

**NOTICE**

**Notice** is hereby given that **14<sup>th</sup> Annual General Meeting** of the Members of **PRABHA ENERGY PRIVATE LIMITED** will be held on Saturday, the 30<sup>th</sup> Day of September, 2023 at 10:00 A.M. at the Registered Office of the Company to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited financial statements of the company for the financial year ended on 31<sup>st</sup> March, 2023 together with the Reports of Board of Directors and Auditors thereon.

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




**"RESOLVED THAT** the audited financial statement of the Company for the financial year ended on 31<sup>st</sup> March, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To appoint a Director in place of Mr. Premsingh M Sawhney (DIN: 03231054), who retires by rotation and offers himself for re-appointment.

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

**"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Premsingh M Sawhney (DIN: 03231054), who retires by rotation at this Annual General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation "

**For and on Behalf of the Board of Directors  
Prabha Energy Private Limited**

  
  
  
**Premsingh M. Sawhney**      **Shail M. Savla**  
**Director**                              **Director**  
**DIN: 03231054**                      **DIN: 08763064**

**Date: 05<sup>th</sup> September, 2023**  
**Place: Ahmedabad**

**NOTES:**

1. There are no special businesses to be transacted at the Annual General Meeting and henceforth explanatory statement required pursuant to Section 102(1) of the Companies Act, 2013 is not annexed herewith.
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and on a poll to vote instead of himself/herself. The proxy need not be a member of the company. A blank proxy form is enclosed. The proxy form duly stamped and executed should be deposited at the registered office of the company at least 48 hours before the time fixed for the commencement of the meeting. A Proxy form is annexed to this report. Proxies submitted on behalf of the limited Companies must be supported by appropriate resolution/authority, as applicable.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding

more than 10 percent of the total share of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. The Notice of AGM, Annual Report, Proxy forms, Attendance Slip are being sent to the members. Members/Proxies are requested to bring duly filled Attendance Slip along with their copy of the Annual Report for attending the Meeting.
4. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company authorizing their representative to attend and vote on their behalf at the meeting.
5. Members/Proxies are requested to bring duly filled Attendance Slip along with their copy of the Annual Report for attending the Meeting.
6. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Relevant documents referred to in the accompanying notice or the statutory registers, as applicable to the Company, are open for inspection at the Registered Office of the Company on all working days (barring Saturday and Sunday) between 11:00 a.m. to 5:00 p.m. prior to the date of the AGM.
8. Members desirous of getting any information about the accounts/and or operation of the Company are requested to write to the Company at least 10 days before the meeting to enable the Company to keep the information ready at the meeting.
9. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc, from the Company electronically.
10. A route map giving direction to reach the 14<sup>th</sup> Annual General Meeting is given at the end of the notice.

**Place: Ahmedabad**

**Date: 05<sup>th</sup> September, 2023**

**For and on behalf of the Board of Directors**

**Prabha Energy Private Limited**



**Preamsingh M. Sawhney**

**Director**

**DIN: 03231054**





**Shail M. Savla**

**Director**

**DIN: 08763064**

**Annexure-1 to the Notice**

**Details of Directors Seeking Appointment/Re-appointment at the Annual General Meeting**

The information or details required as per Secretarial Standard-2 issued by the Institute of Company Secretaries of India about the Directors proposed to be appointment/re-appointment are given below:

<b>Name of the Directors</b>	<b>Mr. Premsingh Mangatsingh Sawhney</b>
DIN	03231054
Date of Birth and Age	30/08/1959 Age: 64 years
Date of Appointment	04.03.2016
Qualification	Mr. Premsingh Sawhney is a Chemical Engineer.
Experience & Expertise	He has over 41 years broad-based experience in the conventional and unconventional hydrocarbons exploration and production businesses and other related businesses such as Coal Bed Methane and Underground Coal Gasification projects. Have acquired extensive experience in project management, field implementation of drilling programs, well completion, production operations, designing and construction of the surface facilities such as gathering systems, compression and oil & gas processing. Have direct experience in working closely with the MNCs and international consultants. Was involved in decision making of multimillion dollar contracts comprising drilling rigs and well completions, construction and commissioning of various projects during working with large companies in India. His unique CBM experience encompasses three commercial discoveries that have moved to development out of the 4 in total in India.
Name of other Public Companies in which he/she holds directorship.	Deep Energy Resources Limited (Formerly known as Deep Industries Limited)
Chairman/Member of committee of the Board of Public companies other than Deep Energy Resources Limited	Nil
Number of Board meeting attended during FY 2022-23	13
Terms and Conditions of appointment or re-appointment and remuneration	As per the terms of appointment
Relationship with other Directors inter-se	He is not related to Director/Promoters/KMPs of the Company.
No. of shares held in the Company	Nil





## BOARD'S REPORT

2022-23

**TO,  
THE MEMBERS  
PRABHA ENERGY PRIVATE LIMITED**

Your Directors have pleasure in presenting the 14<sup>th</sup> Annual Report together with the audited Statement of Accounts of the Company for the year ended 31<sup>st</sup> March, 2023.

### FINANCIAL RESULTS

(Rs. In Lakhs)

Particulars	2022-23	2021-22
Revenue From Operation	1612.06	--
Other Income	28.91	11.28
Total Income	1640.97	11.28
Less: Total Expenses	1631.35	15.03
<b>Profit/(Loss) before tax</b>	<b>9.62</b>	<b>(3.75)</b>
Tax Items		
Current tax	--	--
Deferred tax Asset/(Liability)	--	--
<b>Profit/(Loss) for the year</b>	<b>9.62</b>	<b>(3.75)</b>
<b>Earning Per Equity Share (Basic)</b>	<b>0.58</b>	<b>(0.31)</b>
<b>Earning Per Equity Share (Diluted)</b>	<b>0.58</b>	<b>(0.11)</b>

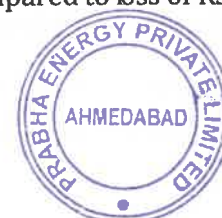
### COMPOSITE SCHEME OF ARRANGEENT

Your Directors are pleased to inform you that, the Board of Directors had at their meeting held on 15<sup>th</sup> September, 2022 approved the composite scheme of arrangement between Deep Energy Resources Limited ("Transferor Company 1" or "DERL"), and Savla Oil and Gas Private Limited ("Transferor Company 2" or "SOGPL"), with and into Prabha Energy Private Limited ("Transferee Company" or "PEPL") and their respective shareholders and creditors under section 230 to 232 of the Companies Act, 2013, and other applicable laws including the rules and regulations ("Scheme") with effect from the appointed date as 01<sup>st</sup> April, 2022.

The draft scheme is subject to the approval of the Stock Exchanges, SEBI and other regulatory authorities.

### STATE OF THE COMPANY'S AFFAIRS

During the year under review, the performance of the company was improved in terms of revenue from operation, profit after tax and earnings per share as well. During the year under review, the Company has achieved the revenue from operations of Rs. 1612.06 Lakhs as compared to Nil that of the previous financial year. The net profit after taxation was also increased to Rs. 9.62 Lakhs as compared to loss of Rs. 3.75 in the previous financial year.





Your Directors are striving hard by making more sincere efforts for better growth and prospects of the Company in future and to yield better returns for the members of the company.

#### **DIVIDEND**

With a view to conserve the funds of the Company for its future requirements, your Directors do not recommend any amount by way of dividend for the year under review.

#### **CHANGE IN NATURE OF BUSINESS, IF ANY**

During the year under review, there has been no change in the nature of business of the Company.

#### **TRANSFER TO RESERVES**

The Company has not transferred any amounts to the reserves for the year ended on 31<sup>st</sup> March 2023.

#### **DEPOSITS**

The Company has neither accepted nor renewed any deposits within the meaning of Chapter V of the Companies Act, 2013 read with the rules made there under. Further, there were no unpaid or unclaimed deposit as on 31<sup>st</sup> March, 2023.

#### **SHARE CAPITAL**

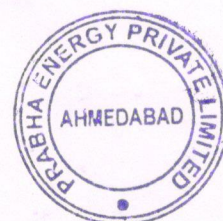
As on 31<sup>st</sup> March, 2023, the share capital structure of the Company stands as under:

Particulars	No of Shares	Amount
<b>Authorized Share Capital</b>		
Equity Shares of Rs. 10/- each	1780610	17806100
Preference Shares of Rs. 10/- each	3760060	37600600
<b>Total</b>	<b>5540670</b>	<b>55406700</b>
<b>Issued, Subscribed and Paid Up Capital</b>		
Equity Shares of Rs. 10/- each	1780609	17806090
Preference Shares of Rs. 10/- each	1593000	15930000
<b>Total</b>	<b>3373609</b>	<b>33736090</b>

During the year under review the Company had increased the authorized share capital and consequent altered the capital clause of Memorandum of Association. Further during the year under review the members had also changed the terms and conditions of issuance of 10% of optionally convertible redeemable preference shares.

In accordance with the provisions of the Companies Act, 2013 and considering the request received from the preference shareholders, the Company had redeemed the existing 10% Optionally Convertible Redeemable Preference Shares by further issuance and allotment of 10% Non-Convertible Redeemable Preference Shares.

During the year under review the Company had converted the 5,74,059 (10%) Optionally Convertible Redeemable Preference Shares into equity shares of the Company.



During the year under review, the Company has not issued shares with differential voting rights and also not granted any stock options and sweat equity. The Company has also not purchased of its own shares by employees or by trustees for the benefit of employees.

#### **BUY BACK OF SECURITIES**

During the year under review, the Company has not bought back any of its securities.

#### **BONUS ISSUE**

No Bonus Shares were issued during the financial year under review.

#### **CHANGE IN THE FINANCIAL YEAR**

The Company is following financial year From April to March and there ~~is~~ was no changes in the financial year of the Company during the year under review.

#### **CHANGE IN THE NATURE OF BUSINESS, IF ANY**

During the year under review, there has been no change in the nature of business of the Company.

#### **NUMBER OF MEETINGS OF THE BOARD AND ATTENDANCE THERE OF**

<b>Sr. No.</b>	<b>Date of Board Meeting</b>	<b>Sr. No.</b>	<b>Date of Board Meeting</b>
1	16 <sup>th</sup> April, 2022	7	13 <sup>th</sup> August, 2022
2	26 <sup>th</sup> May, 2022	8	02 <sup>nd</sup> September, 2022
3	17 <sup>th</sup> June, 2022	9	15 <sup>th</sup> September, 2022
4	23 <sup>rd</sup> June, 2022	10	07 <sup>th</sup> November, 2022
5	27 <sup>th</sup> June, 2022	11	12 <sup>th</sup> December, 2022
6	05 <sup>th</sup> August, 2022	12	13 <sup>th</sup> January, 2023
		13	04 <sup>th</sup> February, 2023

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

#### **General Meetings:**

During the year, 2 (two) Extra Ordinary General Meetings were held respectively on 18<sup>th</sup> June, 2022 and 05<sup>th</sup> December, 2022 after giving the notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.

