Proceeds from Fixed Deposit with Bank		(89.35)	-
Loans Given		(66.44)	-
Cash Generated/ (Used) in Investing Activities	(B)	(297.45)	(44.55)
Cash Flow from/(Used in) Financing Activities			
Proceed /(Repayment) of Borrowings (Net)		8.63	(0.47)
Interest Paid		(0.93)	-
Cash Generated/(Used) in Financing Activities	(C)	7.70	(0.47)
Net Increase / (Decrease) in Cash and Cash Equivalents	(A+B+C)	227.44	(123.05)
Cash and Cash Equivalent at Beginning of Year		135.75	258.80
Cash and Cash Equivalent at End of Year		363.19	135.75
Net Increase/(Decrease) in Cash and Cash Equivalents		227.44	(123.05)

Note: The above statement should be read with Significant Accounting Policies forming part of the Standalone Financial Statements

As per our report of even date attached

For Maheshwari and Co.
Chartered Accountants
FRN: 105834W

Pawan Gattani
(Partner)
M. No. 144734



Place: Mumbai
Date : September 16, 2023

For and on behalf of Board of Directors of
Denta Water and Infra Solutions Limited
(Formerly known as Denta Properties and Infrastructure Private Limited)

Manjunath Gundappa
Director
DIN - 09777433

Sujata Goankar
(CS & Compliance Officer)
M. No.: A53988

Place: Bengaluru
Date: September 16, 2023

Sowbhagyamma
Director
DIN - 07637396

G. V. Surendra Kumar
(Chief Financial Officer)
Pan No. ACEPV3402B



Denta Water and Infra Solutions Limited
(Formerly known as Denta Properties and Infrastructure Private Limited)
CIN: U70109KA2016PLC097869
Standalone Statement of Profit and Loss
(All amounts in ₹ Million, unless otherwise stated)

Particulars	Note No.	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Revenue			
Revenue From Operations	24	1,743.24	1,195.72
Other Income	25	14.22	0.63
Total Income		1,757.46	1,196.35
Expenses			
Cost of Materials Consumed	26	1,045.02	668.84
Employee Benefits Expense	27	11.26	0.97
Finance Costs	28	0.93	-
Depreciation and Amortisation	29	3.71	0.86
Other Expenses	30	17.38	7.80
Total Expenses		1,078.30	678.47
Profit Before Tax		679.16	517.88
Tax Expense:			
- Current Tax	43	185.05	134.49
- Deferred Tax	18	(4.42)	0.02
Total Tax Expenses		180.63	134.51
Profit after Tax is attributable to owners of the company		498.53	383.37
Other Comprehensive Income/(Loss)			
Items that will not be Reclassified to Statement of Profit and Loss			
Remeasurement of Defined Employee Benefit Plans	14	0.06	0.01
Tax impact of items that will not be reclassified to statement of profit and loss	18	(0.02)	-
Other Comprehensive Income is Attributable to Owners of the Company		0.04	0.01
Total Comprehensive Income		498.57	383.38
Earnings Per Share (EPS) attributable to Equity Holder			
Equity Shares of Par Value Rs 10/- Each			
Basic and Diluted	47	25.97	19.97

Note: The above statement should be read with Significant Accounting Policies forming part of the Standalone Financial Statements.

As per our report of even date attached

For Maheshwari and Co.
Chartered Accountants
FRN: 105834W

Pawan Galtani
(Partner)
M. No. 144734



Place: Mumbai
Date : September 16, 2023

For and on behalf of Board of Directors of
Denta Water and Infra Solutions Limited
(Formerly known as Denta Properties and Infrastructure Private Limited)

Manjunath Gundappa
Director
DIN - 09777433

Sujata Goankar
(CS & Compliance Officer)
M. No.: A53988

Place: Bengaluru
Date: September 16, 2023

Sowbhagyamma
Director
DIN - 07637396

G. V. Surendra Kumar
(Chief Financial Officer)
Pan No. ACEPV3402B



Denta Water and Infra Solutions Limited
(Formerly known as Denta Properties and Infrastructure Private Limited)
CIN: U70109KA2016PLC097869
Standalone Statement of Changes in Equity
(All amounts in ₹ Million, unless otherwise stated)

A Equity Share Capital

Balance at April 01, 2022	Changes in Equity Share Capital During the Current Year	Balance at the End of the Current Reporting Year March 31, 2023
48.00	-	48.00

Balance at April 01, 2021	Changes in Equity Share Capital During the Current Year	Balance at the End of the Current Reporting Year March 31, 2022
48.00	-	48.00

Balance at April 01, 2020	Changes in Equity Share Capital During the Current Year	Balance at the End of the Current Reporting Year March 31, 2021
48.00	-	48.00

B Other Equity

Other Equity

Particulars	Reserves & Surplus			Other Item of other comprehensive Income (Actuarial gains and losses)	Total
	Capital Reserve	Securities Premium	Retained Earnings		
Balance as at March 31, 2023	-	-	994.83	0.05	994.88
Remeasurement of Defined Benefit Obligation (Net)	-	-	-	0.04	0.04
Transfer to Retained Earnings	-	-	498.53	-	498.53
Balance as at March 31, 2022	-	-	496.30	0.01	496.31
Remeasurement of Defined Benefit Obligation (Net)	-	-	-	0.01	0.01
Transfer to Retained Earnings	-	-	383.37	-	383.37
Balance as at March 31, 2021	-	-	112.93	-	112.93
Adjustment of Depreciation	-	-	-	-	-
Transfer to Retained Earnings	-	-	111.02	-	111.02
Balance as at March 31, 2020	-	-	1.91	-	1.91

Note: The above statement should be read with Significant Accounting Policies forming part of the Standalone Financial Statements.

As per our report of even date attached
For Maheshwari and Co.
Chartered Accountants
FRN: 105834W

Pawan Gattani
(Partner)
M. No. 144734



Place: Mumbai
Date : September 16, 2023

For and on behalf of Board of Directors of
Denta Water and Infra Solutions Limited
(Formerly known as Denta Properties and Infrastructure Private Limited)

Manjunath Gundappa
Director
DIN - 09777433

Sujata Goankar
(CS & Compliance Officer)
M. No.: A53988

Place: Bengaluru
Date: September 16, 2023

Sowbhagyamma
Director
DIN - 07637396

G. V. Surendra Kumar
(Chief Financial Officer)
Pan No. ACEPV3402B



4a Property, Plant and Equipment

Particulars	Land	Building	Plant and Machinery	Office Equipment	Vehicles	Resort Furniture and Fitting	Furniture And Fixtures	Computer and Printers	Total Tangible Assets
Gross Cost									
As at March 31, 2020	48.04	8.48	-	-	-	-	-	-	56.520
Additions	-	-	-	0.11	0.12	-	-	-	0.230
Deductions/Adjustments	-	-	-	-	-	-	-	-	-
As at March 31, 2021	48.04	8.48	-	0.11	0.12	-	-	-	56.75
Additions	6.20	18.10	0.28	0.60	13.70	6.28	-	-	45.16
Deductions/Adjustments	-	-	-	-	-	-	-	-	-
As at March 31, 2022	54.24	26.58	0.28	0.71	13.82	6.28	-	-	101.91
Additions	129.72	0.53	11.99	-	1.79	1.39	0.33	0.51	146.26
Deductions/Adjustments	-	-	-	-	-	-	-	-	-
As at March 31, 2023	183.96	27.11	12.27	0.71	15.61	7.67	0.33	0.51	248.17
Accumulated Depreciation									
Up to March 31, 2020	-	0.27	-	-	-	-	-	-	0.27
Depreciation Expense For the Year	-	0.13	-	0.01	-	-	-	-	0.14
Deductions/Adjustments	-	-	-	-	-	-	-	-	-
Up to March 31, 2021	-	0.40	-	0.01	-	-	-	-	0.41
Depreciation Expense For the Year	-	0.13	0.01	0.08	0.64	-	-	-	0.86
Deductions/Adjustments	-	-	-	-	-	-	-	-	-
Up to March 31, 2022	-	0.53	0.01	0.09	0.64	-	-	-	1.27
Depreciation Expense For the Year	-	0.43	0.39	0.13	1.73	0.90	0.02	0.09	3.69
Deductions/Adjustments	-	-	-	-	-	-	-	-	-
Up to March 31, 2023	-	0.96	0.40	0.22	2.37	0.90	0.02	0.09	4.96
Carrying Amount									
As at March 31, 2020	48.04	8.21	-	-	-	-	-	-	56.25
As at March 31, 2021	48.04	8.08	-	0.10	0.12	-	-	-	56.34
As at March 31, 2022	54.24	26.05	0.27	0.62	13.18	6.28	-	-	100.64
As at March 31, 2023	183.96	26.15	11.87	0.49	13.24	6.77	0.31	0.42	243.21



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4b Intangible Asset

Particulars	Total
Gross Cost	
As at March 31, 2020	-
Additions	-
Deductions/Adjustments	-
As at March 31, 2021	-
Additions	-
Deductions/Adjustments	-
As at March 31, 2022	-
Additions	0.13
Deductions/Adjustments	-
As at March 31, 2023	0.13
Accumulated Amortisation	
Up to March 31, 2020	-
Amortisation for the Year	-
Deductions/Adjustments	-
Up to March 31, 2021	-
Amortisation for the Year	-
Deductions/Adjustments	-
Up to March 31, 2022	-
Amortisation for the Year	0.02
Deductions/Adjustments	-
Up to March 31, 2023	0.02
Carrying Amount	
As at March 31, 2020	-
As at March 31, 2021	-
As at March 31, 2022	-
As at March 31, 2023	0.11



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5 Investment

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Investment*			
Denta Properties and Investment*	66.44	-	-
Total	66.44	-	-

* The investment made in partnership firm, in which the Denta Water and Infra Solutions Limited is holding 99 percent share in profit/loss of the firm.

6 Other Financial Assets (Non Current)

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Fixed Deposits*	94.35	5.00	5.00
Total	94.35	5.00	5.00

* Fixed Deposit having maturity more than 12 months.

* Fixed Deposits amounting to ₹ 91.08 million is lien marked for issuance of BG for Projects.

