

Sunfast TVS Limited

ANNUAL REPORT

**for the year ended
March 31, 2023**

Sunfast TVS Limited

REPORT OF DIRECTORS TO THE MEMBERS

The Directors have pleasure in presenting the Fourth Annual Report together with the audited accounts for the year ended March 31, 2023.

FINANCIAL RESULTS

₹ in thousands

Particulars	2022-23	2021-22
Revenue from Operations and Other Income	7,685.33	2,431.71
Gross Profit/(Loss) before interest & depreciation	496.02	(132.11)
Less: Interest	-	0.29
Less: Depreciation	-	-
Profit / (Loss) Before Tax	496.02	(132.40)
Less: Current and Deferred Tax	129.18	(33.32)
Net Profit / (Loss) After Tax	366.84	(99.08)
Add: Balance Brought Forward	(296.93)	(197.85)
Balance Carried Forward	69.91	(296.93)

OPERATIONS

The Sales and other income during the year under review was at ₹ 7,685.33 (in thousands) as against ₹ 2,431.71 (in thousands) in the previous year. The operating profit / (loss) for the year was at ₹ 496.02 (in thousands) as against loss of ₹ (132.40) (in thousands) in the previous year and the year ended with a net profit / (loss) of ₹ 366.84 (in thousands) as against net loss of ₹ (₹ 99.08) (in thousands) in the previous year.

DIVIDEND

The Directors do not propose any dividend for the year under review.

BOARD MEETINGS

During the financial year 2022-23, there were five (5) Board meetings, which were held on April 11, 2022, August 8, 2022, October 21, 2022, November 9, 2022 and March 8, 2023.

All the Directors attended all the five meetings held during the period under review.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm that: -

- in the preparation of annual accounts, the applicable accounting standards had been followed.
- they had selected appropriate accounting policies and applied them consistently, and made judgments and estimates that have been made 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 March 31, 2023.
- they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- they had prepared the annual accounts on a going concern basis.

- they had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

RELATED PARTY TRANSACTIONS

All transactions with related parties were on arm's length basis and were in the ordinary course of business. There was no related party contract during the year other than that disclosed in **Annexure - I**. Form **AOC-2** as required under Section 134(3)(h) is enclosed as **Annexure - I** to this report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not granted any loans or furnished guarantees or made investment in the entities covered under the provisions of section 186 of the Companies Act, 2013.

STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SUB-SECTION (7) OF SECTION 149

This clause is not applicable as the Company, being a wholly-owned subsidiary of Sundram Fasteners Limited. The Company is not required to have an Independent Director on the Board of the Company by virtue of the exemption provided under Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

AUDIT COMMITTEE AND VIGIL MECHANISM

The Company is not required to have an Audit Committee as per Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014.

The provisions of Section 177 (9) relating to establishment of vigil mechanism are not applicable to the company.

DIRECTORS

Sri Suresh Krishna, Chairman and Director had retired from the Board of the Company with effect from April 1, 2022. Ms. Arathi Krishna, Director was nominated as Chairperson of the Board with effect from April 11, 2022. Sri R Dilip Kumar (DIN 00240372), Director was appointed as an Additional Director with effect from April 1, 2022.

Ms Arundathi Krishna (DIN 00270935) retires from the Board by rotation and being eligible, offers herself for re-appointment.

The provision of Section 149 pertaining to the appointment of Independent Directors does not apply to your Company.

DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL APPOINTED OR HAVE RESIGNED DURING THE YEAR

Sri R Dilip Kumar (DIN 00240372), Director was appointed as an Additional Director with effect from April 1, 2022. Subsequently, the appointment of Sri R Dilip Kumar was approved by the shareholders at the third Annual General Meeting held on May 23, 2022.

Sri Suresh Krishna, Chairman and Director retired from the Board of the Company with effect from April 1, 2022.

There was no Key Managerial Personnel appointed or resigned during the period.

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of business during the year.

MATERIAL CHANGES AND COMMITMENTS

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

AUDITORS

Pursuant to Section 139 of the Companies Act, 2013, M/s. Sundaram & Srinivasan, Chartered Accountants, Chennai, (Registered No. 004207S with the Institute of Chartered Accountants of India), were appointed as Statutory Auditors of the company at the First Annual General Meeting of the Company for a consecutive period of five years commencing from 28th August, 2020.

The Company has obtained necessary certificate under Section 139 of the Companies Act, 2013 from the auditor conveying their eligibility for the above appointment as prescribed under Section 141. Their eligibility criteria were reviewed by the Board, as specified under Section 141 of the Companies Act, 2013.

DETAILS OF FRAUD REPORTED BY AUDITORS

M/s. Sundaram & Srinivasan, Chartered Accountants, Chennai, the Statutory Auditors of the Company have stated that during the course of their audit, there were no fraud by the Company or on the Company by its officers noticed or reported in Independent Auditors' Report which forms part of this Report.

BOARD'S COMMENT ON THE AUDITOR'S REPORT

There are no Qualifications, adverse remarks, and reservations made by Statutory Auditors in their report, which were required to be reported by the Board in its report.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

Section 178(1) of the Companies Act, 2013 is not applicable as the Company has not met the specified criteria. In view of the same, this requirement is not applicable to the Company.

CONSERVATION OF ENERGY / TECHNOLOGY ABSORPTION

The Company has no activity relating to conservation of energy and technology absorption.

FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company did not have any foreign exchange earning or outgo.

COMPANIES WHICH HAVE BECOME OR CEASED TO BE COMPANY'S SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

The Company did not have any subsidiary, joint venture or associate company.

AMALGAMATION OF SUNFAST TVS LIMITED AND TVS ENGINEERING LIMITED, WHOLLY-OWNED SUBSIDIARIES WITH SUNDRAM FASTENERS LIMITED (HOLDING COMPANY)

The Company and TVS Engineering Limited, wholly-owned subsidiaries of Sundram Fasteners Limited have submitted a joint

application with the Hon'ble National Company Law Tribunal, Chennai Bench seeking its approval for the amalgamation of the Company and TVS Engineering Limited with Sundram Fasteners Limited and their respective shareholders.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Section 135 is not applicable to the Company as the Company has not met the specified turnover or net worth or profit criteria.