#### **Annual General Meetings:**

The Annual General Meeting for the financial year ended on 31<sup>st</sup> March, 2022 was held on 30<sup>th</sup> September, 2022 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.





## **DIRECTORS RESPONSIBILITY STATEMENT**

In terms of section 134[3][c] of the Companies Act, 2013, in relation to the financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2023, the Board of Directors state that :

- in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March 2023, the applicable accounting standards had been followed and that there are no material departures;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 / loss of the Company for the year under review;
- the Directors have 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;
- the Directors have prepared the accounts for the financial year ended 31<sup>st</sup> March, 2023 on a going concern basis;
- the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## **STATUTORY AUDITORS**

M/s. Mahendra N. Shah & Co., Chartered Accountant (Firm Registration No. 105775W) were appointed as Statutory Auditors of the Company for a period of 5 consecutive financial years at 13<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2022 to conduct the statutory audit from financial year 2022-23 to financial year 2026-27.

## **EXPLANATION OR COMMENTS BY THE BOD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE AUDITORS IN AUDIT REPORT**

There were no qualifications, reservations or adverse remarks or disclaimers made by Statutory Auditor of the Company, in their audit report and therefore, does not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

## **Secretarial Auditor**

Pursuant to the provision of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. Kular Chirag & Associates, Practicing Company Secretaries, Ahmedabad, had been appointed as a Secretarial Auditor of the Company to conduct Secretarial Audit for the financial year 2022-23.

The Secretarial Audit Report for the Financial Year 2022-23 carried out by M/s. Kular Chirag & Associates, Practicing Company Secretaries, Ahmedabad (Mem. No: A56764) is annexed herewith as **Annexure - A.**





**EXPLANATION OR COMMENTS BY THE BOD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE SECRETARIAL AUDITOR IN SECRETARIAL AUDIT REPORT:**

There were no qualifications, reservations or adverse remarks or disclaimers made by Secretarial Auditor of the Company, in secretarial audit report and therefore, does not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

**FRAUD REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO CENTRAL GOVERNMENT:**

During the year under review, the Statutory Auditors and the Secretarial Auditor have not reported any instances of frauds committed in the Company by its Officers or Employees either to the Central Government or the Board of Directors under section 143(12) of the Companies Act, 2013.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

During the year under review the Company has not granted any loans, provided any guarantee or security or made investment within the meaning of Section 186 of the Companies Act, 2013. The relevant details of investment made as on 31<sup>st</sup> March, 2023 were given in the notes forming part of the financial statements.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH THE RELATED PARTY**

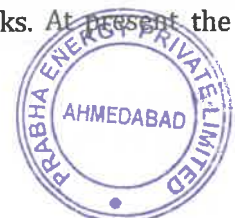
During the year under review the Company has not entered into any transactions with the related parties within the meaning of Section 188(1) of the Companies Act, 2013 and therefore the details required pursuant to Section 134 (3) (h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in form AOC-2 is not required to be append

**MATERIAL CHANGES AND COMMITMENTS IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND DATE OF THE REPORT**

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report.

**RISK MANAGEMENT POLICY**

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks. At present the



company has not identified any element of risk which may threaten the existence of the company. Thus the Company has framed a Risk Management Policy to identify and assess the key risk areas, monitor and report compliance and effectiveness of the policy and procedure.

## **BOARD EVALUATION**

Since, your Company does not falls under the purview of the criteria specified under Section 134(3)(p) of the Companies Act, 2013, therefore formal annual evaluation by the Board for its own performance and that of individual directors is not applicable to the Company.

## **AUDIT COMMITTEE**

The Company is not required to constitute the audit committee since the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meeting of Board and its powers) Rules, 2014 is not applicable to the Company.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information required to be disclosed under Section 134 (3) (m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, are set out in to this Report as **Annexure -B**.

## **DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY:**

The Company is not required to constitute the Corporate Social Responsibility Committee (CSR) pursuant to the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rules, 2014 as the said provisions are not applicable to the company.

## **DIRECTORS:-**

### **Appointment, Re-appointment during the year:**

During the year under review, the Board of Director had at their meeting held on 27<sup>th</sup> June, 2022 appointed Mrs. Shaily Dedhia (DIN: 08853685) as an Additional Independent Director of the Company w.e.f 27<sup>th</sup> June, 2022 and further regularized as an Independent Director for a term of five consecutive years at the 13<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2022.

Further, the Board of Directors had at their meeting held on 05<sup>th</sup> August, 2022 appointed Mr. Vishal Palkhiwala (DIN: 09695011) as an Additional Executive Director of the Company w.e.f. 05<sup>th</sup> August, 2022. The said appointment was regularized by the members at their 13<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2022.



Mr. Shail Savla (DIN: 08763064) was appointed as an Additional director w.e.f 13<sup>th</sup> August, 2022 by the Board of Directors at their meeting held on the same day. Further the said appointment was also regularized by the members of the Company at their 13<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2022.

#### **Directors Retire by Rotation:**

In accordance with the provisions of Section 152[6] of the Act and in terms of the Articles of Association of the Company, Mr. Premsingh Sawhney (DIN: 03231054), Director will retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Board of Directors recommends his appointment as Directors of the Company, liable to retire by rotation. The Brief details of Mr. Premsingh Sawhney (DIN: 03231054) as required Secretarial Standard - 2 are annexed to the notice convening the Annual General Meeting which forms part of this Annual Report.

#### **Resignations:**

Mr. Ajay Kumar Singhania, had tendered his resignation from the office of Executive the Director of the Company w.e.f 01<sup>st</sup> July, 2022. There was no other changes in the composition of the Board of Directors during the year under review, except as stated above

As on 31<sup>st</sup> March, 2023, the Board of the Company comprises of the following Directors:

<b>Name</b>	<b>Designation</b>
Mr. Premsingh Sawhney	Director
Mr. Neel Savla	Director
Mr. Shail Manoj Savla	Director
Mrs. Shaily Jatin Dedhia	Director
Mr. Vishal Gautambhai Palkhiwala	Director

#### **KEY MANAGERIAL PERSONNEL (KMP)**

The provisions of Section 203 of the Companies Act, 2013 is not applicable to the Company and henceforth there is no KMP in the Company as on 31<sup>st</sup> March, 2023.

#### **DECLARATION OF INDEPENDENT DIRECTORS:**

As per the provisions of the Companies Act, 2013, during the financial year under review the requirement of appointment of Independent Directors is not applicable to the Company. However, the Company is material subsidiary of listed entity i.e. Deep Energy Resources Ltd. and as per provisions of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 the Company has appointed Ms. Shaily Dedhia as an Independent Director of the Company and Company has received declaration from her under Section 149(7) of the Companies Act, 2013 confirming that she meets with the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013.



**COMPANY'S POLICY RELATING TO DIRECTOR'S APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:**

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee is not applicable to the Company.

**PARTICULARS OF EMPLOYEES:**

The provisions of Section 197 (12) read with the rules 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company.

**DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:**

As per the requirement of Section 4 of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('POSH Act') and Rules made thereunder, your Company has constituted Internal Committees (IC). The Company is committed to providing a safe and conducive work environment to all of its employees and associates. Your Directors state that during the year under review, there were no complaints relating to sexual harassment nor any cases filed pursuant to the said Act.

- (a) Number of complaints filed during the financial year : Nil
- (b) Number of complaints disposed of during the financial year : Not Applicable
- (c) Number of complaints pending as on end of the financial year: Nil

**SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:**

As on 31<sup>st</sup> March, 2023, the Company does not have any subsidiary, Joint Venture and Associates Companies.

**WHISTLE BLOWER POLICY/VIGIL MECHANISM:**

In accordance with the provisions of Section 177 of the Companies Act, 2013 read with rule 7 of the Companies (Meetings of the Board and its powers) Rules, 2014 the Board of Directors had nominated Mr. Shail Savla to play the role of audit committee for the purpose of vigil mechanism and to whom the directors and employees may report their concern.

**DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR ORDERS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:**

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





## **DETAILS IN RESPECT OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:**

The Company has internal financial control system with reference to the financial statements commensurate with the size, scale and complexity of its operations. The Company has a continuous monitoring mechanism which enables the organization to maintain with the same standard of the control systems and helps them in managing any default on timely basis because of strong reporting mechanisms followed by the company. The details in respect of internal financial control and their adequacy are included in the report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 in the Financial Statements.

## **MAINTAINANCE OF COST RECORDS**

Since, the Company does not falls under the criteria in terms of turnover prescribed for the applicability of the Cost Records and its Audit under Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the requirement of Cost Record and its audit was not applicable to the Company for the financial year 2022-23.

## **WEBLINK OF ANNUAL RETURN:**

The Annual Return of the Company as on 31<sup>st</sup> March, 2023 in Form MGT-7 in accordance with Section 92(3) read with Section 134(3)(a) of the Act and the Companies (Management and Administration) Rules, 2014, is available on the website of the Company at [www.prabhaenergy.com](http://www.prabhaenergy.com).

## **DISCLOSURE OF COMPLIANCES ON SECRETARIAL STANDARDS**

During the year under review, the Company has complied with applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) on the Board Meeting and General Meeting.

## **INSURANCE**

The Company has adequate insurance policy to cover the risks of the Company.

## **OTHER DISCLOSURES**

There are no proceedings initiated/pending against your Company under the Insolvency and Bankruptcy code, 2016 which materially impact the business of the Company.

During the Year under the review, there has been no instance of valuation done for settlement or for taking loan from the Banks or Financial institutions.

## **CHANGES IN THE POLICY OF THE COMPANY:**

here were no Changes in any of the Policy of Company.



## ACKNOWLEDGEMENT


Your Directors thanks to various Central and State Government Departments, Organizations and Agencies for the continued co-operation and support extended by them. The Directors also gratefully acknowledge all stakeholders of the Company viz. customers, members, dealers, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

**Place: Ahmedabad**

**Date: 05<sup>th</sup> September, 2023**

**For and on behalf of the Board of Directors**

**Prabha Energy Private Limited**

  
**Preme Singh M. Sawhney**  
**Director**  
**DIN: 03231054**

  
**Shail M. Savla**  
**Director**  
**DIN: 08763064**



**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

For The Financial Year Ended March 31, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the  
Companies (Appointment and Remuneration Personnel) Rules, 2014]

**SECRETARIAL AUDIT REPORT**

To,  
The Members,  
Prabha Energy Private Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Prabha Energy Private Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon. Based on my verification of the Prabha Energy Private Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms, and returns filed and other records maintained by Prabha Energy Private Limited ("The Company") for the financial year ended on March 31, 2023, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.

Based on the above said information provided by the company, I report that during the financial year under report, the company has generally complied with the provisions, as applicable of the above-mentioned Acts including the applicable provisions of the Companies Act, 2013 and Rules, Regulations, Guidelines, Standards, etc mentioned above subject to the following observations:

1. I further report that certain compliance related e-forms were filed by the company with Ministry of Corporate Affairs (MCA) beyond the time limit prescribed under Companies Act, 2013 by paying additional fees.