7 Other Non-Current Assets

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Security Deposit	49.50	-	3.70
Rental Deposit	0.99	0.35	0.10
Total	50.49	0.35	3.80

8 Inventories

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Coffee Beans	3.37	-	-
Work In Progress of Construction Contracts	61.61	33.59	11.38
Total	64.98	33.59	11.38



9 Trade Receivables

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
(Unsecured, Considered Good)			
Trade Receivables	233.00	135.22	37.03
Less:- Allowance for Expected Credit Loss	(1.48)	(0.68)	(0.19)
Total	231.52	134.54	36.84

Note-Ageing analysis of the trade receivable amounts that are past due as at the end of reporting year but not impaired:

Particulars	Not Due	As at March 31, 2023						
		Outstanding for Following Periods from Due Date of Payment						
		Less than 6 month	6 months to - 1 year	1-2 Year	2-3 Year	More than 3 Year	Allowances for Expected Credit Loss	Total
i) Undisputed - Considered Good	-	232.22	0.15	0.63	-	-	(1.48)	231.52
ii) Undisputed - Which have Significant Increase in Credit Risk	-	-	-	-	-	-	-	-
iii) Undisputed - Credit Impaired	-	-	-	-	-	-	-	-
i) Disputed - Considered Good	-	-	-	-	-	-	-	-
ii) Disputed - Which have Significant Increase in Credit Risk	-	-	-	-	-	-	-	-
iii) Disputed - Credit Impaired	-	-	-	-	-	-	-	-
Total	-	232.22	0.15	0.63	-	-	(1.48)	231.52

Particulars	Not due	As at March 31, 2022						
		Outstanding for Following Periods from Due Date of Payment						
		Less than 6 month	6 months to - 1 year	1-2 Year	2-3 Year	More than 3 Year	Allowances for Expected Credit Loss	Total
i) Undisputed - Considered Good	-	135.22	-	-	-	-	(0.68)	134.54
ii) Undisputed - Which have Significant Increase in Credit Risk	-	-	-	-	-	-	-	-
iii) Undisputed - Credit Impaired	-	-	-	-	-	-	-	-
i) Disputed - Considered Good	-	-	-	-	-	-	-	-
ii) Disputed - Which have Significant Increase in Credit Risk	-	-	-	-	-	-	-	-
iii) Disputed - Credit Impaired	-	-	-	-	-	-	-	-
Total	-	135.22	-	-	-	-	(0.68)	134.54

Particulars	Not due	As at April 1, 2021						
		Outstanding for Following Periods from Due Date of Payment						
		Less than 6 month	6 months to - 1 year	1-2 Year	2-3 Year	More than 3 Year	Allowances for Expected Credit Loss	Total
i) Undisputed - Considered Good	-	35.21	1.82	-	-	-	(0.19)	36.84
ii) Undisputed - Which have Significant Increase in Credit Risk	-	-	-	-	-	-	-	-
iii) Undisputed - Credit Impaired	-	-	-	-	-	-	-	-
i) Disputed - Considered Good	-	-	-	-	-	-	-	-
ii) Disputed - Which have Significant Increase in Credit Risk	-	-	-	-	-	-	-	-
iii) Disputed - Credit Impaired	-	-	-	-	-	-	-	-
Total	-	35.21	1.82	-	-	-	(0.19)	36.84



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10 (a) Cash and Cash Equivalents

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Cash on Hand	0.60	0.03	-
Balances with Banks:-			
Current Account	50.78	13.99	258.80
Demand Deposits with Banks	307.69	121.73	-
Total	359.07	135.75	258.80

10 (b) Bank Balances other than Cash and Cash Equivalents as above

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Fixed Deposits*	4.12	-	-
Total	4.12	-	-

* Fixed deposits amounting to ₹ 0.65 million is lien marked for issuance of BG for Projects.

11 Other Financial Assets

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Unsecured, Considered Good Others			
Interest Accrued but Not Due on Deposit	1.15	-	-
Earnest Money Deposit	4.10	88.24	-
Total	5.25	88.24	-

12 Other Current Assets

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Advance given for Purchase of Property, Plant & Equipment	2.50	2.50	-
Advances other than Capital Advances:			
Prepaid Expenses	0.14	-	-
Unbilled Revenue**	77.42	12.27	29.01
Advances to Suppliers	32.52	93.49	21.17
Loan and Advances to Employees	0.15	-	-
Total	112.73	108.26	50.18

* Advance given for purchase of land in January, 2022 however execution of the necessary documentation is under process.

** Unbilled revenue is the revenue for which work completed but invoice not raised.



13 Equity Share Capital

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Authorised:			
48,50,000 Equity Shares of ₹10 each (previous year 48,50,000 Equity Shares of ₹ 10 each)	48.50	48.50	48.50
	48.50	48.50	48.50
Issued, Subscribed and Paid up:			
48,00,000 Equity Shares of ₹10 each (Previous Year 48,00,000 Equity Shares of ₹ 10 each)	48.00	48.00	48.00
Total Equity	48.00	48.00	48.00

i) The Company Board of Directors, at its meeting held on August 02, 2023, proposed/recommended to the members of the Company, an increase in the authorised share capital from Rs. 4.85 million to Rs. 300 million in terms of Section 61 and other applicable provisions of the Companies Act, 2013, which was further approved by the members in the general meeting held on August 14, 2023.

ii) The Company Board of Directors, at its meeting held on August 02, 2023, proposed/recommended to the members of the Company, a bonus share in the proportion of 3 new bonus shares of Rs 10 each per equity share for every existing fully paid-up equity shares of Rs 10 each, by capitalisation an amount of Rs 144 million in terms of Sections 63 and 123(5) and other applicable provisions of the Companies Act, 2013, which was further approved by the members in the general meeting held on August 14, 2023.

a) Details of Reconciliation of the Number of Shares Outstanding:
(Numbers of Shares in Million)

Particulars	As at March 31, 2023		As at March 31, 2022		As at April 1, 2021	
	No. of Shares	₹	No. of Shares	₹	No. of Shares	₹
Equity Shares:						
Shares Outstanding at the Beginning of the Year (refer note (d) below)	4.80	48.00	4.80	48.00	4.80	48.00
Add: Shares Issued during the Year	-	-	-	-	-	-
Less: Buy Back during the year	-	-	-	-	-	-
Shares Outstanding at the End of the Year	4.80	48.00	4.80	48.00	4.80	48.00

b) Terms/ Rights attached to Equity Shares

The Company has only one class of equity shares. Each holder of equity shares is entitled to one vote per share. The dividend proposed, if any by the Board of Directors is subject to approval of the shareholders in ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of the 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) Details of Shares in the Company held by each Shareholder Holding more than 5 percent:
(Numbers of Shares in Million)

Name of Shareholder	As at March 31, 2023		As at March 31, 2022		As at April 1, 2021	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
Sowbhagamma	4.75	98.98%	4.75	98.98%	4.75	98.98%

d) Details of Shares hold by Promoters :
(Numbers of Shares in Million)

Shareholding of Promoters as at March 31, 2023 :

Promoter Name	No of Shares	% of Total Shares	% Changes During the Year
Sowbhagamma	4.75	98.98%	-
Rajashekar Tumkur Sujith	0.05	1.02%	-

Shareholding of Promoters as at March 31, 2022 :

Promoter Name	No of Shares	% of Total Shares	% Changes During the Year
Sowbhagamma	4.75	98.98%	-
Rajashekar Tumkur Sujith	0.05	1.02%	-

Shareholding of Promoters as at March 31, 2021 :

Promoter Name	No of Shares	% of Total Shares	% Changes During the Year
Sowbhagamma	4.75	98.98%	-
Rajashekar Tumkur Sujith	0.05	1.02%	-



Denta Water and Infra Solutions Limited
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14 Other Equity

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Other Comprehensive Income			
Balance as per Last Financial Statement	0.01	-	-
Remeasurement of Defined Benefit Obligation (Net)	0.04	0.01	-
Closing Balances	0.05	0.01	-
Retained Earnings			
Balance as at Beginning of the Year	496.30	112.93	1.91
Profit for the Year	498.53	383.37	111.02
Dividend (Including dividend distribution tax)	-	-	-
Transfer from Other Comprehensive income	-	-	-
Remeasurement of the net defined benefit plans	-	-	-
Total Retained Earning	994.83	496.30	112.93
Total	994.88	496.31	112.93



15 Borrowings (Non-Current)

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Financial Liabilities at Amortised Cost			
Secured #			
Term Loans - From Banks	8.63	-	0.47
Total	8.63	-	0.47

#Footnote 15: Terms of Borrowings

a) Secured Loans: The details of Secured Loans, Balances and the Securities Offered for each Loan is as under:

Name of Institution- Security- Repayment Term	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
HDFC Bank- Vehicle- Monthly Installments along with Interest Rate @ 8.11% P.A.	3.79	-	-
HDFC Bank- Vehicle- Monthly Installments along with Interest Rate @ 8.11% P.A.	4.86	-	-
HDFC Bank- Vehicle- Monthly Installments along with Interest Rate @ 7.76% P.A.	2.87	-	-
SBI Bank- Term Loan- Monthly Installments along with Interest rate MCLR + 3.35% P.A. i.e. Effective Rate being 11.35% P.A. under Lease Rental Discounting Scheme	-	-	0.47

Note: Amount Includes both Current and Non Current Portion

16 Provisions (Non Current)

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Provision for Employee Benefits.			
Gratuity (Unfunded)	0.17	0.12	0.09
Leave Encashment	0.18	-	-
Total	0.35	0.12	0.09

17 Deferred Tax Assets / (Liabilities) - Net

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Deferred Tax Assets / (Liabilities)			
On Account of Fixed Assets :			
Impact of difference between Tax Depreciation and Charged in Financial Statement	3.15	(0.86)	(0.64)
	3.15	(0.86)	(0.64)
On Account of Timing Difference as per Section 43B of The Income Tax Act, 1961			
Employee Benefit:			
Gratuity	0.07	0.03	0.02
Leave Encashment	0.06	-	-
Expected Credit Loss	0.37	0.17	0.05
	0.50	0.20	0.07
On Account of Timing Difference as per Section 40(a)(ia) of The Income Tax Act, 1961			
Audit and Other Fees	0.17	0.09	0.02
	0.17	0.09	0.02
Deferred Tax Assets / (Liabilities)	3.82	(0.57)	(0.55)



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18 Other Non-Current Liabilities

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Security Deposits	2.66	2.66	3.86
Total	2.66	2.66	3.86

19 Borrowings

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Current Maturities of Long Term Debt	2.89	-	-
Total	2.89	-	-

Refer footnote 15 above for terms of borrowings



20 Trade Payable

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Financial Liabilities at Amortised Cost			
Trade Payables			
A.Due to Micro and Small Enterprises	0.62	0.81	-
B.Due to Other than Micro and Small Enterprises	98.02	33.85	34.02
Total	98.64	34.66	34.02

Note- Ageing Analysis of the Trade Payable Amounts that are Past due as at the End of Reporting Year :

Particulars	As at March 31, 2023					
	Not Due	Outstanding for following Periods from Due Date of Payment				
		Less than 1 Year	1-2 Year	2-3 Year	More than 3 year	Total
i) MSME	-	0.62	-	-	-	0.62
ii) Others	-	98.02	-	-	-	98.02
iii) Disputed Dues - MSME	-	-	-	-	-	-
iv) Disputed Dues - Others	-	-	-	-	-	-
Total	-	98.64	-	-	-	98.64

Particulars	As at March 31, 2022					
	Not Due	Outstanding for following Periods from Due Date of Payment				
		Less than 1 Year	1-2 Year	2-3 Year	More than 3 year	Total
i) MSME	-	0.81	-	-	-	0.81
ii) Others	-	33.59	0.03	0.23	-	33.85
iii) Disputed Dues - MSME	-	-	-	-	-	-
iv) Disputed Dues - Others	-	-	-	-	-	-
Total	-	34.40	0.03	0.23	-	34.66

Particulars	As at April 1, 2021					
	Not Due	Outstanding for Following Periods from Due Date of Payment				
		Less than 1 Year	1-2 Year	2-3 Year	More than 3 year	Total
i) MSME	-	-	-	-	-	-
ii) Others	-	33.79	0.23	-	-	34.02
iii) Disputed Dues - MSME	-	-	-	-	-	-
iv) Disputed Dues - Others	-	-	-	-	-	-
Total	-	33.79	0.23	-	-	34.02

Disclosures Required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	0.62	0.81	-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the	-	-	-
(iv) The amount of interest due and payable for the year	-	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.



