



September 06, 2023

**National Stock Exchange of India
Limited**

Exchange Plaza, C-1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051
Symbol: AVG

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 543910

Sub: Annual Report for the Financial Year 2022-2023

Dear Sir/Madam,

Pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a copy of Annual Report of the Company for the financial year 2022-23 which is being sent to the members of the Company for their adoption, at the 14th Annual General Meeting of the Company to be held on Friday, September 29, 2023 at 03:00 P.M. IST at Bliss and Blessings Banquet, Near Jhilmil Metro Station, Delhi-110095.

The copy of Annual Report for the financial year 2022-23 is also being posted on the website of the Company i.e. www.avglogistics.com.

You are requested to take the above information on records

Thanking You

Yours faithfully,

For AVG LOGISTICS LIMITED

Sanjay Digitally signed
by Sanjay Gupta
Gupta Date: 2023.09.06
19:24:31 +05'30'

SANJAY GUPTA
MANAGING DIRECTOR
DIN: 00527801

Regd. Office:
25, DDA Market, Savita Vihar,
Delhi-110092
Ph.: 8527494071

AVG LOGISTICS LIMITED

CIN No.: L60200DL2010PLC198327
E-mail: info@avglogistics.com
Website: avglogistics.com

Corporate Office: 102, 1st Floor,
Jhilmil Metro Station Complex,
Delhi-110095 Ph.: 8527291062
+91-11-22124356

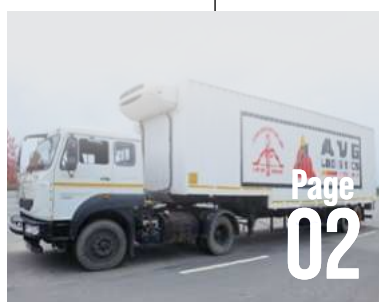
END TO END EXCELLENCE

AVG Logistics Limited

Annual Report 2022-23



Across the Pages



Page
02



Page
03



Page
11

01 Corporate Report

- 01 End To End Excellence
- 02 About AVG Logistics
- 04 Key Milestones
- 06 Letter from the MD & CEO
- 07 Financial Highlights
- 08 Product Portfolio
- 12 Board of Directors
- 14 Experienced Management Team
- 16 Our Commitment to ESG
- 17 Corporate Information

38 Statutory Reports

- 18 Director's Report
- 28 Corporate Governance Report
- 50 Management Discussion and Analysis

60 Financial Statements

- 61 Standalone
- 138 Consolidated

212 Notice

Investor Information

Market Capitalisation as on

March 31, 2023 : INR 198.94 Crs

CIN : L60200DL2010PLC198327

BSE Code : 543910

NSE Symbol : AVG

AGM Date : September 29, 2023

AGM Venue : Bliss and Blessings Banquet, Near Jhilmil Metro Station,
Delhi - 110 092

Disclaimer: This document contains statements about expected future events and financials of AVG Logistics Limited ('The Company'), which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

End to End the Pages Excellence

At AVG Logistics, we don't just provide logistics solutions, we deliver excellence. Since our inception, our mission has been to evolve into a dedicated and robust supply chain solution provider in India. Our journey has been defined by continuous improvement, a relentless focus on customer-centricity, and a dedication to staying at the forefront of industry technology.

Our extensive pan-India distribution network empowers us to deliver complete end-to-end solutions to our valued customers. Furthermore, our commitment towards placing customers at the centre of everything we do has been pivotal to our success. We customise solutions to precisely match our clients' unique needs, solidifying our position as a prominent player in the logistics industry. Our excellence shines through in our comprehensive suite of services, covering road logistics, railways, warehousing, and an array of value-added options, ensuring a holistic experience for our customers.

Over the years, we have grown and honed our expertise in the industry. Moving ahead, our aim is to scale to newer heights by investing in cutting-edge technology, establishing large-scale warehouses, and adopting advanced transportation solutions. Our dedicated approach is geared towards establishing ourselves as a leading and comprehensive logistics service provider in the industry.

24x7

Integrated Logistics
Services

13 Lakhs MT

Tonnage Handled

407

Employees

9

Transshipment Hubs
for LTL Services

INR 427.1 Crs

Revenue in FY 2023



About AVG Logistics

AVG Logistics Limited ('AVG Logistics' or 'The Company') is a leading multi-modal logistics solutions provider based in India. Founded in 2010, the Company has rapidly grown to become a trusted partner for businesses across India and abroad. With a team of dedicated logistics experts and a modern fleet, AVG Logistics provides customised and technology-driven solutions across transportation, warehousing, distribution, and supply chain management. Furthermore, the Company also offers Third-Party Logistics Services (3PL), effectively complementing its wide range of logistics solutions.

As AVG Logistics enters its second decade, the Company is positioned for further growth and expansion. It aims to leverage its strong reputation, nationwide presence, and commitment to customer service to continue adding value for its customers. AVG Logistics remains focussed on strategic investments, operational excellence, and sustainability as it solidifies its position as a premier end-to-end logistics partner. The Company's digital-first approach and proven capability to deliver makes it a reliable choice for businesses seeking efficient, cost-effective logistics solutions.

467

Owned Trucks

246

Reefer Trucks

FTL, LTL, Cold Chain

Types of transportation

6

Warehouses

6

Trains Under
Our Ambit

Tech-Enabled Fleet

24x7 Monitoring through the
Central Command Centre



Listing Ceremony

Listing Ceremony at BSE Limited (Formerly Bombay Stock Exchange) at Mumbai on May 12, 2023.



CSR Initiatives



Key Milestones

2022

- Signed 6 tenders worth INR 510 Crore with the Indian Railways for 6 leased parcel trains
- Initiated services for quick service restaurant (QSR) clients
- Achieved an annual tonnage handling capacity exceeding 14 Lakh tonnes by March 2022
- Pioneered the use of an automobile rake for the first time in railway history for tyre transportation

2023

- Listed on the main board of NSE and BSE
- Expanded the cold chain division
- Forayed into the parcel division

2021

- Introduced railways and coastal transport lines
- Renewed focus on the reefer segment
- Operated a warehousing area of over 500,000 sq. ft.

2020

- Received the Road Safety Award at the Global Safety Summit

2019

- Achieved a threefold increase in turnover, reaching INR 3 Bn within 5 years
- Operated a warehousing area of approximately 382,000 sq. ft.

2018

- Launched transportation services to Bangladesh and Nepal
- Successfully listed on the NSE SME board with the issue being oversubscribed 1.92 times
- Ventured into secondary transportation services
- Strengthened the parcel division by attracting new talent and expanding business

2010

- Incorporated by Mr. Sanjay Gupta
- Secured 'Nestle' as its first client
- Diversified into the warehousing segment with approximately 25,000 sq. ft. of space

2016

- Expanded operations with the addition of 20+ branches
- Recognised as the Best Logistics Company of the Year by ASSOCHAM

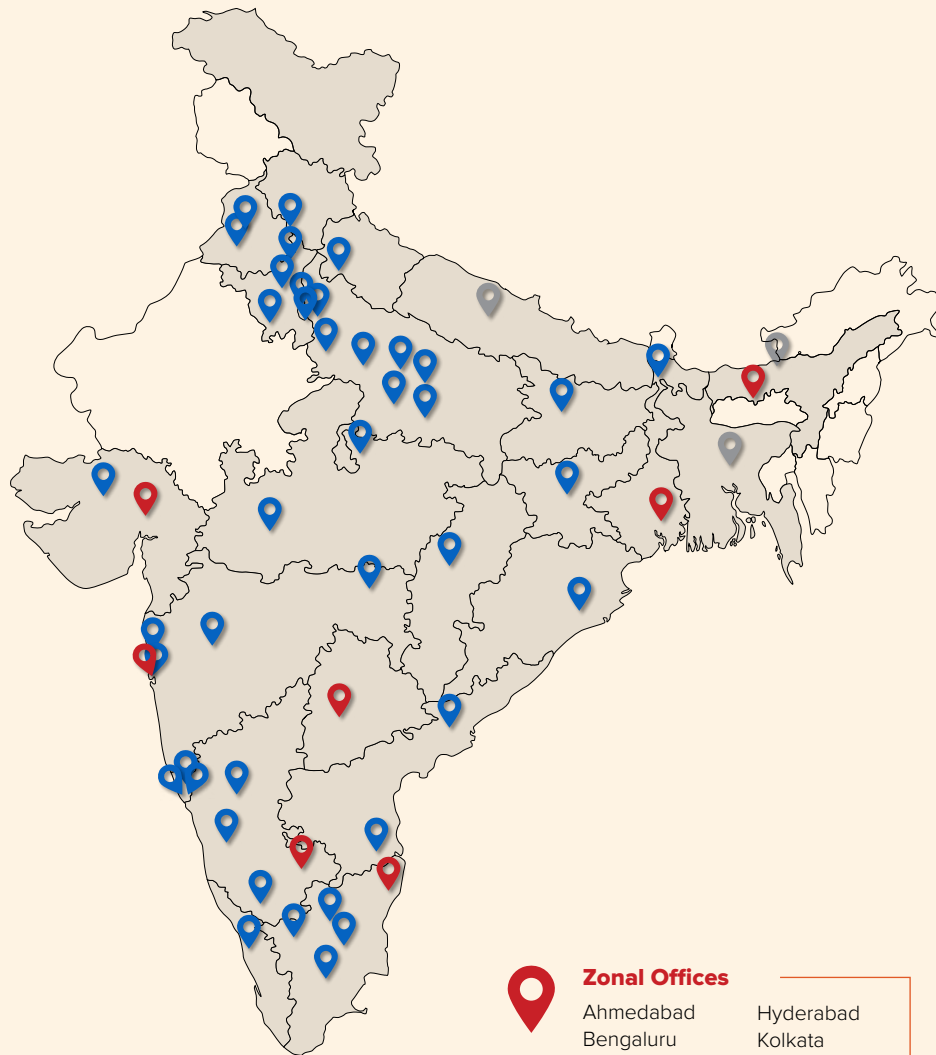
2012

- Introduced cold chain services

2015

- Commenced less-than-truckload (LTL) transportation services
- Launched a cargo express train service

Geographical Footprint



50+

Branches

1

Fleet
Maintenance
Hub

7

Zonal Offices

9

Transshipment
Hubs for LTL Ser-
vices

Zonal Offices

Ahmedabad	Hyderabad
Bengaluru	Kolkata
Chennai	Mumbai
Guwahati	



International Network

Bangladesh
Nepal
Bhutan




Other Branches

Alipur	Goa (Ponda)	Kollam	Okhla	Samalkha
Ambala	Goa (Bicholim)	Ludhiana	Patna	Shimoga
Baramati/Mumbai	Hubli	Lucknow	Pune	Siliguri
Bhiwandi	Indore	Madurai	Roorkee	Tahliwal
Bicholim	Jaipur	Moga	Raipur	Trichy
Cochin	Jammu	Mumbai (Bhiwandi)	Ranchi	UP Border
Coimbatore	Kala Amb	Nanjangud	Renigunta	Vijayawada
Cuttack	Kanpur	Nagpur	Rudrapur	
Farrukhnagar	Kundli	Noida (U.P.)	Salem	


Disclaimer: This map is a generalised illustration only for the ease of the reader to understand the locations, and it is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. The Company or any of its directors, officers or employees, cannot be held responsible for any misuse or misinterpretation of any information or design thereof. The Company does not warrant or represent any kind of connection to its accuracy or completeness.

Letter from

The Managing Director and CEO



We have built a reputation for responsive customer service, cost efficiency and sustainable growth. I am confident we will continue on this upward journey in the years to come.



Dear Valued Stakeholders,

I am pleased to report that this year has been tremendous in terms of growth and innovation for our Company. As India's leading multi-modal logistics provider, we continue leveraging our unique model to enable efficient door-to-door delivery for businesses nationwide. A core strength that sets us apart is our pioneering leadership in rail cargo services. Through our strategic partnerships with national rail networks, we have introduced express freight trains on all major logistics routes to significantly shorten transit times. This year, we expanded our Rail Cum Road services to new industries, including e-commerce, automotive and pharmaceuticals.

We are diversifying our portfolio beyond road transport in line with and India growth story market trends. Our multi-modal offerings now span rail, road and cold chain logistics solutions. We also increased our network of large-scale warehouses to boost storage and distribution capabilities. Technology remains an important enabler. We are investing in automation and digitisation to enhance productivity, ensure shipment visibility and deliver seamless last-mile connectivity.

In FY 2023, our Company experienced a substantial financial turnaround, delivering a top line performance similar to FY 2022. Our EBITDA increased from INR 41.38 Crs in FY 2022 to INR 78.22 Crs in FY 2023. Our PAT rebounded to INR 8.33 Crs in FY 2023 from INR 0.94 Crs during FY 2022 through disciplined cost management and operational optimisation. We significantly improved profitability across key indicators compared to FY 2022. We are well-positioned to sustain this growth momentum.

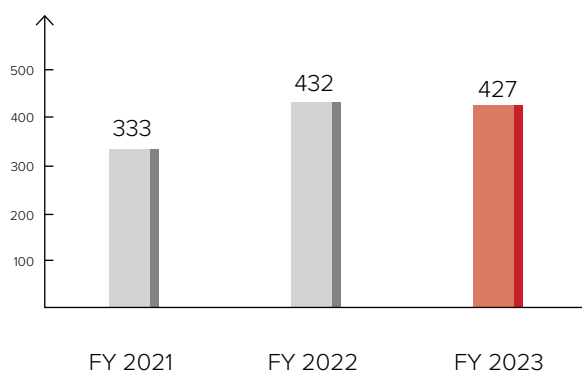
As we look ahead, we are strategically positioned to capitalise on India's growing logistics sector. With the Government underscoring the importance of rail freight, our pioneering leadership in this segment will be a key competitive advantage. I want to thank our employees, partners and shareholders for their continued support. We have built a reputation for responsive customer service, cost efficiency and sustainable growth. I am confident we will continue on this upward Journey in the years to come.

