

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
AFCONS OIL AND GAS SERVICES PRIVATE LIMITED**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **AFCONS OIL AND GAS SERVICES PRIVATE LIMITED** ("the Company") which comprise the Balance Sheet as at March 31, 2024, 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 notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, 2024 and its loss, the total comprehensive income (comprising of loss and other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

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

Emphasis of Matter

Material uncertainty related to going concern

We draw attention to Note 18 forming part of the standalone financial statements regarding, the company having incurred significant operational losses since earlier years whereby it's net worth has been completely eroded. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.



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

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

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.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors ("the Management") is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India including the accounting standards specified under section 133 of the Act.

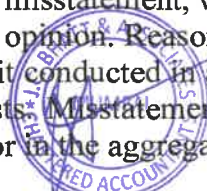
This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements 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 ability of the Company 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.

Auditors' Responsibility 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 the aggregate, they could reasonably be



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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 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 the 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 financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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.

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- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- g) Section 197 of the Companies Act, 2013 is not applicable to the company.
- h) With respect to the other matters to be included in the Auditor's Report in accordance 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 would be any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. (a) The management of the company, whose financial statements have been audited under the act, have represented to us that, to the best of its knowledge and belief, as disclosed in the note to the accounts, 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 28 to the financial statements);

(b) The management of the company, whose financial statements have been audited under the act, have represented to us that, to the best of its knowledge and belief, as disclosed in the note to the accounts, no funds (which are material either individually or in the aggregate) have been received by the company from any other persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or

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~~on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 29 to the financial statements); and~~

(c) Based on such audit procedures performed by us 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 or paid any dividend during the year under audit and hence, reporting under Rule 11(f) of Companies (Audit and Auditors) Rules, 2014 is not applicable.
- vi. Based on our examination which included test checks the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that audit trail was not enabled at database level to log any direct data changes for the period April 01, 2023 to November 20, 2023.

Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with in respect of the accounting software for the period for which the audit trail feature was operating.

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

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

For J. C. Bhatt & Associates

Chartered Accountants

(Firm Registration No.: 130923W)


Pradip Lapasia

Partner

Membership No.: 145682

UDIN: 24145682BKCALQ4798



Place: Mumbai

Date: June 12, 2024

ANNEXURE 'A' TO INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **AFCONS OIL AND GAS SERVICES PRIVATE LIMITED** of even date)

Report on the Internal Financial Controls with reference to the standalone financial statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to the **standalone** financial statements of **Afcons Oil and Gas Services Private Limited** ("the Company") as of March 31, 2024 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

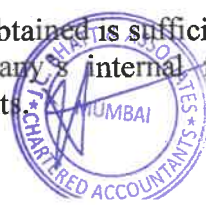
The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting 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 Act.

Auditors' Responsibility

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

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

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



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Meaning of Internal Financial Controls with reference to the standalone financial statements

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

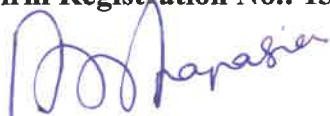
Inherent Limitations of Internal Financial Controls with reference to the standalone financial statements

Because of the inherent limitations of internal financial controls with reference to the financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to the financial statements to future periods are subject to the risk that the internal financial control with reference to the standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to the standalone financial statements and such internal financial controls with reference to the standalone financial statements were operating effectively as at March 31, 2024 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 J. C. Bhatt & Associates
Chartered Accountants
(Firm Registration No.: 130923W)



Pradip Lapasia
Partner

Membership No.145682
UDIN: 24145682BKCALQ4798



Place: Mumbai

Date: June 12, 2024

ANNEXURE 'B' TO INDEPENDENT AUDITORS' REPORT

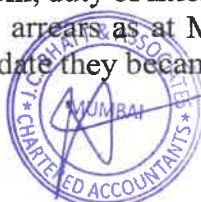
(Referred to in paragraph 2 under the head 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **AFCONS OIL AND GAS PRIVATE LIMITED** of even date on the standalone financial statements of the Company for the year ended March 31, 2024.)

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

- (i) The Company neither has any Property, Plant and Equipment nor any Intangible assets therefore, reporting under clause 3(i) of the Order is not applicable and hence, not commented upon.
- (ii) (a) The Company does not have any inventory therefore, reporting under clause 3(ii)(a) of the Order is not applicable and hence, not commented upon.