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21 Other Current Liabilities

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Advances from Customers	-	2.50	189.92
Statutory Dues Payable	56.46	8.22	9.26
Total	56.46	10.72	199.18

22 Provisions

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Provision for Employee Benefits:			
Gratuity (Unfunded)	0.09	-	-
Leave Encashment	0.05	-	-
Employee Dues	0.96	-	-
Other Provisions:			
Other Dues	3.10	2.11	0.23
Total	4.20	2.11	0.23

Note: As per section 135 of The Companies Act, 2013 required CSR Expenditure has incurred during the year hence, additional provision is not required. Refer Note 35.

23 Current Tax Liabilities (Net)

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Provision for Income Tax (Net)	19.38	11.22	23.01
Total	19.38	11.22	23.01



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24 Revenue From Operations

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Sale of Services		
-Contract	1,550.73	975.05
-Project Management Consulting Service	110.66	203.91
Other Operating Revenue		
-Rental	4.43	4.49
Unbilled Revenue	77.42	12.27
Total	1,743.24	1,195.72

25 Other Income

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Interest Income:		
From Fixed Deposit with Banks	4.73	0.61
From Income Tax Refund	-	0.02
From Investment in Firm	1.73	-
Others:		
Sale Of Coffee Beans	2.02	-
Profit Share in Firm	0.02	-
Miscellaneous Income	5.72	-
Total	14.22	0.63



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26 Cost of Raw Materials Consumed

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Materials consumed		
Opening Stock	33.59	11.38
Add: Purchases	621.92	484.53
Add: Construction Expenses*	454.49	206.52
Less: Closing Stock	64.98	33.59
Total	1,045.02	668.84

***Construction Expenses**

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Equipment Hire Charges	30.83	8.82
Power & Fuel Expenses	37.72	26.62
Site Labour Charges	91.19	36.79
Site Running Expenses	26.10	33.14
Site Technical & Professional Charges	29.37	22.63
Sub-Contract Charges	238.50	77.69
Transportation Charges	0.78	0.83
Total	454.49	206.52



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27 Employee Benefits Expense

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Salaries, Bonus, Commission and Allowances	8.43	0.94
Director's Remuneration	1.86	-
Contribution to Provident and Other Funds	0.53	-
Gratuity	0.21	0.03
Leave Encashment Expense	0.23	-
Total	11.26	0.97

28 Finance Costs

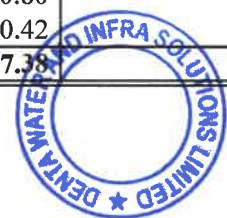
Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Interest	0.90	-
Loan Processing and Other Charges	0.03	-
Total	0.93	-

29 Depreciation and Amortisation

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Property Plant & Equipment	3.69	0.86
Intangibles	0.02	-
Total	3.71	0.86

30 Other Expenses

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Insurance Expense	0.13	-
Printing and Stationery	0.02	-
Travelling and Conveyance Expenses	0.03	-
Legal and Professional Fees	0.18	0.19
Rent	0.12	0.12
Rates and Taxes	3.93	3.96
Repairs and Maintenance		
- Buildings	0.15	0.47
- Office	0.33	-
- Property	2.00	-
- Vehicle	0.06	-
Bank Charges	0.01	0.08
Property Tax	0.12	0.12
Auditor's Remuneration:		
- For Statutory Audit	1.50	1.20
- For Other Audits	0.80	-
CSR Expenditure	5.52	0.91
Commission Paid	1.26	-
Provision for ECL	0.80	0.49
Miscellaneous Expenses	0.42	0.26
Total	17.38	7.80



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31 Contingent Liability

For Bank Guarantee given by Bank on behalf of the Company

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Bank Guarantee's issued by State Bank of India, SME Branch	238.90	-	-

For Income Tax

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Income Tax Demand for Assessment Year 2021-2022 (The Company has Filed the Response Showing Disagreement towards the Demand Raised by the Income Tax Department)	2.81	-	-



32 Ratio

As at March 31, 2023

Sr. No	Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	Variance %	Reason for Variance (In case of deviation for more than 25%)
1	Current Ratio	Total Current Assets	Total Current Liabilities	4.28	8.52	(49.75%)	Mainly due to increase in total current liabilities and decrease in total current assets during the period.
2	Debt-to-Equity Ratio	Debt Consists of Borrowings	Total Equity	0.01	-	0.00%	-
3	Return on Equity Ratio(in %)	Profit after Tax for the Year Less Preference Dividend (if any)	Average Total Equity	0.63	1.09	(42.22%)	Mainly due to increase in profit for the year and increase in average total equity.
4	Inventory Turnover Ratio	Revenues from Operations	Average Inventory	16.08	19.91	(19.23%)	-
5	Receivables Turnover Ratio	Revenues from Operations	Average Accounts Receivable	9.52	13.95	(31.74%)	Mainly due to increase in revenue from operation and increase in average trade receivables during the year.
6	Payables Turnover Ratio	Total Purchases	Average Trade Payables	15.68	19.48	(19.50%)	-
7	Net Working Capital Turnover Ratio	Revenues from Operations	Working Capital	2.92	2.71	8.02%	-
8	Net Profit Ratio(in %)	Net Profit	Revenues from Operations	0.29	0.32	(10.80%)	-
9	Return on Capital Employed Ratio	Earning before Interest and Taxes	Capital Employed	0.64	0.95	(31.80%)	Mainly due to decrease in net of earning during the year.

As at March 31, 2022

Sr. No	Ratio	Numerator	Denominator	As at March 31, 2022	As at April 1, 2021	Variance %	Reason for Variance (In Case of Deviation for more than 25%)
1	Current Ratio	Total Current Assets	Total Current Liabilities	8.52	1.39	511.87%	Mainly due to increase in total current assets and decrease in total current liabilities during the year.
2	Debt-to-equity Ratio	Debt Consists of Borrowings	Total Equity	-	-	0.00%	-
3	Return on Equity Ratio(in %)	Profit after Tax for the Year Less Preference Dividend (if any)	Average Total Equity	1.09	1.05	3.16%	-
4	Inventory Turnover Ratio	Revenues from Operations	Average Inventory	19.91	15.13	31.57%	Mainly due to decrease in Cost of Material Consumed
5	Receivables Turnover Ratio	Revenues from Operations	Average Accounts Receivable	13.95	17.10	(18.40%)	-
6	Payables Turnover Ratio	Total Purchases	Average Trade Payables	19.48	10.02	94.45%	Mainly due to increase in purchase during the year increase in average trade payables during the end of year.
7	Net Working Capital Turnover Ratio	Revenues from Operations	Working Capital	2.71	3.18	(14.94%)	-
8	Net Profit Ratio(in %)	Net Profit	Revenues from Operations	0.32	0.35	(7.38%)	-
9	Return on Capital Employed Ratio	Earning before Interest and Taxes	Capital Employed	0.95	0.88	6.94%	-



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33 Employee Benefit Obligations

i. Defined Contribution Plans:

The following amount recognized as an expense in Statement of profit and loss on account of provident fund and other funds. There are no other obligations other than the contribution payable to the respective authorities.

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022	For the Year Ended March 31, 2021
Contribution to Provident Fund	0.45	-	-
Contribution to ESIC	0.09	-	-

ii. Defined Benefit Plan:

The Company has a unfunded defined benefit gratuity plan. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. 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 as per the provision of the Payment of Gratuity Act, 1972 with total ceiling on gratuity of ₹ 20,00,000.

The following tables summaries the components of net benefit expense recognised in the Statement of profit and loss and the funded status and amounts recognised in the balance sheet for the gratuity plan:

Assets and Liabilities

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Defined Benefit Obligation	2.62	0.12	0.09
Fair Value Of Plan Assets	-	-	-
Effect of Assets Ceiling if any	-	-	-
Net Liability(Asset)	2.62	0.12	0.09

Bifurcation Of Liability

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Current Liability	0.09	0.00	0.00
Non-Current Liability	0.17	0.12	0.09
Net Liability(Asset)	0.26	0.12	0.09

Income/Expenses Recognized during the Period

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022	For the Year Ended March 31, 2021
Employee Benefit Expense	0.21	0.03	0.09
Other Comprehensive Income	(0.06)	(0.01)	-

Valuation Assumptions

Financial Assumptions			
Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022	For the Year Ended March 31, 2021
Discount Rate	7.40% p.a.	6.10% p.a.	6.05% p.a.
Salary Growth Rate	7.00% p.a.	7.00% p.a.	7.00% p.a.



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Valuation Results

Assets and Liability (Balance Sheet Position)			
Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Present Value of Defined Benefit Obligation	0.26	0.12	0.09
Fair Value of Plan Assets	-	-	-
Net Defined Benefit Liability/(Assets)	0.26	0.12	0.09

Bifurcation of Net Liability			
Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Current (Short Term) Liability	0.09	0.00	0.00
Non Current (Long Term) Liability	0.17	0.12	0.09
Net Defined Benefit Liability/(Assets)	0.26	0.12	0.09

Detailed Disclosures

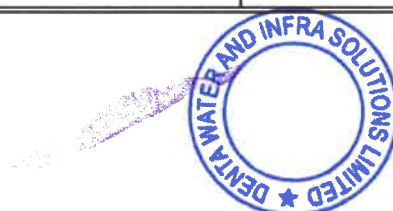
Funded Status of the Plan			
Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Present Value of Unfunded Obligations	0.26	0.12	0.09
Present Value of Funded Obligations	-	-	-
Fair Value of Plan Assets	-	-	-
Net Defined Benefit Liability/(Assets)	0.26	0.12	0.09

Profit and Loss Account for the Period

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022	For the Year Ended March 31, 2021
Service Cost:			
Current Service Cost*	0.20	0.03	0.09
Past Service Cost	-	-	-
Loss/(Gain) on Curtailments and Settlement	-	-	-
Net Interest Cost	0.01	0.01	-
Total Included in 'Employee Benefit Expenses/(Income)'	0.21	0.04	0.09

Other Comprehensive Income for the period

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022	For the Year Ended March 31, 2021
Components of Actuarial Gain/Losses on Obligations:			
Due to Change in Financial Assumptions	(0.03)	-	-
Due to Change in Demographic Assumption	-	-	-
Due to Experience Adjustments	(0.03)	-	-
Return on Plan Assets Excluding Amounts Included in Interest Income	-	-	-
Amounts Recognized in Other Comprehensive (Income) / Expense	(0.06)	-	-



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Reconciliation of Defined Benefit Obligation

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022	For the Year Ended March 31, 2021
Opening Defined Benefit Obligation	0.13	0.09	-
Transfer in/(out) Obligation	-	-	-
Current Service Cost	0.20	0.03	0.09
Interest Cost	0.01	0.01	-
Components of Actuarial Gain/losses on Obligations:	-	-	-
Due to Change in Financial Assumptions	(0.03)	-	-
Due to Change in Demographic Assumption	-	-	-
Due to Experience Adjustments	(0.03)	-	-
Past Service Cost	-	-	-
Loss (gain) on Curtailments	-	-	-
Liabilities Extinguished on Settlements	-	-	-
Liabilities Assumed in an Amalgamation in the Nature of Purchase	-	-	-
Exchange Differences on Foreign Plans	-	-	-
Benefit Paid from Fund	-	-	-
Benefits Paid by Company	-	-	-
Closing Defined Benefit Obligation	0.28	0.13	0.09

Reconciliation of Net Defined Benefit Liability/(Assets)

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Net Opening Provision in Books of Accounts	0.11	0.09	-
Transfer in/(out) Obligation	-	-	-
Transfer (in)/out Plan Assets	-	-	-
Employee Benefit Expense as per 3.2	0.21	0.03	0.09
Amounts Recognized in Other Comprehensive (Income) /	(0.06)	(0.01)	-
Benefits Paid by the Company	-	-	-
Contributions to Plan Assets	-	-	-
Closing Provision in Books of Accounts	0.26	0.11	0.09

Expected Future Cashflows (Undiscounted)

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022	For the Year Ended March 31, 2021
Year 1 Cashflow	0.09	0.00	0.00
Year 2 Cashflow	0.00	0.08	0.00
Year 3 Cashflow	0.00	0.00	0.07
Year 4 Cashflow	0.00	0.00	0.00
Year 5 Cashflow	0.05	0.00	0.00
Year 6 to Year 10 Cashflow	0.06	0.01	0.01



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34 Segmental Information

In accordance with Ind-AS 108, 'Operating Segments', the Company does not have a business segment. Further, the Company operates in India and accordingly no disclosures are required under secondary segment reporting.