Warm regards,

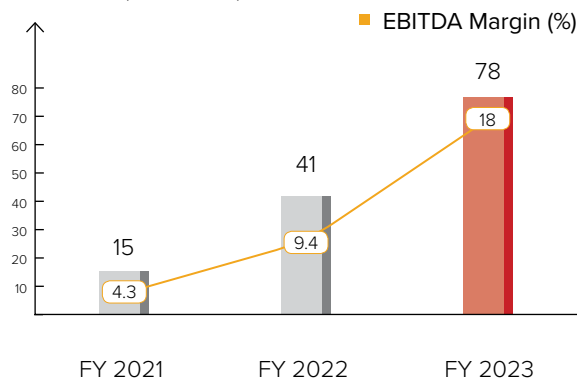
Sanjay Gupta
Managing Director & CEO

Financial Highlights

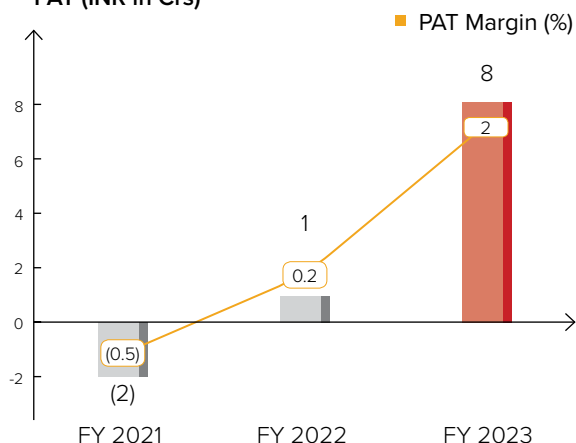
Revenue (INR in Crs)



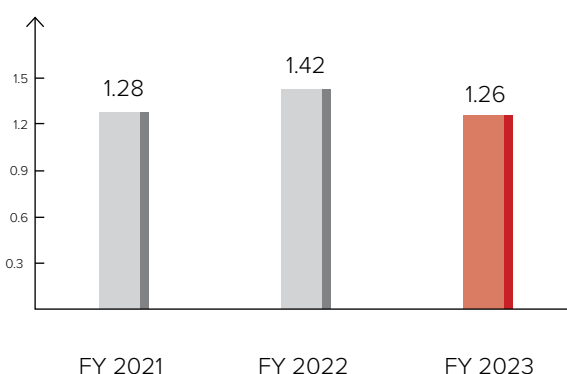
EBITDA (INR in Crs)



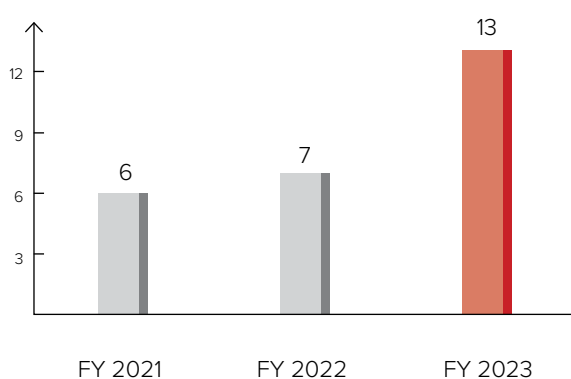
PAT (INR in Crs)



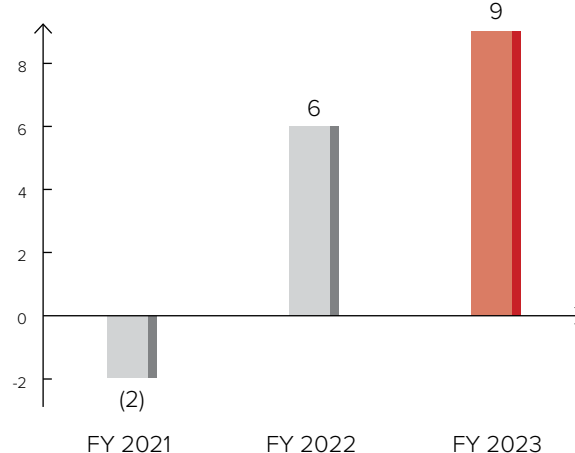
Net Debt/Equity (x)



ROCE (%)



Return on Investment



Product Portfolio

Road Logistics

Market Leader in Integrated Solutions

AVG Logistics operates a large fleet of trucks ranging from less than 12 tonnes to 40 tonnes to provide a variety of logistics services. The Company uses smaller trucks under 12 tonnes for last-mile deliveries to clients. The fleet utilises tech-enabled systems like GPRS for real-time monitoring from a central command centre. AVG Logistics also offers customised dedicated vehicles to meet specific client needs. The diverse truck fleet and technology enable AVG Logistics to provide comprehensive road logistics solutions.

467

Trucks

246

Reefers

Cold Chain Division

The Company has recently solidified a partnership with Hindustan Unilever Limited (HUL) for the transportation of the renowned Kwality Walls ice cream brand. This expansion includes an impressive fleet of over 240 high-quality premium reefer vehicles, meticulously designed to maintain precise temperatures ranging from -25° to +25° Celsius.

This strategic move fortifies AVG Logistics' position as a leading provider of top-tier cold chain solutions, offering end-to-end services from first to last mile delivery. The enhanced capabilities empower the Company to serve

a diverse spectrum of industries, spanning from the frozen goods sector, including ice cream and dairy products, to the dynamic quick-service restaurant (QSR) and fresh fruits and vegetables segments.

The Company has engineered a 45-ft temperature-controlled vehicle boasting a payload capacity of 22 tonnes. This innovation marks a significant step towards cost optimisation and environmentally sustainable transportation for AVG Logistics' valued customers.

The vehicle is equipped with cutting-edge insulation, stringent safety features, and predictive alert systems.

Asset-Light Model


● **80%**
Hired trucks

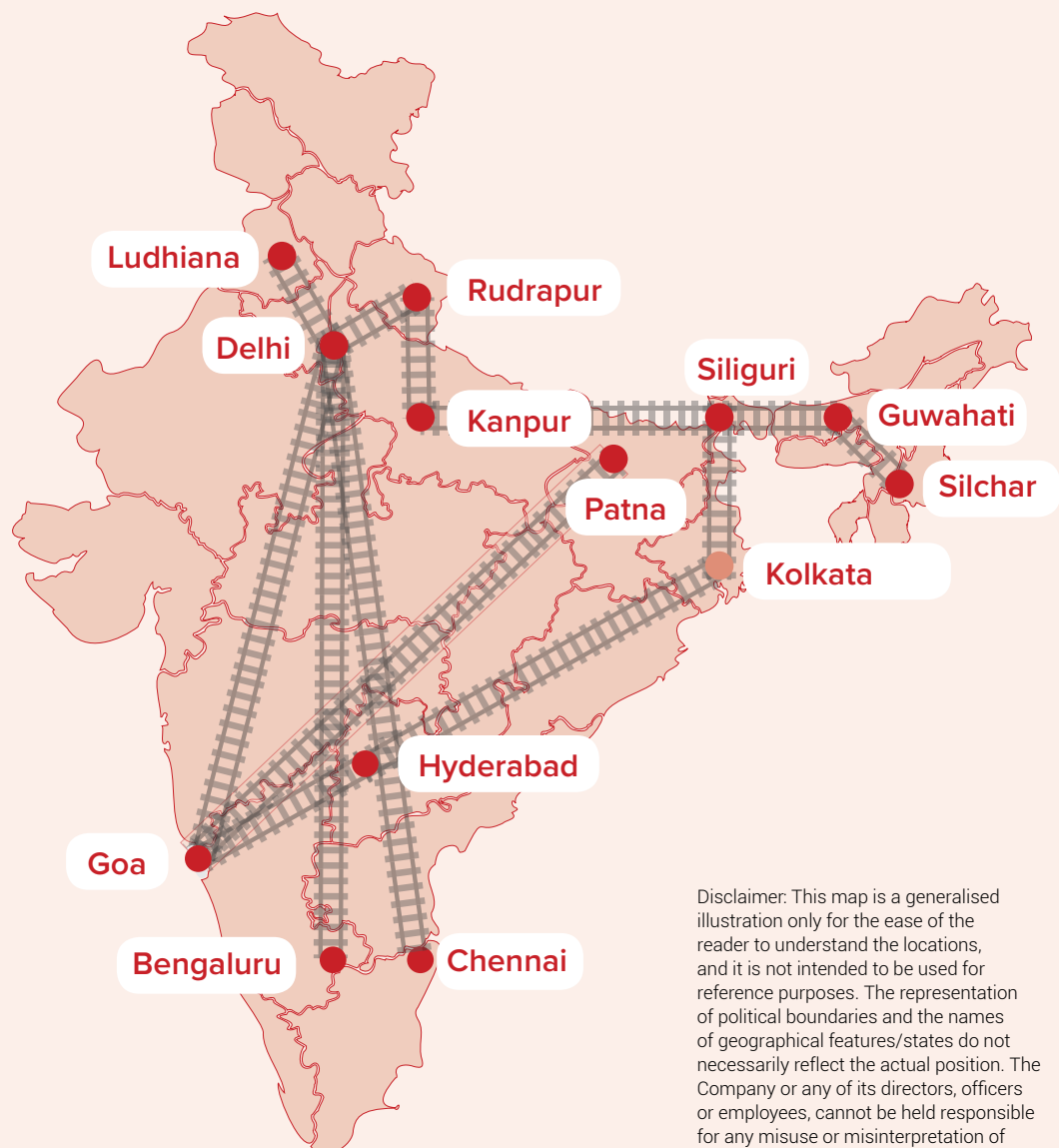
● **20%**
Owned trucks

Services Offered


Rail Logistics:

A Sustainable Logistics Medium

AVG Logistics is steadily expanding its sustainable rail logistics capabilities, now operating 6 key routes across India. This allows the Company to offer cost-optimised transportation with a lower carbon footprint versus the road. The Company is a market leader in providing different rail cargo services to its customers, such as full rack and piecemeal transportation, container movement and terminal management across all concor Inland Container Depots (ICDs). The Company has long-term contracts worth over INR 510 Crs with the Indian Railways, cementing its leadership in integrated rail solutions.



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Warehousing

To Add Meritoriously to the Supply Chain

AVG Logistics operates an extensive network of warehouses across multiple states in India. The Company provides several types of warehousing services, such as industrial and retail warehousing, liquid storage, cold storage, agri-warehousing, and container storage services on a short-, medium- and long-term basis to clients. The Company's customised approach aligns its warehousing closely with its clients' distribution and logistics requirements. Whether it is location, size, temperature control or value-added services, the Company's warehouses aim to meet customer needs optimally. As its clients' businesses evolve, the Company evolves its warehousing capabilities in sync. This integration enables AVG Logistics to manage its clients' end-to-end supply chain efficiently.

7,05,000 sq. ft.

Warehousing Space Pan-India

1,31,189 sq. ft.

Owned Warehousing Space in Mysuru and Agartala



Value-Added

Services: To Meet Customer Requirements

The Company's comprehensive portfolio of value-added services allows it to manage complex, end-to-end supply chain requirements of its customers. By integrating transport, warehousing, tracking, and other logistics processes, the Company aims to enhance efficiency, reduce costs, and simplify the supply chain for its clients. The Company's expertise in value-added services creates a smoother, more seamless logistics experience.

Multi-Modal Logistics & Value-Added Services

Rental Services



Warehouse Management Services



Road Transportation



Rail Transportation

Board of Directors



Mr. Sanjay Gupta

MD & CEO

- Mr. Sanjay Gupta has over 30 years of experience in multi-modal logistics, warehousing, and retail logistics.
- His extensive knowledge, strong management skills, excellent decision-making abilities, and strategic planning acumen have driven him to embark on his entrepreneurial journey.
- He has successfully initiated train movements on some of the most challenging routes and facilitated the deployment of 32 ft. containers on high-traffic road routes.



Mrs. Asha Gupta

Whole-Time Director

- Mrs. Asha Gupta possesses extensive expertise in warehousing and cargo handling services.
- Her remarkable abilities, rich experience, interpersonal skills, and expertise in marketing strategies have consistently led to significant growth in the transportation business.



Mr. Apurva Chamaria

Non-Executive Non-Independent Director

- Mr. Apurva Chamaria currently holds the position of Head of Partnership Solutions, Startups, and Venture Capital at Google India.
- He is an alumnus of the Harvard Business School, Boston, and is pursuing his PhD in digital engineering at the Indian Institute of Technology, Delhi.
- In addition to his current role, he has previously served as the Chief of Staff to the Managing Director of Tech Mahindra and as the Chief Revenue Officer at RateGain.



Mr. Ankit Jain

Non-Executive Non-Independent Director

- Mr. Ankit Jain possesses over 16 years of experience in varied areas of law.
- His primary areas of focus encompass energy, regulatory & policy, litigation and dispute resolution, corporate and consumer law, as well as competition and trade law matters.
- He works with some of the largest corporate and public sector clients of the firm to develop comprehensive legal and commercial strategies.

**Mr. Susheel Kumar Tyagi**

Non-Executive Independent Director

- Mr. Susheel Kumar Tyagi has over 40 years of extensive experience in the warehousing and logistics industry across various roles and responsibilities.
- He has previously overseen air cargo warehousing at Delhi Airport and managed the container freight station operations.
- He also held responsibility for the Navi Mumbai Region, dealing with import/export container operations, one of the largest setups within the Central Warehousing Corporation.

**Mr. Pawan Kant**

Non-Executive Independent Director

- Mr. Pawan Kant holds a rich experience of 34 years in transportation & logistics business.
- He has been a Director on the Boards of State Warehousing Corp. of Haryana, Uttar Pradesh, Andhra Pradesh, Telangana, Punjab and Meghalaya.

**Mr. Shyam Sunder Soni**

Non-Executive Independent Director

- Mr. Shyam Sunder Soni possesses a wealth of experience spanning 32 years in the transportation and logistics industry.
- He has been engaged in the logistics sector, particularly in container transportation via truck trailers and operations at Integrated Containers Depots (ICDs).

Experienced Management Team



Mr. Sanjay Gupta

MD & CEO

- Mr. Sanjay Gupta has over 30 years of experience in multi-modal logistics, warehousing, and retail logistics.
- His extensive knowledge, strong management skills, excellent decision-making abilities, and strategic planning acumen have driven him to embark on his entrepreneurial journey.
- He has successfully initiated train movements on some of the most challenging routes and facilitated the deployment of 32 ft. containers on high-traffic road routes.



Mr. Vinayak Gupta

Vice President

- He holds a bachelor's degree in mathematics from Delhi University and completed his master's degree from the London School of Economics and Political Science (LSE).
- With over 10 years of experience in the logistics industry, he is primarily dedicated to crafting practical and effective plans that deliver tangible results.



Mr. Rajiv Agarwal

Director - Sales & Operations

- Mr. Rajiv Agarwal possesses 32 years of experience in the road transport and logistics industry.
- His primary focus is on developing 'transportation & logistics' as both a self-leadership competency and a robust business practice.



Mr. Himanshu Sharma

Chief Financial Officer

- Mr. Himanshu Sharma is a chartered accountant and a seasoned finance & business professional with more than 17 years of experience.
- He possesses over 12 years of post-qualification expertise in accounting, finance, audits, business analysis, and commercials.
- He specialises in enhancing company profitability through active engagement with management teams and collaborative efforts with cross-functional teams to oversee and drive improvement projects within critical P&L categories.

**Mr. Mukesh Nagar**

Company Secretary

- Mr. Mukesh Nagar is a qualified Company Secretary and lawyer, experienced in contract management, legal compliances, M&A & Listing of Securities with national and international entities.
- He has previously worked with Sandhar Technologies & Bharat Ekansh.

**Mr. Sanjay Sharma**

Head – Rail Operations

- Mr. Sanjay Sharma serves as the Head of Rail Operations in the Company, overseeing all road transportation activities and managing project management tasks related to scope, schedule, and budget controls.
- With 32 years of experience in the field of rail transportation, his expertise extends to the management of rail and road transportation throughout the nation from various directions.

**Mr. Narendar Gupta**

VP – Finance & Accounts

- Mr. Narendar Gupta is a passionate, visionary, result driven finance professional with over 20 years of experience in logistics industry.
- His expertise lies in transformation, automation, cost optimisation, process implementation along with cash flow management.

**Mr. Praveen Mahla**

GM – Finance & Accounts

- Mr. Praveen Mahla is a fellow member of the Institute of Chartered Accountants of India (ICAI) and brings over 10 years of experience to the logistics industry.
- His expertise lies in the areas of audit and indirect taxes. Additionally, he has been involved in audit assignments for renowned corporate entities, including Vodafone India.

**Mr. Dayanand Sharma**

GM – Operations

- Mr. Dayanand Sharma has wide experience of 25 years in warehousing and logistics industry.
- His expertise lies in marketing and operations, including identification of target markets, fetching clients.

Our ESG

Commitment

AVG Logistics believes that excellence in business extends beyond mere profitability. The Company's commitment to Environmental, Social, and Governance (ESG) principles is deeply rooted in its responsibility towards the planet, communities, and stakeholders.



Environment

The Company is committed to eco-friendly operations, strongly emphasising simplifying logistics and reducing environmental impact. This includes prioritising rail logistics, which lowers carbon emissions and offers cost-effective transport solutions. Additionally, the Company maintains a modern fleet equipped with advanced technology to minimise emissions and boost efficiency.