(b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crore, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets therefore, reporting under clause 3(ii)(b) of the Order is not applicable and hence, not commented upon.
- (iii) The Company has neither made investments in, companies, firms, limited liability partnerships, nor granted unsecured loans to other parties, during the year therefore, reporting under clause 3 (iii) of the Order is not applicable and hence, not commented upon
- (iv) The Company has neither granted any loans nor made investments, or provided any guarantees or securities therefore, reporting under clause 3 (iv) of the Order is not applicable and hence not commented upon.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Therefore, reporting under clause 3(v) of the Order is not applicable and hence, not commented upon.
- (vi) The Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013. Therefore, reporting under clause 3(vi) of the Order is not applicable and therefore, not commented upon.
- (vii) In respect of statutory dues;
 - (a) The company has generally been regular in depositing undisputed statutory dues, including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.



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- (b) There have not been any statutory dues of Goods and Service Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess which have not been deposited on account of any dispute.
- (viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) The Company has not taken any loans or other borrowings from any lender therefore, reporting under clause 3(ix)(a) of the Order is not applicable and hence, not commented upon.
- (b) The Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year therefore, reporting under clause 3(ix)(c) of the Order is not applicable and hence, not commented upon.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries
- (f) The Company has not raised any loans during the year and therefore reporting on clause 3(ix)(f) of the Order is not applicable and hence, not commented upon.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and therefore reporting under clause 3(x)(a) of the Order is not applicable and hence, not commented upon.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and therefore, reporting under clause 3(x)(b) of the Order is not applicable and hence, not commented upon.
- (xi) (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (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) The Whistle blower mechanism as prescribed under the provisions of the Companies Act, 2013 is not mandatory for the Company and therefore, reporting under clause 3 (xi) (c) is not applicable and hence, not commented upon.



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- (xii) The Company is not a Nidhi Company and therefore, reporting under clause 3(xii) of the Order is not applicable and hence, not commented upon.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) The internal audit system, as mandated under provisions of section 138 of the Companies Act, 2013 is not applicable to the company and therefore reporting under clause 3(xiv) of the Order is not applicable and hence, not commented upon.
- (xv) In our opinion, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and therefore provisions of section 192 of the Companies Act, 2013 are not applicable to the Company and hence, not commented upon.
- (xvi) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and therefore, reporting under clause 3(xvi)(a), (b) & (c) of the Order is not applicable and hence, not commented upon.

Based on the written management representations, there are 5 companies which are unregistered CICs, as part of the group (refer note no.27 forming part of the financial statements).

- (xvii) The Company has incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and, our knowledge of the Board of Directors and Management plans and, based on our examination of the evidence supporting the assumptions, we draw attention to Note 18 forming part of the standalone financial statements regarding, the company having incurred significant operational losses since earlier years whereby it's net worth has been completely eroded. These conditions indicate the existence of a material uncertainty that may cast significant doubt 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. However, based on the written representations received, in view of the intention of Afcons to continue to infuse funds, to meet the operational commitments, it is concluded that the Company will be able to meet its liabilities existing at the date of balance sheet and hence the accompanying financial statements have been prepared on a going concern basis.



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We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) In our opinion, corporate social responsibility, as mandated under provisions of section 135 of the Companies Act, 2013 is not applicable to the company and therefore reporting under clause 3(xx) of the Order is not applicable and hence, not commented upon

For J. C. Bhatt & Associates
Chartered Accountants
(Firm Registration No.: 130923W)



Pradip Lapasia
Partner
Membership No. 145682
UDIN: 24145682BKCALQ4798

Place: Mumbai
Date: June 12, 2024

Afcons Oil and Gas Services Private Limited
Balance Sheet as at 31st March, 2024

(Amount in ₹)