35 Corporate Social Responsibility (CSR)

As per Section 135 of the Companies Act, 2013, a CSR committee has been formed by the Company. The areas for CSR activities are eradicating hunger, poverty and malnutrition, promoting preventive health care including preventive health care, ensuring environmental sustainability education, promoting gender equality and empowering women and other activities. The amount has to be expended on the activities which are specified in Schedule VII of the Companies Act, 2013.

Details of CSR Expenditure required to be Spent and Amount Spent are as under:

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022	For the Year Ended March 31, 2021
Gross amount required to be spent by the company during the year as per Section 135 of the Companies Act, 2013 read with schedule VII	4.48	0.91	0.02
Cumulative CSR Expenditure Required to be Spent	4.48	0.91	0.02
Amount Spent during the Year			
(i) Construction/Acquisition of any Asset	5.52	0.91	0.02
(ii) On Purposes other than (i) above			
Total	5.52	0.91	0.02
Excess Spent of Previous Year	0.00	0.00	-
Total of Shortfall / (Excess),	(1.04)	0.00	0.00
Reason for Shortfall- Will be Transferred within 6 Months from the end of the Financial year	-	-	-



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36 Financial Instruments

Financial Instrument by Category

The Carrying Value and Fair Value of Financial Instrument by Categories as of 31 March 2023 were as follows:

Particulars	At Amortised Cost	At Fair Value Through Profit and Loss	At Fair Value Through OCI	Total Carrying Value
Assets:				
Cash and Cash Equivalents	359.07	-	-	359.07
Bank Balances Other than Cash and Cash Equivalents	4.12	-	-	4.12
Trade Receivables	231.52	-	-	231.52
Other Financial Assets	5.25	-	-	5.25
Loans	0.15	-	-	0.15
Investments	66.44	-	-	66.44
Total	666.55	-	-	666.55
Liabilities:				
Borrowing	11.52	-	-	11.52
Trade and Other Payables	101.13	-	-	101.13
Total	112.65	-	-	112.65

The Carrying Value and Fair Value of Financial Instrument by Categories as of 31 March 2022 were as follows:

Particulars	At Amortised Cost	At Fair Value Through Profit and Loss	At Fair Value Through OCI	Total Carrying Value
Assets:				
Cash and Cash Equivalents	135.75	-	-	135.75
Bank Balances Other than Cash and Cash Equivalents	-	-	-	-
Trade Receivables	134.54	-	-	134.54
Other Financial Assets	88.24	-	-	88.24
Loans	-	-	-	-
Investments	-	-	-	-
Total	358.53	-	-	358.53
Liabilities:				
Trade and Other Payables	34.67	-	-	34.67
Total	34.67	-	-	34.67

37 Fair Value Hierarchy

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

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following Table Presents Fair Value Hierarchy of Assets and Liabilities Measured at Fair Value on a Recurring basis as at March 31, 2023

Particulars	As at March 31, 2023	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
Assets /Liabilities Measured at Fair Value				
Financial Assets:				
Non Current Investments	-	-	-	-



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The following Table Presents Fair Value Hierarchy of Assets and Liabilities Measured at Fair Value on a Recurring basis as at March 31, 2022

Particulars	As at March 31, 2022	Fair value measurement at end of the reporting year using		
		Level I	Level 2	Level 3
Assets /Liabilities Measured at Fair Value				
<u>Financial Assets:</u>				
Non Current Investments	-	-	-	-

There have been no transfers among Level 1, Level 2 and Level 3 during the period.

The management assessed that cash and cash equivalents, Trade receivable and other financial asset, trade payables and other financial liabilities approximate their carrying amount largely due to short term maturity of these instruments.

38 Financial Risk Management Objectives and Policies

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.

The Management has overall responsibility for the establishment and oversight of the Company's risk management framework.

In performing its operating, investing and financing activities, the Company is exposed to the Credit risk, Liquidity risk and Market risk.

Carrying Amount of Financial Assets and Liabilities:

The following table summaries the carrying amount of financial assets and liabilities recorded at the end of the period by categories:

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Financial Assets		
Non Current Investment	66.44	-
Cash and Cash Equivalent	359.07	135.75
Bank Balances Other than Cash and Cash Equivalents	4.12	-
Trade Receivables	231.52	134.54
Other Financial Assets	357.20	8.09
At End of the Year	1,018.35	278.38
Financial Liabilities		
Trade Payables	98.64	34.66
Other Financial Liabilities	56.46	10.72
At End of the Year	155.10	45.38

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 and derivative financial instruments.



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Credit Risk on Financial Assets

Financial assets that are potentially subject to concentrations of credit risk and failures by counterparties to discharge their obligations in full or in a timely manner consist principally of cash balances with banks, cash equivalents and receivables, and other financial assets. The maximum exposure to credit risk is: the total of the fair value of the financial instruments and the full amount of any loan payable commitment at the end of the reporting year. Credit risk on cash balances with banks is limited because the counterparties are entities with acceptable credit ratings. Credit risk on other financial assets is limited because the other parties are entities with acceptable credit ratings.

As disclosed in Note 10, cash and cash equivalents balances generally represent short term deposits with a less than 90-day maturity.

As part of the process of setting customer credit limits, different credit terms are used. The average credit period generally granted to trade receivable customers is about 90-360 days. But some customers take a longer period to settle the amounts.

Exposure to Credit Risk

Financial Asset for which Loss Allowance is Measured using Expected Credit Loss Model

Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
Financial Assets		
Non Current Investment	66.44	-
Cash and Cash Equivalent	359.07	135.75
Bank Balances Other than Cash and Cash Equivalents	4.12	-
Trade Receivables	231.52	134.54
Other Financial Assets	357.20	8.09
At End of the Year	1,018.35	278.38



39 Foreign Currency Risk

The Company is not operating internationally and the business is transacted in Indian Rupees. The Company has Sales, Purchase, Borrowing (etc.) in Indian currency. Consequently, the Company is not exposed to foreign exchange risk.

40 Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Company has interest rate risk exposure mainly from changes in rate of interest on borrowing & on deposit with bank. The interest rate are disclosed in the respective notes to the financial statements of the Company. The following table analyse the breakdown of the financial assets and liabilities by type of interest rate:

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Financial Assets			
Interest Bearing - Fixed Interest Rate			
- Non Current Fixed Deposit	94.35	5.00	5.00
- Current Fixed Deposit	4.12	-	-
Financial Liabilities			
Interest bearing	11.52	-	0.47
Borrowings - Floating interest rate	-	-	-
- Working capital loan in rupee	-	-	-

Interest Rate Sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the excluding the credit exposure for which interest rate swap has been taken and hence the interest rate is fixed. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Interest Rate			
Increase by 100 bps Points	-	-	-
Decrease by 100 bps Points	-	-	-

41 Liquidity Risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including debt and overdraft from banks at an optimised cost.

The Company maximum exposure to credit risk for the components of the balance sheet at 31 March 2022 and 31 March 2023 is the carrying amounts. 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 days. The other payables are with short-term durations. The carrying amounts are assumed to be a reasonable approximation of fair value. The following table analysis financial liabilities by remaining contractual maturities:

Particulars	On demand	Less than 3 months	More than 3 Month but Less than 12 months	More then 1 Year but less than 5 years	More than 5 years	Total
Year ended March 31, 2023						
Borrowings	-	0.70	2.19	8.63	-	11.52
Other Financial Liabilities	-	-	-	-	-	-
Trade and Other Payables	-	84.98	13.49	2.66	-	101.13
Total	-	85.68	15.68	11.29	-	112.65
Year ended March 31, 2022						
Borrowings	-	-	-	-	-	-
Other Financial Liabilities	-	-	-	-	-	-
Trade and Other Payables	-	28.15	6.27	0.26	-	34.67
Total	-	28.15	6.27	0.26	-	34.67

At present, the Company does expects to repay all liabilities at their contractual maturity. In order to meet such cash commitments, the operating activity is expected to generate sufficient cash inflows.



42 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. 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 capital plus net debt. The Company's policy is to keep optimum gearing ratio. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Borrowings	11.52	-	0.47
Trade Payables	98.64	34.66	34.02
Less: Cash and Cash Equivalents	(359.07)	(135.75)	(258.80)
Net Debt (a)	(248.91)	(101.09)	(224.31)
Total Equity			
Total Member's Capital	1,042.88	544.31	160.93
Capital and Net Debt (b)	793.97	443.22	(63.38)
Gearing Ratio (%) (a/b)*100	(31.35)	(22.81)	353.91

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

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

43 Income Tax

The major components of income tax expense for the years are:

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Current Income Tax:			
Current Income Tax Charge	181.80	134.49	35.35
Previous Year Tax	3.25	-	-
	185.05	134.49	35.35
Deferred Tax:			
Relating to Origination and Reversal of Temporary Differences	(4.42)	0.02	0.07
Income Tax Expense Reported in the Statement of Profit or Loss	180.63	134.51	35.42

The tax rate used for the reconciliation above is the corporate tax rate payable by corporate entity in India on taxable profits under the Indian tax law. The Company elected to exercise the option permitted under Section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) ordinance, 2019 in FY 2020-21, which gives a one time irreversible option to domestic companies for payment of corporate tax at reduced rates. Accordingly, the Company has re-measured its deferred tax asset (net) basis the rate prescribed in the said section.