Zero

Plastic Use in Office Space



Social

Central to AVG Logistics' social priorities is a dedication to the safety of truck drivers and the cargo they transport. The Company also looks to the future, striving to implement cutting-edge technology that enhances operational efficiency and elevates fleet management and delivery times. The Company adopts a holistic approach to its employees' safety, health, and overall well-being and actively engages in CSR initiatives, reflecting its commitment to fostering a secure and thriving community.

INR 9.04 Lakhs

Integrated Logistics Services



Governance

The Company's Board has several independent members who provide unbiased oversight and expert opinions, making decisions in the Company's best interests. The Company is committed to creating long-term value through sustainable practices that consider their impact on the environment, society, and its reputation.

3

Independent Directors

Corporate Information

Board of Directors

Chairman and Managing Director

Mr. Sanjay Gupta

Whole-Time Director

Mrs. Asha Gupta

Independent Directors

Mr. Pawan Kant

Mr. Susheel Kumar Tyagi

Mr. Shyam Sunder Soni

Non-Executive Directors

Mr. Ankit jain

Mr. Apurva Chamaria

Bankers

Punjab National Bank Limited

Indian Bank Limited

Registrar and Share Transfer Agent

LINKINTIME INDIA PRIVATE LIMITED

C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai - 400 083, Maharashtra

Tel: +91 22 4918 6200

Fax: +91 22 4918 6195

Email: delhi@linktime.co.in

Website: www.linktime.o.in

Contact Person: Ms. Shanti Gopalkrishnan

Key Managerial Personnel

Chief Financial Officer

Mr. Himanshu Sharma (w.e.f. August 17, 2023)

Compliance Officer and Company Secretary

Mr. Mukesh Nagar

Auditors

Secretarial Auditor

K. Vivek & Co

Company Secretaries

Statutory Auditors

MSKA Associates

Chartered Accountants

Registered Office

Office No. 25 D.D.A Market, Savita Vihar

Delhi - 110 092

Email: praveen@avglogistics.com

Website: www.avglogistics.com

Toll Free No.: 1800 103 9665

Corporate Office

102, 1st Floor, Above State

Bank of India, Jhilmil Metro Station

Complex, Delhi - 110 095

Toll Free No.: 1800 103 9665

Directors' Report

FOR THE FINANCIAL YEAR 2022-23

DEAR SHAREHOLDERS,

Your Directors have the pleasure in presenting the 14th Annual Report on the business and operations of the Company along with the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2023.

Amount in INR Lakhs

Particulars	Standalone		Consolidated	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Income				
Revenue from operations	42,710.82	43,207.67	42,710.82	43,207.67
Other Income	278.69	65.33	278.69	65.33
	42,989.51	43,273.00	42,989.51	43,273.00
Expenses				
Operating Expenses (Including the amount of Consumptions)	29,406.42	35,013.34	29,406.42	35,013.34
Employee Benefit Expense	1,658.26	1,606.60	1,658.26	1,606.60
Finance Costs	3,075.98	1,456.78	3,075.98	1,456.78
Depreciation and Amortisation Expense	3,580.00	637.34	3,580.00	637.34
Other Expenses	4,150.86	3,712.49	4,150.86	3,712.49
Total Expenses	41,871.52	42,426.54	41,871.52	42,426.54
Profit before exceptional and extraordinary items and tax	1117.99	846.46	1117.99	846.46
Prior period expense	-	-	-	-
Profit before tax	1,117.99	846.46	1,117.99	846.46
Tax expense:				
(1) Current tax	441.80	120.82	441.80	120.82
(2) Adjustment for earlier years	0	202.28	0	202.28
(3) Deferred Tax	(110.48)	(76.81)	(110.48)	(76.81)
Profit for the year	786.67	600.16	786.67	600.16
Share of profit/ (loss) from associate	-	-	47.86	2.17
Share of profit /(loss) from enterprise	-	-	(.17)	
Profit for the period	786.67	600.16	834.36	602.33
Earning per equity share (nominal value of Share INR 10 (P.Y. INR 10))				
(1) Basic	6.68	5.10	7.09	5.12
(2) Diluted	6.68	5.10	7.09	5.12

OPERATIONS AND STATE OF AFFAIRS OF THE COMPANY

Your Company focus is to provide timely and satisfactory service to its clients, resulting thereby expanding successfully its business across the country.

Your Board of Directors are delighted to inform you that with a view to give meaning to its expansion plan, the Company has been making constant efforts for developing requisite infrastructure as well as utilising advance means of technology for exercising better and effective control on its operation as well as movements of its fleet. Revenue of

the Company for the financial year 2022-23 stands at INR 42710.82 Lakhs in comparison to INR 43,207.67 Lakhs in FY 2022 and the Profit before tax for the year Increased to INR 1,117.99 Lakhs during the year as compared to INR 846.46 Lakhs in financial year 2021-22.

Your Company intensified its efforts in the area of service specification and market penetration as a result of which your Company continued to expand its presence for logistics and warehousing services. The performance of the Company during the financial year 2022-23 validated the initiatives undertaken by AVG's Management towards betterment.

Directors' Report (Contd.)**CONSOLIDATED FINANCIAL STATEMENTS**

Pursuant to Section 129(3) of the Companies Act, 2013, the Consolidated Financial Statements of the Company prepared in accordance with Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and Indian Accounting Standard 110 on Consolidated Financial Statements are provided in the Annual Report.

DIVIDEND

Your Directors recommended a final dividend of Re. 1/- per equity share on the Company's 1,17,75,271 equity shares for the financial year 2022-23 in its meeting held on June 03, 2023. The dividend payment is subject to approval of members at the ensuing Annual General Meeting. The dividend pay-out is in accordance with the Dividend Distribution Policy of the Company.

The Dividend Distribution Policy of the Company can be accessed at http://www.avglogistics.com/upload/document/document_231732122.pdf

OUTLOOK AND EXPANSION

Your Company's outlook remains favourable on account of continuous processes strengthening, growing brand popularity, customer shift from un-organised to organised market coupled with support from customers, employees, shareholders, creditors, dealers and lenders and other stakeholders. The Company's vision is to broad-base its services portfolio towards a one-stop solution and position itself as an integrated surface and logistics solution provider. The Company's pan-India network ensures an easy availability of services in almost every part of India. The Company enjoys a presence all over India. During the year Company has acquired the PTL (Part Truck Load) business of PCG Logistics Private Limited.

STATE OF THE AFFAIRS OF THE COMPANY**a. Segment-wise position of business and its operations**

The Company's business activity falls primarily into one segment only i.e. Logistics solutions. The Company operates mainly in Transportation, warehousing business and other value added services. Hence, it has only one reportable segment and separate disclosures are not required.

b. Change in status of the company

During the Year under review there was no Change in the Status of the Company.

c. Change in the financial year

During the Financial Year 2022-2023 under review, the Company has followed uniform financial year from April 01, of every year to March 31, .

d. Capital expenditure

During the Year under review, your Company entailed a capital expenditure of INR 1,157.36 Lakhs in Tangible assets.

TRANSFER TO GENERAL RESERVE

The Board of Directors at their meeting held on June 03, 2023 proposed to transfer INR 786.66 Lakh to the General Reserve.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Company has a professional Board with an optimum combination of executive and non- executive Directors who bring to the table the right mix of knowledge, skills and expertise. The Board provides strategic guidance and direction to the Company in achieving its business objectives and protecting the interest of stakeholders.

As on March 31, 2023, the Board of the Company comprises of 5 (five) directors, however after the closure of financial year 2022-23 and before the date of this report, Mr Ankit Jain and Mr Apurva Chamaria appointed as Non-Executive Director of the Company with effect from April 03, 2023 and July 04, 2023 respectively and Mr Himanshu Sharma was appointed as Chief Financial officer of the Company with effect from August 17, 2023 in accordance with the provisions of Companies Act, 2013 ('Act') & relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Consequently as on date of this report Board of the Company comprise of 7 (Seven) directors

For the financial year 2022-23, the Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 and 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All the Independent Directors of the Company have complied with the requirement of inclusion of their names in the databank of Independent Directors maintained by Indian Institute of Corporate Affairs. In accordance with the provisions of Section 152 of the Companies Act, 2013

Directors' Report (Contd.)

and the Articles of Association of the Company, Mr Sanjay Gupta (DIN: 00527801) Managing Director of the Company, will retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

None of the Directors of your Company are disqualified under the provisions of Section 164(2)(a) & (b) of the Companies Act, 2013.

S. No.	Directors and KMPs	Designation
1.	Mr Sanjay Gupta	Managing Director and CEO
2.	Mrs Asha Gupta	Whole Time Director
3.	Mr Pawan Kant	Non Executive Independent Director
4.	Mr Susheel Kumar Tyagi	Non Executive Independent Director
5.	Mr Shyam Sunder Soni	Non Executive Independent Director
6.	Mr Ankit Jain	Non Executive Non Independent Director
7.	Mr Apurva Chamarla	Non Executive Non Independent Director
8.	Mr Himanshu Sharma	Chief Financial Officer
9.	Mr Mukesh Nagar	Company Secretary

CHANGES IN SHARE CAPITAL

As on March 31, 2023, there is no change in the Authorised Share Capital of the Company. As on March 31, 2023, the Authorised Share Capital of the Company is INR 1,200.00 Lakhs divided into 120 Lakhs equity shares of INR 10 each. No further issue of capital was made during the year under review.

The Issued, Subscribed and Paid-up Share Capital of the Company is INR 11,77,52,710.

The equity shares of the Company are listed on National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

Disclosure under Section 43(a)(ii) of The Companies Act, 2013:

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a) (ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is included in the report.

Disclosure under Section 54(1)(d) of The Companies Act, 2013:

The Company has not issued any Sweat Equity Shares during the year under review and hence the provisions

of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 are not applicable.

Disclosure under Section 62(1)(b) of The Companies Act, 2013:

The Company does not have any Employees Stock Option Scheme and hence the provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 are not applicable.

Disclosure under Section 67(13) of the Companies Act, 2013:

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014.

Debentures/Bonds/Warrants or Any Non-Convertible Securities

During the Year under review, the Company has not issued any debentures, bonds, warrants or any non-convertible securities. However after the Closure of financial year and as on date of this report Company has issued and allotted 14,75,000 warrants convertible into equity shares of face value INR 10/- each.

CREDIT RATING OF SECURITIES

During the Financial Year 2022-2023 under review, the Company has not taken or issued any bonds or any debt instruments and neither has obtained any credit rating from any credit rating agencies.

INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Company does not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds required to be transferred to Investor Education and Protection Fund (IEPF).

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Regulation 25(3) & (4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors in their meeting held on January 31, 2023 have evaluated the performance of Non-Independent Directors, Chairperson of the Company after considering the views of the Executive and Non-Executive Directors, if any, Board as a whole and assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board.

The Nomination, Remuneration & Compensation Committee ("NRC") has also carried out evaluation of performance of

Directors' Report (Contd.)

every Director of the Company. On the basis of evaluation made by the Independent Directors and NRC and by way of individual and collective feedback from the Non-Independent Directors, the Board has carried out the Annual Performance Evaluation of the Directors individually as well as evaluation of the working of the Board as a whole and Committees of the Board.

MEETINGS OF THE BOARD

The Board of Directors of the Company met 5 (five) times during the FY 2023. The details of the Board Meetings with regard to their dates and attendance of each of the Directors thereat have been provided in the Corporate Governance Report.

AUDIT COMMITTEE

As on March 31, 2023, the Audit Committee of the Company comprised of two Independent Directors and one executive director with Mr Pawan Kant as Chairman and Mr Susheel Kumar Tyagi and Mr Sanjay Gupta, Managing Director & CEO of the Company as a member. 5 meeting of the Audit Committee held during the financial year under review.

The Committee, inter alia, reviews the Financial Statements before they are placed before the Board, the Internal Control System and reports of Internal Auditors and compliance of various Regulations. The brief terms of reference of the Committee and the details of the Committee meetings are provided in the Corporate Governance Report.

NOMINATION AND REMUNERATION COMMITTEE

The Company constituted a Nomination & Remuneration Committee pursuant to the provision of Section 178 of the Companies Act, 2013 at the Board Meeting held on February 06, 2018 and further the Committee was re-constituted on November 13, 2019 and on April 03, 2023. The Committee comprise of 3 Non-Executive Independent Directors Mr Susheel Kumar Tyagi as Chairman, Mr Pawan Kant and Mr Shyam Sunder Soni as Member. 1 meeting of the Nomination & Remuneration committee was conducted during the financial year 2022- 23. The NRC Committee inter alia, identifies persons who are qualified to become directors and who may be appointed in senior management. The brief terms of reference of the NRC Committee and the details of the NRC Committee meetings are provided in the Corporate Governance Report.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

As on March 31, 2023, the Stakeholders' Relationship Committee comprises of 2 Independent Directors Mr Pawan Kant as chairman and Mr Susheel Kumar Tyagi as member one Executive Director Mr Sanjay Gupta as

member. 1 meeting of the Stakeholders' Relationship committee was conducted during the financial year 2022-23. The Committee, inter alia, reviews the grievance of the security holders of the Company and redressal thereof. The brief terms of reference of the Committee and the details of the Committee meetings are provided in the Corporate Governance Report.

OPERATIONAL COMMITTEE

The Company constituted an Operational Committee pursuant to the provision of the Companies Act, 2013 at the Board Meeting held on September 02, 2019. Committee comprise of 2 Executive Director Mr Sanjay Gupta and Mrs Asha Gupta and 1 Independent Director Mr Susheel Kumar Tyagi. Operational Committee met 3 times during the financial year 2022-23.

VIGIL MECHANISM

Pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has framed a 'Whistle Blower Policy' to establish Vigil Mechanism for directors and employees to report genuine concerns. The policy is revised from time to time to align it with applicable regulations or organisations suitability. The latest policy is available on the website of the Company and the web link of the same is provided in the Corporate Governance Report. This policy provides a process to disclose information, confidentially and without fear of reprisal or victimisation, where there is reason to believe that there has been serious malpractice, fraud, impropriety, abuse or wrong doing within the Company. The Company ensures that no personnel have been denied access to the Chairperson of the Audit Committee.

STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Directors had laid down Internal Financial Controls procedures to be followed by the Company which ensure compliance with various policies, practices and statutes in keeping with the organisation's pace of growth and increasing complexity of operations for orderly and efficient conduct of its business.

The Audit Committee of the Board, from time to time, evaluated the adequacy and effectiveness of internal financial control of the Company with regard to the following:-

1. Systems have been laid to ensure that all transactions are executed in accordance with management's

Directors' Report (Contd.)

general and specific authorisation. There are well-laid manuals for such general or specific authorisation.

2. Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of Financial Statements in conformity with Generally Accepted Accounting Principles or any other criteria applicable to such statements and to maintain accountability for aspects and the timely preparation of reliable financial information.
3. Access to assets is permitted only in accordance with management's general and specific authorisation. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.
4. The existing assets of the Company are verified/checked at reasonable intervals and appropriate action is taken with respect to differences, if any.
5. Proper systems are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company's policies.

POLICY ON NOMINATION AND REMUNERATION

The summary of Remuneration Policy of the Company prepared in accordance with the provisions of Section 178 of the Companies Act, 2013 read with Regulation 19 and also read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in the Corporate Governance Report. The Remuneration Policy is approved by the Board of Directors and is uploaded on the website of the Company. The policy can be accessed at http://www.avglogistics.com/upload/document/document_654807423.pdf.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The related party transactions that were entered into during the financial year 2022-23, were on arm's length basis and in ordinary course of business. During the year under review, the Company has not entered into any arrangement / transaction with related parties which could be considered as material in accordance with Section 188 (1) of the Companies Act, 2013. The particulars of contracts or arrangements with related parties in Form AOC-2 as required under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is annexed herewith as "Annexure-II". There is no materially significant related party transactions entered into by the Company which may have potential conflict with the interest of the Company.