STATEMENT UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

There are no employees in the Company and hence, Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable.

PROCEEDINGS PENDING, IF ANY, UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

The Company has *neither* filed an application during the year under review nor are any proceedings pending under the Insolvency and Bankruptcy Code, 2016 as at March 31, 2023.

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF.

No such event has occurred during the year under review.

PUBLIC DEPOSITS

During the year under review, the Company has not accepted any deposit from the public within the meaning of Section 73 of the Companies Act, 2013. Further, the company had no deposit as on March 31, 2023.

REGULATORY / COURT ORDERS

During the year 2022-2023, no significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

INTERNAL FINANCIAL CONTROLS

The Company has internal control procedures and sufficient internal control checks considering the size and nature of its business and the Board of Directors are of the view that those controls are adequate with reference to the financial statements.

RISK MANAGEMENT

The Company had identified certain business risks and also the measures for dealing with such risks which it faces in day to day operations of the Company.

MAINTENANCE OF COST RECORDS

Section 148(1) of the Companies Act, 2013, is not applicable to the Company as the Company has not met the specified criteria and hence, the Company is not required to maintain cost records.

PERFORMANCE EVALUATION

The requirement of performance evaluation is not applicable as the Company has not met the specified criteria.

HEALTH, SAFETY, SECURITY AND ENVIRONMENT (HSSE)

There are no employees in the Company and hence health, safety, security and environment training are not applicable.

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

The Company has adopted the Anti-Sexual Harassment Policy laid down by the Holding Company (Sundram Fasteners Limited-SFL), which is in line with the requirements of the Sexual Harassment of

Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) of SFL is entrusted to redress complaints regarding sexual harassment. No complaints were received during the calendar year 2022.

ACKNOWLEDGMENT

Your Directors thank the holding company, Sundram Fasteners Limited for their continued support.

On behalf of the Board

ARATHI KRISHNA
Chairperson
DIN: 00517456

Place: Chennai
Date : April 10, 2023

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

All contracts arrangements / transactions with related parties are on arm's length basis and in the ordinary course of business.

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

(₹ in thousands)

a)	Name of the Related Party and nature of relationship	Sundram Fasteners Limited, Chennai - Holding Company
b)	Nature of contracts / arrangements /transactions	Purchase of Raw materials, Tools and Components
		₹ 327.42 Thousands
c)	Duration of the contracts / arrangements /transactions	2022-23
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	At arm's length basis and in the ordinary course of business
e)	Date of approval by the Board, if any	As the transactions fall under the fourth proviso to Section 188(1), Board approval is not required.
f)	Amount paid as advances, if any	Nil

On behalf of the Board

Arathi Krishna
Chairperson
DIN:00517456

Place : Chennai
Date : April 10, 2023

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SUNFAST TVS LIMITED, CHENNAI FOR THE YEAR ENDED MARCH 31, 2023

To the Members of Sunfast TVS Limited, Chennai

Opinion

We have audited the financial statements of Sunfast TVS Limited, Chennai ("the company"), which comprise the Balance Sheet as at 31st March 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("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, 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 Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

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

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure –A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - c. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st 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 B".
 - g. Requirement of reporting as per section 197(16) of the Act is not applicable as the Company has not paid or provided any managerial remuneration.
 - 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, 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 and as such no provision as required under the applicable law or accounting standards for material foreseeable losses is to be made.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person 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 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 provided under sub-clause (a) and (b) above, contain any material misstatement.
- v. The company has not declared any dividend during the year. Hence, reporting on whether there is compliance with the provisions of section 123 of the Act does not arise.
- vi. The company is required to maintain accounting software with requisite audit trail facility from the financial year commencing on or after 1st April 2023 [As per Companies (Accounts) Second Amendment Rules, 2022, vide MCA notification dated 31.03.2022]. Hence, reporting under Rule 11 (g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31st March 2023.

For Sundaram & Srinivasan
Chartered Accountants
Firm Registration No. 004207S

P Viswanathan

Partner

Place : Chennai
Date : 10.04.2023

Membership No: 224941
UDIN: 23224941BGTCYR1461

ANNEXURE “A” TO INDEPENDENT AUDITOR’S REPORT TO THE MEMBERS OF SUNFAST TVS LIMITED, CHENNAI FOR THE YEAR ENDED 31ST MARCH 2023

Annexure A referred to in our report under “Report on Other Legal and Regulatory requirements Para 1” of even date on the accounts for the year ended 31st March 2023.

- i. (a) The Company has no property, plant and equipment and intangible assets. Accordingly, the provisions of clause 3(i) (a), (b), (c) and (d) of the order are not applicable to the company.
- (b) 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 (45 of 1988) and rules made thereunder.
- ii. (a) The inventory has been physically verified at reasonable intervals during the year by the management. In our opinion, the procedures for physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. The discrepancies between the physical stocks and the book stocks were not material (less than 10% in the aggregate for each class of inventory) and have been properly dealt with in the books of accounts.
- (b) The company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. According to the information and explanations furnished to us, the company has not made any investments, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms or other parties. Accordingly, the provisions of clause 3 [(iii)(a),(b),(c),(d),(e) & (f)] of the order are not applicable to the company.
- iv. According to the information and explanations furnished to us, the company has not granted any loan, made any investments and provided any guarantee and security. Hence, reporting on whether there is compliance with the provisions of section 185 and 186 of the Companies Act, 2013 does not arise.
- v. The company has not accepted any deposit within the meaning of sections 73 to 76 of the Companies Act, 2013. Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- vi. According to the information and explanations furnished to us, the requirement for maintenance of cost records pursuant to the Companies (Cost Records and Audit) Rules, 2014 specified by the Central Government of India under Section 148 of the Companies Act, 2013 are not applicable to the Company for the year under audit.
- vii. (a) According to the records provided to us, the company is generally regular in depositing undisputed statutory dues including Goods and Services Tax (GST), Income Tax, Cess and other statutory dues with the appropriate authorities. Depositing sums under Provident Fund, Employees’ State Insurance and Duty of Customs are not applicable during the year.
- According to the information and explanations furnished to us, no undisputed amounts payable in respect of Goods and Services Tax (GST), Income-Tax and Cess and other 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 information and explanations furnished to us, there are no disputed dues that were not deposited with the concerned authorities.
- viii. According to the information and explanations furnished to us, 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 availed term loan or other borrowings from banks or financial institutions or other parties. Accordingly, the provisions of clause 3 [ix (a)] of the Order are not applicable.
- (b) The company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The company has not availed any term loan from banks or financial institutions during the year and there is no outstanding term loan at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements, the company has not raised any funds on a short-term basis. Hence, the reporting on whether funds raised on a short-term basis have been utilised for long term purposes does not arise.
- (e) The company does not have subsidiaries, joint ventures or associate companies. Hence, the provisions of clause 3 [ix (e)] of the Order are not applicable.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x. (a) The company has not raised any money by the way of initial public offer or further public offers including debt instruments during the year. Hence, reporting on utilization of such money does not arise.
- (b) According to the information and explanations furnished to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3 [x(b)] of the order are not applicable to the Company.