A Reconciliation of income tax provision to the amount computed by applying the statutory income tax rate to the income before Income taxes is summarized as follow:

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Profit Before Income Tax	679.16	517.88	146.44
Rate of Income Tax*	25.17%	25.17%	25.17%
Computed Expected Tax Expenses	170.93	130.34	36.86
Previous Year Tax	3.25	-	-
Additional Allowances for Tax Purpose	(1.73)	(0.74)	(0.16)
Expenses Not Allowed for Tax Purposes	2.67	0.45	0.05
Disallowance of Expense due to IND AS Adjustments	0.31	4.44	(3.08)
Interest Under Sec 234B	8.57	-	0.41
Interest Under Sec 234C	1.88	-	1.27
Current Income Tax	185.88	134.49	35.35

Applicable statutory tax rate for financial Year



Denta Water and Infra Solutions Limited
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The Gross Movement in the Current Income Tax Asset/(Liability) for the Year ended March 31, 2023, and March 31, 2022 is as follows:

Particulars	As at March 31, 2023	As at March 31, 2022	As at 31 March 2021
Net Current Income Tax Asset/(Liability) at the Beginning	11.22	23.01	1.14
Income Tax Paid	(173.64)	(146.28)	(13.48)
Current Tax Expenses	185.05	134.49	35.35
Net Current Income Tax Asset/(Liability) at the end	22.63	11.22	23.01

44 Estimates

The estimates at 31 March 2023 and 31 March 2022 are consistent with those made for the same dates in accordance with Ind As (after adjustments to reflect any differences in accounting policies).

45 Balances in the accounts of trade receivables, loans and advances, trade payables and other current liabilities are subject to confirmation / reconciliation, if any. The management does not expect any material adjustment in respect of the same effecting the financial statements on such reconciliation / adjustments.

46 There was no impairment loss on the fixed assets on the basis of review carried out by the management in accordance with Indian Accounting Standard (Ind AS)–36 'Impairment of Assets.

47 Earnings Per Share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year and for all the years presented is adjusted for events, that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	As at March 31, 2023	As at March 31, 2022	As at 31 March 2021
Net Profit for the year attributable to equity shareholders (After Tax)	498.53	383.37	111.02
Weighted average number of equity shares for basic and diluted earning per share (No's)			
No. of equity share as at March 31, 2023	4.80	4.80	4.80
No. of bonus equity share	14.40	14.40	14.40
Total weighted average number of equity share	19.20	19.20	19.20
Face Value per Share	10	10	10
Basic and Diluted Earnings per shares	25.97	19.97	5.78



48 RELATED PARTY DISCLOSURES

Name of Related Parties and Nature of Relationship:

Description of Relationship	Names of Related Parties
(i) Key Management Personnel (KMP)	Director Sowbhagyamma Manjunath Gundappa Nista Udayakumar Shetty Rajashekar Tumkur Sujith
(ii) Relatives of KMP	Prabhu H. M. Dr. H. M. Hema
(iii) Entities in which KMP or relatives of KMP can exercise significant influence	RPS ACC DPIPL Joint Venture
(iv) Company in which Directors was Interested	Bharadwaj Construction & Consultants Uva Sands Private Limited

Sr. No.	Nature of transactions	Company in which director was interested	Entities in which KMP or relatives of KMP can exercise significant influence	KMP / Directors	Relatives of KMP	Total FY 2022-23	Balance as at March 31, 2023
1	Remuneration :- Sowbhagyamma Manjunath Gundappa Nista Udayakumar Shetty Rajashekar Tumkur Sujith	- - - -	- - - -	0.60 0.50 0.30 0.46	- - - -	0.60 0.50 0.30 0.46	- - - -
2	Machinery Rental Charges:- R P Shetty Engineers And Contractors	-	10.39	-	-	10.39	2.97
3	Technical Services Bharadwaj Construction & Consultants Uva Sands Private Limited	10.09 1.04	- -	- -	- -	10.09 1.04	10.09 0.56
4	Commission Paid:- Prabhu H M	-	-	0.60	-	0.60	-
5	Contract:- R P Shetty Engineers And Contractors RPS ACC DPIPL Joint Venture	- -	281.38 53.42	- -	- -	281.38 53.42	- -
6	Salary:- Prabhu H M	-	-	0.53	-	0.53	0.05
7	Rent:- Sowbhagyamma Dr. H. M. Hema	- -	- -	0.07 -	- 0.07	0.07 0.07	- -
8	Other Exp. Reimbursement :	-	-	0.12	-	0.12	-
	Total	11.13	345.19	3.18	0.07	359.57	13.67

Sr. No.	Nature of Transactions	Company in which Director was Interested	Entities in which KMP or relatives of KMP can exercise significant influence	KMP / Directors	Relatives of Directors	Total FY 2021-22	Balance as on March 31, 2022
1	Salary:- Prabhu H M	-	-	0.64	-	0.64	-
2	Contract:- R P Shetty Engineers And Contractors RPS ACC DPIPL JV	- -	483.51 258.29	- -	- -	483.51 258.29	- -
3	Rent:- Sowbhagyamma Dr.H.M Hema	- -	- -	0.07 -	- 0.07	0.07 0.07	- -
4	Machinery Rental Charges:- R P Shetty Engineers And Contractors	-	12.64	-	-	12.64	1.34
	Total	-	754.44	0.71	0.07	755.21	1.34



Denta Water and Infra Solutions Limited
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49 Other Statutory Information

- a) The Company has not entered into 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.
- b) The Company has complied with the number of layers prescribed under clause (87) of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- c) The Company is not declared willful defaulter by any bank or financial institution or other lenders.
- d) The Company has not traded or invested in crypto currency or virtual currency during the financial year.
- e) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the year.
- f) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made there under.
- g) No loans or advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person.

- 50** Company has availed non fund based Bank Gurantee Facility from the banks amounting to ₹ 240.00/- Million which is secured against the fixed deposit amounting to ₹ 89.72/- Million and balance amount secured against non current assets. Company had utilized the BG amounting ₹ 238.90/-.

51 Relationship with Struck off Companies

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

52 Events after the End of the Reporting Year

The Company evaluated all events or transactions that occurred after March 31, 2023 upto September 16, 2023, the date the standalone financial information were authorized for issue by the Board of Directors. Based on this evaluation, the the company is not aware of any events or transactions that would require recognition or disclosure in the standalone financial information other than as below:

(i) The Company Board of Directors, at its meeting held on August 02, 2023, proposed/recommended to the members of the Company, an increase in the authorised share capital from Rs. 4.85 million to Rs. 300 million in terms of Section 61 and other applicable provisions of the Companies Act, 2013, which was further approved by the members in the general meeting held on August 14, 2023.

(ii) The Company Board of Directors, at its meeting held on August 02, 2023, proposed/recommended to the members of the Company, a bonus share in the proportion of 3 new bonus shares of Rs 10 each per equity share for every existing fully paid-up equity shares of Rs 10 each, by capitalisation an amount of Rs 144 million in terms of Sections 63 and 123(5) and other applicable provisions of the Companies Act, 2013, which was further approved by the members in the general meeting held on August 14 2023.

(iii) The Company Board of Directors, at its meeting held on September 16, 2023, appointed G. V. Surendra Kumar as Chief Financial Officer of the company.

(iv) The Company Board of Directors, at its meeting held on September 16, 2023, appointed Sujata Goankar as Company Secretary of the company.

(v) The name of the company is changed from Denta Properties and Infrastructure Private Limited to Denta Water and Infra Solutions Private Limited on July 31, 2023.

(vi) The company is converted into Public Limited Company as on September 12, 2023.

(vii) The Company Board of Directors, at its meeting held on June 30, 2023, provide consent to split the share certificate no 3 bearing from 100001- 4800000 to share certifiacte no. 4 to share certificate no. 9.

(viii) The Company Board of Directors, at its meeting held on June 30, 2023, provided consent to transfer of share certificate no. 5 to share certificate no. 9 bearing from 1729001- 4800000.



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- 53 Previous years figure have been regrouped/rearranged wherever necessary, to correspond with the current year classification / disclosures.
- 54 The standalone balance sheet, standalone statement of profit and loss, standalone cash flow statement, standalone statement of changes in equity, standalone statement of significant accounting policies and the other explanatory notes forms an integral part of the standalone financial statements of the Company.
- 55 These Standalone Financial Statements were approved by Board in its meeting held on September 16, 2023.

Signatures to Notes 1 to 55

As per our report of even date

For Maheshwari and Co.
Chartered Accountants
FRN: 105834W

Pawan Gattani
(Partner)
M. No. 144734

Place: Mumbai
Date : September 16, 2023



For and on behalf of Board of Directors of
Denta Water and Infra Solutions Limited
(Formerly known as Denta Properties and Infrastructure Private Limited)

Manjunath Gundappa
Director
DIN - 09777433

Sujata Goankar
(CS & Compliance Officer)
M. No.: A53988

Place: Bengaluru
Date: September 16, 2023

Sowbhagyamma
Director
DIN - 07637396

G. V. Surendra Kumar
(Chief Financial Officer)
Pan No. ACEPV3402B



Denta Water and Infra Solutions Limited
(Formerly known as Denta Properties and Infrastructure Private Limited)
CIN: U70109KA2016PLC097869
Reconciliation of Balance sheet between Previous GAAP and Ind AS
(All amounts in Rs Million, unless otherwise stated)

Particulars	Amount as Per IGAAP as on 31.03.2022	Amount as per IND AS as on 31.03.2022	Effect of transition in IND AS as on 31.03.2022	Amount as Per IGAAP as on 01.04.2021	Amount as per IND AS as on 01.04.2021	Effect of transition in IND AS as on 01.04.2021
I. ASSETS						
<u>Non-Current Assets</u>						
(a) Property, Plant & Equipment	100.49	100.64	(0.15)	56.17	56.34	(0.17)
(b) Capital Work in Progress	-	-	-	-	-	-
(c) Intangible Assets	-	-	-	-	-	-
(d) Intangible Assets under Development	-	-	-	-	-	-
(e) Right of Use Assets	-	-	-	-	-	-
(f) Financial Assets	-	-	-	-	-	-
(i) Investments in Partnership Firm	-	-	-	-	-	-
(ii) Other Financials Asset	5.00	5.00	-	5.00	5.00	-
(g) Deferred Tax Asset	-	-	-	-	-	-
(h) Other Non Current Assets	0.35	0.35	-	3.80	3.80	-
Total Non-Current Assets	105.84	105.99	(0.15)	64.97	65.14	(0.17)
<u>Current Assets</u>						
(a) Inventories	49.56	33.59	15.97	27.88	11.38	16.50
(b) Financial Assets	-	-	-	-	-	-
(i) Trade Receivables	135.22	134.54	0.68	37.03	36.84	0.19
(ii) Cash and Cash Equivalents	14.02	135.75	(121.73)	258.81	258.80	0.01
(iii) Bank Balance other than (ii) above	-	-	-	-	-	-
(iii) Loans and Advance	-	-	-	-	-	-
(iv) Other Financial Asset	209.97	88.24	121.73	-	-	-
(c) Other Current Assets	96.00	108.26	(12.26)	21.18	50.18	(29.00)
(d) Current Tax Liabilities /Assets (Net)	-	-	-	-	-	-
Total Current Assets	504.77	500.38	4.39	344.90	357.20	(12.30)
TOTAL ASSETS	610.61	606.37	4.24	409.87	422.34	(12.47)
II. EQUITY AND LIABILITIES						
<u>Equity</u>						
(a) Equity Share Capital	48.00	48.00	-	48.00	48.00	-
(b) Other Equity	499.72	496.31	3.41	100.48	112.93	(12.45)
Total Equity	547.72	544.31	3.41	148.48	160.93	(12.45)
<u>Non-Current Liabilities</u>						
(a) Financial Liabilities	-	-	-	0.47	0.47	-
i). Borrowings	-	-	-	-	-	-
ii). Other Financial Liabilities	-	-	-	-	-	-
iii) Lease Liability	-	-	-	-	-	-
(b) Deferred Tax Liabilities (Net)	1.49	0.57	0.92	0.61	0.55	0.06
(c) Provisions	-	0.12	(0.12)	-	0.09	(0.09)
(d) Other Non Current Liabilities	2.66	2.66	-	3.86	3.86	(0.00)
(e) Current Tax Liabilities /Assets (Net)	-	-	-	-	-	-
Total Non-Current Liabilities	4.15	3.35	0.80	4.94	4.97	(0.03)
<u>Current Liabilities</u>						
(a) Financial Liabilities	-	-	-	-	-	-
i) Borrowings	-	-	-	-	-	-
ii) Trade Payables	-	-	-	-	-	-
a) Total Outstanding Dues of Micro Enterprises and Small Enterprises	-	0.81	(0.81)	-	-	-
b) Total Outstanding Dues of Other than Micro Enterprises and Small Enterprises	34.67	33.85	0.82	34.02	34.02	-
(b) Provisions	2.11	2.11	-	0.23	0.23	-
(c) Current Tax Liabilities /Assets (Net)	11.21	11.22	(0.01)	23.02	23.01	0.01
(d) Other Financial Liabilities	-	-	-	-	-	-
(e) Other Current Liabilities	10.75	10.72	0.03	199.18	199.18	-
Total Current Liabilities	58.74	58.71	0.03	256.45	256.44	0.01
Total Liabilities	62.89	62.06	0.83	261.39	261.41	(0.02)
TOTAL EQUITY AND LIABILITIES	610.61	606.37	4.24	409.87	422.34	(12.47)