The Board has approved a Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions which has been uploaded on the Company's website. The web-link to Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as under http://www.avglogistics.com/upload/document/document_177459394.pdf.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, the Directors state that:

- a) In preparation of the annual accounts for the financial year ended March 31, 2023, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such Accounting Policies as listed in the Financial Statements and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year as on March 31, 2023 and of the profits of the Company for that period;
- c) The Directors have taken proper and sufficient care for 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;
- d) The Directors have prepared the annual accounts on a going concern basis;
- e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

MAINTENANCE OF COST RECORDS

Pursuant to sub-section (1) of Section 148 of the Companies Act, 2013, the maintenance of Cost Records as specified by the Central Government is not required by the Company and accordingly such accounts and records are not made and maintained by the Company.

Directors' Report (Contd.)

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

The Board approved the acquisition of warehouse from M/s. M A Enterprise at their meeting held on June 03, 2023, shareholder's have also approved the said transaction at their meeting held on June 30, 2023. The Board of Directors have also consented at their meeting on July 15, 2023 for allotment of 14,75,000 Convertible warrants to Promoter and Non-promoter category at an issue price of INR 222.60/-.

There have been no other material changes and commitments affecting the financial position of the Company since the close of financial year ended March 31, 2023 and to the date of this report except specified wherever applicable and it is hereby confirmed that there has been no change in the nature of business of the Company.

DETAILS OF REVISION OF FINANCIAL STATEMENT OR THE BOARD'S REPORT

During the Financial Year 2022-2023 under review, the Company has not revised its financial statement or the Board's Report in respect of any of the three preceding financial years either voluntarily or pursuant to the order of any judicial authority.

PUBLIC DEPOSITS

During the period under review, the Company did not invite or accept any deposits from the public in terms of Chapter V of the Companies Act, 2013.

AUDITORS

a) Statutory Auditor

In accordance with Section 139 of the Companies Act, 2013 and Rules made thereunder, Members at the 9th Annual General meeting of the Company approved the appointment of Statutory Auditors M/s MSKA & Associates, Chartered Accountants (FRN 105047W), for a period of five (5) consecutive years starting from F.Y. 2018-19 to 2022-23.

The Board of Directors at their meeting on August 14, 2023 approved the Re-appointment of M/s MSKA & Associates, Chartered Accountants (FRN 105047W), for a period of five (5) consecutive years starting from financial year 2023-24 to 2027-28, the said

appointment is subject to the shareholders approval the ensuing Annual General Meeting of the Company.

The Statutory Auditors' Report on the Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 forms part of this Annual report. The Statutory Auditors have not reported any frauds under Section 143(12) of the Act.

b) Internal Auditor

Pursuant to Section 138 of the Companies Act, 2013 & rules made thereunder, in the meeting of Board of Directors held on August 29, 2022, M/s AASM & Co. was appointed as Internal Auditors of the Company for the Financial Year 2022-23.

c) Secretarial Auditor

Pursuant to the provision of the Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014, the board appointed M/s. K Vivek & Co., practicing Company Secretaries, to conduct Secretarial Audit of the Company for the financial year 2022- 2023 in the board meeting held on August 29, 2022.

d) Cost Auditor

The provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 and Rule 14 of the Companies (Audit and Auditor) Rules, 2014 are not applicable for the business activities carried out by the Company.

ANNUAL RETURN

The Annual Return of the Company as on March 31, 2023 is available on the Company's website and can be accessed at www.avglogistics.com.

CORPORATE GOVERNANCE REPORT

A detailed Report on Corporate Governance for the financial year 2022-23 is annexed herewith Annexure-III, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and a Certificate on compliance with the conditions of Corporate Governance from practicing company secretary is annexed to this report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the financial year 2022-23, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given as a separate statement in the Annual Report.

Directors' Report (Contd.)

CEO AND CFO CERTIFICATION

Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the CEO and CFO certification as specified in Part B of Schedule II thereof is annexed to the Corporate Governance Report. The Managing Director & CEO and the Chief Financial Officer of the Company also provide quarterly certification on Financial Results while placing the Financial Results before the Board in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

The Code of Conduct for Directors and Senior Management Personnel is posted on the Company's website. The Managing Director & CEO of the Company has given a declaration that all Directors have affirmed compliance with the code of conduct with reference to the financial year ended on March 31, 2023. The declaration is annexed to the Corporate Governance Report.

DISCLOSURE REGARDING COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS

The Company has complied with all the mandatorily applicable secretarial standards issued by The Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013.

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

The Detailed report on Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo is annexed as "Annexure-IV".

RISK ASSESSMENT AND MANAGEMENT

Risk is the part of the every one's life, while running any business there are many kind of risk is involved, to minimise the business risk and all the factors that will negativity effects the organisation every company tries to follows a certain procedure for the forecasting of the risk and the Board of Directors has adopted a Risk Management Policy. Under the Policy, regular and active monitoring of business activities is undertaken for identification, assessment and mitigation of potential internal and external risks. The Company's Risk Management Policy is http://www.avglogistics.com/upload/document/document_2103954823.pdf

FRAUD REPORTING

There was no fraud reported by the Auditors of the Company under Section 143(12) of the Companies Act, 2013, to the Audit Committee or the Board of Directors during the year under review.

CONSTITUTION OF INTERNAL COMPLAINTS COMMITTEE

Pursuant to the requirement under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, an Internal Complaints Committee has been duly constituted by the Company and the composition of the same is disclosed in the Anti-Sexual Harassment Policy which is posted on the website of the Company under the link <http://www.avglogistics.com/upload/document/POSH%20policy.pdf> Anti-Sexual-Harassment-Policy.pdf

Particulars of Loans, Guarantees and Investments

The Company has duly complied with the provision of Section 186 of the Companies Act, 2013 during the year under review. The details of loans, guarantees and investments are disclosed in the Financial Statements.

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

No case was filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 during the year under review.

Details of significant and material orders passed by the regulators/courts/ tribunals impacting the going concern status and the Company's operations in future

During the period under review, there were no significant and material orders passed by any regulator/court/tribunal impacting the going concern status and the Company's operations in future.

Management Discussion and Analysis Report

Management Discussion and Analysis Report for the year 2022-23, as stipulated under Regulation 34(2) (e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached as "Annexure-V" forming part of this Annual Report, and gives detail of overall industry structure, developments performance and state of affairs of the Company's operations during the year.

Directors' Report (Contd.)**Particulars of Employees**

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as "Annexure-VI".

Reporting of any process initiated under the Insolvency and Bankruptcy Code, 2016(IBC)

During the financial year 2021-2022 under review, the Company has not passed or filed any resolution/application or by any financial or operational creditor against the Company under the Insolvency and Bankruptcy Code, 2016 before National Company Law Tribunal.

Secretarial Audit Report

Secretarial Auditor's Report for the financial year 2022-23 issued by Secretarial Auditor M/s K Vivek & Co. is annexed herewith as "Annexure-VII"

Corporate Social Responsibility

The annual report on corporate social responsibility is annexed herewith as "Annexure-VIII"

Details of any failure to implement any Corporate Action

During the financial year 2021-2022 under review, the Company has not failed to implement any corporate action within the specified time Limit as declared under Section 125 of the Companies Act 2013 and relevant rules made there under.

ACKNOWLEDGEMENT

Your Directors place on record their sincere thanks and appreciation for the continuing support of financial institutions, consortium of banks, vendors, clients, investors, Central Government, State Governments and other regulatory authorities. Directors also place on record their heartfelt appreciation for employees of the Company for their dedication and contribution.

FOR AVG LOGISTICS LIMITED

Sd/-

SANJAY GUPTA

MANAGING DIRECTOR

DIN: 00527801

Sd/-

ASHA GUPTA

WHOLE TIME DIRECTOR

DIN: 02864795

Date: August 14, 2023

Place: Delhi

Directors' Report (Contd.)
ANNEXURE-I
FORM AOC-1
**Statement containing salient features of the financial statement of
Subsidiaries/associate companies/joint ventures**

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

Part "A": Subsidiaries – The Company does not have any subsidiary Company

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	NDRAVG Business Park Private Limited
1. Latest Audited Balance Sheet Date	March 31, 2023
2. Shares of Associate/Joint Ventures held by the company on the year end	
Number	9,845,697
Amount of Investment in Associate/Joint Venture	98,456,970
Extent of Holding%	35%
3. Description of how there is significant influence	Shareholding exceeding 20%
4. Reason why the associate/joint venture is not consolidated	Not Applicable
5. Networth attributable to Shareholding as per latest audited Balance Sheet.	10,46,20,923
6. Profit/(Loss) for the year	
i. Considered in Consolidation	INR 46,56,425
ii. Non- Considered in Consolidation	INR 86,47,646

Directors' Report (Contd.)**ANNEXURE-II****FORM NO. AOC -2**

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto

1. Details of contracts or arrangements or transactions not at Arm's length basis: Nil
2. Details of material contracts or arrangement or transactions at arm's length basis: Nil
3. Details of contracts or arrangements or transactions at Arms length basis:

S. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if Any	Amount paid as advances, if any
1.	PCG Logistics Pvt Ltd. (A Private Company in which executive directors of the Company are directors)	Business Acquisition Contract	Acquisition of PTL and parcel business for INR 3 Crs and acquisition of 10 trucks for INR 1 Crs	April 30, 2022	Nil
2.	M A Enterprises (A Partnership Firm in which executive directors of the Company are partners)	Warehouse acquisition contract	Acquisition of warehouse in accordance with the valuation report obtained from registered valuer for INR 32 Crs	June 03, 2023	Nil

Corporate Governance Report

FOR THE FINANCIAL YEAR 2022-23

ANNEXURE-III

As required under Regulation 34(3) read with Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'the SEBI Listing Regulations') the details of compliance by the Company with the norms on Corporate Governance are as under:

PHILOSOPHY ON THE CODE OF GOVERNANCE

The Company has complied with the principles and practices of good Corporate Governance. The Company's philosophy is to attain transparency and accountability in its relationship with employees, shareholders, creditors, customers, dealers and lenders, ensuring a high degree of regulatory compliance. Your Company firmly believes that a good governance process represents the foundation of corporate excellence.

1. BOARD OF DIRECTORS ('BOARD')

a) Composition of the Board and Category of Directors:

The Board comprises of optimum combination of Executive, Non-Executive and Independent Directors including Woman Director. As on March 31, 2023, the Board of the Company comprises of 5 (five) directors, consisting of the following;

- Two Non-Executive Independent Directors
- Two Executive Promoter Directors
- One Non-Executive Non-Independent Director

After the closure of financial year 2022-23 and before the date of this report and on recommendation of Nomination Committee Mr Ankit Jain and Mr Apurva Chamaria appointed as Non-Executive Directors of the Company with effect from April 03, 2023 and July 04, 2023 respectively in accordance with the provisions of Companies Act, 2013 ('Act') & relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on date of this report Board of the Company comprise of 7 (Seven) directors.

The shareholders have also approved the appointment of Mr Ankit Jain as Non-Executive Director of the Company, liable to retire by rotation.

The composition of the Board is in accordance with Regulation 17(1) of the SEBI Listing

Regulations and Section 149 of the Act including one woman director on the Board.

The Independent Directors neither have nor had any material pecuniary relationship with the Company, its associate Company (ies), or their promoters, or directors, during the two immediately preceding financial years or during the current financial year apart from receiving the sitting fees, reimbursement of expenses incurred for attending the Board meetings, Committee meetings, Independent Directors' meeting. All the Independent Directors have satisfied the criteria of independence as laid down in Regulation 16(1) (b) read with 25(8) of the SEBI Listing Regulations and Section 149(6) of the Act and confirmed that they are independent of management and are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence.

b) Attendance of each Director at the Meeting of the Board of Directors and at the 13th Annual General Meeting of the Company and also the number of other Board of Directors or Committees in which a Director is a member or chairperson:

The Board of Directors of the Company met 5 (five) times during the FY 2023 as per the details given below:

- April 30, 2022
- June 06, 2022
- August 29, 2022
- November 14, 2022
- January 31, 2023

During the financial year 2022-23, the time gap between any two Board Meetings did not exceed 120 (One Hundred and Twenty) days

The composition of Board of Directors of the Company and the attendance of each Director at the Board Meetings held during the financial year 2022-23 and at the previous Annual General Meeting ("AGM") i.e. at the 13th Annual General Meeting ("AGM") held on September 30, 2022 and also the number of other Boards or Board Committees in which the Directors are member/ chairperson as on March 31, 2023 are as follows:

Corporate Governance Report (Contd.)

S. No.	Name of Director and DIN	Category of Directorship	No. of Board Meetings		Attendance at the 13th AGM	No. of outside directorships		No. of outside Committees in public companies	
			Held	Attended		Private	Public	Member	Chairman
1.	Sanjay Gupta DIN: 00527801	Managing Director	5	5	Yes	2	0	0	0
2.	Asha Gupta DIN: 02864795	Wholetime Director	5	5	Yes	2	0	0	0
3.	Pawan Kant DIN: 08594895	Non-Executive Independent Director	5	5	No	0	0	0	0
4.	Susheel Kumar Tyagi DIN: 06906354	Non-Executive Independent Director	5	5	No	2	0	0	0
5.	Shyam Sunder Soni DIN: 00396429	Non-Executive Non-Independent Director	5	4	No	0	0	0	0

c) The name of other listed entities where Directors of AVG Logistics Limited are directors and the category of directorship (as on March 31, 2023):

S. No.	Name of Director	Name of other Listed* Companies where directorship is held	Category of Directorship
1.	Sanjay Gupta	Nil	Nil
2.	Asha Gupta	Nil	Nil
3.	Pawan Kant	Nil	Nil
4.	Susheel Kumar Tyagi	Nil	Nil
5.	Shyam Sunder Soni	Nil	Nil

* Mr Apurva Chamaria and Mr Ankit Jain have been appointed as Non-Executive directors after the closure of financial year, the details are not included in the above details:

None of the Directors on the Board is a member of more than 10 (ten) Committees or Chairman of more than 5 (five) Committees as specified in Regulation 26(1) of the SEBI Listing Regulations, across all the companies in which he/she is a Director. For assessment of these criteria, the limit under Regulation 26(1) of the SEBI Listing Regulations, the membership/chairmanship of the Audit Committee and the Stakeholders' Relationship Committee have only been considered.

d) Information supplied to the Board of Directors:

During the financial year 2022-23, all necessary information, as required under the applicable provisions of the Act, Part A of Schedule II of the SEBI Listing Regulations and SS-1 ("Secretarial

Standard on Meetings of the Board of Directors") and other applicable laws, rules and regulations were placed and discussed at the Meetings of the Board of Directors.

e) Separate Meeting of Independent Directors:

During the financial year 2022-23, as per the requirement of Schedule IV of the Act and the Regulation 25(3) of the SEBI Listing Regulations, 1 (One) separate meeting of Independent Directors was held on January 31, 2023 whereby, all the Independent Directors were present without the presence of the Non-Independent Directors and the members of the management of the Company. This meeting was conducted in a manner so as to enable the Independent Directors to discuss and review the performance of Non-Independent

Corporate Governance Report (Contd.)