**I further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.



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Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. However, the certain meetings were held at a shorter notice in compliance of the relevant provisions of the Companies Act, 2013 and rules made there under.

All decisions at Board Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors.

**I further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that** during the audit period there were following specific events and actions having a major bearing on Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc:-

1. Increasing of Authorised Share Capital.
2. Issue/redeemed/converted/change in terms and conditions of preference shares of the company in accordance with the provisions of the Act.
3. Alteration of Object clause of Memorandum of Association

Note: The Board of Directors had approved Composite Scheme of Arrangement amongst Deep Energy Resources Limited ("Transferor Company 1" or "DERL"), and Savla Oil and Gas Private Limited ("Transferor Company 2" or "SOGPL") with and into the Prabha Energy Private Limited ("Transferee Company" or "PEPL"), with effect from appointed date i.e., April 01, 2022;

However, the said scheme is subject to necessary regulatory approvals.

Place: Ahmedabad

Signature:

Date: 10-08-2023



Name of Company Secretary in practice: Chirag Atulbhai Kular

Name of Firm: Kular Chirag & Associates

ACS No. A56764

CP No. 21547

PR. No. 3152/2023

UDIN: A056764E000780951



**Annexure A**

To,  
The Members,  
Prabha Energy Private Limited

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events, etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Ahmedabad

Signature:

Date: 10-08-2023

Name of Company Secretary in practice: Chirag Atulbhai Kular

Name of Firm: Kular Chirag & Associates

ACS No. A56764

CP No. 21547

PR. No. 3152/2023

UDIN: A056764E000780951



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## ANNEXURE B - TO THE DIRECTORS' REPORT

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo as required under Section 134 (3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

### A. CONSERVATION OF ENERGY:

Steps taken for Conservation of Energy	The Company has adopted several energy conservation measures besides what had been carried out earlier. Periodical testing is being taken for each unit of power supply to verify that the energy consumed is minimized.
Steps taken by the Company for utilizing alternate sources of energy	-
The Capital Investment on energy conservation equipment	-

### B. TECHNOLOGY ABSORPTION:

Efforts towards technology absorption	Continuous endeavor to improve Product Quality & Process Yield.
The benefits derived like product improvement, cost reduction, product development or import Substitution	The Company is able to market its value added products.
Information regarding imported technology (Imported during last three years)	Nil
Expenditure incurred on Research and Development	Nil

### C. FOREIGN EXCHANGE EARNING AND OUTGO:

	Current Year Rs.	Previous Year Rs.
» Foreign Exchange earned	NIL	NIL
» Foreign Exchange used	NIL	NIL

Place: Ahmedabad

Date: 05<sup>th</sup> September, 2023

For and on behalf of the Board of Directors

Prabha Energy Private Limited

  
Prem Singh M. Sawhney  
Director  
DIN: 03231054



  
Shail M. Savla  
Director  
DIN: 08763064

**INDEPENDENT AUDITOR'S REPORT**

To the Members of  
Prabha Energy Private Limited.

**Report on the Audit of the Standalone Financial Statements****Opinion**

1. We have audited the accompanying standalone financial statements of **Prabha Energy Private Limited** (the 'Company') which comprise the Balance Sheet as at March 31, 2023, and the statement of Profit and Loss (including the statement of other comprehensive income), 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 (herein after referred as "the standalone financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit, total comprehensive income, the changes in equity and its cash flows for the year then ended on that date.

**Basis for Opinion**

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

**Information other than Financial Statements & Auditors Report thereon**

4. The Company's Board of Directors is responsible for the Other Information. The Other Information comprises the information included in the Board's Report including Annexures to Board's Report, Corporate Governance report and Management Discussion and Analysis (but does not include the standalone financial statements, consolidated financial statements and our auditor's reports 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 identified above and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the 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**

5. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgement and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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.
6. In preparing the standalone financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
7. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

**Auditor's Responsibilities for the Audit of the Standalone Financial Statements:-**

8. 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 expected to influence the economic decisions of users taken on the basis of these standalone financial statements.
9. As part of an audit in accordance with Standard on Auditing, 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
  - Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.





10. 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.
11. 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.
12. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**Report on Other Legal and Regulatory Requirements**

13. 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 are 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 the examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss including statement of other comprehensive income and the Cash Flow Statement, Statement of changes in Equity dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid Standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act;
  - (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2023 from being appointed as a director in terms of Section 164(2) of the Act;
  - (f) With respect to the adequacy of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A";
  - (g) With respect to the matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:  
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of section 197 read with Schedule V to the Companies Act, 2013;
  - (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) Rule, 2014, in our opinion and to the best of our information and according to the explanations given to us :
    - i. The Company has disclosed the impact of pending litigations on the financial position of its financial statements – Refer Note 35 to the financial statements;
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There has been no delay in transferring amounts, 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, as disclosed in the notes 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 person(s) or entity(ies), including foreign entities ("Intermediaries"), 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 on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the notes to accounts, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 has 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 provide under (a) & (b) above contain any material misstatement.
- v. (a) The Company has not declared or paid any dividend during the current year.
- (b) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

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 B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

**Date: May 25, 2023**  
**Place: Ahmedabad**



**For Mahendra N. Shah & Co.**

**Chartered Accountants**

**FRN 105775W**

**CA Chirag M. Shah**

**Partner**

**M.No. 045706**

**UDIN:23045706BGUVTF1029**

**Prabha Energy Private Limited,  
"Annexure A" to the Independent Auditors' Report**

Referred to in paragraph 14(f) of Independent Auditor's report of even date to the members of the Company on Standalone Financial Statements for the year ended March 31, 2023:

**Report on the Internal Financial Controls under Clause (1) of Sub-section 3 of Section 143 of the Companies Act, 2013("the Act")**

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

**Opinion**

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

**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 over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, 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, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls systems over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in



reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company. (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company, and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 of procedures may deteriorate.

Date: May 25, 2023

Place: Ahmedabad



For Mahendra N. Shah & Co.

Chartered Accountants

FBN 105775W

A handwritten signature in blue ink, appearing to read "Chirag M. Shah".

CA Chirag M. Shah

Partner

M.No. 045706

UDIN:23045706BGUVTF1029



**Prabha Energy Private Limited**  
**"Annexure B" to the Independent Auditors' Report**

Referred to in paragraph 15 under the heading 'Report on Other Legal & Regulatory Requirements' of our report of even date to the financial statements of the Company for the year ended March 31, 2023:

- i. In respect of Company's Plant Property and Equipment, Right to use of Assets and Intangible Assets:
  - (a) According to information and explanation given to us as the company is in project stage, no property, plant and equipment purchase/acquired during the year under review hence the provision of para 3(i)(a,b,c & d) of the order is not applicable.
  - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii.
  - (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.
  - (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii) (b) of the Order is not applicable.
- iii. The Company has not made any investments in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause (iii) of the Order is not applicable
- iv. In our opinion and according to the information and explanations given to us, the company has complied with provisions of Section 185 and 186 of the Act in respect of investments made and loans granted, to the extent applicable to the Company. The company has not given guarantee or provided security as provided in section 185 and 186 of the Act.
- v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- vi. Having regard to the nature of the Company's business / activities, company is not required to maintain cost records as per Section 148. Hence reporting under clause (VI) of the Order is not applicable.
- vii. According to information and explanations given to us in respect of statutory dues and on the basis of our examination of the books of account, and records,
  - (a) The Company has been generally regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2023 for a period of more than six months from the date on when they become payable.
  - (b) There are no statutory dues referred in sub-clause (a) above which have not been deposited on account of disputes as on March 31, 2023.
- viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- ix.
  - (a) The Company has not defaulted in respect of loans and other borrowings or in the payment of interest thereon to any lender during the year. Hence, reporting under clause 3(ix) (a) of the order is not applicable.
  - (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.



(c) To the best of our knowledge and belief, in our opinion, term loans availed by the company were, applied by the company during the year for the purposes for which the loans were obtained, other than the funds lying with the company pending application at the end of the year.

(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 and associates.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries and associate company. Hence, reporting under clause 3(ix)(f) of the order is not applicable.

x.

(a) According to the information and explanations given by the management, The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause x(a) of the Order is not applicable.

(b) The Company has made private placement of equity and preference shares during the year. For such allotment of shares we further report that the requirements of Section 42 and 62 of the Companies Act, 2013 have been complied with and the funds raised have been, prima facie, applied by the Company during the year for the purposes for which the funds were raised. The Company has not made any preferential allotment (fully or partly or optionally) convertible debentures during the year.

xi.

(a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the 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 upto the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.

xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

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

xv. In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi) (a), (b), (c) & (d) of the Order is not applicable.

xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

xviii. There has been resignation of the statutory auditors of the Company during the year and no any issues, objections or concerns have been raised by the outgoing auditors.

xix. On the basis of the financial ratios, ageing and expected dates of realization 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, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any



guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year

Date: May 25, 2023  
Place: Ahmedabad



For Mahendra N. Shah & Co.  
Chartered Accountants

FRN 105775W

CA Chirag M. Shah  
Partner

M.No. 045706

UDIN:23045706BGUVTF1029

**PRABHA ENERGY PRIVATE LIMITED**  
**CIN: U40102GJ2009PTC057716**  
**BALANCE SHEET AS ON MARCH 31,2023**

(₹ in lakh)

Particulars	Note No.	As at 31st March, 2023	As at 31st March, 2022
<b>NON-CURRENT ASSETS</b>			
(a) Property, Plant and Equipment		-	-
(b) Capital Work in Progress	4	17670.28	15,681.27
(c) Financial Assets			
(i) Loans	5	0.10	0.10
(ii) Others	6	-	460.11
(d) Deferred Tax Assets (Net)	7	1.96	1.96
(e) Other Non-Current Assets		-	-
		<b>17,672.34</b>	<b>16,143.44</b>
<b>CURRENT ASSETS</b>			
(a) Inventories	8	584.37	639.70
(b) Current tax assets (net)	9	4.74	-
(c) Financial Assets			
(i) Investments		-	-
(ii) Cash and Cash Equivalents	10	88.13	2.80
(iii) Others balance with bank	11	474.79	-
(iv) Others	12	6,219.59	6,797.65
(d) Other Current Assets	13	453.98	147.96
		<b>7,825.61</b>	<b>7,588.11</b>
<b>TOTAL ASSETS</b>		<b>25,497.95</b>	<b>23,731.55</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity Share Capital	14	178.06	337.37
(b) Other Equity	15	5,409.82	9,823.21
		<b>5,587.88</b>	<b>10,160.57</b>
<b>LIABILITIES</b>			
<b>NON-CURRENT LIABILITIES</b>			
(a) Financial Liabilities			
(i) Borrowings	16	4,977.28	-
(iii) Other Financial Liabilities	17	296.52	207.10
(b) Provisions	18	231.74	231.74
		<b>5,505.54</b>	<b>438.84</b>
<b>CURRENT LIABILITIES</b>			
(a) Financial Liabilities			
(i) Borrowings	19	1,578.23	600.00
(i) Trade Payables			
a. Due to micro and small enterprises	20	32.50	40.11
b. Due to other than micro and small enterprises	20	12,464.09	11,049.00
(ii) Other Financial Liabilities	21	274.41	1,413.83
(b) Other Current Liabilities	22	55.30	29.20
		<b>14,404.53</b>	<b>13,132.14</b>
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>25,497.95</b>	<b>23,731.55</b>

The accompanying notes are an integral part of the Standalone Financial Statements.