Sunfast TVS Limited

- xi. (a) Based on the audit procedures adopted and information and explanations furnished to us by the management, no fraud on or by the company has been noticed or reported during the year.
- (b) In view of what is stated in point no. xi (a) above, no report under sub-section 12 of section 143 of Companies Act, 2013 has been filed in Form ADT-4 during the year.
- (c) The provisions of section 177 (9) of the Companies Act, 2013 relating to establishment of a vigil mechanism are not applicable. Hence, reporting requirements under clause 3 [xi(c)] of the order are not applicable to the Company.
- xii. The company is not a Nidhi company. Hence, the provisions of clause 3 [xii (a),(b) and (c)] of the Order are not applicable to the company.
- xiii. The provisions of section 177 of the Companies Act, 2013 relating to the constitution of Audit Committee are not applicable. In our opinion and according to the information and explanations furnished to us, all transactions with the related parties are in compliance with section 188 of Companies Act, 2013.
- The details of transactions during the year have been disclosed in the Financial Statements as required by the applicable accounting standards. Refer Note no.27 to financial statements.
- xiv. The provisions of section 138 of the Companies Act, 2013 relating to the Internal Audit are not applicable. Hence, the provisions of clause 3[xiv(a) & b] of the Order are not applicable to the company.
- xv. According to the information and explanations furnished to us, the company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Companies Act, 2013.
- xvi. (a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Hence, the provisions of clause 3[xvi(a) & (b) are not applicable to the company.
- (b) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi) (c) of the Order is not applicable.
- (c) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The company has not incurred any losses during the financial year covered by our audit and incurred cash loss of Rs.132.40 Thousands in the immediately preceding financial year.
- xviii. During the year, there is no resignation of statutory auditors.
- 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, 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.
- xx. The provisions of section 135 of the Companies Act, 2013 relating to the Corporate Social Responsibility (CSR) are not applicable. Hence, the reporting clause 3[xx(a) & b] of the Order are not applicable.
- xxi. The company does not have subsidiaries, joint ventures or associate companies. Accordingly, the preparation of consolidated financial statements and reporting under the clause 3 (xxi) of the Order are not applicable.

For Sundaram & Srinivasan
Chartered Accountants
Firm Registration No. 004207S

P Viswanathan
Partner

Place : Chennai
Date : 10.04.2023

Membership No: 224941
UDIN: 23224941BGTCYR1461

ANNEXURE “B” TO INDEPENDENT AUDITOR’S REPORT TO THE MEMBERS OF SUNFAST TVS LIMITED, CHENNAI FOR THE YEAR ENDED 31ST MARCH 2023

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 with reference to financial statements of Sunfast TVS Limited, Chennai (“the Company”) as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (hereinafter “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 with reference to 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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both 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 financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A Company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding

the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company’s internal financial control over financial reporting includes those policies and procedures that;

- I. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- II. 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
- III. provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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 periods 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, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2023, based on;

- i. existing policies and procedures adopted by the Company for ensuring orderly and efficient conduct of business.
- ii. continuous adherence to Company’s policies.
- iii. existing procedures in relation to safeguarding of Company’s receivables, loans and advances made and bank balances.
- iv. existing system to prevent and detect fraud and errors.
- v. accuracy and completeness of Company’s accounting records; and existing capacity to prepare timely and reliable financial information.

For Sundaram & Srinivasan
Chartered Accountants
Firm Registration No. 004207S

P Viswanathan
Partner

Place : Chennai
Date : 10.04.2023

Membership No: 224941
UDIN: 23224941BGTCYR1461

Sunfast TVS Limited

Balance Sheet as at March 31, 2023

Particulars	Note No.	₹ in Thousands	
		As at 31st March 2023	As at 31st March 2022
I. ASSETS			
(1) Non-current assets			
(a) Deferred tax asset	5	0.25	34.08
(b) Tax Asset (Net)	6 A	-	119.79
		<u>0.25</u>	<u>153.87</u>
(2) Current assets			
(a) Inventories	7	1,983.50	1,102.47
(b) Financial assets			
- Trade receivables	8	2,851.26	880.89
- Cash and cash equivalents	9	473.19	596.09
(c) Other current assets	10	193.80	483.24
		<u>5,501.75</u>	<u>3,062.69</u>
Total Assets		5,502.00	3,216.56
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	11 A	100.00	100.00
(b) Other equity	11 B	69.91	(296.93)
Total equity		<u>169.91</u>	<u>(196.93)</u>
Liabilities			
(1) Non-current liabilities		-	-
(2) Current liabilities			
(a) Financial liabilities			
- Trade payables			
Total outstanding dues of micro and small enterprises	12	1,151.17	7.28
Total outstanding dues of creditors other than micro and small enterprises	12	4,065.13	2,980.73
- Other financial liabilities	13	15.00	19.80
(b) Other current liabilities	14	9.22	405.68
(c) Current tax liabilities (Net)	6 B	91.57	-
		<u>5,332.09</u>	<u>3,413.49</u>
Total equity and liabilities		5,502.00	3,216.56

Notes 1 to 28 form an integral part of these financial statements

This is the balance sheet referred to in our report of even date
For SUNDARAM & SRINIVASAN
Chartered Accountants
Firm Regn No. 004207S
P VISWANATHAN
Partner
Membership Number 224941