		Note No.	As at 31st March, 2024	As at 31st March, 2023
A ASSETS				
1 Non-current assets			-	-
			-	-
Total Non-current Assets			-	-
2 Current assets				
(a) Financials assets				
(i) Cash and cash equivalents		3	1,01,000	1,00,000
(b) Other current assets		4	19,399	19,399
Total Current Assets			1,20,399	1,19,399
Total Assets (1+2)			1,20,399	1,19,399
B EQUITY AND LIABILITIES				
1 Equity				
(a) Equity Share Capital		5	1,00,000	1,00,000
(b) Other Equity		6	(3,58,616)	(2,76,806)
Total Equity			(2,58,616)	(1,76,806)
2 Current liabilities				
(a) Financials liabilities				
(i) Trade payables		7	54,000	54,000
(b) Other current liabilities		8	3,25,015	2,42,205
Total Current Liabilities			3,79,015	2,96,205
Total Equity and Liabilities (1+2)			1,20,399	1,19,399
See accompanying notes 1 - 32 forming part of the financial statements				

As per our attached report of even date

For J. C. Bhatt & Associates
Chartered Accountants
(Firm Registration No.130923W)


Pradip Lapasia
Partner
Membership No.: 145682



For and on behalf of the Board of Directors


Ashwini Venkatesh
Director
(DIN: 03120739)




Ramesh Kumar Jha
Director
(DIN: 08506882)

Place: Mumbai
Date : June 12, 2024

Afcons Oil and Gas Services Private Limited
Statement of Profit and Loss for the year ended 31st March, 2024

(Amount in ₹)

Particulars		Note No.	For the year ended 31st March, 2024	For the year ended 31st March, 2023
1	Revenue		-	-
	Total Revenue		-	-
2	Expenses			
	Finance costs	9	-	-
	Other expenses	10	81,810	88,920
	Total Expenses		81,810	88,920
3	Profit / (Loss) before Tax (1 - 2)		(81,810)	(88,920)
4	Tax Expense			
	Current Year Tax		-	-
5	Profit / (Loss) after Tax (4 - 3)		(81,810)	(88,920)
6	Earning Per Shares	13	(8.18)	(8.89)
See accompanying notes 1 - 32 forming part of the financial statements				

As per our attached report of even date


For J. C. Bhatt & Associates
Chartered Accountants
(Firm Registration No.130923W)


Pradip Lapasia
Partner
Membership No.: 145682



For and on behalf of the Board of Directors


Ashwini Venkatesh
Director
(DIN: 03120739)


Ramesh Kumar Jha
Director
(DIN: 08506882)



Place: Mumbai
Date : June 12, 2024

Afcons Oil and Gas Services Private Limited
Statement of Cash Flow for the year ended 31st March, 2024

(Amount in ₹)

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
A. Cash Flow from Operating Activities		
Profit / (Loss) before Tax	(81,810)	(88,920)
Interest Expenses		-
Operating profit / (loss) before working capital changes	(81,810)	(88,920)
Increase / (Decrease) in Trade payables	-	2,000
Increase / (Decrease) in Other current liabilities	82,810	86,920
Operating profit / (loss) after working capital changes	1,000	-
Direct Taxes - (paid) / refunded (net including interest)	-	-
Net cash flow from / (used in) operating activities	1,000	-
B. Cash Flow from / (used in) Investing Activities	-	-
C. Cash Flow from Financing Activities		
Interest Paid	-	-
Net cash flow from / (used in) financing activities	-	-
Net Increase/(Decrease) in cash and cash equivalents	1,000	-
Cash and cash equivalents as at beginning of the year	1,00,000	1,00,000
Cash and cash equivalents as at end of the year	1,01,000	1,00,000

Notes

1.The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Ind AS-7 "Cash Flow Statements"

In terms of our report attached.

For J. C. Bhatt & Associates
Chartered Accountants
(Firm Registration No.130923W)


Pradip Lapasia
Partner
Membership No.: 145682



For and on behalf of the Board of Directors


Ashwini Venkatesh
Director
(DIN: 03120739)




Ramesh Kumar Jha
Director
(DIN: 08506882)

Place: Mumbai
Date : June 12, 2024

Afcons Oil and Gas Services Private Limited
Notes forming part of the financial statements as at and for the year ended 31st March, 2024

1 General information

Afcons Oil and Gas Services Private Limited is a private limited company incorporated on 9th July 2020 in India. The main object of the Company is to engage in contract drilling, production, offshore construction, dredging and marine services related offshore oil business of any description. The address of its registered office is "Afcons House", 16 Shah Industrial Estate, Veera Desai Road, Andheri (West), Mumbai 400 053 and principal place of business is Mumbai, India.