For Mahendra N Shah & Co.,

Chartered Accountants

Firm Registration Number: 108775W

Chirag N Shah

Partner

Membership Number: 045706

Place: Ahmedabad

Dated : May 25,2023



For, Prabha Energy Private Limited

*Premsingh Sawhney*  
Premsingh Sawhney  
Director

DIN :03231054

Place:Ahmedabad

Dated : May 25,2023

*Shail Savla*

Shail Savla

Director

DIN:08763064



**PRABHA ENERGY PRIVATE LIMITED**  
**CIN: U40102GJ2009PTC057716**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON MARCH,2023**

(₹ in lakh)

Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>INCOME</b>			
Revenue from operations	23	1,612.06	-
Other income	24	28.91	11.28
<b>TOTAL INCOME</b>		<b>1,640.97</b>	<b>11.28</b>
<b>EXPENSES</b>			
Purchase of Traded Goods	25	1,464.69	-
Employee benefits expense	26	40.86	-
Finance Costs	27	108.34	8.84
Other expenses	28	17.46	6.19
<b>TOTAL EXPENSES</b>		<b>1,631.35</b>	<b>15.03</b>
<b>Profit before exceptional items and tax</b>		<b>9.62</b>	<b>(3.75)</b>
Exceptional items (net)		-	-
<b>Profit before tax</b>		<b>9.62</b>	<b>(3.75)</b>
Tax items			
Current tax		-	-
Short / Excess Tax of earlier years		-	-
Deferred tax asset / (liability)		-	-
Total tax items		-	-
<b>Profit for the year</b>		<b>9.62</b>	<b>(3.75)</b>
<b>Other Comprehensive Income</b>		-	-
<b>Total Comprehensive Income for the year</b>		<b>9.62</b>	<b>(3.75)</b>
<b>Earnings Per Equity Share (Basic)</b>		<b>0.58</b>	<b>(0.31)</b>
<b>Earnings Per Equity Share (Diluted)</b>	29	<b>0.58</b>	<b>(0.11)</b>
<b>Corporate Information, Basis of Preparation &amp; Significant Accounting Policies</b>	1-3		

The accompanying notes are an integral part of the Standalone Financial Statements

**For Mahendra N Shah & Co.,**

Chartered Accountants

Firm Registration Number: 105775W

  
**Chirag M Shah**  
 Partner

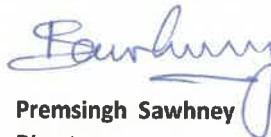
Membership Number: 045706

Place: Ahmedabad

Dated : May 25, 2023



**For, Prabha Energy Private Limited**

  
**Preme Singh Sawhney**  
 Director

Director

DIN :03231054

Place:Ahmedabad

Dated : May 25,2023

  
**Shail Savla**  
 Director

Director

DIN:08763064

**PRABHA ENERGY PRIVATE LIMITED**  
CIN: U40102GJ2009PTC057716  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

Particulars	2022-23	2021-22
(₹ in lakh)		
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit/ (loss) Before Tax	9.62	(3.75)
Adjustments for:		
Interest and finance charges	108.34	8.84
Interest income	(16.62)	(11.28)
<b>Operating Profit before Working Capital Changes</b>	<b>101.35</b>	<b>(6.19)</b>
Adjustments for changes in working capital :		
(Increase)/decrease in trade receivables, loans & advances and other assets	746.84	(4,735.92)
(Increase)/decrease in inventories	55.33	644.46
Increase/(decrease) in trade payables, other liabilities and provisions	383.59	7,621.69
<b>Cash Generated from Operations</b>	<b>1,287.10</b>	<b>3,524.04</b>
Income taxes paid	4.74	2.18
<b>Net Cashflow from Operating Activities</b>	<b>1,282.36</b>	<b>3,521.86</b>
<b>(B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Additions in capital work in progress	(1,989.01)	(4,239.93)
Investments in Fixed Deposit	(14.68)	(460.11)
Interest received	16.62	11.28
<b>Net Cashflow from Investing Activities</b>	<b>(1,987.08)</b>	<b>(4,688.76)</b>
<b>(C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from long term borrowings		
Receipts	5,796.20	600.00
Reduction in Security Premium	(4,421.70)	-
Proceeds from share capital	-	275.55
Share Issue Expense	(1.31)	-
Interest and finance charges	(108.34)	(8.84)
<b>Net Cashflow from Financing Activities</b>	<b>1,264.85</b>	<b>866.71</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>560.13</b>	<b>(300.19)</b>
<b>Cash and bank balances at the beginning of the year</b>	<b>2.80</b>	<b>302.99</b>
<b>Cash and bank balances at the end of the year</b>	<b>562.93</b>	<b>2.80</b>

**NOTES:**

- 1) The above cash flow statement has been prepared as per the "Indirect method" set out in the Indian Accounting Standard (Ind AS) - 7 Statement of Cash Flows
- 2) Figures in bracket indicate cash outflow.
- 3) Previous year figures have been regrouped and recast wherever necessary to confirm to current year's classification.

**Cash And Cash Equivalents At The End Of The Year**

DETAIL OF CASH AND CASH EQUIVALENTS	As at 31st March, 2023	As at 31st March, 2022
(₹ in lakh)		
Balances with banks		
In current accounts	87.69	2.58
Fixed Deposit- Margin Money (12 Months)	474.79	-
Cash on hand	0.43	0.21
	<b>562.93</b>	<b>2.80</b>

The accompanying notes are an integral part of the Standalone Financial Statements

For Mahendra N Shah & Co.,  
Chartered Accountants  
Firm Registration Number: 105775W

Chirag M Shah  
Partner  
Membership Number: 045706  
Place: Ahmedabad  
Dated : May 25, 2023



For, Prabha Energy Private Limited

Prem Singh Sawhney  
Director  
DIN : 03231054  
Place: Ahmedabad  
Dated : May 25, 2023

Shail Savla  
Director  
DIN: 08763064

**PRABHA ENERGY PRIVATE LIMITED**  
CIN: U40102GJ2009PTC057716  
**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 ST MARCH, 2023**

**(A) EQUITY SHARE CAPITAL**

For the year ended 31<sup>st</sup> March, 2023

(₹ in lakh)

Balance as at 1st April, 2023	Change in Equity share capital due to prior period error	Resulted balance at the beginning of current reporting period	Changes during the year	For the year ended 31st March, 2023
120.66	-	120.66	57.40	178.06

Balance as at 1st April, 2022	Change in Equity share capital due to prior period error	Resulted balance at the beginning of current reporting period	Changes during the year	For the year ended 31st March, 2022
120.66	-	120.66	-	120.66

**(B) PREFERENCE SHARE CAPITAL**

For the year ended 31<sup>st</sup> March, 2023

(₹ in lakh)

Balance as at 1st April, 2022	Change in Equity share capital due to prior period error	Resulted balance at the beginning of current reporting period	Changes during the year	For the year ended 31st March, 2023
216.71	-	216.71	-216.71	-

For the year ended 31<sup>st</sup> March, 2022

(₹ in lakh)

Balance as at 1st April, 2021	Change in Equity share capital due to prior period error	Resulted balance at the beginning of current reporting period	Changes during the year	For the year ended 31st March, 2022
215.09	-	215.09	1.62	216.71

**(C) OTHER EQUITY**

For the year ended 31<sup>st</sup> March, 2023

(₹ in lakh)

Particulars	Security Premium Account	Retained Earnings	Compulsory Convertible Debentures	Capital Reserve	Total Equity
Balance as at 1st April, 2022	8,549.25	(9.64)	-	1,283.60	9,823.21
Profit/(Loss) for the Period	-	9.62	-	-	9.62
Addition during the Period	-	-	-	-	-
Issued during the Period	(4,421.70)	(1.31)	-	-	(4,423.01)
forfeited during the Period	-	-	-	-	-
<b>Balance as at March 31, 2023</b>	<b>4,127.55</b>	<b>(1.32)</b>	<b>-</b>	<b>1,283.60</b>	<b>5,409.82</b>

For the year ended 31<sup>st</sup> March, 2022

(₹ in lakh)

Particulars	Security Premium Account	Retained Earnings	Compulsory Convertible Debentures	Capital Reserve	Total Equity
Balance as at 1st April, 2021	8,275.32	(5.89)	-	1,283.60	9,553.03
Profit/(Loss) for the year	-	(3.75)	-	-	(3.75)
Addition during the year	273.93	-	-	-	273.93
forfeited during the year	-	-	-	-	-
<b>Balance as at 31<sup>st</sup> March, 2022</b>	<b>8,549.25</b>	<b>(9.64)</b>	<b>-</b>	<b>1,283.60</b>	<b>9,823.21</b>

"As per our report of even date attached"

For Mahendra N Shah & Co.,  
Chartered Accountants  
Firm Registration Number: 105775W

Chirag M Shah  
Partner  
Membership Number: 045706  
Place: Ahmedabad  
Dated : May 25, 2023



For, Prabha Energy Private Limited

PREMSINGH SAWHNEY  
Director  
DIN :03231054  
Place:Ahmedabad  
Dated : May 25, 2023

SHAIL SAVLA  
Director  
DIN:08763064

## Prabha Energy Private Limited

CIN : U40102GJ2009PTC057716

Notes forming part of standalone financial statements for the year ended 31st March, 2023

### 1. Corporate information

Prabha Energy Private Limited ("PEPL") is a private limited company domiciled in India having its registered business office situated at 12A, Abhishree corporate park, Opp Swagat BRTS bus stop Aml-Bopal Road, Bhopal, Ahmedabad GJ 300058. The company was incorporated on the 5th August, 2009 under the provision of the company's Act 1956 applicable in Indian company is incorporated to generate electrical power by conventional and non-conventional methods including biomass, natural gas, nuclear, waste, thermal, solar, ideal, geo thermal, wind and tidal waves or any of the activities of prospecting, exploring, developing conventional and non-conventional business in India. In addition to that company it also carry out all or any of the activities of oil and gas CBM, shale, hydrocarbon onshore and offshore business services as defined in Memorandum. The company has entered into a tri-party agreement with ONGC and Indian Oil Corporation Limited (hereinafter referred as "IOC") for exploration and production of Coal Bed Methane (CBM) with participating interest of 55%:25%:20% to ONGC, PEPL and IOC respectively. The contracted area for exploitation and production is identified as Block NK-CBM-2001/1 (hereinafter referred to as "NKCBM").

### 2. Basis of Preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015, (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013.