For and on behalf of the Board of Directors of
Sunfast TVS Limited
[CIN: U74999TN2019PLC128635]
ARATHI KRISHNA
Chairperson
(DIN: 00517456)
ARUNDATHI KRISHNA
Director
(DIN: 00270935)

Place: Chennai
Date: 10.04.2023

Place: Chennai
Date: 10.04.2023

Statement of Profit and Loss for the year ended March 31, 2023

SI. No.	Particulars	Note No.	₹ in Thousands	
			For the year ended 31st March 2023	For the year ended 31st March 2022
I	Revenue from operations	15	7,680.28	2,431.71
II	Other income	16	5.05	-
III	Total Income (I+II)		<u>7,685.33</u>	<u>2,431.71</u>
IV	Expenses			
	Cost of materials consumed	17	3,699.49	2,005.12
	Changes in inventories of finished goods, stock-in-trade and work-in-process	18	340.90	(1,048.49)
	Finance costs - Interest Expenses		-	0.29
	Other expenses	19	3,148.92	1,607.19
	Total expenses (IV)		<u>7,189.31</u>	<u>2,564.11</u>
V	Profit / (Loss) before exceptional items and tax (III-IV)		<u>496.02</u>	<u>(132.40)</u>
VI	Exceptional item		-	-
VII	Profit / (Loss) before tax (V-VI)		<u>496.02</u>	<u>(132.40)</u>
VIII	Tax expense:			
	(a) Current tax	24	95.35	-
	(b) Deferred tax	5	33.83	(33.32)
			<u>129.18</u>	<u>(33.32)</u>
IX	Profit / (Loss) for the year (VII - VIII)		<u>366.84</u>	<u>(99.08)</u>
X	Other comprehensive income			
	i) Items that will not be reclassified to profit or loss		-	-
	- Income tax relating to items that will not be reclassified to profit or loss		-	-
	ii) Items that will be reclassified to profit or loss		-	-
	- Income tax relating to items that will be reclassified to profit or loss		-	-
			<u>-</u>	<u>-</u>
XI	Total comprehensive income for the period (IX + X) <i>(Comprising Profit / (loss) and Other Comprehensive Income for the year)</i>		<u>366.84</u>	<u>(99.08)</u>
XII	Earnings per equity share	20		
	Basic (in ₹)		36.68	(9.91)
	Diluted (in ₹)		36.68	(9.91)
XIII	Weighted average number of equity shares used in computing earnings per equity share			
	Basic		10,000	10,000
	Diluted		10,000	10,000

Notes 1 to 28 form an integral part of these financial statements

This is the statement of profit and loss referred to in our report of even date
For SUNDARAM & SRINIVASAN
Chartered Accountants
Firm Regn No. 004207S
P VISWANATHAN
Partner
Membership Number 224941

For and on behalf of the Board of Directors of
Sunfast TVS Limited
[CIN: U74999TN2019PLC128635]
ARATHI KRISHNA
Chairperson
(DIN: 00517456)
ARUNDATHI KRISHNA
Director
(DIN: 00270935)

Place: Chennai
Date: 10.04.2023

Place: Chennai
Date: 10.04.2023

Statement of changes in Equity for the year ended March 31, 2023

A. Equity Share Capital		(₹ in Thousands)	
Particulars	Notes	Amount	
(1) Current Reporting Period			
Balance as at the 01 st April 2022	11A	100.00	
Changes in Equity Share Capital due to prior period errors		-	
Restated balance at the 01 st April 2022		100.00	
Changes in equity share capital during current year		-	
Balance as at the 31st March 2023		100.00	
(2) Previous Reporting Period			
Balance as at the 01 st April 2021	11A	100.00	
Changes in Equity Share Capital due to prior period errors		-	
Restated balance at the 01 st April 2021		100.00	
Changes in equity share capital during previous year		-	
Balance as at the 31st March 2022		100.00	

B. Other Equity

(₹ in Thousands)

Particulars	Notes	Reserves and Surplus	
		Retained Earnings - Suplus in Statement of Profit and Loss	Total
(1) Current Reporting Period			
Balance as at the 01 st April 2022		(296.93)	(296.93)
Changes in accounting policy / prior period errors		-	-
Restated balance at the 01 st April 2022		(296.93)	(296.93)
Total Comprehensive Income for the current year		366.84	366.84
Balance as at the 31st March 2023	11B	69.91	69.91
(2) Previous Reporting Period			
Balance as at 01 st April 2021		(197.85)	(197.85)
Changes in accounting policy / prior period errors		-	-
Restated balance at the 01 st April 2021		(197.85)	(197.85)
Total Comprehensive Income for the previous year		(99.08)	(99.08)
Balance as at the March 31, 2022	11B	(296.93)	(296.93)

Notes 1 to 28 form an integral part of these financial statements

This is the statement of changes in equity referred to in our report of even date

For SUNDARAM & SRINIVASAN

Chartered Accountants

Firm Regn No. 004207S

P VISWANATHAN

Partner

Membership Number 224941

Place: Chennai

Date: 10.04.2023

For and on behalf of the Board of Directors of

Sunfast TVS Limited
[CIN: U74999TN2019PLC128635]
ARATHI KRISHNA

Chairperson

(DIN: 00517456)

Place: Chennai

Date: 10.04.2023

ARUNDATHI KRISHNA

Director

(DIN: 00270935)

Statement of Cash flows for the year ended March 31, 2023

Particulars	(₹ in Thousands)	
	For the year ended 31st March 2023	For the year ended 31st March 2022
A. Cash flows from operating activities		
Profit / (Loss) before tax	496.02	(132.40)
Adjustments for		
Interest paid	-	0.29
Operating profit before working capital changes a	496.02	(132.11)
Adjustments for Changes in working capital changes		
(Increase) / Decrease in Inventories	(881.03)	(1,102.47)
(Increase) / Decrease in Trade Receivables	(1,970.37)	(415.94)
(Increase) / Decrease in Other Current assets	289.44	(394.89)
(Increase) / Decrease in Other Non-financial assets	116.01	(18.90)
Increase / (Decrease) in Trade Payable	2,228.29	2,375.09
Increase / (Decrease) in Other Financial Liabilities	(4.80)	3.05
Increase / (Decrease) in Other Current Liabilities	(396.46)	312.48
Cash from / (used) in operating activities b	(618.92)	758.42
Less: Direct taxes paid c	-	(91.00)
Net cash from / (used) in operating activities (a+b+c)	(122.90)	535.31
B. Cash flow from investing activities		
	-	-
C. Cash flow from financing activities		
Interest paid	-	(0.29)
Net cash from / (used) from financing activities	-	(0.29)
D. Net Increase / (decrease) in cash and Cash Equivalents (A+B+C)	(122.90)	535.02
E. Cash and cash equivalents at the beginning	596.09	61.07
F. Cash and cash equivalents at the end (D+E)	473.19	596.09
Cash and cash equivalents comprise of:		
Cash on hand	-	-
Balance with bank in current account	473.19	596.09
Cash and cash equivalents (Refer Note No.9)	473.19	596.09