Directors and the Board as a whole, performance of the Chairman of the Company after taking into account the views of Executive Directors and Non-Executive Directors, if any, and for assessing the quality, quantity and timeliness of flow of information between the Company management and the Board. The outcome of the meeting was apprised to the Chairman of the Company.

f) Shareholding of Non-Executive Director(s):

None of the Non-Executive director holds any shareholding in the Company as on March 31, 2023.

g) Familiarisation Programme for Independent Directors:

On an ongoing basis, the Company has conducted the Familiarisation program for Independent Directors during the financial year 2022-23 in accordance with the provisions of Regulation 25(7) of SEBI Listing Regulations. The details for the same have been disclosed on the website of the Company and can be accessed through following link:

http://www.avglogistics.com/upload/document/document_701359869.pdf

h) Skills, Expertise & Competencies of the Board of Directors:

The Board of the Company is highly structured to ensure a high degree of diversity by age, education/ qualifications, professional background, sector expertise and special skills.

During the year under review, the Board of Directors have identified the following core skills, expertise & competencies of Directors as required in the context of the businesses and sectors of the Company for its effective functioning:

The detailed profile of the directors available in the Board of Directors section to this Annual Report.

i) Confirmation that in the opinion of the Board of Directors, the Independent Directors of the Company fulfils the conditions specified in the SEBI Listing Regulations and are independent of the management of the Company:

The Company has received declarations pursuant to Section 149(6) and (7) of the Act read with Regulation 25(8) and 16(1)(b) of the SEBI Listing Regulations from all the Independent Directors. Based upon the declarations received from Mr Pawan Kant, Mr Susheel Kumar Tyagi, it is confirmed that the Independent Directors of the Company fulfils the conditions specified in the SEBI Listing Regulations and are independent of the management.

j) Detailed reason for the resignation of an Independent Director who resigns before the expiry of his/her tenure along with a confirmation by such director that there are no other material reasons other than those provided:

During the financial year 2022-23, none of the Independent Directors of the Company have resigned from the Board of the Company, before the expiry of their tenure.

k) Disclosures of relationships between Directors inter-se:

S. No.	Name of Director and DIN	Category of Directorship	Relationship between directors
1.	Sanjay Gupta DIN: 00527801	Managing Director	Spouse of the Mrs Asha Gupta (Wholetime Director)
2.	Asha Gupta DIN: 02864795	Wholetime Director	Spouse of the Mr Sanjay Gupta (Managing Director)
3.	Pawan Kant DIN: 08594895	Non-Executive Independent Director	None
4.	Susheel Kumar Tyagi DIN: 06906354	Non-Executive Independent Director	None
5.	Shyam Sunder Soni DIN: 00396429	Non-Executive Non- Independent Director	None

Corporate Governance Report (Contd.)**2. CODE OF CONDUCT**

Details of the Code of Conduct for Board members and senior management of the Company can be accessed at the below link

http://www.avglogistics.com/upload/document/document_559264636.pdf

All Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct. Annual declaration signed by the Managing Director & CEO of the Company pursuant to Regulation 26(3) read with Schedule V (Part D) of the SEBI Listing Regulations is annexed to the Corporate Governance Report as "Annexure A".

Committees of Board of Directors

The Board of Directors of the Company being at the fiduciary position have crucial role in the governance structure of the Company and the Board has constituted various Committees to deal with specific

areas/ activities which needs a closer review or which are operational or routine matters. In order to perform the duties in true spirit and in the interest of the Company and its stakeholders in efficient and timely manner, the Board has delegated its powers to various committees.

The Committees of the Board of Directors are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice.

The minutes of the meetings of all committees are placed before the Board for review. Your Company has Four Board level committees:

- Audit Committee
- Nomination, Remuneration & Compensation Committee
- Stakeholders' Relationship Committee
- Operational Committee

a) Audit Committee**Composition:**

As on March 31, 2023, the Audit Committee of the Company, comprises of 3 (three) Directors i.e. 2 (Two) Non-Executive Independent Directors and 1 (one) Executive-Promoter Director

S. No.	Name of the Committee Members	Category	Designation
1.	Mr Pawan Kant	Independent Director	Chairman
2.	Mr Susheel Kumar Tyagi	Independent Director	Member
3.	Mr Sanjay Gupta	Executive-Promoter Director	Member

The composition and terms of reference of the Audit Committee conforms to the requirements of Regulation 18 read with Part C of Schedule II of the SEBI Listing Regulations and Section 177 of the Act. All the members of the Audit Committee are financially literate and Mr Pawan Kant was in the position of General Manager in Central Warehousing Corporation, A Govt undertaking, thus Company fulfils the requirement of appointing at-least one member having accounting or related financial management expertise.

Terms of Reference ('TOR') of the Audit Committee are as follows:

Powers of the Audit Committee:

- To investigate any activity within its terms of reference.

- To seek information required from any employee.
- To obtain external, legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it is considered necessary.

Role of Audit Committee:

The role of the Audit Committee shall include the following:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

Corporate Governance Report (Contd.)

2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors except those which are specifically prohibited;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - i) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-Section 3 of Section 134 of the Companies Act;
 - ii) Changes, if any, in accounting policies and practices and reasons for the same;
 - iii) Major accounting entries involving estimates based on the exercise of judgment by management;
 - iv) Significant adjustments made in the financial statements arising out of audit findings;
 - v) Compliance with listing and other legal requirements relating to financial statements;
 - vi) Disclosure of any related party transactions;
 - vii) Modified opinion(s) in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
7. Review and monitor the auditor's independence and performance and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;

Corporate Governance Report (Contd.)

20. Carrying out any other function as may be referred to by the Board or mandated by regulatory provisions from time to time;
21. Reviewing the utilisation of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 Crs or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments.
22. To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation, etc., on the Company and its shareholders.
23. The role of the Audit Committee with respect to risk management shall include:
 - i) To evaluate the risk management system;
 - ii) To review the risk assessment & minimisation procedures across the Company;
 - iii) To assist the Board in compliance with the risk management policy; and
 - iv) To discuss and manage key risk

Review of information by Audit Committee:

The Audit Committee shall mandatorily review the following information:

- a) Management discussion and analysis of financial condition and results of operations;
- b) Management letters/letters of internal control weaknesses issued by the statutory auditors;
- c) Internal audit reports relating to internal control weaknesses;
- d) The appointment, removal and terms or remuneration of the Chief internal auditor shall be subject to review by the Audit Committee; and
- e) Statement of deviations:
 - i) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI Listing Regulations.
 - ii) annual statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the SEBI Listing Regulations.

Meetings and attendance:

During the financial year 2022-23, 5 (five) meetings of the Audit Committee were held on April 30, 2022; June 06, 2022; August 29, 2022; November 14, 2022; and January 31, 2023.

S. No.	Name of the Committee Members	Category	No. of Meeting	
			Held	Attended
1.	Mr Pawan Kant	Independent Director	05	05
2.	Mr Susheel kumar Tyagi	Independent Director	05	05
3.	Mr Sanjay Gupta	Executive-Promoter Director	05	05

b) Nomination and Remuneration Committee:**Composition:**

As on March 31, 2023, the Nomination, Remuneration & Compensation Committee of the Company comprises of 3 (three) directors as follows:

S. No.	Name of the Committee Members	Category	Designation
1.	Mr Susheel kumar Tyagi	Independent Director	Chairman
2.	Mr Pawan Kant	Independent Director	Member
3.	Mr Shyam Sunder Soni	Non-Executive Director	Member

* Composition of the Committee has been changed after closure of financial year, the changed composition can be accessed at the below link:

Corporate Governance Report (Contd.)

http://www.avglogistics.com/upload/document/document_590709031.pdf

Terms of Reference of the Nomination and Remuneration Committee:

The Nomination, Remuneration & Compensation Committee shall be responsible for, among other things, as may be required by the Company from time to time, the following:

1. To formulate criteria for determining qualifications, positive attributes and independence of a director, evaluation of Independent Directors and the Board of Directors.
2. To devise the following policies on:
 - a. remuneration including any compensation related payments of the directors, key managerial personnel and other employees and recommend the same to the Board of the Company;
 - b. board diversity laying out an optimum mix of executive, independent and non-independent directors keeping in mind the needs of the Company.
3. To identify persons who are qualified to:
 - a. become Directors in accordance with the criteria laid down and recommend to the Board the appointment and removal of Directors;
 - b. be appointed in senior management in accordance with the policies of the Company and recommend their appointment and removal to the HR Department and to the Board.
4. To carry out evaluation of the performance of every Director of the Company;
5. To specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination, Remuneration & Compensation Committee or by an independent external agency and review its implementation and compliance;
6. To express opinion to the Board that a Director possesses the requisite qualification(s) for the practice of the profession in case the services to be rendered by a director are of professional nature;
7. To carry out such other business as may be required by applicable law or delegated by the Board or considered appropriate in view of the general terms of reference and the purpose of the Nomination, Remuneration & Compensation Committee.
8. To decide whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors;
9. To recommend to the board, all remuneration, in whatever form payable to the senior management.
10. For every appointment of an independent director, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - a. use the services of an external agencies, if required;
 - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - c. consider the time commitments of the candidates.

Corporate Governance Report (Contd.)**Meetings and Attendance:**

During the financial year 2022-23, 1 (One) meeting of Nomination, Remuneration & Compensation Committee was held on January 31, 2023 and the attendance of Members were as follows:

S. No.	Name of the Committee Members	Category	No. of Meeting	
			Held	Attended
1.	Mr Pawan Kant	Independent Director	01	01
2.	Mr Susheel kumar Tyagi	Independent Director	01	01
3.	Mr Shyam Sunder Soni	Non-Executive Director	01	-

Performance evaluation criteria for all the Directors (including Independent Directors)

Details of the performance evaluation criteria for all the Directors (including Independent Directors) of the Company is provided in the Directors' Report forming part of the Annual Report of the Company.

Remuneration to Directors and Disclosures:**Summary of Remuneration Policy of the Company**

The Board has adopted the Remuneration Policy on the recommendation of the Nomination, Remuneration Committee in compliance with Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations. This policy applies to all the "Executives" of the Company and is valid for all employment agreements entered into after the approval of the Policy and for changes made to existing employment agreements thereafter. In keeping with the provisions of Section 178 of the

Act, the remuneration structure of the Company comprises of fixed remuneration (including fixed supplements), performance-based remuneration (variable salary), pension scheme, where applicable, other benefits in kind and severance payment, where applicable. Further, the Policy states that the Non-Executive Directors and Independent Directors of the Company may receive remuneration only by way of sitting fees and reimbursement of expenses for participation in meetings of the Board or Committee thereof. Additionally, the Policy also lays down the overall selection criteria for the executives of the Company which is based on broad heads such as competencies, capabilities, compatibility, strong interpersonal skills, commitment among others. The Remuneration Policy of the Company has been disclosed on the website of the Company in the link:

http://www.avglogistics.com/upload/document/document_654807423.pdf

Remuneration to Directors:**(i) Executive Directors**

The details of remuneration to all Executive Directors for the financial year ended March 31, 2023 is as follows and the same is within the ceiling prescribed under applicable provisions of the Act:

Name and Designation	Service Contract/ Notice Period	Salary (in INR)	Commission (in INR)	Provident Fund (in INR)	Perquisites and other allowances (in INR)
Sanjay Gupta (Managing Director)	5 years	78,00,000	-	-	-
Asha Gupta (Wholetime Director)	5 years	60,00,000	-	-	-

Corporate Governance Report (Contd.)
(ii) Non- Executive Directors

The details of sitting fees and annual commission to Non-Executive Directors for the financial year 2022-23 are as follows:

Name and Designation	Service Contract / Notice Period*	Sitting fee (in INR)	Commission	Number of Shares and Convertible instruments held in the Company
Pawan Kant (Independent Director)	5 Years	3,25,000	-	-
Susheel Kr. Tyagi (Independent Director)	5 Years	4,00,000	-	-
Shyam Sunder Soni (Non-Executive Director)	5 Years	1,00,000	-	-

The criteria for making payment to Non-Executive Directors is disclosed on the website of the Company at www.avglogistics.com.

C) Stakeholders' Relationship Committee
Composition:

As on March 31, 2023 the Stakeholders' Relationship Committee of the Company comprises of 1 (one) promoter Director and 2 (Two) Independent Directors of the Company.

S. No.	Name of the Committee Members	Category	Designation
1.	Mr Pawan Kant	Independent Director	Chairman
2.	Mr Susheel kumar Tyagi	Independent Director	Member
3.	Mr Sanjay Gupta	Executive-Promoter Director	Member

Terms of Reference of the Stakeholder's Relationship Committee are as below:

- i. To ensure proper and timely attendance and redressal of grievances of security holders of the Company in relation to:
 - a. Transfer/transmission of shares,
 - b. Non-receipt of annual reports,
 - c. Non-receipt of declared dividend,
 - d. Issue of new/duplicate certificates,
 - e. General Meetings,
 - f. All such complaints directly concerning the shareholders/investors as stakeholders of the Company; and
 - g. Any such matters that may be considered necessary in relation to shareholders and investors of the Company.
- ii. Reviewing the measures taken for effective exercise of voting rights by shareholders.
- iii. Reviewing the adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- iv. Reviewing the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
- v. Formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from the shareholders from time to time;
- vi. To review and approve applications for transfer, transmission, transposition and mutation of share certificates including issue

Corporate Governance Report (Contd.)

- of duplicate certificates and new certificates on split/sub-division/ consolidation/renewal and to deal with all related matters;
- vii. To review and approve requests of dematerialisation and re-materialisation of securities of the Company and such other related matters;
- viii. Appointment and fixing of remuneration of RTA and overseeing their performance;
- ix. Review the status of the litigation(s) filed by/ against the security holders of the Company;
- x. Review the status of claims received for unclaimed shares;
- xi. Recommending measures for overall improvement in the quality of investor services;
- xii. Review the impact of enactments/ amendments issued by the MCA/SEBI and other regulatory authorities on matters concerning the investors in general;
- xiii. Such other matters as per the directions of the Board of Directors of the Company and/ or as required under Regulation 20 read with Part D of Schedule II of the SEBI Listing Regulations, as amended, from time to time.

The table below gives the number of complaints received, resolved and pending during the financial year 2022-23:

Number of Complaints:

Received	Resolved	Pending
4 (Four)	4 (Four)	None

Meetings and Attendance:

During the financial year 2022-23, 1 (One) meeting of Stakeholder Relationship Committee was held on January 31, 2023 and the attendance of Members were as follows:

S. No.	Name of the Committee Members	Category	No. of Meeting	
			Held	Attended
1.	Mr Pawan Kant	Independent Director	01	01
2.	Mr Susheel kumar Tyagi	Independent Director	01	01
3.	Mr Sanjay Gupta	Executive-Promoter Director	01	01

d) Operational Committee

As on March 31, 2023 the Operational Committee of the Company comprises of 2 (two) Promoter Directors and 1(One) independent director as follows:

S. No.	Name of the Committee Members	Category	Designation
1.	Mr Sanjay Gupta	Executive-Promoter Director	Chairman
2.	Mrs Asha Gupta	Executive-Promoter Director	Member
3.	Mr Susheel Kumar Tyagi	Independent Director	Member

During the financial year 2022-23, 3 (Three) meetings of the Operational Committee were held on April 25, 2022, August 31, 2022 and January 05, 2023.

e) Subsidiaries

Details of the subsidiaries of the Company and their business activities are provided in the Directors' Report forming part of the Annual Report of the Company.