These financial statements have been prepared on a historical cost convention basis, except for the following:

- Certain financial assets and liabilities that are measured at fair value (refer accounting policy regarding financial instruments).
- Defined benefit plans assets measured at fair value.
- Derivative financial instruments

The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest Lakhs (INR 00,000) except when otherwise indicated.

#### 2.1 Summary of significant accounting policies

##### a) Current versus non-current classification

**An asset is treated as current when it is:**

- (i) Expected to be realized or intended to be sold or consumed in normal operating cycle; or
- (ii) Held primarily for the purpose of trading; or
- (iii) Expected to be realized within twelve months after the reporting period; or
- (iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.





**A liability is treated as current when it is:**

- (i) Expected to be settled in normal operating cycle; or
- (ii) Held primarily for the purpose of trading; or
- (iii) Due to be settled within twelve months after the reporting period; or
- (iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

**b) Foreign currencies**

The Company financial statements are presented in Indian Rupees. The Company determines the functional currency and items included in the financial statements are measured using that functional currency.

**Transactions and balances**

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Company initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Company determines the transaction date for each payment or receipt of advance consideration.

**c) Fair value measurement**



**Prabha Energy Private Limited**

**CIN : U40102GJ2009PTC057716**

**Notes forming part of standalone financial statements for the year ended 31st March, 2023**

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ▶ In the principal market for the asset or liability, or
- ▶ In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- ▶ Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- ▶ Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ▶ Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Fair-value related disclosures for financial instruments and non-financial assets that are measured at fair value are disclosed in the relevant notes.

**d) Revenue from contract with customer**



**Prabha Energy Private Limited**

CIN : U40102GJ2009PTC057716

Notes forming part of standalone financial statements for the year ended 31st March, 2023

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

**Sale of products/ Service**

Revenue from sale of products is recognised at the point in time when control of the asset is transferred to the customer. Amounts disclosed as revenue are net of returns and allowances, trade discounts and rebates. The Company collects Goods & Service Tax (GST) on behalf of the government and therefore, these are not economic benefits flowing to the Company. Hence, these are excluded from the revenue.

Variable consideration includes trade discounts, volume rebates and incentives, etc. The Company estimates the variable consideration with respect to above based on an analysis of accumulated historical experience. The Company adjusts estimate of revenue at the earlier of when the most likely amount of consideration we expect to receive changes or when the consideration becomes fixed.

**Interest Income**

Other revenue streams Interest Income For all debt instruments measured at amortised cost, interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in "other income" in the Statement of Profit and Loss.

Interest income on fixed deposits is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the Statement of Profit and Loss.

**Dividend income**

Dividend on financial assets is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

**Contract balances****Contract assets**

A contract asset is initially recognised for revenue earned from sale of goods or services. Upon acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables.



Contract assets are subject to impairment assessment. Refer to accounting policies on impairment of financial assets in section - Financial instruments – initial recognition and subsequent measurement.

**Trade receivables**

A trade receivable is recognised if the amount of consideration is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section - Financial instruments – initial recognition and subsequent measurement.

**Contract liabilities**

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Company transfers the related goods or services. Contract liabilities are recognised as revenue when the Company performs under the contract (i.e., transfers control of the related goods or services to the customer).

**e) Taxes**

**Current Tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

**Deferred Tax**

Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.





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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

**f) Property, plant and equipment (PPE)**

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Depreciation is calculated on a Straight Line Method (SLM) over the estimated useful lives of assets.

The Company has based on a technical review and re-assessment by the management, decided to adopt the existing useful life for certain asset blocks which is lower as against the useful life recommended in Schedule II to the Companies Act, 2013, since the Company believes that the estimates followed are reasonable and appropriate, considered current usage of such assets.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

**g) Intangible Assets**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.



Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

#### **Software**

Cost of software is amortised over its useful life of 36 months starting from the month of project implementation. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

#### **h) Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

#### **i) Leases**

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### **Company as a lessee**

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

#### **i) Right-of-use assets**

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any



lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section "Impairment of non-financial assets".

**ii) Lease Liabilities**

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

**iii) Short-term leases and leases of low-value assets**

The Company applies the short-term lease recognition exemption to its short-term leases of guest house. (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of guest house that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

**Company as a lessor**

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

**j) Inventories**

Inventories are stated at lower of cost and net realisable value.



Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.
- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads (to the extent apportioned based on the stage of completion) based on the normal operating capacity but excluding borrowing costs. Cost is determined on weighted average basis.
- Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

**k) Impairment of non-financial assets**

The Company assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash-Generating Unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses, including impairment on inventories, are recognised in the Statement of Profit and Loss, except for properties previously revalued with the revaluation surplus, if any, taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

The impairment assessment for all assets is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit and Loss.





**l) Provisions, contingent liabilities and contingent assets**

**Provisions**

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**Contingent liabilities**

A contingent liability is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise. Contingent liabilities are disclosed by way of note to the financial statements.

**Contingent Assets**

A contingent asset is a possible asset that arises from past events the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise.

Contingent assets are neither recognised nor disclosed in the financial statements.

**m) Retirement and other employee benefits**

**Provident fund**

Retirement benefit in the form of Provident Fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident scheme as an expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

**Gratuity**

Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit (PUC) method made at the end of each financial year. The Company contributes to Life Insurance Corporation of India (LIC) and SBI Life Insurance Company Limited, a funded defined benefit plan for qualifying employees.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.



Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to Statement of Profit and Loss in subsequent periods.

Past service costs are recognised in Statement of Profit and Loss on the earlier of:

- ▶ The date of the plan amendment or curtailment, and
- ▶ The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

- ▶ Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- ▶ Net interest expense or income

#### **Short-term employee benefits**

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised on an undiscounted accrual basis during the year when the employees render the services. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services.

#### **Long-term employee benefits**

Other long term employee benefits comprise of compensated absences/leaves. Provision for Compensated Absences and its classifications between current and non-current liabilities are based on independent actuarial valuation. The actuarial valuation is done as per the projected unit credit method.

#### **n) Financial instruments**

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

##### **Financial assets**

##### **Initial recognition and measurement**

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for



which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section "Revenue from contracts with customer".

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

#### **Subsequent measurement**

For purposes of subsequent measurement, financial assets are classified in four categories:

- ▶ financial assets at amortised cost
- ▶ financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses
- ▶ financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- ▶ financial assets at fair value through profit or loss

#### **Financial assets at amortised cost**

Financial assets is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the



Statement of Profit and Loss. This category generally applies to trade receivables, security deposits and other receivables.

**Financial assets at fair value through other comprehensive income (FVTOCI)**

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent Solely Payments of Principal and Interest.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through other comprehensive income (OCI), interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value changes recognised in OCI is reclassified from the equity to profit or loss

The Company's debt instruments at fair value through OCI includes investments in quoted debt instruments included under other non-current financial assets.

**Financial assets designated at fair value through OCI (equity instruments)**

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Company elected to classify irrevocably its non-listed equity investments under this category.

**Financial assets at fair value through profit or loss**

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

This category includes derivative instruments and listed equity investments which the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are recognised in the statement of profit and loss when the right of payment has been established.

**Derecognition**





A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- ▶ The rights to receive cash flows from the asset have expired, or
- ▶ The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

#### **Interests in joint operations**

The company has entered into a joint operating agreement with the Oil and Natural Gas Corporation Limited and Indian Oil Corporation Limited for extraction of Methane Gas at North Karanpura Block (NK-CBM)

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. The Company has Joint Operations in the nature of Production Sharing Contracts (PSC) and Revenue Sharing Contracts (RSC) with the Oil and Natural Gas Corporation Limited and Indian Oil Corporation Limited for exploration, development and production activities related to Coal Bed Methane. The company handles all the operating activities related to the production as per the tri-partiate arrangement and accounting for the same is done as per the applicable laws. The assets and liabilities directly attributable to the block are disclosed in the books only to the extent of the share of the company in the arrangement.

#### **Impairment of financial assets**

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.
- b) Trade receivables.



The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables which do not contain a significant financing component. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, historical observed default rates are updated and changes in the forward-looking estimates are analysed.

### **Financial liabilities**

#### **Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

#### **Subsequent measurement**

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- ▶ Financial liabilities at fair value through profit or loss
- ▶ Financial liabilities at amortised cost (loans and borrowings)

#### **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

#### **Financial liabilities at amortised cost (Loans and borrowings)**



After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

#### **Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

#### **Reclassification of financial assets**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

#### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

#### **o) Derivative financial instruments**

The Company uses derivative financial instruments such as foreign currency forward contracts and option currency contracts to hedge its foreign currency risks arising from highly probable forecast transactions. The counterparty for these contracts is generally a bank.

#### **Derivatives not designated as hedging instruments**

This category has derivative assets or liabilities which are not designated as hedges.

Although the Company believes that these derivatives constitute hedges from an economic perspective, they may not qualify for hedge accounting under Ind AS 109. Any derivative that is either not designated a hedge, or is so designated but is ineffective, is recognized on balance sheet



and measured initially at fair value. Subsequent to initial recognition, derivatives are re-measured at fair value, with changes in fair value being recognized in the statement of profit and loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

**p) Cash & Cash Equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

**q) Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders of the Company and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**r) Dividend**

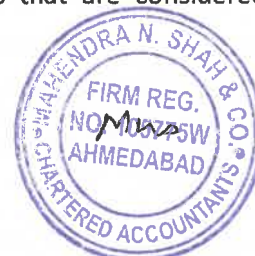
The Company recognises a liability to pay dividend to equity holders of the parent when the distribution is authorised, and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

**s) Investment in subsidiaries, joint ventures and associates**

Equity investments in subsidiaries, joint ventures and associates are shown at cost less impairment, if any. The Company tests these investments for impairment in accordance with the policy applicable to 'Impairment of non-financial assets'. Where the carrying amount of an investment or CGU to which the investment relates is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is recognized in the Statement of Profit and Loss.

**2.2 Critical accounting judgements and key sources of estimation uncertainty**

In the application of the Company accounting policies, the management of the Company is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.





The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

#### **Useful lives of Intangible assets**

The intangible assets are amortised over the estimated useful life. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

#### **Useful lives of depreciable tangible assets**

Management reviews the useful lives of depreciable assets at each reporting date. As at March 31, 2023 management assessed that the useful lives represent the expected utility of the assets to the Company.

#### **Defined benefit plans**

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

#### **Impairment of non-financial assets**

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

#### **Impairment of Goodwill**

Goodwill is tested for impairment annually as at 31 March and when circumstances indicate that the carrying value may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.



Intangible assets with indefinite useful lives are tested for impairment annually as at 31 March at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.”