Note:

1. Cash Flow Statement is prepared under Indirect Method.

2. Disclosure requirements relating to Changes in liabilities arising from non-cash changes are not applicable.

This is the Statement of cash flows referred to in our report of even date

For SUNDARAM & SRINIVASAN

Chartered Accountants

Firm Regn No. 004207S

P VISWANATHAN

Partner

Membership Number 224941

Place: Chennai

Date: 10.04.2023

For and on behalf of the Board of Directors of

Sunfast TVS Limited
[CIN: U74999TN2019PLC128635]
ARATHI KRISHNA

Chairperson

(DIN: 00517456)

Place: Chennai

Date: 10.04.2023

ARUNDATHI KRISHNA

Director

(DIN: 00270935)

Notes to Financial Statements for the year ended March 31, 2023

1 Corporate Information

Sunfast TVS Limited ("the Company") was incorporated in India on 8th April 2019 and is a wholly owned subsidiary of Sundram Fasteners Limited (SFL), Chennai.

The registered office of the Company is situated at No. 98-A, VII Floor, Dr. Radhakrishnan Salai, Mylapore, Chennai-600004.

The Company is engaged in the business of manufacture and sale of defence and aerospace components.

2 Basis of Preparation

The financial statements of the Company have been prepared on mercantile basis as a going concern in accordance with Indian Accounting Standards (Ind AS) as prescribed by Ministry of Corporate Affairs under Companies (Indian Accounting Standards) Rules, 2015, provisions of the Companies Act 2013, to the extent notified, and pronouncements of the Institute of Chartered Accountants of India.

The financial statements for the year ended 31st March 2023 are duly adopted by the Board today for consideration and approval by the shareholders.

The financial statements are presented in functional currency i.e Indian Rupees (INR) and all values are rounded to the nearest thousands, except where otherwise indicated.

Information under Ind AS is furnished wherever applicable and only when such information will influence the economic decisions of the users of the financial statements.

Applicability of Amendments to existing standards issued but not effective:

The Ministry of Corporate Affairs ("MCA") notified amendments to the existing standards - Ind AS - 101, 102, 103, 107, 109, 115, 1, 8, 12 and 34 under Companies (Indian Accounting Standards) Rules, 2023 on March 31, 2023. These amendments are effective for the financial year beginning from April 1, 2023. The Company has evaluated these amendments and there are no impacts on its financial statements.

Applicability of New Indian Accounting Standard issued but not effective - Nil

3 Summary of accounting policies

3.1 Overall considerations

The financial statements have been prepared applying the significant accounting policies and measurement bases summarized below.

3.2 Revenue

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and

schemes offered by the Company as part of the contract. There is no significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers.

Sale of Products

Revenue from sale of goods is recognised when the goods have been passed on to the buyer as per contractual terms, at which time all the five conditions mentioned in Ind AS -115 are satisfied.

Revenue from services

Revenue from rendering of services is recognized upon transfer of control of promised services to customers.

3.3 Financial instruments

Recognition, initial measurement and derecognition

Financial assets (other than trade receivables) and financial liabilities are recognized when the Company becomes a party to the contractual rights/obligations of the financial instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Trade receivables are recognised at their transaction value as the same do not contain significant financing component.

Classification and subsequent measurement of financial assets:

For the purpose of subsequent measurement financial assets are classified and measured based on the entity's business model for managing the financial asset and the contractual cash flow characteristics of the financial asset at:

- Amortised cost
- Fair Value Through Other Comprehensive Income (FVTOCI) or
- Fair Value Through Profit or Loss (FVTPL)

All financial assets are reviewed for impairment at least at each reporting date. The Company recognise loss allowance for expected credit loss on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

3.4 Inventories

Inventories are valued at lower of cost and net realizable value including necessary provision for obsolescence. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and selling expenses. The comparison of cost and net realisable value is made on an item by item basis. The cost of raw materials, components, consumable stores and spare parts are determined using the weighted average method and

Notes to Financial Statements for the year ended March 31, 2023

includes freight, taxes and duties, net of duty credits wherever applicable. Finished goods, including stock in trade and work-in progress are valued at lower of cost and net realisable value. Cost includes all direct costs including excise duty and applicable manufacturing overheads incurred in bringing them to their present location and condition

Raw materials

Raw materials are valued at cost of purchase net of duties and includes all expenses incurred in bringing such materials to the location of its use.

Work-in-progress and finished goods

Work-in-progress and finished goods include conversion costs in addition to the landed cost of raw materials

3.5 Income taxes

Tax expense is recognized in the statement of profit and loss comprises the sum of deferred tax and current tax.

Calculation of current tax is based on tax rates in accordance with tax laws that have been enacted or substantively enacted by the end of the reporting period. Deferred tax is recognised in respect of temporary difference between carrying amount of assets and liabilities for financial reporting purposes and corresponding amounts used for tax purposes. Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used.

3.6 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments maturing within 3 months from the date of acquisition and that are readily convertible into known amounts of cash and which are subject to only an insignificant risk of changes in value.

3.7 Equity and Reserves

Share capital represents the nominal (par) value of shares that have been issued and fully paid up.

Retained earnings includes current year & previous years retained profits.

3.8 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events including a bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares). For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are considered for the effects of all dilutive potential equity shares.