Corporate Governance Report (Contd.)
f) General Body Meetings

- i. The details of previous three Annual General Meeting (AGM) of the shareholders are as under:

Financial Year	Date of AGM	Venue	Time
2021-22	September 30, 2022	Park Plaza Hotel & Resorts, Central Business Dist, Plot 32 , Maharshi Valmiki Marg, Shahdara, Delhi-110032	03:00 P.M.
2020-21	December 04, 2021	Park Plaza Hotel & Resorts, Central Business Dist, Plot 32 , Maharshi Valmiki Marg, Shahdara, Delhi-110032	03:00 P.M.
2019-20	September 30, 2020	JP Hotel and Resorts, 6B, Patparganj, I.P Extension, NH-24, Delhi-110092	03:00 P.M.

- ii. Special resolutions passed at the previous three Annual General Meetings are as below:

AGM No.	AGM Date	Details of Special Resolution Passed
12	December 04, 2021	To Increase the Borrowing power of the Company from INR 200(Two Hundred Crores) to INR 300 (Three Hundred Crores)

- iii. Special resolutions passed at the Extra-Ordinary General Meetings during the year are as below: During the Financial Year 2022-23, no Extra-ordinary General Meeting was conducted

- iv. The Details of Special Resolutions passed through postal ballot during the financial year 2022-23:

Financial Year	Postal Ballot Date	Details of Special Resolution Passed
2022-23	January 31, 2023	Migration from SME Platform of National Stock Exchange of India Limited (NSE-Emerge) To Main Board Of National Stock Exchange of India Limited

g) Means of communication

The quarterly/half-yearly/annual financial results of the Company (standalone and consolidated) have been uploaded on Stock Exchanges where the securities of the Company are listed, immediately after they are approved by the Board of Directors. These are also published in the prescribed pro-forma within 48 hours of the conclusion of the meeting of the Board of Directors in which they are approved, in English newspaper circulating in the whole or substantially the whole of India and in one vernacular newspaper of the state where the registered office of the Company is situated. In addition, these results are simultaneously posted on the Company's website.

Recommendation	Compliances
Quarterly/Half yearly/Annual results	Published in leading newspaper
Newspapers wherein results are normally published	Business Standard
Any website, where displayed	www.avglogistics.com
Whether it also displays official news releases and presentation made to institutional investors or to the analysts	No

h) General shareholders' information

S. No.	Particulars	Details
A).	Date, time and venue of the Annual General Meeting	On Friday, September 29, 2023 at 03:00 P.M. at Shivay Banquet, near Jhilmil Metro Station, Delhi-110095
B).	Financial Year	Financial year of the Company is from April 01 to March 31

Corporate Governance Report (Contd.)

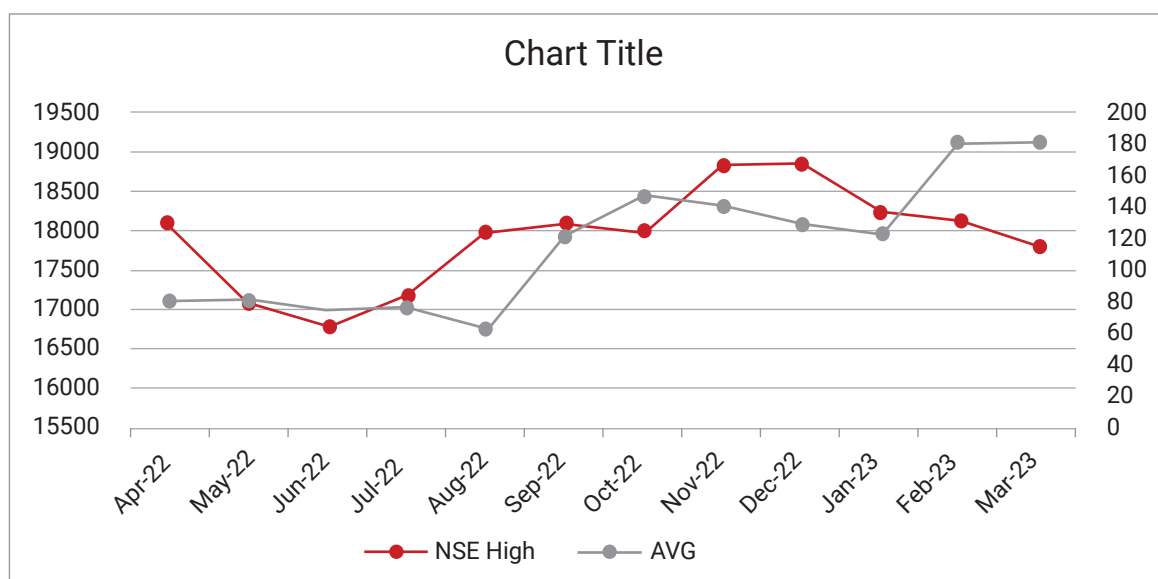
S. No.	Particulars	Details
C).	Publication of results for the financial year 2023-24 (tentative and subject to change)	a) First quarter results: On or before August 14, 2023. b) Second quarter and half year results: On or before November 14, 2023. c) Third quarter results: On or before February 14, 2024. d) Fourth quarter results and results for the year ending March 31, 2023: On or before May 30, 2024.
D).	Dividend payment date	Between 30.09.2023-05.10.2023
E).	Listing of Equity Shares at Stock Exchanges	BSE Limited. ("BSE") Floor 25, P. J. Towers, Dalal Street, Fort, Mumbai-400001 National Stock Exchange of India Limited. ("NSE") Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051
F).	Listing of Non-Convertible Debentures at Stock Exchanges	No Convertible debentures are issued by the Company during the FY 2023
G).	Payment of Listing Fees	Annual Listing Fees for both the stock exchanges for the financial year 2023-24 has been duly paid by the Company.
H).	Stock Code/Symbol	BSE Scrip Code: 543910 NSE Symbol: AVG

I). Market price data for each month during the financial year 2022-23:

Month	AT NSE	
	High	Low
April 2022	81.00	69.50
May 2022	80.30	61.85
June 2022	76.00	59.00
July 2022	77.00	60.55
August 2022	63.50	53.10
September 2022	122.95	59.90
October 2022	147.35	109.90
November 2022	141.90	111.00
December 2022	128.85	108.05
January 2023	123.90	99.95
February 2023	180.90	105.00
March 2023	180.50	152.95

J). E-mail ID for Investors: info@avglogistics.com/cs@avglogistics.com**K). Performance in comparison to broad based indices – NSE Nifty**

AVG Logistics Limited share performance:

Corporate Governance Report (Contd.)

L) Suspension of Securities during the financial year 2022-23:

During the financial year 2022-23, the securities of the Company were not suspended from trading.

M) Registrar & Share Transfer Agent ("R&T Agent"):

LINK INTIME INDIA PRIVATE LIMITED

Contact: Mr Swapan Kumar Naskar

Address: Noble Heights, 1st Floor, Plot NH 2

C-1 Block LSC, Near Savitri Market,

Janakpuri, New Delhi - 110058

Phone No.: +91-11-41410592

Fax No.: +91-11-41410591

Email: delhi@linkintime.co.in

N) Share Transfer System

The Company has a Committee of the Board of Directors called Stakeholders' Relationship Committee, which meets as and when required. SEBI has mandated that, effective April 01, 2019, no share can be transferred in physical mode, except in case of request received for transposition or transmission of securities. In view of the same company has made its securities in dematerialised form. The Compliance Certificate pursuant to Regulation 40(9) of the SEBI Listing Regulations for the year ended March 31, 2023 issued by Mr Rahul Chaudhary, Practicing Company Secretary, have been duly submitted to stock exchanges, where the securities of the Company are listed.

O) Distribution of equity shareholding as on March 31, 2023 is as given below:

Distribution of shareholding by size is as given below:

Range in number of shares held	Number of Shareholders	Percentage of shareholders (%)	Number of shares held	Percentage of shares held (%)
1-500	0	0	0	0.000
501-1000	4	1.46	4000	0.034
1001-2000	171	62.41	205200	1.744
2001-3000	27	9.85	64800	0.551
3001-4000	14	5.11	50400	0.428
4001-5000	11	4.01	52800	0.449
5001-10000	22	8.03	168000	1.427
10000 and above	25	9.13	11230071	95.370
Total	274		11775271	

Corporate Governance Report (Contd.)**P) Distribution of category wise shareholding as on March 31, 2023 is as given below:**

Category of Shareholders	Number of shares	Percentage of shares (%)
Alternate Investment Funds	2826327	24.0022
Body Corporate - Limited Liability Partnership	184854	1.5698
Foreign Portfolio Investors (Corporate)	21600	0.1834
Hindu Undivided Family	96000	0.8153
Non Resident (Non Repatriable)	9600	0.0816
Non Resident Indians	12000	0.1020
Other Bodies Corporate	130800	1.1109
Promoters	7209200	61.2207
Public	1284890	10.9141
Total	11775271	100

Q) Dematerialisation of shares and liquidity

The Company's equity shares are tradable compulsorily in electronic form and are available for trading in the depository systems of both National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL).

The International Securities Identification Number (ISIN) of the Company, as allotted by NSDL and CDSL, is INE680Z01018. 100% of equity shares of the Company are in dematerialised form as on March 31, 2023.

R) Outstanding ADRs/GDRs/Warrants or any other convertible instruments, conversion date and likely impact on equity: Nil**S) Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:** The Company is carrying out its operations only in India, hence there is no commodity price risk or foreign exchange risk and hedging activities involved.**T) Corporate Identity Number(CIN):**

L60200DL2010PLC198327

U) Address for correspondence:

Company: AVG Logistics Limited
102, 1st Floor, Jhilmil Metro Complex,
Delhi-110095
Phone No.: +91-11-45674071
Email: info@avglogistics.com/cs@avglogistics.com

Registrar: Link Intime India Private Limited
Noble Heights, 1st Floor, Plot NH 2
C-1 Block LSC, Near Savitri Market,
Janakpuri, New Delhi - 110058
Phone No.: +91-11-41410592
Email: delhi@linkintime.co.in

V) List of all credit ratings obtained by the Company along with any revisions thereto, for all debt instruments of the Company or any fixed deposit programme or any scheme or proposal of the Company involving mobilisation of funds, whether in India or abroad.

The Company has not issued any debt instrument hence no credit rating has been obtained.

X) Unclaimed Equity Dividend: The Company did not declared dividend in the previous financial years i.e. as on March 2022, therefore no unpaid/unclaimed dividend is available with the Company.**y) Other Disclosures**

- The Company does not have any materially significant related party transactions, which may have potential conflict with the interest of the Company at large. Further, the statutory disclosure requirements relating to related party transactions have been complied in the Financial Statements.
- The Financial Statements have been made in accordance with the Indian Accounting Standards so as to represent a true and fair view of the state of the affairs of the Company.

Corporate Governance Report (Contd.)

- c) There is no case of material non-compliance of any statutory compliance for the Company and no penalties or strictures have been imposed on the Company by the Stock Exchanges i.e. BSE & NSE or Securities and Exchange Board of India or any statutory authority on any matter related to the capital market, during the last three years except as follows:

During the financial year 2022-23, National Stock Exchange of India Limited ("NSE") levied a fine of INR 35000/- (plus 18% GST) for delayed compliance of Regulation 33 of the SEBI Listing Regulations, the Company complied with the letter issued by the NSE and paid the fine in compliance.

- d) The Company has in place Vigil Mechanism/ Whistle Blower Policy as required and it is affirmed that no personnel has been denied access to the Audit Committee.
- e) The Company has complied with all the mandatory requirements as prescribed in the SEBI Listing Regulations and the Act.
- f) The Policy for determining material subsidiaries is disclosed on the website of the Company <http://www.avglogistics.com/upload/document/Policy%20for%20Material%20Subsidiary.pdf>
- g) The Policy on Materiality of Related Party Transactions and on Dealing with the Related Party Transactions is also posted on the Company's website and can be accessed at: http://www.avglogistics.com/upload/document/document_177459394.pdf
- h) The Disclosure of Commodity Price Risks and Commodity Hedging Activities: The Company's operation are carried out in India, hence No commodity price risks and commodity hedging activities is involved.
- i) Discretionary requirements as specified in Part E of Schedule II of the SEBI Listing Regulations:

The Company has complied with the discretionary requirements with regard to reporting of Internal Auditor directly to Audit Committee, moving towards a regime

of unqualified Financial Statements and unmodified audit opinion.

- j) In addition to Directors' Report, a Management Discussion and Analysis Report form part of the Annual Report to the shareholders. All key managerial personnel and senior management personnels have confirmed that they do not have any material, financial and commercial interest in transactions with the Company that may have a potential conflict with the interest of the Company at large.
- k) All details relating to financial and commercial transactions where Directors may have a pecuniary interest are provided to the Board and the interested Directors neither participate in the discussion nor vote on such matters.
- l) In order to prevent misuse of any unpublished price sensitive information (UPSI), to maintain confidentiality of all UPSI and prohibit any insider trading activity and abusive self-dealing of securities, in the interest of the shareholders at large, the Company has framed a Code of Conduct for Prohibition of Insider Trading. The said Code prohibits the Designated Persons of the Company from dealing in the securities of the Company on the basis of any unpublished price sensitive information, available to them by virtue of their position in the Company. The details of dealing in Company's shares by Designated Employees/Designated Persons are quarterly placed before the Audit Committee.

The Code also prescribes sanction framework and any instance of breach of code is dealt in accordance with the same. A copy of the said Code is made available to all Designated Persons of the Company and compliance of the same is ensured.

Further the Company has framed a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and the same is available on the website of the Company http://www.avglogistics.com/upload/document/document_236424347.pdf

Corporate Governance Report (Contd.)

- m) Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) : During the financial year 2022-23, no funds have been raised by the Company.
- n) The Company has received a Certificate from Ms Sakshi Bhardwaj, Company Secretaries (M No. 63234) certifying that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority is annexed to this report as "Annexure B".
- o) During the financial year 2022-23, there was no such instance, where the recommendation of any committee of the Board of the Company which is mandatorily required and is not accepted by the Board of the Company.
- p) During the financial year 2022-23, total fees for all services paid/payable by the Company and/ or its subsidiaries, on a consolidated basis, to the statutory auditor of the Company and all entities in the network firm/network entity of which the statutory auditor is a part is detailed below:

S. No.	Particulars	Amount (INR in Lakhs)
1.	Statutory Audit Fees including Limited Review Fees	32.00
2.	Fees for other statutory certifications	2.07
3.	Reimbursement of Expenses	1.56
4.	IND AS conversion	6.00
Total		41.63

- q) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:
- The Company is committed to provide an attractive working environment for its employees and to provide safe and healthy working conditions. The Company has also adopted a 'Anti- Sexual Harassment Policy' to prohibit, prevent or deter any acts of sexual harassment at workplace and to provide the procedure for the redressal of complaints pertaining to sexual harassment, thereby providing a safe and healthy work environment, in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and the rules made thereunder. Details of Complaints received and redressed during the Financial Year 2022-23:
- a. Number of complaints received during the financial year: Nil
- b. Number of complaints disposed of during the financial year: Nil
- c. Number of complaints pending as on the end of the financial year: Nil
- r) Disclosure of Loans and Advances in the nature of Loans to firms/companies in which Directors are interested by Name and Amount:
- During the financial year ended March 31, 2023, the Company has not granted any Loan to any firm/company in which Director are interested.
- s) **Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries**
- The Company does not have any subsidiary Company.
- 10) During the financial year 2022-23, there was no instance of any non-compliance of

Corporate Governance Report (Contd.)

the requirements of corporate governance report as specified in sub-para (2) to (10) of Schedule V(C) of the SEBI Listing Regulations

- 11) The Company has complied with the applicable requirement specified in Regulations 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations.

- 12) Compliance Certificate of the Auditors

Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations and the certification from practicing Company secretary for same is annexed to this report as "Annexure C".