**3. Regulatory Updates - Standards notified but not yet effective**

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company’s financial statements are disclosed below. The Company intends to adopt these standards, if applicable, as and when they become effective. The Ministry of Corporate affairs (MCA) has notified certain amendments to Ind AS, through Companies (Indian Accounting Standards) Amendment Rules, 2023 on 31st March, 2023. The amendments have been made in the following standards:

Ind AS 1: Presentation of Financial Statements is amended to replace the term “significant accounting policies” with “material accounting policy information” and providing guidance relating to immaterial transactions, disclosure of entity specific transactions and more

Ind AS 8: Accounting Policies, Changes in Accounting Estimates and Errors to include the definition of accounting estimates as “monetary amounts in financial statements that are subject to measurement uncertainty.”

Ind AS 12: Income Taxes relating to initial recognition exemption of deferred tax related to assets and liabilities arising from a single transaction.

The Company does not expect this amendment to have any significant impact on its Financial Statements.



**PRABHA ENERGY PRIVATE LIMITED**  
**NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR**  
**ENDED 31 ST MARCH, 2023**

4 - Capital Work-In progress	(₹ in lakh)
<b>Cost:</b>	
As at 31 <sup>st</sup> March, 2021	11,441.33
Additions	4,239.94
Disposals / transfers	-
As at 31 <sup>st</sup> March, 2022	<u>15,681.27</u>
Additions	1,989.01
Disposals / transfers	-
As at 31st March ,2023	<u>17,670.28</u>

Capital Work-in-Progress Ageing Schedule	Amount in CWIP for a period of				Total
	< 1 year	1-2 years	2-3 years	>3 Year	
Project in Progress as at 31 <sup>st</sup> March 2022	4,239.93	1,928.81	3,877.78	5,634.74	15,681.27
Project in Progress as at 31 <sup>st</sup> March 2023	1,989.01	4,239.93	1,928.81	9,512.52	17,670.28

The company does not have any projects temporarily suspended or any CWIP which is overdue or has exceeded its cost as compared to originally planned.



**PRABHA ENERGY PRIVATE LIMITED**

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakh)

	As at 31-03-2023 (Rs. In Lakhs)	As at 31-03-2022 (Rs. In Lakhs)
<b>5 - NON - CURRENT FINANCIAL ASSETS - LOANS</b>		
<b>Unsecured, considered good, unless otherwise stated</b>		
Loans to employee	0.10	0.10
	<b>0.10</b>	<b>0.10</b>

	As at 31-03-2023 (Rs. In Lakhs)	As at 31-03-2022 (Rs. In Lakhs)
<b>6 - NON - CURRENT FINANCIAL ASSETS - OTHERS</b>		
Fixed Deposit- Margin Money	-	460.11
	-	<b>460.11</b>

	As at 31-03-2023 (Rs. In Lakhs)	As at 31-03-2022 (Rs. In Lakhs)
<b>7 - TAXATION - DEFERRED TAX</b>		
Deferred Tax Liabilities		
Difference between Tax Base and Book Base	-	-
Gross Deferred Tax Liabilities (a)	-	-
Deferred Tax Assets		
Difference between Tax Base and Book Base	1.96	1.96
Deferred Tax Assets (b)	1.96	1.96
Net Deferred Tax Assets	<b>1.96</b>	<b>1.96</b>

Movement in Deferred Tax is recognised through Profit and Loss statement and nothing is recognised in Other Comprehensive Income.

	As at 31-03-2023 (Rs. In Lakhs)	As at 31-03-2022 (Rs. In Lakhs)
<b>8 - INVENTORIES</b>		
(valued at lower of cost and net realizable value)		
Raw Material	-	-
Work in Progress	-	-
Finished Goods	-	-
Consumable Stores and Spares	584.37	639.70
Others	-	-
	<b>584.37</b>	<b>639.70</b>

- As per inventory taken and valued by the Management

	As at 31-03-2023 (Rs. In Lakhs)	As at 31-03-2022 (Rs. In Lakhs)
<b>9 - CURRENT TAX ASSETS (NET)</b>		
Advance tax and TDS (Net of provisions)	4.74	-
	<b>4.74</b>	<b>-</b>

	As at 31-03-2023 (Rs. In Lakhs)	As at 31-03-2022 (Rs. In Lakhs)
<b>10 - CASH AND CASH EQUIVALENTS</b>		
Balances with banks		
In current accounts	87.69	2.58
Cash in hand	0.43	0.21
	<b>88.13</b>	<b>2.80</b>

	As at 31-03-2023 (Rs. In Lakhs)	As at 31-03-2022 (Rs. In Lakhs)
<b>11- Other balance with banks</b>		
Fixed Deposit- Margin Money deposits with bank more than 3 Month but less than 12 Months	474.79	-
	<b>474.79</b>	<b>-</b>





12 - CURRENT FINANCIAL ASSETS - OTHERS	As at	As at
	31-03-2023 (Rs. In Lakhs)	31-03-2022 (Rs. In Lakhs)
Others (Receivable from Consortium Partners)	6,072.03	6,789.77
Security deposits	147.56	7.88
	<b>6,219.59</b>	<b>6,797.65</b>

13 - CURRENT ASSETS - OTHERS	As at	As at
	31-03-2023 (Rs. In Lakhs)	31-03-2022 (Rs. In Lakhs)
<b>Unsecured, considered good, unless otherwise stated</b>		
Preliminary Expense	15.74	36.11
Prepaid expenses	114.36	102.42
Balance with statutory authorities	2.50	-
Loan given to staff	317.46	7.08
Advances to Trade Payables	3.92	-
Income Receivable	453.98	145.61

14 - SHARE CAPITAL	As at	As at
	31-03-2023 (Rs. In Lakhs)	31-03-2022 (Rs. In Lakhs)
<b>Authorised:</b>		
17,80,610 (P.Y.-13,00,000 )Equity Shares of Rs. 10/- each.	178.06	130.00
37,60,060( P.Y- 25,00,000) Preference Shares of Rs. 10/- each.	376.01	250.00
<b>Issued, Subscribed and paid-up:</b>		
17,80,609 (P. Y.-12,06,550) Equity Shares of Rs. 10 each fully paid up	178.06	120.66
17,80,609 ( 12,06,550 Equity Shares of Rs. 10/- each ) with voting rights		
C.Y.-Nil Preference share & P.Y.21,67,059 Preference Shares of Rs. 10/- each.		216.71
Nil- CY & 21,67,059 PY optionally convertible redeemable Preference Shares of Rs.10/- each full paid )		
As per Ind As 109 and Ind As 32,15,93,000 number of Non-convertible preference shares having its carrying value of Rs. 1,59,30,000 as at 31st March, 2023 is considered as financial liability and the same is presented under the heading "Non-Current Financial Liabilities-Borrowing ".Refere note no. 16.		
	<b>178.06</b>	<b>337.37</b>

**14.1 Reconciliation of number of equity shares & Preference Shares outstanding at the beginning & at the end of the reporting year**

Particulars (Equity Shares)	As at 31 st March,2023		As at 31st March, 2022	
	No of Shares	Value Rs.	No of Shares	Value Rs.
-- At the beginning of the year	12,06,550.00	1,20,65,500	12,06,550.00	1,20,65,500
-- Movement during the period	5,74,059.00	57,40,590		
-- Outstanding at the end of the year	<b>17,80,609.00</b>	<b>1,78,06,090</b>	<b>12,06,550.00</b>	<b>1,20,65,500</b>

Particulars (Preference Shares)	As at 31 st March,2023		As at 31st March, 2022	
	No of Shares	Value Rs.	No of Shares	Value Rs.
-- At the beginning of the year	21,67,059	2,16,70,590	21,50,850	2,15,08,500
-- Movement during the period			16,209	1,62,090
-- Redemption of Preference shares during the period	21,67,059	2,16,70,590		
-- Outstanding at the end of the year			<b>21,67,059</b>	<b>2,16,70,590</b>



**14.2 Details of Equity shares held by shareholders holding more than 5% of the aggregate shares in the Company**

Name of the Shareholders (Equity Shares of Rs 10/- Each)	As at 31 st March,2023		As at 31st March, 2022	
	No. of Share held	% of Holding	No. of Share held	% of Holding
DEEP ENERGY RESOURCES LIMITED	946,558	53.16%	946,563	78.45%
SAVLA OIL & GAS PRIVATE LIMITED	834,046	46.84%	259,987	21.55%
	<b>1,780,604</b>	<b>100.00%</b>	<b>1,206,550</b>	<b>100.00%</b>

**14.3 Terms / Rights attached to Equity Shares**

(I) The Company has equity shares having a par value of Rs. 10 per share, each shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders. The equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

(II) Company has not allotted any bonus shares, Shares without consideration in cash and/or bought back any equity shares during the period of five years immediately preceeding the Balance sheet date.

(III) The Company had previously issued preference shares having face value of Rs. 10 per share. These share are redeemed during the year.

Preference share holder	Number of Preference Shares	Redemption Value
Deep Energy Resources Limited	1,500,000.00	200.00
Deep Industries Limited	93,000.00	1,700.00
Savla Oil & Gas Private Limited	574,059.00	-*

\*Preference Share hold by SOGPL are converted into equity share in ratio of 1:1



	As at 31st March, 2023 (Rs. In lakhs)	As at 31st March, 2022 (Rs. In lakhs)
<b>15 - OTHER EQUITY</b>		
<b>Securities Premium</b>		
Opening balance	8,549.25	8,275.32
Additions during the financial year	-	273.93
Deductions during the financial year	4,421.70	-
<b>Closing balance</b>	<b>4,127.55</b>	<b>8,549.25</b>
<b>Capital Reserve</b>		
Opening balance	1,283.60	1,283.60
Additions during the financial year	-	-
Deductions during the financial year	-	-
<b>Closing balance</b>	<b>1,283.60</b>	<b>1,283.60</b>
<b>Surplus in Statement of Profit and Loss</b>		
Opening balance	(9.64)	(5.89)
Profit / (loss) during the year	9.62	(3.75)
Adjusted to profit / (loss) on account of Ind AS		
- Share Issue Expenses	(1.31)	-
<b>Closing balance</b>	<b>(1.33)</b>	<b>(9.64)</b>
<b>Total of other equity - as at 31st March,2023</b>	<b>5,409.82</b>	<b>9,823.21</b>

	As at 31st March, 2023 (Rs. In lakhs)	As at 31st March, 2022 (Rs. In lakhs)
<b>16 - NON - CURRENT FINANCIAL LIABILITIES - BORROWINGS</b>		
Non Convertible Preference Share (1,593,000 (P.Y.-Nil) Preference Shares)	159.30	-
<b>Loan -From Company</b>		
Savla Oil & Gas Private Limited	2,186.01	-
Deep Energy Resources Limited	1,578.23	-
Horn Ok Please Transport private Limited	303.65	-
<b>Loan- From Director</b>		
Shail Savla	750.09	-
	<b>4,977.28</b>	<b>-</b>

**16.1 Rate of Interest:**

Interest Rate on borrowings range from 7.5% to 9.5%

	As at 31st March, 2023 (Rs. In lakhs)	As at 31st March, 2022 (Rs. In lakhs)
<b>17 - NON - CURRENT - OTHER FINANCIAL LIABILITIES</b>		
Payable to consortium partners	296.52	207.10
	<b>296.52</b>	<b>207.10</b>