3.9 Statement of Cash flows

Statement of Cash flows are reported using the indirect method, whereby profit before tax is appropriately classified for the effects of transactions of non-cash nature and any deferrals or accruals of past or future receipts or payments. In the cash flow statement, cash and cash equivalents includes cash in hand, cheques on hand, balances with banks in current accounts and other short-term highly liquid investments with maturities of 3 months or less, as applicable.

3.10 Segment reporting

The Company is engaged in the business of manufacture and sale of defence and aerospace components, which is only one segment in which the Company is engaged.

3.11 Borrowing costs

There is no capitalisation of borrowing cost since there are no qualifying assets.

4. Significant management judgment in applying accounting policies

Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the entity's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of business and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

Sunfast TVS Limited

Notes to Financial Statements for the year ended March 31, 2023

5 Deferred Tax Assets	₹ in Thousands)		8 Trade receivables	₹ in Thousands)	
	As at	As at		As at	As at
Particulars	31st March	31st March		31st March	31st March
	2023	2022		2023	2022
a. Deferred Tax Asset - Allowable under Income Tax Act, 1961			(a) Considered good - Secured	-	-
As per last Balance Sheet	0.51	0.76	(b) Considered good - Unsecured	2,851.26	880.89
For the current year (transferred from Statement of Profit and Loss)	(0.26)	(0.25)	(c) Receivables which have significant increase in Credit Risk	-	-
a	<u>0.25</u>	0.51	(d) Receivables - Credit impaired	-	-
b. Deferred Tax Asset on Carry forward Business Loss as per Income Tax Act, 1961 *			<u>2,851.26</u>	880.89	
As per last Balance Sheet	33.57	-	Less: Loss allowance for bad and doubtful debts	-	-
For the current year (transferred from Statement of Profit and Loss)	(33.57)	33.57	Total	2,851.26	880.89
b	<u>-</u>	33.57	(e) Trade Receivables from Related Parties (Refer Note No. 27)	-	-
* Based on estimates by the Management on future taxable income			(f) <u>Trade Receivables ageing schedule:</u>		
Total (a+b)	<u>0.25</u>	<u>34.08</u>	(i) Undisputed Trade receivables – considered good		
			Outstanding for following periods from due date of payment		
			Not Due	2,811.90	756.10
			Less than 6 Months	-	116.82
			6 Months to 1 Year	31.39	7.97
			1 Year to 2 Years	7.97	-
			(ii) Disputed Trade receivables	-	-
			Total	2,851.26	880.89
6 A Tax Assets (Net)			(g) Trade receivables are non-interest bearing and credit terms of 30 to 60 days.		
	As at	As at			
Particulars	31st March	31st March	9 Cash and cash equivalents	As at	As at
	2023	2022		31st March	31st March
(a) Advance Income-tax, Tax Deducted at Source (TDS)	-	125.89	(a) Balance with bank in current account	2023	2022
Less: Provision for taxation	-	(6.10)	<u>473.19</u>	473.19	596.09
Total	<u>-</u>	<u>119.79</u>	Total	<u>473.19</u>	<u>596.09</u>
6 B Current Tax Liabilities (Net)			10 Other current assets (Unsecured, considered good)		
	As at	As at		As at	As at
Particulars	31st March	31st March		31st March	31st March
	2023	2022	(a) GST Input Tax Credit Receivable	2023	2022
(a) Provision for taxation	97.00	-	(b) Prepaid Expenses	157.61	256.44
Less: Tax Deducted at Source (TDS)	(5.43)	-	(c) Advance paid to supplier	36.19	-
Total	<u>91.57</u>	<u>-</u>	Total	<u>-</u>	<u>226.80</u>
7 Inventories (Valued at lower of cost and net realizable value)				<u>193.80</u>	<u>483.24</u>
	As at	As at			
Particulars	31st March	31st March			
	2023	2022			
(a) Raw Materials and components	1,275.91	53.98			
(b) Work-in-process	605.99	1,040.31			
(c) Finished Goods	101.60	8.18			
Total	<u>1,983.50</u>	<u>1,102.47</u>			

Notes to Financial Statements for the year ended March 31, 2023

	As at 31st March 2023		As at 31st March 2022	
	Number	₹ in Thousands	Number	₹ in Thousands
11 A Share capital				
a) Authorised:				
Equity shares of ₹ 10 each	1,000,000	10,000.00	1,000,000	10,000.00
	<u>1,000,000</u>	<u>10,000.00</u>	<u>1,000,000</u>	<u>10,000.00</u>
b) Issued, subscribed and fully paid up:				
Equity shares of ₹10 each	10,000	100.00	10,000	100.00
	<u>10,000</u>	<u>100.00</u>	<u>10,000</u>	<u>100.00</u>
c) Reconciliation of number of shares:				
Balance at the beginning of the year	10,000	100.00	10,000	100.00
Add: Shares issued during the year	-	-	-	-
Less: Capital Reduction during the year	-	-	-	-
Balance as at the end of the year	<u>10,000</u>	<u>100.00</u>	<u>10,000</u>	<u>100.00</u>
d) Rights, Preferences and Restrictions attached to equity share including restrictions on the distribution of dividend and repayment of capital:				
The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share.				
In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.				
e) Shares held by holding Company				
Name of the Company		As at 31-03-2023	As At 31-03-2022	
1) Sundram Fasteners Limited, Chennai and its six nominees	Number of Shares	10,000	10,000	
f) Shareholders holding more than 5% of the aggregate shares in the Company				
		As at 31st March 2023	As at 31st March 2022	
1) Sundram Fasteners Limited, Chennai and its six nominees	No. of Shares	10,000	No. of Shares	10,000
	% holding	100%	% holding	100%
	<u>10,000</u>	<u>100%</u>	<u>10,000</u>	<u>100%</u>
g) Bonus Shares/ Buy Back/ Shares for consideration other than cash issued during the period of five years immediately preceding the financial year				
(i) Aggregate number of equity shares allotted as fully paid up pursuant to contracts without payment being received in cash : Nil				
(ii) Aggregate number of equity shares allotted as fully paid up by way of Bonus Shares : Nil				
(iii) Aggregate number of equity shares bought back : Nil				
h) Shares held by promoters as at 31.03.2023				
Promoter Name	No. of Equity Shares	% of total Shares	% change during the year	
Sundram Fasteners Limited, Chennai and its six nominees	10,000	100.00	-	
Shares held by promoters as at 31.03.2022				
Promoter Name	No. of Equity Shares	% of total Shares	% change during the year	
Sundram Fasteners Limited, Chennai and its six nominees	10,000	100.00	-	
11 B Other Equity			As at	As At
			31-03-2023	31-03-2022
Reserves and Surplus - Balance at the end of the year				
Retained Earnings - Surplus in Statement of Profit and Loss			69.91	(296.93)
(Refer statement of changes in equity for detailed movement in other equity balance)				
Total			<u>69.91</u>	<u>(296.93)</u>
Nature and purpose of reserves: Surplus in Statement of Profit and Loss is part of retained earnings. This is available for distribution to shareholders as dividend and for meeting future obligations.				