Disclosures with respect to demat suspense account/unclaimed suspense account

- (a) Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: Nil

- (b) Number of shareholders who approached the Company for transfer of shares from suspense account during the year: Nil
- (c) Number of shareholders to whom shares were transferred from suspense account during the year: Nil
- (d) Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year: Nil
- (e) Aggregate number of shares on which voting rights shall remain frozen till the rightful owner of such shares claims the shares: Nil

FOR AVG LOGISTICS LIMITED

Sd/-
SANJAY GUPTA
 MANAGING DIRECTOR
 DIN: 00527801

Sd/-
ASHA GUPTA
 WHOLE TIME DIRECTOR
 DIN: 02864795

Place: Delhi
 Date: August 14, 2023

Declaration by the Managing Director and CEO under Regulation 26(3) read with Part D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Compliance with Code of Conduct

To
The Members,
AVG Logistics Limited.
25 DDA Market Savita Vihar
Delhi-110092

In accordance with Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all the Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended on March 31, 2023.

Place: New Delhi
Dated: August 14, 2023

Sd/-
Sanjay Gupta
Managing Director
DIN: 00527801

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
 The Members,
 AVG Logistics Limited.
 25 DDA Market Savita Vihar
 Delhi-110092

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of AVG Logistics Limited having CIN: L60200DL2010PLC198327 and having registered office at 25 DDA Market Savita Vihar Delhi-110092, India (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2023 have been debarred or disqualified from being appointed or continuing as Directors of company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:-

S. No.	Name of Director	DIN	Date of Appointment	Designation
1.	Mr Sanjay Gupta	00527801	January 16, 2012	Managing Director
2.	Mrs Asha Gupta	02864795	January 25, 2010	Wholetime Director
3.	Mr Susheel Kumar Tyagi	06906354	November 13, 2018	Independent Director
4.	Mr Pawan Kant	08594895	November 05, 2019	Independent Director
5.	Mr Shyam Sunder Soni	00396429	January 31, 2018	Independent Director
6.	Mr Ankit Jain	09440637	April 03, 2023	Non-Executive Director
7.	Mr Apurva Chamaria	07408982	July 04, 2023	Non-Executive Director

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Sakshi Bhardwaj
 Company Secretaries

Sd/-

Sakshi Bhardwaj

ACS No: 63234

CP No: 24816

UDIN: A063234E000835060

**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER SEBI
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To,
The Members
AVG Logistics Limited
25 DDA Market Savita Vihar
Delhi-110092

We have examined all relevant records of AVG Logistics Limited (the Company) for the purpose of certifying of all the conditions of the Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended 31st March, 2023. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof. This certificate 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.

On the basis of our examination of the records produced explanations and information furnished, we certify that the Company has complied with the conditions of the Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For Sakshi Bhardwaj
Company Secretaries

Sd/-

Sakshi Bhardwaj

ACS No: 63234

CP No: 24816

UDIN: A063234E000834972

**Certification by Chief Executive Officer and Chief Financial Officer pursuant to
Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To,
The Members
AVG Logistics Limited
25 DDA Market Savita Vihar
Delhi-110092

- (a) We have reviewed the Financial Statements and the Cash Flow Statement for the financial year ended on March 31, 2023 and that to the best of our knowledge and belief:
- i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee that there are no:
- i. Significant changes in internal control over financial reporting during the year;
 - ii. Significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
 - iii. Instances of significant fraud of which we have become aware and the involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-

Sanjay Gupta

Date: August 14, 2023

Place: Delhi

Managing Director & CEO

DIN: 00527801

ANNEXURE-IV

**Information required under Section 134(3)(m) of the Companies Act, 2013 read with
Rule 8(3) of the Companies (Accounts) Rules, 2014 pertaining to Conservation of Energy,
Technology Absorption, Foreign Exchange Earnings and Outgo**

- (A) Conservation of Energy: Not Applicable
- (B) Technology Absorption:
- a) Efforts made towards technology absorption:
 - i) Company has installed the GPS in all its vehicles which enables the Company for easy tracking of the location of the trucks.
 - ii) Company has reduced fuel consumption and carbon emission by delivery of the consignments of through Rail Transportation and by reducing the Road transportation
 - b) Benefits derived like product improvement, cost reduction, product development, or import substitution:
 - i) By introduction of Rail transportation, Company reduced the emission of carbon and significantly increased the green kilometers.
- (C) Foreign Exchange Earnings and Outgo: Not Applicable

FOR **AVG LOGISTICS LIMITED**

Sd/-
SANJAY GUPTA
MANAGING DIRECTOR
DIN: 00527801

Date: 14.08.2023
Place: Delhi

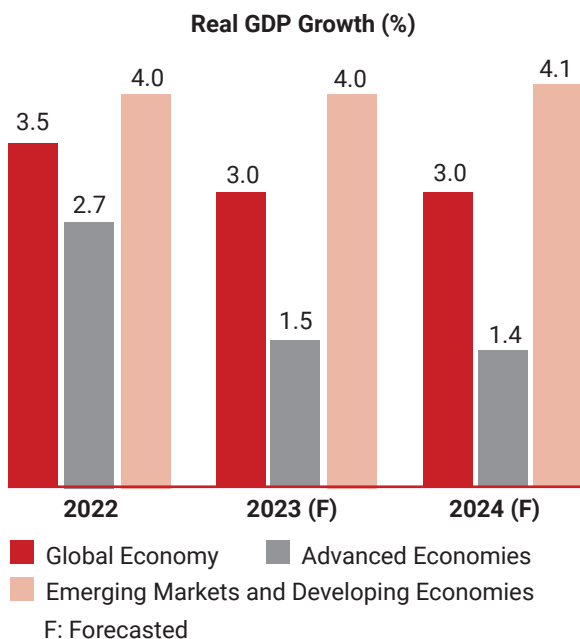
Sd/-
ASHA GUPTA
WHOLE TIME DIRECTOR
DIN: 02864795

Management Discussion and Analysis

ANNEXURE-V

GLOBAL ECONOMY

According to the International Monetary Fund (IMF), although the global economy is projected to experience a slight contraction from 3.5% in CY 2022 to 3.0% in CY 2023, the overall outlook remains optimistic as it continues its journey towards stabilisation. However, advanced economies are projected to encounter a notable slowdown in growth, declining from 2.7% in CY 2022 to 1.5% in CY 2023, primarily due to the anticipated restrictive monetary policies worldwide and negative cross-border spillovers. Conversely, emerging markets and developing economies are expected to fare relatively well in CY 2023, registering real GDP growth of 4.0% both in CY 2022 and CY 2023. This display of resilience sets the stage for further growth, as emerging markets are anticipated to expand by 4.1% in CY 2024.



(Source: World Economic Outlook: July 2023)

INDIAN ECONOMY

In FY 2023, the Indian economy exhibited resilience in the face of global challenges, achieving an impressive growth rate of 7.2%. This growth was driven by several factors, including a favourable business environment, robust industrial production, increased consumer spending, improved GST collections, and the vision of a self-reliant India ('Aatmanirbhar Bharat'). S&P Global predicts that the size of the Indian economy will increase to USD 6.7 Tn from USD 3.4 Tn in FY 2023, potentially leading to a per capita GDP of approximately USD 4,500. The manufacturing sector is expected to benefit from the global shift

towards supply chain diversification, with the Government offering incentives to manufacturers and improving infrastructure. Developing a robust logistics framework will play a pivotal role in India's transformation from a service-oriented economy to one with a stronger emphasis on manufacturing.

(Source: S&P Global, Press Information Bureau)

INDUSTRY OVERVIEW

The warehousing, industrial, and logistics (WIL) sectors are expected to play a pivotal role in India's aim of emerging as a USD 5.5 Tn economy by FY 2028. The growth of this industry is anticipated to benefit from a strong economy, Government initiatives to enhance infrastructure, and a favourable business environment.

Furthermore, the industry is witnessing a significant transformation driven by advanced technology solutions. Real-time visibility, predictive analytics, and other advanced capabilities are being increasingly deployed to manage supply chains and meet the demands of customers. This tech-driven approach is adding impetus to the sector's growth. Moreover, the rising adoption of green logistics solutions aligns with the global shift towards sustainability. Additionally, the growing number of trade-related agreements is opening up new avenues for the industry. These agreements facilitate smoother trade flows and enhance the logistics sector's importance in supporting international trade.

The rise in consumerism and a large consumer base is driving the expansion of retail and e-commerce in India. To strengthen the sector's infrastructure, the Government of India has undertaken various measures, including developing dedicated freight corridors and extending road and rail networks to enhance connectivity and reduce transit times. Additionally, the sector is undergoing a digital transformation with initiatives like Digital India, Bharat Net, and the National Logistics Portal.

(Source: IBEF)

BUSINESS OVERVIEW

At AVG Logistics (referred to as 'We' or 'Our Company'), we offer an extensive range of logistics solutions, including road transportation services, warehousing facilities, rail logistics, coastal shipping services, and other value-added solutions. Over the past decade, our Company has established an integrated logistics infrastructure, providing both Full Truck Load (FTL) and Less than Truck Load (LTL) solutions to our clients. We operate numerous dedicated routes, ensuring efficient transportation solutions for distribution across

Management Discussion and Analysis (Contd.)

India, from manufacturers to distribution hubs. With 80+ branches pan-India, we serve various reputed clientele spread across sectors like FMCG, automotive parts and equipment, pharmaceuticals and consumer durables.

INR 427.1 Crs

Revenue

INR 77.7 Crs

EBITDA

ROAD LOGISTICS

We are a leading provider of integrated road cargo solutions with a nationwide network, offering multi-modal transport services across India. Our fleet includes over 2000 vehicles, comprising both owned and hired dry/reefer vehicles. These vehicles are equipped with GPRS systems for cargo and driver safety, and our central command centre monitors them round the clock, ensuring efficient operations.

RAIL LOGISTICS

We provide our customers with a range of rail logistics services, including full rack and partial transportation, container movement and terminal management at all CONCOR Inland Container Depots (ICDs). Currently, the Company operates six rail routes, with a total contract value of INR 5,100 Mn and a revenue potential of INR 6,500 Mn. Our primary focus is on optimising efficiency by improving rail cargo operations, thereby reducing emissions, conserving energy, and saving time.

WAREHOUSING

We offer various types of warehousing services, including industrial and retail warehousing, liquid storage, cold storage, agri-warehousing, and container storage services, to clients on a short-, medium- and long-term basis.

With 7 fully operational warehouses across 6 states, our warehousing solutions cater to the distinct needs of our diverse clientele. With a dedicated team of professional experts and cutting-edge technology, we position ourselves as a trusted partner for clients seeking efficient and reliable warehousing solutions.

VALUE-ADDED SERVICES

We offer a range of extra services to complement our core offerings. These services include custom clearing, port logistics, and equipment rental like forklifts and containers. Our coastal logistics services encompass a wide range of options to suit our clients' needs, including port-to-port, door-to-port, port-to-door, and door-to-door services. We also provide warehouse management services to help efficient handling of inventory. These value-added services enhance our ability to meet the logistics needs of our clients effectively and professionally.

INTERNAL CONTROLS

We have implemented robust internal control policies and procedures that align with the size, extent, and intricacy of our operations. In order to ensure the effectiveness of internal controls spanning business processes and systems, we have established a robust framework. This framework is meticulously crafted to deliver dependable, high-quality assurance business and operational performance. Regular assessments are conducted to gauge the sufficiency and efficiency of these controls, ensuring adherence to relevant laws and protecting our assets.

RISK MANAGEMENT

Risk management plays an integral role in the business operations at AVG Logistics. Over the years, we have identified key risks that could impact our ability to deliver value to stakeholders. Our focus lies in the early detection of potential risks and their management through suitable mitigation methods. The table below highlights some of the key risks we have identified:

Management Discussion and Analysis (Contd.)

Key Risks	Mitigation Strategy
Global Economic Slowdown Risk Slowdown in the global and Indian economy has the potential to affect the growth trajectory within our sector negatively.	Despite persistent challenges, the global economy is expected to sustain a moderate growth trajectory, while the Indian economy is poised to emerge as one of the fastest-growing economies. According to IMF, India is forecasted to register a real GDP growth rate of 6.1% in FY2024.
Concentration Risk We derive a significant proportion of our revenues from marquee clientele. This exposes us to a high risk of client concentration.	We continue to take steps to create a larger base of customers. In addition, we are leveraging technology and innovation to achieve cost efficiencies for customers, which results in long-term relationships with them.
Competition Risk We operate in a competitive industry with various players, including unorganised ones. Rising competition from both organised and unorganised third-party logistics or transport providers may adversely impact our revenue, profit margin and market share.	To mitigate this, we create value through integrated technology-based solutions, transport network-based solutions, and skill development of employees.
Infrastructure Risk Infrastructure inadequacies can lead to supply delays, reputational damage, and impact profitability.	This risk is managed by leveraging the improved national transportation infrastructure under the Government's ongoing National Infrastructure Pipeline (NIP) programme. Additionally, we prioritise the construction of state-of-the-art warehouses and storage facilities at strategic nodal locations.
People Risk The people risk we face includes staffing shortages, loss of essential employees, negative publicity, and potential disruptions in our operations.	We employ innovative staff retention strategies like health insurance policies and frequent recognition programmes to manage these risks.

TECHNOLOGY

At AVG Logistics, we have strategically integrated Information Technology (IT) into the core of our business model. This integration enables us to improve our operations, enhance customer service, and strengthen our competitive position. Our technological initiatives centre on harnessing emerging technologies like the Internet of Things (IoT) to boost efficiency across our business areas. Furthermore, technology enables us to closely monitor operational processes, ultimately leading to higher client satisfaction and enduring relationships with stakeholders throughout the value chain.

HUMAN RESOURCE

We have successfully included 407 employees in our workforce. Despite the macroeconomic challenges experienced, our employees have been a pillar of support, enabling us to navigate through the turbulent environment and emerge stronger. Furthermore, we have a robust

framework to prevent discrimination and harassment, extending our human rights protection to all employees and business associates. We uphold a zero-tolerance policy for harassment and offer multiple channels for employees to report concerns.

CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis and the Annual Report describing our objectives, projections, estimates, expectations, plans or predictions and industry conditions or events are 'forward-looking statements' within the meaning of applicable securities, laws, and regulations. Actual results, performance or achievements could differ materially from those expressed or implied. Several factors could make a significant difference to our operations. These include economic conditions affecting demand and supply, Government regulations and taxation, natural calamities and so on, over which we do not exercise any direct control.

A. PARTICULARS OF EMPLOYEES FOR THE YEAR ENDED MARCH 31, 2023 AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- i. **The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23 is as under:**

S. No.	Name of Director	Designation	Ratio of the remuneration of each director to the median remuneration of employees
1.	Mr Sanjay Gupta	Managing Director and CEO	18.07
2.	Mrs Asha Gupta	Whole Time Director	14.02
3.	Mr Pawan Kant	Non Executive Independent Director	Not Applicable
4.	Mr Susheel Kumar Tyagi	Non Executive Independent Director	Not Applicable
5.	Mr Shyam Sunder Soni	Non Executive Independent Director	Not Applicable

- ii. **The percentage increase in remuneration of each Director, Chief financial Officer and Company Secretary during the financial year 2022-23:**

S. No.	Name of Director	Designation	% increase in Remuneration in the financial year 2022-23
1.	Mr Sanjay Gupta	Managing Director and CEO	Nil
2.	Mrs Asha Gupta	Whole Time Director	Nil
3.	Mr Pawan Kant	Non Executive Independent Director	Nil
4.	Mr Susheel Kumar Tyagi	Non Executive Independent Director	Nil
5.	Mr Shyam Sunder Soni	Non Executive Director	Nil
6.	Mr. Gurpreet Singh Luthra	Chief Financial Officer	Nil
7.	Mr. Mukesh Kumar	Company Secretary	12.5

- iii. **The percentage increase in the median remuneration of employees of the Company in the financial year:**

During the financial year 2022-23, the median remuneration of employees of the Company was increased by 10%.