2 Significant Accounting Policies

2.1 Basis of preparation and presentation

The Balance Sheet as at March 31, 2024, the Statement of Profit and loss and Cash Flow Statement for the year ended March 31, 2024 along with Notes forming part of the Financial Statements of the Company has been prepared in accordance with the Indian Accounting Standard ('Ind AS') notified under section 133 of the Companies Act, 2013 issued by the Ministry of Corporate Affairs

i) Historical cost convention

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

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

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into the Level 1, 2 or 3 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.

ii) Current versus non-current classification

The balance sheet presents current and non-current assets, and current and non-current liabilities, as separate classifications. For this purpose, an asset is classified as current if:

- It is expected to be realised, or is intended to be sold or consumed, in the normal operating cycle; or
- It is held primarily for the purpose of trading; or
- It is expected to realise the asset within 12 months after the reporting period; or
- The asset is a cash or equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting year.

All other assets are classified as non-current.

Similarly, a liability is classified as current if:

- It is expected to be settled in the normal operating cycle; or
- It is held primarily for the purpose of trading; or
- It is due to be settled within 12 months after the reporting period; or
- The Company does not have an unconditional right to defer the settlement of the liability for at least 12 months after the year.

Terms of a liability that could result in its settlement by the issue of equity instruments at the option of the counterparty does not affect this classification.

All other liabilities are classified as non-current.



Afcons Oil and Gas Services Private Limited
Notes forming part of the financial statements as at and for the year ended 31st March, 2024

The principal accounting policies are set out below.

2.2 Revenue recognition

Dividend and interest income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.3 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

a) Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

b) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable 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 arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting year 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.

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting year, to recover or settle the carrying amount of its assets and liabilities.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the entity will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the entity.



Afcons Oil and Gas Services Private Limited
Notes forming part of the financial statements as at and for the year ended 31st March, 2024

c) Current and Deferred Tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

2.4 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

2.5 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) for the year by the weighted average number of equity shares outstanding during the year.

Ordinary shares to be issued upon conversion of a mandatorily convertible instrument are included in the calculation of basic earnings per share from the date the contract is entered into.

2.6 Contingent liability and asset

A contingent liability is disclosed when there is remote chances as below:

(a) A possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or

(b) A present obligation that arises from past events but is not recognised because:

(i) It is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

(ii) The amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is disclosed when there would be a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.



Afcons Oil and Gas Services Private Limited

Notes forming part of the financial statements as at and for the year ended 31st March, 2024

(Amount in ₹)

Note 3 Cash and cash equivalents

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Cash on hand		-
(b) Balances with banks		
(i) In current accounts	1,01,000	1,00,000
Total	1,01,000	1,00,000

Note 4 Other Current Assets

Particulars	As at 31st March, 2024	As at 31st March, 2023
GST Receivable (Net)	19,399	19,399
Total	19,399	19,399



Afcons Oil and Gas Services Private Limited

Notes forming part of the financial statements as at and for the year ended 31st March, 2024

(Amount in ₹)

Note 5 Share capital- Statement of Changes in Equity

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised Equity Share Capital of ₹ 10/- each.				
1) 10,00,000 Equity Shares of ₹ 10/- each.	10,00,000	1,00,00,000	10,00,000	1,00,00,000
Total	10,00,000	1,00,00,000	10,00,000	1,00,00,000
Issued , Subscribed and fully paid up capital				
10,000 Equity shares of ₹ 10/- each	10,000	1,00,000	10,000	1,00,000
Total	10,000	1,00,000	10,000	1,00,000

Notes:

Details of shares held by each shareholder more than 5% of shares of the Company

Particulars	Equity shares with voting rights	Equity shares with differential voting rights	Compulsorily convertible preference shares	Optionally convertible preference shares
	Number of shares			
As at 31st March, 2024				
Afcons Infrastructure Ltd, the holding company	10,000	-	-	-



Afcons Oil and Gas Services Private Limited

Notes forming part of the financial statements as at and for the year ended 31st March, 2024

(Amount in ₹)

Note 6 Other Equity

Particulars	As at 31st March, 2024	As at 31st March, 2023
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	(2,76,806)	(1,87,886)
Add: Profit / (Loss) for the year	(81,810)	(88,920)
Total	(3,58,616)	(2,76,806)