	As at 31st March, 2023 (Rs. In lakhs)	As at 31st March, 2022 (Rs. In lakhs)
<b>18 - NON - CURRENT PROVISIONS</b>		
Abandonment Cost Provision	231.74	231.74
	<b>231.74</b>	<b>231.74</b>

	As at 31st March, 2023 (Rs. In lakhs)	As at 31st March, 2022 (Rs. In lakhs)
<b>19 - CURRENT FINANCIAL LIABILITIES - BORROWINGS</b>		
<b>Unsecured Loan -From Company:</b>		
Deep Energy Resources Limited (Holding Company)	1,578.23	-
Savla Oil & Gas Private Limited	-	600.00
	<b>1,578.23</b>	<b>600.00</b>

**19.1 Rate of Interest:**

Interest Rate on borrowings range from 7.5% to 9.5%





20 - CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES	As at 31st March, 2023	As at 31st March, 2022
	(Rs. In lakhs)	(Rs. In lakhs)
Due to micro and small enterprises	32.50	40.11
Due to other than micro and small enterprises	12,464.09	11,049.00
	<b>12,496.59</b>	<b>11,089.11</b>

**Trade payables ageing schedule as at 31 March, 2023**

	Not Due	< 1 year	1-2 years	2-3 years	>3 Year	Total
(i) MSME	7.22	25.29				32.50
(ii) Others	3,480.60	3,336.54	5,434.06	42.11	170.78	12,464.09
(iii) Disputed Dues-MSME						
(iv) Disputed Dues-Others						-
<b>Total</b>	<b>3,487.82</b>	<b>3,361.83</b>	<b>5,434.06</b>	<b>42.11</b>	<b>170.78</b>	<b>12,496.59</b>

**Trade payables ageing schedule as at 31 March, 2022**

	Not Due	< 1 year	1-2 years	2-3 years	>3 Year	Total
(i) MSME	29.87	10.24				40.11
(ii) Others		9,465.05	1,407.84	48.33	127.78	11,049.00
(iii) Disputed Dues-MSME						-
(iv) Disputed Dues-Others						-
<b>Total</b>	<b>29.87</b>	<b>9,475.29</b>	<b>1,407.84</b>	<b>48.33</b>	<b>127.78</b>	<b>11,089.11</b>

21 - CURRENT - OTHER FINANCIAL LIABILITIES	As at 31st March, 2023	As at 31st March, 2022
	(Rs. In lakhs)	(Rs. In lakhs)
Salary Payable	22.24	21.67
Unpaid Expenses	232.80	1,377.79
Bid Bond Deposits	19.37	14.37
	<b>274.41</b>	<b>1,413.83</b>

22 - OTHER CURRENT LIABILITIES	As at 31st March, 2023	As at 31st March, 2022
	(Rs. In lakhs)	(Rs. In lakhs)
Statutory Liabilities	55.30	29.20
	<b>55.30</b>	<b>29.20</b>

23 - Revenue From Operation	For the year ended March 31, 2023	For the year ended March 31, 2022
	(Rs. In Lakhs)	(Rs. In Lakhs)
Sale of Natural Gas	1,612.06	-
	<b>1,612.06</b>	<b>-</b>

24 - OTHER INCOME	For the year ended March 31, 2023	For the year ended March 31, 2022
	(Rs. In Lakhs)	(Rs. In Lakhs)
Interest On Fixed Deposit	16.62	11.28
Interest on IT refund	0.07	-
Miscellaneous income	7.22	-
Excess Provision written back	5.00	-
	<b>28.91</b>	<b>11.28</b>





	For the year ended March 31, 2023 (Rs. In Lakhs)	For the year ended March 31, 2022 (Rs. In Lakhs)
<b>25 - Purchase</b>		
Purchase of Gas	1,358.50	-
Other Operating Expense	106.19	-
	<b>1,464.69</b>	<b>-</b>

	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>26 - EMPLOYEE BENEFITS EXPENSES</b>		
Salaries and wages*	40.86	-
(*Including Directors Remunerations)	40.86	-

	For the year ended March 31, 2023 (Rs. In Lakhs)	For the year ended March 31, 2022 (Rs. in Lakhs)
<b>27 - FINANCE COSTS</b>		
Bank Guarantee Charges	21.21	8.84
Interest on Loan	87.13	-
	<b>108.34</b>	<b>8.84</b>

	For the year ended March 31, 2023 (Rs. In Lakhs)	For the year ended March 31, 2022 (Rs. In Lakhs)
<b>28 - OTHER EXPENSES</b>		
<b>OPERATING, ADMINISTRATION AND GENERAL EXPENSES</b>		
Consultation & Professional Fees	1.75	5.52
Travelling and Conveyance Expense	0.43	-
Payment to the auditors**	0.40	0.24
ROC Expenses	0.73	0.10
Transaction Charges	11.48	-
Other Miscellaneous Expenses	0.90	0.33
Rates and Taxes	0.12	-
Penalty Expense	1.65	-
Kasar/ Vatav	-	0.00
	<b>17.46</b>	<b>6.19</b>
**Payments to the auditors for (including service tax) -statutory audit	0.40	0.03
	<b>0.40</b>	<b>0.03</b>

	For the year ended March 31, 2023 (Rs. In Lakhs)	For the year ended March 31, 2022 (Rs. In Lakhs)
<b>29 - EARNINGS PER EQUITY SHARE</b>		
Profit/(loss) available for equity shareholders	9.62	(3.75)
Weighted average numbers of equity shares	16,50,070	12,06,550
Nominal value per equity share (in Rupees)	10.00	10.00
<b>Earnings /(loss) Per Equity Share- Basic (in Rupees)</b>	<b>0.58</b>	<b>(0.31)</b>
Numbers of Potential equity shares on account of OCRPS	-	21,67,059
Numbers of equity shares for Diluted EPS	16,50,070	33,73,609
<b>Earnings /(loss) Per Equity Share-Diluted (in Rupees)</b>	<b>0.58</b>	<b>(0.11)</b>



## 30 - RELATED PARTY DISCLOSURES

## 30.1 Name of the Related Parties and Nature of the Related Party Relationship

## (1) Holding Company

Deep Energy Resources Limited

## (2) Key Management Personnel

Name	Designation
Mr. Vishal Palkhiwala	Director (w.e.f. 01.08.2022)
Mr. Shail M Savla	Director
Mr. Preamsingh Sawhney	Director
Ms. Shaily Dedhia	Director

## (3) Relative of Key Management Personnel

Mrs. Mita Manoj Savla  
Mr. Manoj Savla  
Shantilal Savla Family Trust  
Manoj Savla Family Trust

## (4) Entities Controlled by Directors

Savla Oil and Gas Private Limited  
Shree Saibaba Petroleum Services

## 30.2 Transactions with Related Party

Nature of Transaction	Name of Related Party	As at	As at
		31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Managerial Remuneration	Shail Savla	40.80	7.50
	Vishal Palkhiwala	9.00	-
	Dharen Savla	-	11
	Ajay Singaniya	-	7.20
	Prem Singh	96.00	97.00
Rent Paid	Dharen Shantilal Savla	9.61	9.04
	Mita Manoj Savla	9.61	9.04
	Priti Paras Savla	9.61	9.04
	Rupesh Kantilal Savla	14.41	13.55
	Shital Rupesh Savla	14.41	13.55
Security Deposit Given	Dharen Shantilal Savla	0.68	0.64
	Mita Manoj Savla	0.68	0.64
	Priti Paras Savla	0.68	0.64
	Rupesh Kantilal Savla	0.96	0.91
	Shital Rupesh Savla	1.06	1.01
Interest Paid	Shail Savla	33.51	-
	Deep Energy Resources Limited	173.84	-
Loan/Advances Repaid	Shail Savla	300.07	-
Loan/Advances Received	Shail Savla	300.00	-
	Deep Energy Resources Limited	3,000.00	-
Redemption of Preference Shares	Deep Energy Resources Limited	3,000.00	-
Preference Shares Issue	Deep Energy Resources Limited	-	3,000.00
Corporate Guarantee Taken	Deep Energy Resources Limited	920.00	920.00

## 30.3 Balances with Related Party

(₹ in lakhs)

Particular	Payable		Receivable	
	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022
Holding Company Loan outstanding	3,156.45	-	-	-
Key Management Personnel and their relatives - Loan Outstanding	750.09	-	2.50	-
Entities controlled by Directors or their relatives - Loan outstanding	2,186.01	-	-	-
Key Management Personnel and their relatives - Salary outstanding	12.53	-	-	-
Key Management Personnel and their relatives - Rent Payable	2.31	-	-	-
<b>Total</b>	<b>6,107.40</b>	<b>-</b>	<b>2.50</b>	<b>-</b>

## Note:

- (i) The above related party transactions have been reviewed periodically by the Board of Directors of the Company vis-à-vis the applicable provisions of the Companies Act, 2013, and justification of the rates being charged/ terms thereof and approved the same.  
(ii) Entity under common control are disclosed only transaction has taken place during the year.  
(iii) All related party transaction have been taken at arm's length price.



**Note - 31. DUES TO MICRO ENTERPRISES AND SMALL ENTERPRISES**

The dues of Micro Enterprises and Small Enterprises as required under the Micro, Small and Medium Enterprises Development Act, 2006 to the extent information available with the Company is given below:

Particulars	(₹ in lakhs)	
	31 <sup>st</sup> March 2023	31 <sup>st</sup> March 2022
(a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
(i) Principal amount due to micro enterprises and small enterprises	32.50	40.11
(ii) Interest due on above		
(b) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(c) "The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year but without adding the interest specified under the MSMED Act, 2006".	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-
<b>Total</b>	<b>32.50</b>	<b>40.11</b>



**NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2023**

**32. FINANCIAL INSTRUMENTS - ACCOUNTING CLASSIFICATIONS AND FAIR VALUE MEASUREMENTS**

32.1 All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is insignificant to the fair value measurements as a whole.

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

Level 2 : valuation techniques for which the lowest level inputs that has a significant effect on the fair value measurement are observable, either directly or indirectly.

Level 3 : valuation techniques for which the lowest level input which has a significant effect on fair value measurement is not based on observable market data.

There have been no transfers between Level 2 and Level 3 during the period.

32.2 The management assessed that fair value of short term financial assets and liabilities significantly approximate their carrying amounts largely due to the short term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amounts at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

32.3 The Company determines fair values of financial assets or liabilities by discounting the contractual cash inflows / outflows using prevailing interest rates of financial instruments with similar terms. The initial measurement of financial assets and financial liabilities is at fair value.

32.4 The following methods and assumptions were used to estimate the fair values:

- The fair value of The Company's interest bearing borrowings are determined using discount rate that reflects The entity's discount rate at the end of the reporting period. The own non-performance risk as at the reporting period is assessed to be insignificant.

- The fair value of unquoted instruments and other financial assets and liabilities is estimated by discounting future cash flows using rates currently applicable for debt on similar terms, credit risk and remaining maturities.