Sunfast TVS Limited

Notes to Financial Statements for the year ended March 31, 2023

	₹ in Thousands			₹ in Thousands	
	As at 31st March 2023	As at 31st March 2022		As at 31st March 2023	As at 31st March 2022
12 Trade payables			13 Other financial liabilities		
Financial liabilities at amortised cost			Financial liabilities at amortised cost		
Total outstanding dues of micro enterprises and small enterprises (refer note below)	1,151.17	7.28	Outstanding Liabilities	15.00	19.80
Total outstanding dues of creditors other than micro enterprises and small enterprises	4,065.13	2,980.73	Total	15.00	19.80
Total	5,216.30	2,988.01			
i) Of the above, trade payable to related parties - [Refer Note No.27]	3,204.67	2,896.01	14 Other current liabilities	As at 31st March 2023	As at 31st March 2022
ii) <u>Trade Payable Ageing Schedule</u>			Advance received from Customer	-	400.00
Outstanding for following periods from due date of payment			Statutory dues (Goods and Services Tax and Tax Deducted at Source)	9.22	5.68
a) MSME - Not Due	1,151.17	7.28	Total	9.22	405.68
b) Others - No Due	1,011.64	51.25			
- Less than 1 Year	179.48	2,720.73		For the year ended 31st March 2023	For the year ended 31st March 2022
- 1 to 2 Years	2,665.26	-	15 Revenue from operations		
- 2 to 3 Years	208.75	208.75	A. Sale of products - Domestic Sales	7,624.65	1,277.96
c) Disputed Dues - MSME & Others	-	-	B. Revenue from rendering of service	9.97	1,153.75
Total	5,216.30	2,988.01	C. Other operating revenue - Scrap Sales	45.66	-
iii) Disclosure required under Section 22 of Micro, Small and Medium Enterprise Development ('MSMED') Act, 2006			Revenue from operations	7,680.28	2,431.71
a. the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;	1,151.17	7.28	Timing of revenue recognition		
b. the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-	At a point in time	7,680.28	2,431.71
c. the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-	Over a period of time	-	-
d. the amount of interest accrued and remaining unpaid at the end of each accounting year and	-	-	Total revenue from contract with customers	7,680.28	2,431.71
e. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-	16 Other Income		
The above disclosures have been provided based on the information available with the Company in respect of the registration status of its vendors/suppliers.			Interest on Income Tax Refund	5.05	-
Total	1,151.17	7.28	Total	5.05	-
			17 Cost of raw materials and components consumed		
			Opening stock of raw materials and components	53.98	-
			Add : Purchases during the year	4,921.42	2,059.10
			Less: Closing stock of raw materials and components	1,275.91	53.98
			Total	3,699.49	2,005.12
			18 Changes in inventories of finished goods and work-in-progress		
			Finished goods		
			Opening stock	8.18	-
			Less: Closing stock	101.60	8.18
				(93.42)	(8.18)
			Work in progress		
			Opening stock	1,040.31	-
			Less: Closing stock	605.99	1,040.31
				434.32	(1,040.31)
			Net (Increase) / decrease in inventories	340.90	(1,048.49)

Notes to Financial Statements for the year ended March 31, 2023

₹ in Thousands

	For the year ended 31st March 2023	For the year ended 31st March 2022
19 Other expenses		
Consumption of Stores, Spares and Tools	81.18	265.52
Rent	240.00	140.00
Rates & taxes [excluding taxes on Income]	14.71	10.35
Insurance	46.61	-
Sub-Contractor Charges	2,716.13	1,148.09
Audit fee		
a) As Auditors	15.00	16.80
b) Company Law Matters	15.00	15.00
Professional Charges	18.00	6.00
Miscellaneous expenses (No expenditure is in excess of one percent of revenue from operation or ₹ 10 Lakhs whichever is higher)	2.29	5.43
Total	3,148.92	1,607.19

20 Earnings per equity share		
Nominal value of equity shares (in ₹)	10.00	10.00
Profit/(Loss) attributable to equity shareholders (A) (₹ in Thousands)	366.84	(99.08)
Weighted average number of equity shares outstanding during the year (B)	10,000	10,000
Basic earnings per equity share (A/B) (in ₹)	36.68	(9.91)
Diluted earnings per share		

The Company does not have any potential equity shares. Accordingly, basic and diluted EPS are the same.

	For the year ended / As at 31st March 2023	For the year ended / As at 31st March 2022	Variance
21 A. Disclosure of Ratios			
i) Current Ratio = Current assets / Current liabilities	1.03	0.90	14.44%
ii) Debt-Equity Ratio = Total debt / Shareholder's equity	Not Applicable	Not Applicable	-
iii) Debt Service Coverage Ratio = Earnings Available for Debt Service / (Interest Payments + Principal Repayments)	Not Applicable	Not Applicable	-
iv) Return on Equity Ratio = Net Profit after Tax / Share Capital	366.84%	(99.08%)	465.92%*
v) Inventory turnover ratio = Revenue from operations / Average inventory	4.98	4.41	12.93%
vi) Trade Receivables turnover ratio = Revenue from operations / Average Trade Receivables	4.12	3.61	14.13%
vii) Trade payables turnover ratio = Net credit purchase / Average Trade Payables	1.20	1.14	5.26%
viii) Net capital turnover ratio = Revenue from operations / Working capital	45.27	(6.93)	(753.25%)*
ix) Net profit ratio = Net Profit after Tax / Revenue from Operations	4.78%	(4.07%)	8.85%
x) Return on Capital employed = Earnings Before Interest and Tax / Capital employed (Equity Share Capital)	496.02%	(132.11%)	628.13%*
xi) Return on investment = Net Return / Cost of Investment	Not Applicable	Not Applicable	-

B. Explanation for any change in the ratio by more than 25% as compared to the ratio of preceding year:

* The reason for changes in the above ratios are mainly due to increase in sales and net loss for the year.