Note 7 Trade payables

Particulars	As at 31st March, 2024	As at 31st March, 2023
Other than Acceptances (outstanding for less than 6 months)	54,000	54,000
Total	54,000	54,000

Note 8 Other current liabilities

Particulars	As at 31st March, 2024	As at 31st March, 2023
Advances from Afcons Infrastructure Ltd- Temporary advance repayable on demand	3,20,015	2,37,205
TDS on Professional Fees	5,000	5,000
Total	3,25,015	2,42,205



Afcons Oil and Gas Services Private Limited

Notes forming part of the financial statements as at and for the year ended 31st March, 2024

(Amount in ₹)

Note 9 Finance costs

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Interest Expenses	-	-
Bank Charges	-	-
Total	-	-

Note 10 Other expenses

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Profession Tax	2,500	2,500
Filing Fees	6,150	8,600
Legal and professional	14,160	14,160
Payment to the auditors (Refer to Note 10.1)	59,000	63,500
Sundry Expenses	-	160
Total	81,810	88,920

Note 10.1

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Payment to the auditors comprises for statutory audit	59,000	63,500
	59,000	63,500



Afcons Oil and Gas Services Private Limited
Notes forming part of the financial statements as at and for the year ended 31st March, 2024

11	Disclosures required under Section 22 of the Micro, Small and medium Enterprises Development Act, 2006		
	There are no Micro, Small and Medium Enterprises, as defined in the Micro, Small, and Medium Enterprises Development Act, 2006, to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made.		
12	Related Party Disclosures as per accounting standards 18 on "Related Party Disclosures"		
	<u>Holding company(s)</u> Afcons Infrastructure Limited		
	<u>Associate Company</u> PT Gunanusa Utama Fabricators (Upto 11 th October, 2023)		
	<u>Fellow Subsidiary(s)</u> Hazarat & Company Private Limited Afcons Hydrocarbons Engineering Private Limited Afcons Corrosion Protection Private Limited Afcons Construction Mideast LLC Afcons Infrastructures Kuwait for Building, Road and Marine Contracting WLL Afcons Gulf International Project Services FZE Afcons Mauritius Infrastructure Ltd (AMIL) Afcons Overseas Singapore Pte Ltd. Afcons Infra Projects Kazakhstan LLP Afcons Saudi Constructions LLC Afcons Overseas Project Gabon SARL		
	Name of Related Party Where Transactions have taken place during the year Afcons Infrastructure Limited.		
12.1	Details of transactions with related party during the year:		
	Particulars	Current Year (₹)	Previous Year (₹)
	Loan given / (received)	(82,810)	(25,615)
	Outstanding Loan Payable	3,20,015	2,37,205
13	Earnings per share		
	Earning per share is calculated by dividing the Profit / (Loss) attributable to the equity shareholder by the weighted average number of equity shares outstanding during the year as under :		
	Particulars	Current year	Previous year
	Profit / (Loss) attributable to equity shareholders (in ₹)	(81,810)	(88,920)
	Weighted average number of shares outstanding during the year	10,000	10,000
	Basic / diluted earnings per share (in ₹)	(8.18)	(8.89)
	Nominal value per share (in ₹)	10.00	10.00
14	All the loans amounting to Rs.3,20,015 (100% of total Borrowings) are taken from related party (Holding Company) and all are repayable on demand and without specifying any terms or period of repayment.		



Afcons Oil and Gas Services Private Limited
Notes forming part of the financial statements as at and for the year ended 31st March, 2024