32.5 Set out below, is a comparison by class of the carrying amounts and fair value of the Company's Financial Instruments.

Particulars	AMORTISED COST		FVTPL		FVTOCI	
	As At	As At	As At	As At	As At	As At
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>Financial assets</b>						
<b>Non-current</b>						
Other Financial Assets	-	460.11	-	-	-	-
Loans	0.10	0.10	-	-	-	-
<b>Current</b>						
Cash and Cash Equivalents	562.93	2.80	-	-	-	-
Other Financial Assets	6,219.59	6,797.66	-	-	-	-
<b>TOTAL</b>	<b>6,782.62</b>	<b>7,260.67</b>	-	-	-	-
<b>Financial Liabilities</b>						
<b>Non-current</b>						
Other Financial Liabilities	296.52	207.10	-	-	-	-
Borrowings	4,977.28	-	-	-	-	-
<b>Current</b>						
Borrowings	1,578.23	600.00	-	-	-	-
Trade Payables	12,496.59	11,089.11	-	-	-	-
Other Financial Liabilities	274.41	1,413.82	-	-	-	-
<b>TOTAL</b>	<b>19,623.02</b>	<b>13,310.03</b>	-	-	-	-





33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's Risk Management framework encompasses practices relating to the identification, analysis, evaluation, treatment, mitigation and monitoring of the strategic, external and operational controls risks to achieving the Company's business objectives. It seeks to minimize the adverse impact of these risks, thus enabling the Company to leverage market opportunities effectively and enhance its long-term competitive advantage. The focus of risk management is to assess risks and deploy mitigation measures.

The Company's activities expose it to variety of financial risks namely market risk, credit risk and liquidity risk. The Company has various financial assets such as deposits, other receivables and cash and bank balances directly related to the business operations. The Company's principal financial liabilities comprise of trade and other payables. The Company's senior management's focus is to foresee the unpredictability and minimize potential adverse effects on the Company's financial performance. The Company's overall risk management procedures to minimize the potential adverse effects of financial market on the Company's performance are outlined hereunder:

The Company's Board of Directors have overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management is carried out by the management in consultation with the Board of Directors. They provide principles for overall risk management, as well as policies covering specific risk areas.

The note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

(A) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and from its financial activities including deposits with banks and other financial instruments.

(i) Cash and cash equivalents:

The Company considers factors such as track record, size of institution, market reputation and service standard to select the banks with which deposits are maintained. The Company does not maintain significant deposit balances other than those required for its day to day operations. Credit risk on cash and cash equivalents is limited as these are generally held or invested in deposits with banks and financial institutions with good credit ratings.

(B) Liquidity Risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

The Company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company relies on a mix of borrowings, capital and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure that it has sufficient cash to meet operational needs.

The table below provides undiscounted cash flows towards non-derivative financial assets/ (liabilities) into relevant maturity based on the remaining period at the Balance Sheet date to the contractual maturity date and where applicable, their effective interest rates.

Particulars	As At 31 <sup>st</sup> March, 2023			Total
	Not later than 1 year	Later than 1 and not later than 5 years	Later than 5 years	
	(₹ in lakhs)			
<b>Financial Liabilities</b>				
<b>Non-current</b>				
Other Financial Liabilities	-	296.52	-	296.52
Borrowings		4,977.28		
<b>Current</b>				
Borrowings	1,578.23	-	-	1,578.23
Trade Payables	12,496.59	-	-	12,496.59
Other Financial Liabilities	274.41	-	-	274.41
<b>TOTAL</b>	<b>14349.22</b>	<b>5273.79</b>	<b>-</b>	<b>14645.74</b>

Particulars	As At 31 <sup>st</sup> March, 2022			Total
	Not later than 1 year	Later than 1 and not later than 5 years	Later than 5 years	
	(₹ in lakhs)			
<b>Financial Liabilities</b>				
<b>Non-current</b>				
Other Financial Liabilities	-	207.10	-	207.10
<b>Current</b>				
Borrowings	600.00	-	-	600.00
Trade Payables	11,089.11	-	-	11,089.11
Other Financial Liabilities	1,413.82	-	-	1,413.82
<b>TOTAL</b>	<b>13102.93</b>	<b>207.10</b>	<b>-</b>	<b>13310.03</b>



**(C) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices.

**(i) Interest rate risk**

The Company's exposure to the risk of changes in market interest rates relates primarily to debts having floating rate of interest. Its objective in managing its interest rate risk is to ensure that it always maintains sufficient headroom to cover interest payment from anticipated cashflows which are regularly reviewed by the Board. However, the risk is very low due to negligible borrowings by the Company.

The Company's borrowings from banks are Nil as at 31st March, 2023 and 31st March, 2022 respectively. As a result, the sensitivity affecting the loss before tax due to the Company's exposure to the risk of changes in market interest rates is almost nil.

**(ii) Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates and arises where transactions are done in foreign currencies. It arises mainly where receivables and payables exist due to transactions entered in foreign currencies. The Company evaluates exchange rate exposure arising from foreign currency transactions and follows approved policy parameters utilizing forward foreign exchange contracts whenever felt necessary. The Company does not enter into financial instrument transactions for trading or speculative purpose. The company does not have any outstanding foreign currency exposure at the end of the reporting periods.

**(iii) Commodity Risk:**

The Company is exposed to the movement in the price of key raw materials and other traded goods in the domestic and international markets. The Company has in place policies to manage exposure to fluctuation in prices of key raw materials used in operations. The Company enters into contracts for procurement of raw materials and traded goods, most of the transactions are short term fixed price contracts and a few transactions are long term fixed price contracts.

**(D) Capital management**

The Company manages its capital to be able to continue as a going concern while maximising the returns to shareholders through optimisation of the debt and equity balances. For the purpose of calculating gearing ratio, debt is defined as non current and current borrowings (excluding derivatives). Equity includes all capital and reserves of the Company attributable to equity holders of the Company. The Company is not subject to externally imposed capital requirements. The Board reviews the capital structure and cost of capital on an annual basis but has not set specific targets for gearing ratios. The risks associated with each class of capital are also considered as part of the risk reviews presented to the Board of Directors.



### 34. ADDITIONAL REGULATORY INFORMATION - RATIOS

Sr. No.	Ratios	Numerator	Denominator	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
1	Current ratio (in times)	Total Current assets	Total Current liabilities	0.54	0.58
2	Debt Equity ratio	Total Debt (Non-Current + Current)	Total Equity	1.17	0.03
3	Debt service coverage ratio	Earnings available for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = interest & Lease payments + Principal repayments #	0.04	-
4	Return on equity	Profit / (loss) attributable to owners of the Company	Shareholder's equity**	0.17%	0%
5	Inventory turnover ratio	Revenue from Operations (Net)	Inventory	2.76	-
6	Trade receivable turnover ratio	Revenue from Operations (Net)	Trade receivable	-	-
7	Trade Payable turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Trade payables	0.12	-
8	Net capital turnover ratio	Revenue from Operations (Net)	Working capital = Current assets - Current liabilities	-	-
9	Net profit percentage	Net profit	Revenue from Operations (Net)	1.00%	0.00%
10	Return on capital employed*	Earnings before interest and taxes	Capital employed = Shareholder's Equity + Non Current Borrowing	2.74%	-0.02%
11	Return on investment	Earnings before interest and taxes	Total Assets	0.00%	-0.02%

#### Reason for more than 25% deviations in Ratios :

##### (1) Debt Equity Ratio ( in times) :

The company has significantly borrowed fund and the same are parked in CWIP.

##### (2) Debt service coverage ratio ( in times) :

Variance on account of increase in borrowing as compared to previous year.

##### (3) Return on equity (%) :

Due to increase in profitability of the company compared to previous year

##### (4) Inventory turnover ratio ( in times):

Variance on account of commencement of Partial Business Operation.

##### (5) Trade Payable turnover Ratio ( in times) :

Variance on account of commencement of Partial Business Operation.

##### (6) Net Profite Ratio ( in times) :

Due to increase in profitability of the company compared to previous year

##### (7) Return on capital employed(in times) :

Due to increase in profitability of the company, increase in borrowing compared to previous year & commencement of Partial Business Operation.



**PRABHA ENERGY PRIVATE LIMITED**

**NOTES ANNEXED TO AND FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2023**

	(₹ in lakhs)	
	As at	As at
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>35- COMMITMENTS AND CONTINGENT LIABILITIES</b>		
<b>CONTINGENT LIABILITIES</b>		
(a) Claims against the Company not acknowledged as debts (Net of Payments)	109.27	61.02
(b) Guarantees given (Net)	445.00	445.00
* Total outstanding GST Demand of Rs. 109.11 lakh consist of Interest of Rs.18.52 lakh and Penalty of Rs.8.23 Lakh		
<b>CAPITAL COMMITMENT</b>	4,500.00	-

**36 - OPERATING SEGMENTS**

Since there is no operational revenue, there are no separate reportable segments as per IND AS 108 - ' Operating Segment '. The Revenue from transactions with the single external customer amounting to 10% or more of the Company's Revenue is Nil.

**37- STRUCK OFF COMPANIES**

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

38

Balances of Other Current Liabilities and Trade Payables are subject to confirmation, reconciliation and adjustments if any.

39-

In the opinion of the Management, current assets have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated except where indicated otherwise.

40

Previous period figures have been regrouped, re-classified and re-arranged wherever considered necessary to confirm to the current year's

41

The MCA wide notification dated March 24, 2021 has amended Schedule III to the Companies Act, 2013 in respect of certain disclosures. The Company has incorporated appropriate changes in the above results.





**PRABHA ENERGY PRIVATE LIMITED**

**NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

**42- Additional information as required under para 2 of General Instruction of Division II of Schedule III to the Companies Act, 2013.**

A. The Company has not carried out any revaluation of Property, Plant and Equipment in any of the period reported in this Financial Statements hence reporting is not applicable.

B. The company does not hold any benami property as defined under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder. No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder

C. As on the balance sheet date, company have approved sanction limits from banks but the same is pending for disbursement hence the Company is not required to submit Stock statement to Banks on quarterly basis for the period covered under the audit.

D. The company does not have any charges or satisfaction, which is yet to be registered with ROC beyond the statutory period.

E. The Company does not have any such trasaction 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).

F. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the  
(a) 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  
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

G. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether  
(a) 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  
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

H. During FY 2022-23, the company has raised any amount from issue of securities and long term borrowings from banks and financial institutions.

I. The Company has not traded or invested in crypto currency or virtual currency during the financial year.

J. The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies (

**For Mahendra N Shah & Co.,**

Chartered Accountants

Firm Registration Number: 105775W

**Chirag M Shah**  
Partner

Membership Number: 045706

Place: Ahmedabad

Dated : May 25,2023

**For, Prabha Energy Private Limited**

**PREMSINGH SAWHNEY**  
Director

DIN: 03231054

Place: Ahmedabad

Dated : May 25,2023

**SHAIL SAVLA**  
Director

DIN:08763064