Note No.	For the year ended 31st March 2023	For the year ended 31st March 2022
22 Contingent Liabilities / Commitments	-	-
23 The directors have waived sitting fees	-	-
24 Income Tax		
A. Amount recognised in statement of profit and loss:		
Tax expense comprises of:		
Current income tax:	97.00	-
Adjustments for tax of previous years	(1.65)	-
Deferred tax - Relating to recognition and reversal of temporary differences	33.83	(33.32)
Income tax expense	129.18	(33.32)
B. Income tax recognised in other comprehensive income	-	-
C. Reconciliation of effective tax rate	%	₹ in Thousands
Net Profit before tax		496.02
Tax using the Company's domestic tax rate	25.17	124.85
Effect of		
- Disallowances	1.21	5.98
Adjustments for tax of previous years	(0.33)	(1.65)
Effective tax rate / tax expense	26.05	129.18

25 Statutory Disclosures:

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company has not traded or invested in Crypto currency or virtual currency during the financial year.
- The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) other than those disclosed above with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- 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.

26 Events after the reporting period:

There are no significant subsequent events that have occurred after the reporting period till the date of this financial statements.

Sunfast TVS Limited

Notes to Financial Statements for the year ended March 31, 2023

27 Related party disclosures

Related Parties :

(I) Where Control exists:

(A) Ultimate Parent Company

TVS Sundram Fasteners Private Limited, Chennai (From 04.02.2022) No Transactions

(B) Parent Company

Sundram Fasteners Limited, Chennai

(C) Fellow Subsidiaries

Indian

Sundram Fasteners Investments Ltd., Chennai,
Sundram Non-Conventional Energy Systems Limited, Chennai
TVS Upasana Limited, Chennai
TVS Next Limited, Chennai
TVS Engineering Limited, Chennai

No Transactions

Foreign

Sundram International Limited, New Castle, United Kingdom, (SIL)
Sundram International Inc, Michigan, USA,

(D) Fellow Step down Subsidiary Companies

Foreign

Sundram Fasteners (Zhejiang) Ltd., Zhejiang, People's Republic of China (Subsidiary of SIL)
Cramlington Precision Forge Ltd., Northumberland, United Kingdom (Subsidiary of SIL)
TVS Next Inc., Michigan, USA (Subsidiary of TVS Next Ltd)

No Transactions

(II) Other Related Parties:

(A) Key Management Personnel

Nil

(B) Relatives of Key Management Personnel

Nil

(C) Enterprises in which key management personnel have significant influence:

Nil

(III) Transactions with related parties referred in (I) and (II) above, in the ordinary course of business:

₹ in Thousands

Nature of transaction	Transaction with Sundram Fasteners Limited - Parent Company
Purchase of Raw Materials, Tools & Components	327.42
	(1,460.78)
Sub-Contractor Charges	-
	(848.53)
Outstanding balances	
Due by the Company	3,204.67
	(2,896.01)
Due to the Company	-

(Previous year figures are in brackets)

Notes to Financial Statements for the year ended March 31, 2028

28 A. Fair value measurement hierarchy

The company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data

₹ in Thousands

Particulars	Carrying Amount	Fair Value			Total	Carrying Amount	Fair Value			Total
	31-03-2023	Level 1	Level 2	Level 3		31-03-2022	Level 1	Level 2	Level 3	
Financial Assets										
(i) Current										
Trade receivables	2,851.26	-	-	-	2,851.26	880.89	-	-	-	880.89
Cash and Cash equivalents	473.19	-	-	-	473.19	596.09	-	-	-	596.09
Total Financial Assets	3,324.45	-	-	-	3,324.45	1,476.98	-	-	-	1,476.98
Current										
Financial Liabilities										
Trade payables	5,216.30	-	-	-	5,216.30	2,988.01	-	-	-	2,988.01
Other Financial Liabilities	15.00	-	-	-	15.00	19.80	-	-	-	19.80
Total Financial Liabilities	5,231.30	-	-	-	5,231.30	3,007.81	-	-	-	3,007.81

The carrying amounts of trade receivables, cash and cash equivalents and current financial liabilities are considered to be the same as their fair values, due to their short-term nature and insignificant change in interest rate.

28 B. Fair Value Disclosure

₹ in Thousands

Particulars	31-Mar-23			
	FVTPL	FVOCI	Amortised Cost	Total
Financial Assets				
Trade receivables	-	-	2,851.26	2,851.26
Cash and Cash equivalents	-	-	473.19	473.19
Total Financial Assets	-	-	3,324.45	3,324.45
Financial Liabilities				
Trade payables	-	-	5,216.30	5,216.30
Other Financial Liabilities	-	-	15.00	15.00
Total Financial Liabilities	-	-	5,231.30	5,231.30

Particulars	31-Mar-22			
	FVTPL	FVOCI	Amortised Cost	Total
Financial Assets				
Trade receivables	-	-	880.89	880.89
Cash and Cash equivalents	-	-	596.09	596.09
Total Financial Assets	-	-	1,476.98	1,476.98
Financial Liabilities				
Trade payables	-	-	2,988.01	2,988.01
Other Financial Liabilities	-	-	19.80	19.80
Total Financial Liabilities	-	-	3,007.81	3,007.81

FVTPL - Fair Value Through Profit or Loss

FVTOCI - Fair Value Through Other Comprehensive Income

As per our report of even date attached
For SUNDARAM & SRINIVASAN
Chartered Accountants
Firm Regn No. 004207S
P VISWANATHAN
Partner
Membership Number 224941

For and on behalf of the Board of Directors of
Sunfast TVS Limited
[CIN: U74999TN2019PLC128635]

ARATHI KRISHNA **ARUNDATHI KRISHNA**
Chairperson Director
(DIN: 00517456) (DIN: 00270935)

Place: Chennai
Date: 10.04.2023

Place: Chennai
Date: 10.04.2023