15 Financial Ratios								
Sr. no.	Particulars	Formula's used	Amounts		Ratios		Variance	Remarks
			As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023		
1	Current ratio (in times)	Current assets	1,20,399	1,19,399	0.32	0.40	-21.19%	
		Current liabilities	3,79,015	2,96,205				
2	Debt equity ratio (in times)	Total debt	-	-	NA	NA	NA	
		Shareholder's Equity	-	-				
3	Debts services coverage ratio	Earning available for debt services	-	-	NA	NA	NA	
		Debt services	-	-				
4	Return on equity	Net loss after taxes	-81,810	-88,920	0.38	0.67	-44.07%	
		Average shareholders' equity	-2,17,711	-1,32,346				
5	Inventory turnover ratio	Cost of goods sold or Sales	-	-	NA	NA	NA	
		Average inventory	-	-				
6	Trade receivable turnover ratio	Net revenue	-	-	NA	NA	NA	
		Average trade receivables	-	-				
7	Trade payable turnover ratio	Net credit purchase + other expenses	81,810	88,920	1.52	1.68	-9.70%	
		Average trade payable	54,000	53,000				
8	Net capital turnover ratio	Net revenue	-	-	NA	NA	NA	
		Working capital	-	-				
9	Net profit ratio	Net loss after taxes	-	-	NA	NA	NA	
		Net revenue	-	-				
10	Return on capital employed	Earning before interest and taxes	-81,810	-88,920	0.32	0.50	37.10%	
		Capital employed	-2,58,616	-1,76,806				
11	Return on investment (in %)	Income generated from invested fund	-	-	NA	NA	NA	
		Average invested fund	-	-				



Afcons Oil and Gas Services Private Limited
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16	There has been no Income, Expenditure, Receipts or Payments in Foreign Currency during the current or previous year.
17	The Company was set up by Afcons Infrastructure Limited ("Afcons") and PT Gunanusa Utama Fabricators("PT Gunanusa") to engage in contract drilling, production, offshore construction, dredging and marine services related offshore oil business of any description. But the company has not been able to bag any contract till date. There is no business in the company, and only the operational expenses are incurred which are funded by Afcons.
18	The Company has reported a net loss Rs.81,810 during the current year and also reported an accumulated loss of Rs. 2,58,616 as at 31st March 2024. Further owing to the accumulated losses, the Company's net worth is completely eroded.This casts a significant doubt on the entity's ability to continue as a going concern.However in view of the intention of Afcons to continue to infuse funds, to meet the operational commitments, the accompanying financial statements have been prepared on a going concern basis.
19	2,600 shares of the Company held by PT Gunanusa Utama Fabricators, Indonesia (" PT Gunanusa "), have been purchased by Afcons Infrastructure Limited, at face value of Rs. 10/- per share. Pursuant to this transfer, effective from 12th October, 2023, the Company has become the wholly owned subsidiary of Afcons Infrastructure Limited.
20	Subsequent Events: There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.
21	Details of benami property held: There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
22	Wilful Defaulter: The Company has not been declared a Wilful Defaulter by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters issued by the RBI.
23	Relationship with Struck off Companies: The company has not done any transaction with struck off companies during the current and previous year.
24	Details of crypto currency or virtual currency: The Company has not traded or invested in Crypto currency or Virtual Currency during the reporting period.
25	Compliance with number of layers of companies: The Company has complied with the number of layers prescribed under the Companies Act, 2013.
26	Undisclosed income: The Company do not have any transaction not recorded in the books of accounts that has been surrendered or not disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
27	Core Investment Companies (CICs) under the group: Based on the information available with us as on date, there are no Registered CICs under the group. The following are the Unregistered CICs: (i) SP Finance Private Ltd (ii) SC Finance and Investments Private Ltd (iii) Hermes Commerce Private Ltd. (iv) Renaissance commerce Private Ltd. (v) Shapoorji Pallonji Energy Private Limited (Formerly known as "Shapoorji Pallonji Oil and Gas Private Limited") The completeness of CIC across Group is based on the information and explanation available with us as on date.
28	The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (i) 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 (ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.



Afcons Oil and Gas Services Private Limited
Notes forming part of the financial statements as at and for the year ended 31st March, 2024

29	The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (i) 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 (ii) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
30	Other matters Information with regard to other matters specified in Revised Schedule III to the Act is either nil or not applicable to the Company for the year.
31	Previous year's Figures Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.
32	The financial statements were approved for issue by the Board of Directors on June 12, 2024.

For J. C. Bhatt & Associates
Chartered Accountants
(Firm Registration No. 130923W)


Pradip Lapasia
Partner
Membership No.: 145682



For and on Behalf of the Board of Directors


Ashwini Venkatesh
Director
(DIN: 03120739)


Ramesh Kumar Jha
Director
(DIN: 08506882)



Place: Mumbai
Date : June 12, 2024