*The previous GAAP figures have been regrouped to confirm Ind As presentation requirements for the purpose of this note.



Particulars	Amount as Per IGAAP as on 31.03.2022	Amount as per IND AS as on 31.03.2022	Effect of transition in IND AS as on 31.03.2022	Amount as Per IGAAP as on 01.04.2021	Amount as per IND AS as on 01.04.2021	Effect of transition in INDAS as on 01.04.2021
Revenues from Operations (Gross)	1,212.45	1,195.72	16.73	294.36	320.71	(26.35)
Other Income	0.64	0.63	0.01	-	-	-
Total Income (A)	1,213.09	1,196.35	16.74	294.36	320.71	(26.35)
Cost of Materials Consumed	691.65	668.84	(668.84)	183.62	172.23	(172.23)
Purchase of Stock in Trade			691.65			183.62
Changes in Inventories of Finished Goods, Work-in-Progress and Stock in Trade	(21.68)		(21.68)	(25.22)		(25.22)
Employee Benefits Expense	0.94	0.97	(0.03)	0.74	0.83	(0.09)
Finance Costs	0.01	-	0.01	0.27	0.26	0.01
Depreciation & Amortisation	0.84	0.86	(0.02)	0.15	0.14	0.01
Other Expenses	5.81	7.80	(1.99)	0.58	0.81	(0.23)
	677.57	678.47	(0.90)	160.14	174.27	(14.13)
Profit Before Exceptional Items and Tax	535.52	517.88	17.64	134.22	146.44	(12.22)
Exceptional Items		-	-			-
Profit Before Tax	535.52	517.88	17.64	134.22	146.44	(12.22)
Tax Expense:						
- Current Tax	134.49	134.49	-	35.35	35.35	-
- Deferred Tax	0.87	0.02	0.85	0.13	0.07	0.06
	135.36	134.51	0.85	35.48	35.42	-
Profit after Tax	400.16	383.37	16.79	98.74	111.02	(12.28)
Remeasurement of Defined Employee Benefit Plans						
Items that will Not be Reclassified to Statement of Profit and Loss						
Remeasurement of Defined Employee Benefit Plans	-	0.01	(0.01)	-	-	-
Tax Impact of items that will Not be Reclassified to Statement of Profit and Loss	-	-	-	-	-	-
Total Other Comprehensive Income for the Year	400.16	383.38	16.78	98.74	111.02	(12.28)
Earnings Per Equity Share						
Basic	83.37	19.97	63.40	20.57	5.78	14.79
Weighted Average Number of Equity Shares	10.00	10.00	10.00	10.00	10.00	10.00



Denta Water and Infra Solutions Limited
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Reconciliation of Total Equity
(All amounts in Rs Million, unless otherwise stated)

Particulars	Notes to First time adoption	As at March 31, 2022	As at March 31, 2021
As Reported under GAAP			
Equity Capital		48.00	48.00
Reserves		499.72	100.48
Total Equity		547.72	148.48
Adjustments:			
Remeasurement of Post-Employment Benefit Obligations	1	(0.12)	(0.09)
Provision for Expected Credit Loss on Trade Receivables	2	(0.69)	(0.20)
Rectification of Prior Year Errors	3		
Adjustments to Property, Plant & Equipment and its Amortisation		0.16	0.16
Deferred Tax	4	0.91	0.06
Unbilled Revenue		(3.08)	12.52
Repair and Maintenance Building		(0.47)	-
Property Tax		(0.12)	
Total Adjustments		(3.41)	12.45
Total Equity under Ind AS		544.31	160.93

Reconciliation of Total Comprehensive Income

Particulars	Notes to First time adoption	Year ended March 31, 2022	Year ended March 31, 2021
As reported under IGAAP Profit & Loss			
Profit after tax		400.16	98.74
Adjustments:			
Remeasurement of Post-Employment Benefit Obligations	1	(0.03)	(0.09)
Provision for Expected Credit Loss on Trade Receivables	2	(0.49)	(0.20)
Unbilled Revenue		(15.60)	12.52
Rectification of Prior Year Errors	3		
Adjustments to Property, Plant & Equipment and its Amortisation		(0.02)	0.01
Deferred Tax	4	0.85	0.06
CSR		(0.91)	(0.02)
Property Tax		(0.12)	-
Repair and Maintenance Building		(0.47)	-
Total Adjustments		(16.79)	12.28
Profit after Tax as per Ind AS		383.37	111.02
Total Comprehensive Income as per Ind As		383.37	111.02

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



Denta Water and Infra Solutions Limited

(Formerly known as Denta Properties and Infrastructure Private Limited)

CIN: U70109KA2016PLC097869

Reconciliation of Total Equity

(All amounts in Rs Million, unless otherwise stated)

Notes to First Time Adoption

1 Remeasurements of Post-Employment Benefit Obligations

Under Ind AS, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year.

2 Expected Credit Loss

As per Ind AS 109, the company is required to apply expected credit loss model for recognising the allowance for doubtful debt.

3 Impact of Ind AS 8

Accounting Policies, Changes in Accounting Estimates and Errors are corrected retrospectively by restating the comparative amount for prior period presented in which the error occurred or if the error occurred before the earliest period presented, by restating the opening statement of financial position.

4 Deferred Tax

Deferred tax have been recognised on the adjustments made on transition to Ind AS.



Denta Water and Infra Solutions Limited
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Notes forming part of the Standalone Financial Statements
(All amounts in Rs Million, unless otherwise stated)

1 Company overview:

Denta Water and Infra Solutions Limited (Formerly known as Denta Properties and Infrastructure Private Limited) is a Limited Company in India and incorporated under the provisions of the Companies Act, 2013 having registered office 40, 3rd Floor, Sri Lakshminarayana Mansion, South End Road, Basavanagudi, Bangalore, South Bangalore Karnataka 560004 IN. It came into existence on 17th day of November 2016. The Company is engaged in the business providing infrastructure facilities and other civil projects in India

2 Significant Accounting Policies

(a) Statement of compliance

The Company's Standalone Financial Statements have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and amendments thereto issued by Ministry of Corporate Affairs under section 133 of the Companies Act, 2013. In addition, the guidance notes/announcements issued by the Institute of Chartered Accountants of India (ICAI) are also applied except where compliance with other statutory promulgations require a different treatment. These financials statements have been approved for issue by the Board of Directors at its meeting held on September 16, 2023.

(b) Basis of accounting

The Company maintains its accounts on accrual basis following historical cost convention, except for certain assets and liabilities that are measured at fair value in accordance with Ind AS.

Fair value measurements are categorised as below based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at measurement date;
- Level 2 inputs are inputs, other than quoted prices included in level 1, that are observable for the assets or liabilities, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the valuation of assets or liabilities.

Above levels of fair value hierarchy are applied consistently and generally, there are no transfers between the levels of the fair value hierarchy unless the circumstances change warranting such transfer.

(c) Presentation of Standalone Financial Statements

The Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 (the Act). The Statement of Cash Flows has been prepared and presented in accordance with Ind AS 7 "Statement of Cash Flows". The disclosures with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the Standalone Financial Statements along with the other notes required to be disclosed under the notified Accounting Standards.

Amounts in the Standalone Financial Statements are presented in Indian Rupee in millions [one million = Ten Lakhs] rounded off to two decimal places as permitted by Schedule III to the Act. Per share data are presented in Indian Rupee in millions to two decimals places.



(d) Operating cycle for current and non-current classification

Operating cycle for the business activities of the Company covers the duration of the specific project or contract or product line or service including the defect liability period wherever applicable and extends up to the realisation of receivables (including retention monies) within the agreed credit period normally applicable to the respective lines of business.

(e) Revenue recognition

Revenue from contracts with customers is recognised when a performance obligation is satisfied by transfer of promised goods or services to a customer.

For performance obligation satisfied over time, the revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation. The Company transfers control of a good or service over time and therefore satisfies a performance obligation and recognises revenue over a period of time if one of the following criteria is met:

- (a) the customer simultaneously consumes the benefit of the Company's performance or
- (b) the customer controls the asset as it is being created/ enhanced by the Company's performance or
- (c) there is no alternative use of the asset and the Company has either explicit or implicit right of payment considering legal precedents,

In all other cases, performance obligation is considered as satisfied at a point in time.

The revenue is recognised to the extent of transaction price allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring goods or services to a customer excluding amounts collected on behalf of a third party. The Company includes variable consideration as part of transaction price when there is a basis to reasonably estimate the amount of the variable consideration and when it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved. Variable consideration is estimated using the expected value method or most likely amount as appropriate in a given circumstance. Payment terms agreed with a customer are as per business practice and the financing component, if significant, is separated from the transaction price and accounted as interest income.

Costs to obtain a contract which are incurred regardless of whether the contract was obtained are charged-off in profit or loss immediately in the period in which such costs are incurred. The Company recognises asset from the cost, if any, incurred to fulfill the contract such as set up and mobilisation costs and amortises it over the contract tenure on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the asset relates.

Significant judgments are used in:

- a. Determining the revenue to be recognised in case of performance obligation satisfied over a period of time; revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation.
- b. Determining the expected losses, which are recognised in the period in which such losses become probable based on the expected total contract cost as at the reporting date.
- c. Determining the method to be applied to arrive at the variable consideration requiring an adjustment to the transaction price.

(i) Revenue from operations

Revenue includes adjustments made towards liquidated damages and variation wherever applicable. Escalation and other claims, which are not ascertainable/acknowledged by customers are not taken into account.



- A. Revenue from sale of goods including contracts for supply/commissioning of complex plant and equipment is recognised as follows:

Revenue is recognised when the control of the same is transferred to the customer and it is probable that the Company will collect the consideration to which it is entitled for the exchanged goods. Revenue from commissioning of complex plant and equipment is recognised either 'over time' or 'in time' based on an assessment of the transfer of control as per the terms of the contract.

- B. Revenue from construction/project related activity is recognised as follows:

- Cost plus contracts: Revenue from cost plus contracts is recognised over time and is determined with reference to the extent performance obligations have been satisfied. The amount of transaction price allocated to the performance obligations satisfied represents the recoverable costs incurred during the period plus the margin as agreed with the customer.

- Fixed price contracts: Contract revenue is recognised over time to the extent of performance obligation satisfied and control is transferred to the customer. Contract revenue is recognised at allocable transaction price which represents the cost of work performed on the contract plus proportionate margin, using the percentage of completion method.

Percentage of completion is the proportion of cost of work performed to-date, to the total estimated contract costs. For contracts where the aggregate of contract cost incurred to date plus recognised profits (or minus recognised losses as the case may be) exceeds the progress billing, the surplus is shown as contract asset and termed as "Due from customers". For contracts where progress billing exceeds the aggregate of contract costs incurred to-date plus recognised profits (or minus recognised losses, as the case may be), the surplus is shown as contract liability and termed as "Due to customers". Amounts received before the related work is performed are disclosed in the Balance Sheet as contract liability and termed as "Advances from customer". The amounts billed on customer for work performed and are unconditionally due for payment i.e. only passage of time is required before payment falls due, are disclosed in the Balance Sheet as trade receivables. The amount of retention money held by the customers pending completion of performance milestone is disclosed as part of contract asset and is reclassified as trade receivables when it becomes due for payment.

Provision for foreseeable losses in the Standalone Financial Statements is recognised in profit or loss to the extent the carrying amount of the contract asset exceeds the remaining amount of consideration that the Company expects to receive towards remaining performance obligations (after deducting the costs that relate directly to fulfill such remaining performance obligations). The Company recognises impairment loss (termed as provision for expected credit loss on contract assets in the Standalone Financial Statements) on account of credit risk in respect of a contract asset using expected credit loss model on similar basis as applicable to trade receivables.

- C. Revenue from property development activities is recognised when performance obligation is satisfied, customer obtains control of the property transferred and a reasonable expectation of collection of the sale consideration from the customer exists.
- D. Revenue from rendering of services is recognised over time as the customer receives the benefit of the Company's performance and the Company has an enforceable right to payment for services transferred.

Unbilled revenue represents value of services performed in accordance with the contract terms but not billed.

- E. Revenue from contracts for rendering of engineering design services and other services which are directly related to the construction of an asset is recognised on the same basis as stated in (B) above.



- F. Other operational revenue represents income earned from the activities incidental to the business and is recognised when the performance obligation is satisfied and right to receive the income is established as per the terms of the contract.

(ii) Other income

- A. Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

(f) Property, plant and equipment (PPE)

PPE is recognised when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. PPE is stated at original cost net of tax/duty credits availed, if any, less accumulated depreciation and cumulative impairment, if any. All directly attributable costs related to the acquisition of PPE and, borrowing costs in case of qualifying assets are capitalised in accordance with the Company's accounting policy.

Own manufactured PPE is capitalised at cost including an appropriate share of overheads. Administrative and other general overhead expenses that are specifically attributable to construction or acquisition of PPE or bringing the PPE to working condition are allocated and capitalised as a part of the cost of the PPE.

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

PPE not ready for the intended use on the date of the Balance Sheet are disclosed as "capital work-in-progress". (Also refer to the policies on leases, borrowing costs, impairment of assets and foreign currency transactions infra). Depreciation is recognised using written down value method so as to write off the cost of the assets (other than freehold land and capital work-in-progress) less their residual values over their useful lives specified in Schedule II to the Companies Act, 2013, or in the case of assets where the useful life was determined by technical evaluation, over the useful life so determined.

Depreciation charge for impaired assets is adjusted in future periods in such a manner that the revised carrying amount of the asset is allocated over its remaining useful life.

Depreciation method is reviewed at each financial year end to reflect the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful life and residual values are also reviewed at each financial year end and the effect of any change in the estimates of useful life/residual value is accounted on prospective basis.

Where cost of a part of the asset ("asset component") is significant to total cost of the asset and useful life of that part is different from the useful life of the remaining asset, useful life of that significant part is determined separately and such asset component is depreciated over its separate useful life.

Depreciation on additions to/deductions from, owned assets is calculated pro rata to the period of use.

PPE is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognised in the Statement of Profit and Loss in the same period.

(g) Intangible assets

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the Company and the cost of the asset can be measured reliably. Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. All directly attributable costs and other administrative and other general overhead expenses that are specifically attributable to



acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets. Research and development expenditure on new products:

(h) Employee Benefits

(i) Short term employee benefits:

Employee benefits such as salaries, wages, short term compensated absences, bonus, ex-gratia and performance-linked rewards falling due wholly within twelve months of rendering the service are classified as short-term employee benefits and are expensed in the period in which the employee renders the service.

(ii) Post-employment benefits:

A. Defined contribution plans: The Company's superannuation scheme, state governed provident fund scheme, employee state insurance scheme and employee pension scheme are defined contribution plans. The contribution paid/payable under the schemes is recognised during the period in which the employee renders the service.

B. Defined benefit plans: The employees' gratuity fund schemes and employee provident fund schemes managed by board of trustees established by the Company, the post-retirement medical care plan and the company pension plan represent defined benefit plans. The present value of the obligation under defined benefit plans is determined based on actuarial valuation using the Projected Unit Credit Method. The obligation towards defined benefit plans is measured at the present value of the estimated future cash flows using a discount rate based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the defined benefit obligations at the Balance Sheet date.

Re-measurement, comprising actuarial gains and losses, the return on plan assets (excluding amounts included in net interest on the net defined benefit liability or asset) and any change in the effect of asset ceiling (if applicable) is recognised in other comprehensive income and is reflected in retained earnings and the same is not eligible to be reclassified to profit or loss.

Defined benefit costs comprising current service cost, past service cost and gains or losses on settlements are recognised in the Statement of Profit and Loss as employee benefits expense. Interest cost implicit in defined benefit employee cost is recognised in the Statement of Profit and Loss under finance costs. Gains or losses on settlement of any defined benefit plan are recognised when the settlement occurs. Past service cost is recognised as expense at the earlier of the plan amendment or curtailment and when the Company recognises related restructuring costs or termination benefits.

In case of funded plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognise the obligation on a net basis.

(i) Long-term employee benefits:

The obligation recognised in respect of long-term benefits such as compensated absences, long service award etc. is measured at present value of estimated future cash flows expected to be made by the Company and is recognised in a similar manner as in the case of defined benefit plans vide (ii)(B) above.

Long-term employee benefit costs comprising current service cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains and losses are recognised in the Statement of Profit and Loss as employee benefits expenses. Interest cost implicit in long-term employee benefit cost is recognised in the Statement of Profit and Loss under finance costs.



(ii) Termination benefits:

Termination benefits such as compensation under employee separation schemes are recognised as expense when the Company's offer of the termination benefit can no longer be withdrawn or when the Company recognises the related restructuring costs whichever is earlier.

(i) Leases

Assets taken on lease are accounted as right-of-use assets and the corresponding lease liability is recognised at the lease commencement date. Initially the right-of-use asset is measured at cost which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, as reduced by any lease incentives received.

The lease liability is initially measured at the present value of the lease payments, discounted using the Company's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or a rate, or a change in the estimate of the guaranteed residual value, or a change in the assessment of purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The right-of-use asset is measured by applying cost model i.e. right-of-use asset at cost less accumulated depreciation and cumulative impairment, if any. The right-of-use asset is depreciated using the written down value method from the commencement date to the end of the lease term or useful life of the underlying asset whichever is earlier. Carrying amount of lease liability is increased by interest on lease liability and reduced by lease payments made.

Lease payments associated with following leases are recognised as expense on written down value basis:

- (i) Low value leases; and
- (ii) Leases which are short-term.

Assets given on lease are classified either as operating lease or as finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. Asset held under finance lease is initially recognized in balance sheet and presented as a receivable at an amount equal to the net investment in the lease. Finance income is recognised over the lease term, based on a pattern reflecting a constant periodic rate of return on Company's net investment in the lease. A lease which is not classified as a finance lease is an operating lease. The Company recognises lease payments in case of assets given on operating leases as income on a written down value basis. The Company presents underlying assets subject to operating lease in its balance sheet under the respective class of asset. (Also refer to policy on depreciation, above).

(j) Financial instruments

Financial assets and/or financial liabilities are recognised when the Company becomes party to a contract embodying the related financial instruments. All financial assets, financial liabilities and financial guarantee contracts are initially measured at fair value excepting for trade receivables not containing a significant financing component are initially measured at transaction price. Transaction costs that are attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from as the case may be, the fair value of such financial assets or liabilities, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised in profit or loss.

In case of funding to subsidiary companies in the form of interest free or concession loans and preference shares, the excess of the actual amount of the funding over initially measured fair value is accounted as an equity investment. A financial asset and a financial liability is offset and presented on net basis in the balance sheet when there is a current legally enforceable right to set-off the recognised amounts and it is intended to either settle on net basis or to realise the asset and settle the liability simultaneously.



(i) Financial assets:

A. All recognised financial assets are subsequently measured in their entirety either at amortised cost or at fair value as follows:

1. Investments in debt instruments that are designated as fair value through profit or loss (FVTPL) - at fair value. Debt instruments at FVTPL is a residual category for debt instruments, if any, and all changes are recognised in profit or loss.

2. Investments in debt instruments that meet the following conditions are subsequently measured at amortised cost (unless the same designated as fair value through profit or loss):

- The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- The contractual terms of instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

3. Investment in debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income [FVTOCI] (unless the same are designated as fair value through profit or loss)

- The asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- The contractual terms of instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

4. Investment in equity instruments issued by subsidiary, associate and joint venture companies are measured at cost less impairment.

5. Investment in preference shares of the subsidiary companies are treated as equity instruments if the same are convertible into equity shares or are redeemable out of the proceeds of equity instruments issued for the purpose of redemption of such investments. Investment in preference shares not meeting the aforesaid conditions are classified as debt instruments at FVTPL.

6. Investments in equity instruments issued by other than subsidiaries are classified as at FVTPL, unless the related instruments are not held for trading and the Company irrevocably elects on initial recognition to present subsequent changes in fair value in Other Comprehensive Income.

7. Trade receivables, security deposits, cash and cash equivalents, employee and other advances – at amortised cost.

B. For financial assets that are measured at FVTOCI, income by way of interest and dividend, provision for impairment and exchange difference, if any, (on debt instrument) are recognised in profit or loss and changes in fair value (other than on account of above income or expense) are recognised in other comprehensive income and accumulated in other equity. On disposal of debt instruments at FVTOCI, the cumulative gain or loss previously accumulated in other equity is reclassified to profit or loss. In case of equity instruments at FVTOCI, such cumulative gain or loss is not reclassified to profit or loss on disposal of investments.

C. A financial asset is primarily derecognised when:

1. the right to receive cash flows from the asset has expired, or
2. the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a pass-through arrangement; and (a) the Company has transferred substantially all the risks and rewards of the



asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

On derecognition of a financial asset in its entirety, the difference between the carrying amount at the date of derecognition and the consideration received is recognised in profit or loss.

D. Impairment of financial assets: Impairment loss on trade receivables is recognised using expected credit loss model, which involves use of a provision matrix constructed on the basis of historical credit loss experience as permitted under Ind AS 109 and is adjusted for forward looking information. Impairment loss on investments is recognised when the carrying amount exceeds its recoverable amount. For all other financial assets, expected credit losses are recognised based on the difference between the contractual cashflows and all the expected cash flows, discounted at the original effective interest rate. ECLs are measured at an amount equal to 12-month expected credit losses or at an amount equal to lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(ii) Financial liabilities:

A. Financial liabilities, including derivatives and embedded derivatives, which are designated for measurement at FVTPL are subsequently measured at fair value. Financial guarantee contracts are subsequently measured at the amount of impairment loss allowance or the amount recognised at inception net of cumulative amortisation, whichever is higher. All other financial liabilities including loans and borrowings are measured at amortised cost using Effective Interest Rate (EIR) method.

B. A financial liability is derecognised when the related obligation expires or is discharged or cancelled.

(iii) The Company designates certain hedging instruments, such as derivatives, embedded derivatives and in respect of foreign currency risk, certain non-derivatives, as either fair value hedges, cash flow hedges or hedges of net investments in foreign operations. Hedges of foreign exchange risk on firm commitments are accounted as cash flow hedges.

A. Fair value hedges: Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in profit or loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to profit or loss from that date.

B. Cash flow hedges: In case of transaction related hedges, the effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated in equity as 'hedging reserve'. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss. Amounts previously recognised in other comprehensive income and accumulated in equity relating to the effective portion, are reclassified to profit or loss in the periods when the hedged item affects profit or loss, in the same head as the hedged item. The effective portion of the hedge is determined at the lower of the cumulative gain or loss on the hedging instrument from inception of the hedge and the cumulative change in the fair value of the hedged item from the inception of the hedge and the remaining gain or loss on the hedging instrument is treated as ineffective portion.

In case of time period related hedges, the premium element and the spot element of a forward contract is separated and only the change in the value of the spot element of the forward contract is designated as the hedging instrument. Similarly, wherever applicable, the foreign currency basis spread is separated from the financial instrument and is excluded from the designation of that financial instrument as the hedging instrument in case of time period related hedges. The changes in the fair value of the premium element of the forward contract or the foreign currency basis spread of the financial instrument is accumulated in a separate component of equity as "cost of hedging reserve". The changes in the fair value of such premium element or



foreign currency basis spread are reclassified to profit or loss as a reclassification adjustment on a written down basis over the period of the forward contract or the financial instrument.

The cash flow hedges are allocated to the forecast transactions on gross exposure basis. Where the hedged forecast transaction results in the recognition of a non-financial asset, such gains/losses are transferred from hedge reserve (but not as reclassification adjustment) and included in the initial measurement cost of the non-financial asset.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised in profit or loss.

(iv) Compound financial instruments issued by the Company which can be converted into fixed number of equity shares at the option of the holders irrespective of changes in the fair value of the instrument are accounted by recognising the liability and the equity components separately. The liability component is initially recognised at the fair value of a comparable liability that does not have an equity conversion option. The equity component is initially recognised at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. The directly attributable transaction costs are allocated to the liability and the equity components in proportion to their initial carrying amounts. Subsequent to initial recognition, the liability component of the compound financial instrument is measured at amortised cost using the effective interest method. The equity component of a compound financial instrument is not remeasured subsequently.

(k) Inventories

Inventories are valued after providing for obsolescence, as under:

- (i) Raw materials, components, construction materials, stores, spares and loose tools at lower of weighted average cost or net realisable value. However, these items are considered to be realisable at cost if the finished products in which they will be used, are expected to be sold at or above cost.
- (ii) Manufacturing work-in-progress at lower of weighted average cost including related overheads or net realisable value. In some cases, manufacturing work-in-progress are valued at lower of specifically identifiable cost or net realisable value. In the case of qualifying assets, cost also includes applicable borrowing costs vide policy relating to borrowing costs.
- (iii) Finished goods and stock-in-trade (in respect of goods acquired for trading) at lower of weighted average cost or net realizable value. Cost includes costs of purchases, costs of conversion and other costs incurred in bringing the inventories to their present location. Taxes which are subsequently recoverable from taxation authorities are not included in the cost.
- (iv) Completed property/work-in-progress (including land) in respect of property development activity at lower of specifically identifiable cost or net realisable value.

Assessment of net realisable value is made at each reporting period end and when the circumstances that previously caused inventories to be written-down below cost no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the write-down, if any, in the past period is reversed to the extent of the original amount written-down so that the resultant carrying amount is the lower of the cost and the revised net realisable value.



(l) Cash and bank balances

Cash and bank balances include fixed deposits, margin money deposits, earmarked balances with banks and other bank balances which have restrictions on repatriation. Short-term and liquid investments being subject to more than insignificant risk of change in value, are not included as part of cash and cash equivalents.

(m) Securities premium

(i) Securities premium includes:

- A. The difference between the face value of the equity shares and the consideration received in respect of shares issued.
- B. The fair value of the stock options which are treated as expense, if any, in respect of shares allotted pursuant to Stock Options Scheme.

(ii) The issue expenses of securities which qualify as equity instruments are written off against securities premium.

(n) Borrowing Costs

Borrowing costs include finance costs calculated using the effective interest method, finance charges in respect of assets acquired on lease and exchange differences arising on foreign currency borrowings to the extent they are regarded as an adjustment to finance costs.

In cases where hedging instruments are acquired for protection against exchange rate risk related to borrowings and are accounted as hedging a time-period related hedge item, the borrowing costs also include the amortisation of premium element of the forward contract and foreign currency basis spread as applicable, over the period of the hedging instrument.

Borrowing costs net of any investment income from the temporary investment of related borrowings that are attributable to the acquisition, construction or production of a qualifying asset are capitalised/inventorised as part of cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

(o) Share-based payment arrangements

The stock options granted to employees in terms of the Company's Stock Options Schemes, are measured at the fair value of the options at the grant date. The fair value of the options is treated as discount and accounted as employee compensation cost over the vesting period on a straight-line basis. The amount recognised as expense in each year is arrived at based on the number of grants expected to vest. If a grant lapses after the vesting period, the cumulative discount recognised as expense in respect of such grant is transferred to the general reserve within equity.

The fair value of the stock options granted to employees of the Company by the Company's subsidiaries is accounted as employee compensation cost over the vesting period and where such fair value is not recovered by the subsidiaries, the same is treated as dividend declared by them. The share-based payment equivalent to the fair value as on the date of grant of employee stock options granted to key managerial personnel is disclosed as a related party transaction in the year of grant.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

(p) Foreign currencies

- (i) The functional currency and presentation currency of the Company is Indian Rupee.



(q) Taxes on income

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961 and using estimates and judgments based on the expected outcome of assessments/appeals and the relevant rulings in the areas of allowances and disallowances.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Company's Standalone Financial Statements and the corresponding tax bases used in computation of taxable profit and quantified using the tax rates as per laws enacted or substantively enacted as on the Balance Sheet date.

Deferred tax liabilities are generally recognised for all taxable temporary differences including the temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are generally recognised for all taxable temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Transaction or event which is recognised outside profit or loss, either in other comprehensive income or in equity, is recorded along with the tax as applicable.

(r) Interests in joint operations

The Company as a joint operator recognises in relation to its interest in a joint operation, its share in the assets/liabilities held/ incurred jointly with the other parties of the joint arrangement. Revenue is recognised for its share of revenue from the sale of output by the joint operation. Expenses are recognised for its share of expenses incurred jointly with other parties as part of the joint arrangement. Interests in joint operations are included in the segments to which they relate.

(s) Provisions, contingent liabilities and contingent assets

Provisions are recognised only when:

- (i) the Company has a present obligation (legal or constructive) as a result of a past event; and
- (ii) it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- (iii) a reliable estimate can be made of the amount of the obligation.

Provision is measured using the cash flows estimated to settle the present obligation and when the effect of time value of money is material, the carrying amount of the provision is the present value of those cash flows. Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will be received.

Contingent liability is disclosed in case of:

- (i) a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation; and
- (ii) a present obligation arising from past events, when no reliable estimate is possible. Contingent assets are disclosed where an inflow of economic benefits is probable. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date. Where the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under such contract, the present obligation under the contract is recognised and measured as a provision.



(t) Commitments

Commitments are future liabilities for contractual expenditure, classified and disclosed as follows:

- (i) estimated amount of contracts remaining to be executed on capital account and not provided for;
- (ii) uncalled liability on shares and other investments partly paid;
- (iii) funding related commitment to subsidiary, associate and joint venture companies; and
- (iv) other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.

Other commitments related to sales/procurements made in the normal course of business are not disclosed to avoid excessive details.

(u) Discontinued operations and non-current assets held for sale

Discontinued operation is a component of the Company that has been disposed of or classified as held for sale and represents a major line of business.

Non-current assets and disposal groups are classified as held for sale if their carrying amount is intended to be recovered principally through a sale (rather than through continuing use) when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset (or disposal group) and the sale is highly probable and is expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets and disposal groups classified as held for sale are measured at lower of their carrying amount and fair value less costs to sell.

(v) Statement of Cash Flows

Statement of Cash Flows is prepared segregating the cash flows into operating, investing and financing activities. Cash flow from operating activities is reported using indirect method, adjusting the profit before tax excluding exceptional items for the effects of:

- (i) changes during the period in inventories and operating receivables and payables;
- (ii) non-cash items such as depreciation, provisions, unrealised foreign currency gains and losses; and
- (iii) all other items for which the cash effects are investing or financing cash flows.

Cash and cash equivalents (including bank balances) shown in the Statement of Cash Flows exclude items which are not available for general use as at the date of Balance Sheet.

(w) Key sources of estimation

The preparation of Standalone Financial Statements in conformity with Ind AS requires that the management of the Company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the Standalone Financial Statements. The estimates and underlying assumptions made by management are explained under respective policies. Revisions to accounting estimates include useful lives of property, plant and equipment & intangible assets, allowance for expected credit loss, future obligations in respect of retirement benefit plans, expected cost of completion of contracts, provision for rectification costs, fair value/recoverable amount



measurement, etc. Difference, if any, between the actual results and estimates is recognised in the period in which the results are known.

3 Recent pronouncements:

On March 31, 2023, Ministry of Corporate Affairs amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, which becomes effective from April 1, 2023. The gist of the amendments is as follows:

- Ind AS 1, Presentation of Standalone Financial Statements - It is specified when the accounting policy information is material, and the requirement to disclose significant accounting policies is substituted with the disclosure of material accounting policy information.
- Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors - The definition of “change in accounting estimate” is substituted with the definition of “accounting estimates”. Accounting estimates are monetary amounts in Standalone Financial Statements that are subject to measurement uncertainty.
- Ind AS 12, Income Taxes – it is required to recognise deferred tax liability or asset for all temporary differences arising from initial recognition of an asset or liability in a transaction that gives rise to equal taxable and deductible temporary differences.

The above amendments will not have material impact on Company’s Standalone Financial Statements.