- iv. **The number of permanent employees on the rolls of Company:**

As on March 31, 2023, there were 407 permanent employees on the rolls of the Company.

- v. **Average percentile of increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

Average percentile increase in salary of the Company's employee (other than the managerial personnel) during the financial year 2022-23 was approximately 10%.

During the financial year 2022-23, there was no increase in the remuneration of Mr. Sanjay Gupta, Managing Director & CEO and Mrs Asha Gupta, Whole-time Director of the Company i.e. Executive Directors of the Company.

Non-Executive Directors including Independent Directors were paid remuneration by way of sitting fees for attending the Board and Committee Meetings held during the financial year 2022-23, there is no change in the sitting fee paid to Non-Executive Directors from previous year.

- vi. **Affirmation that the remuneration is as per the Remuneration Policy of the Company:**

It is hereby affirmed that the remuneration paid during the year ended March 31, 2023 is as per the Remuneration Policy of the Company.

B. PARTICULARS OF EMPLOYEES FOR THE YEAR ENDED MARCH 31, 2023 AS REQUIRED UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

S. No.	Name of the Employee	Age (years)	Designation	Remuneration Received	Qualification	Experience in Years	Date of Commencement of Employment	Last Employment
1	Sanjay Gupta	54	Director	53,33,803	Graduate	30	January 01, 2018	Indo Arya Transport
2	Asha Gupta	53	Director	41,36,999	Graduate	NA	January 01, 2018	None
3	Gurpreet S. Luthra	51	CFO	33,91,549	Chartered Accountant	30	August 01, 2019	Fuji Films
4	Vinayak Gupta	29	VP Operations	29,91,325	MBA	5	December 01, 2020	None
5	ARUN KOHLI	56	Director-Sales and Operations	28,47,283	BBA	25	June 27, 2022	Varuna Intergrated Pvt Limited
6	Narender Prakash Gupta	54	VP Finance	19,65,436	MBA	33	December 01, 2021	Varuna Intergrated Pvt Limited
7	Praveen Kumar	33	Sr General Manager – Finance	19,15,374	Chartered Accountant	11	January 16, 2018	CRWC
8	Pardeep Kumar Goel	33	DGM- Finance & Accounts	17,95,349	CA	11	May 09, 2022	Varuna Intergrated Pvt Limited
9	Ajay Kumar	45	Head – Operations	14,69,789	BSC	25	July 20, 2015	Indo Arya Transport
10	Nagendra Sharma	43	Chief operating officer	13,71,597	MBA	25	February 19, 2021	Asian Paints Limited

1. All the employees have requisite experience to discharge the responsibility assigned to them.
2. Nature and terms of employment are as per resolution/appointment letter.
3. None of the employee, as referred under Rule 5(2)(iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, owns 2% or more of the equity shares of the Company as on March 31, 2023.
4. Within the meaning of Section 2(77) of the Companies Act, 2013, Mr Sanjay Gupta, Mrs Asha Gupta are the Executive directors of the Company and are related to each other.

FOR AVG LOGISTICS LIMITED

Sd/-
SANJAY GUPTA
 MANAGING DIRECTOR
 DIN: 00527801

Sd/-
ASHA GUPTA
 WHOLE TIME DIRECTOR
 DIN: 02864795

Date: August 14, 2023
 Place: Delhi

MR - 3
SECRETARIAL AUDIT REPORT
For The Financial Year Ended March 31, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Companies
 (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
AVG LOGISTICS LIMITED
L60200DL2010PLC198327
Regd. Office:-Office no. 25, D.D.A Market,
 Savita Vihar, Delhi – 110092
Corporate Office:- 102, 1st Floor,
 (Above State Bank of India),
 Jhilmil Metro Station Complex, Delhi 110095

We have conducted the Secretarial Audit of the Compliances of Applicable Statutory Provisions and the adherence to good corporate practices by the Company named as **AVG LOGISTICS LIMITED** (CIN : L60200DL2010PLC198327) (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's 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 authorised representatives during the conduct of secretarial audit, We hereby report that in our 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **AVG LOGISTICS LIMITED** for the financial year ended on March 31, 2023 according to the provisions of following laws, wherever applicable:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of

Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable**

5. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') wherever applicable viz. :-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 2014; **Not Applicable**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not Applicable**
6. Other applicable Laws:

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

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.
- (b) Secretarial Standards issued by the ICSI and notified by MCA.

During the period under review the Company has complied wherever applicable, with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

mentioned above along with fees, additional fees or penalty/fine wherever applicable.

However, Company have late filed its Financial result for March 2022 by 7 days to Stock Exchange under Regulation 33 of SEBI (LODR) Regulations 2018 and National Stock Exchange(NSE) imposed a fine of INR 35,000/- (+ Applicable GST) on the Company in this regard. Further company have paid the fine and make the default good.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Woman Director and Independent Directors.

We 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.

FOR K VIVEK & CO
(Company Secretaries)

Date: August 07, 2023
Place: Delhi

Sd/-
Vivek Kumar (Proprietor)
C.P. No. 21931
M. No. 58007
UDIN : A058007E000758828

(This report is to be read with Annexure 'A' to MR 3 annexed herewith)

ANNEXURE 'A' to MR – 3
(FOR FY 2023)

To,
The Members,
AVG LOGISTICS LIMITED
L60200DL2010PLC198327
Regd. Office:-Office no. 25, D.D.A Market,
Savita Vihar, Delhi – 110092
Corporate Office:- 102, 1st Floor,
(Above State Bank of India),
Jhilmil Metro Station Complex, Delhi 110095

BOARD/MANAGEMENT RESPONSE FOR THE DELAY REPORTING

Please note the board submitted the response for delay filing of Financial results for March 2022 to Stock Exchange by 7 days is that the Board meeting was postponed by reason of non-availability of Directors, consequently the delay was occurred in filing of Financial results for March 2022 to stock exchange by 7 days. However company have paid the fine imposed by NSE and make the default good.

ASSUMPTIONS AND LIMITATIONS OF REVIEW:

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 processes as are 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 processes 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. Where ever 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 procedures 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.

FOR K VIVEK & CO
(Company Secretaries)

Date: August 07, 2023
Place: Delhi

Sd/-
Vivek Kumar (Proprietor)
C.P. No. 21931
M. No. 58007
UDIN : A058007E000758828

**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES
FOR THE FINANCIAL YEAR 2022-23**

[As prescribed under Section 135 of the Companies Act, 2013 read with rule 8(1) of the Companies
(Corporate Social Responsibility Policy) Rules, 2014]

1. Brief outline on CSR Policy of the Company:

AVG Logistics Limited has always strived to make a difference, specifically to the society by contributing to the economic, social, environmental development of the Country and improving the quality of life of the vulnerable communities. We strive to strengthen our corporate citizenship through engagements with various NGOs working in the fields of health, education, environment and vocational training.

The CSR Policy of the Company as duly approved by the Board includes activities specified under the Schedule VII of the Act, as amended from time to time. The activities suggested under the policy are undertaken after due identification of the socio-economic changes brought in the key communities by carrying out such activities by the Company. The Company while understanding its CSR activities, gives preference to local areas within its vicinity.

Priority Projects

The Company has currently identified the following Priority Projects to be undertaken by the CSR Committee:

- i) Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.
- ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- iii) promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.
- iv) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air

and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.

- v) protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts;
- vi) contribution to the prime minister's national relief fund Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women.

2. Composition of CSR Committee: Not Applicable

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company:

The Company had dissolved the CSR Committee as the Company does not fall within the criteria of fund utilisation for CSR and the operational requirement of the CSR committee to be carried on by Board of Directors, however CSR policy as approved by Board can be accessed at the below link:

http://www.avglogistics.com/upload/document/document_1985501648.pdf

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable:
Not Applicable

5. a) **Average net profit of the Company as per sub-section (5) of section 135**
INR 432 Lakhs
- b) **Two percent of average net profit of the Company as per sub-section (5) of section 135**
INR 8.64 Lakhs
- c) **Surplus arising out of the CSR Projects or programmes or activities of the previous financial years:** Nil
- d) **Amount required to be set-off for the financial year, if any:** Nil
- e) **Total CSR obligation for the financial year [(b)+(c)-(d)]:** INR 8.64 Lakhs

6. a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)

INR 9.11 Lakhs

b) Amount spent in Administrative Overheads: Nil

c) Amount spent on Impact Assessment, if applicable- Not Applicable

d) Total amount spent for the Financial Year [(a)+(b)+(c)]: INR 9.11 Lakhs

e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in INR)	Amount Unspent (in INR)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
INR 9.11 Lakhs	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable

(f) Excess amount for set-off, if any:

S. No.	Particulars	Amount (in INR/in Lakhs)
1.	Two percent of average net profit of the Company as per section 135(5)	8.64
2.	Total amount spent for the Financial Year	9.11
3.	Excess amount spent for the financial year [(ii)-(i)]	0.47
4.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
5.	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.47

#During the financial year 2022-23, the Company was required to spend INR 8.64 Lakhs/- (2% of the average net profits of preceding three years) towards its CSR Obligation out of which the Company had spent the total amount of INR 9.11 Lakhs/- towards CSR activities during the Financial Year 2022-23.

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years: Nil

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per subsection (5) of section 135: Not Applicable

FOR AVG LOGISTICS LIMITED

Sd/-

SANJAY GUPTA

MANAGING DIRECTOR

DIN: 00527801

Sd/-

ASHA GUPTA

WHOLE TIME DIRECTOR

DIN: 02864795

Date: August 14, 2023

Place: Delhi

FINANCIAL STATEMENTS

Standalone Financial Statements

Consolidated Financial Statements

Independent Auditor's Report

To the Members of AVG Logistics Limited

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the accompanying standalone financial statements of AVG Logistics Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (Including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with 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, its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the 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 the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in

our audit of the standalone financial statements for the year ended March 31, 2023 (current year). These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
1	<p>Revenue Recognition</p> <p>Revenue from these contracts is recognized in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers (as described in note 2.4 of the standalone financial statements).</p> <p>The Company has long term contracts with customers, as at the year end, for all incomplete sales orders, revenue is recognized by evaluating the conditions required as per contractual terms i.e., provision of service to customer and acknowledgement of invoice. Further, revenue is recognised for the completed performance obligation which are part of the incomplete sales orders.</p>	<p>Our audit procedures in respect of this area include but are not limited to:</p> <ol style="list-style-type: none"> 1. Obtained an understanding of the systems, processes and controls implemented by management for recording and computing revenue, and the associated unbilled revenue, unearned and deferred revenue balances; 2. Assessed the appropriateness of Company's accounting policies with respect to Revenue recognition in accordance with IND AS 115 "Revenue from Contracts with Customers"; 3. Verified accuracy of the revenue recognition by selecting samples on test check basis and checking the underlying contract terms and conditions;

Independent Auditor's Report (Contd.)

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
	<p>The criteria for identification of the specific performance obligations covered by the sales order and the allocation of the transaction price to each performance obligation requires specific attention due to the judgement involved in identifying the specific performance obligation and determination of whether the agreed provision of services to customer are completed in regard to each of these obligations, as acknowledged by the customers. There is also estimation uncertainty in assessing the incomplete sales orders at the year end and identifying the completed portions of the performance obligations from these sales orders.</p> <p>Considering this we have determined Revenue Recognition to be a Key Audit Matter.</p>	<p>4. For samples selected on test check basis, evaluated, as to whether performance obligation for revenue recognition is completed as and when the service is rendered to the customer and acknowledged. Further, performed verification of proof of delivery of services completed;</p> <p>5. Verification of the ageing of the unbilled revenue and testing for the subsequent acknowledgement from the customers; and</p> <p>6. Verified the completeness and adequacy of disclosure in the standalone financial statements in compliance with Ind AS 115.</p>
2	<p>Allowance for trade receivables</p> <p>Refer to note 15 to the standalone financial statements with respect to the disclosures of trade receivables.</p> <p>The Company has trade receivables as at March 31, 2023 amounting to Rs. 13,938.03 lakhs against which the Company has recorded allowance for trade receivables of Rs. 1,624.80 lakhs (PY Rs. 1,427.38 lakhs).</p> <p>Management creates allowance for trade receivables based on the expected credit loss model. Additionally, the Company assesses the recoverability of all the debit balances including ageing on case to case basis considering the facts and circumstances to decide on adhoc provision required.</p> <p>We have determined this matter to be key audit matter considering the materiality of the amounts and significant judgements and estimates involved regarding the allowances for trade receivables.</p>	<p>Our audit procedures in respect of this are included but not limited to:</p> <p>1. Obtained an understanding of the process from the management of the Company and tested design implementation and operating effectiveness of controls over for development and consistency of methodology for the computation of allowance for trade receivables, tested the completeness and accuracy of information used in estimation of the probability of default, loss given default and other key estimates;</p> <p>2. Recomputed the ageing of the trade receivables on sample basis and traced their balances to standalone financial statements;</p> <p>3. Verified subsequent recovery of trade receivables by tracing them in the books of accounts and bank statement on test check basis;</p> <p>4. Tested the management computations arising out of expected credit loss model;</p> <p>5. Analysing significant judgements and estimates involved around the expected credit loss model including examining the class of receivables on which certain % based on historic trends are applied, and further assessed the adequacy of provisions made for any possible non recoveries ascertaining the risk of recoverability or delayed payments, etc;</p> <p>6. Assessed the basis of management's judgement regarding specific allowance made against aged balances which are considered to be unrecoverable; and</p> <p>7. Verified the completeness and adequacy of disclosure in accordance with the requirements of the relevant Ind AS.</p>

Independent Auditor's Report (Contd.)

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
3	<p>Impairment of assets</p> <p>Refer to note 2.13 to the standalone financial statements.</p> <p>The Company has a warehouse at Agartala, Tripura having carrying value amounting to Rs. 984.10 lakhs as at March 31, 2023. This warehouse has been capitalised in the financial year 2020-21 and has not been operational since its capitalisation.</p> <p>Since the warehouse is not operational management would need to assess the impairment by using key estimates including useful life of the building, its fair value, and method of computation of the fair value. We have determined this matter to be key audit matter considering the materiality of the amounts and significant judgements and estimates involved regarding the impairment of the warehouse.</p>	<p>Our audit procedures in respect of this are included but not limited to:</p> <ol style="list-style-type: none"> 1. Obtained an understanding of the systems, processes and control implemented by management for assessment and recording for impairment of assets; 2. Assessment of the Company's accounting policies with respect to impairment in accordance with Ind AS 36 "Impairment of assets"; 3. Enquired into the reasons for non-operation of the warehouse since capitalization and assessed them for any impairment indicators; 4. Obtained the fair valuation report of the management's expert for the fair valuation of the warehouse; 5. Involved auditor's expert to assess the appropriateness of the key assumptions and estimates used by the valuers in determination of the fair value of warehouse (such as, useful life of the building, its fair value, and method of computation of the fair value, discount rates, etc.); and 6. Assessed the appropriateness of disclosures in accordance with the requirements of Ind AS 36 "Impairment of assets".
4	<p>Lease accounting</p> <p>Refer to note 2.5 and 48 to the standalone financial statements. The Company has taken certain premises for warehousing and other commercial purposes. Pursuant to adoption of Ind AS, the Company w.e.f. April 1, 2021 has used the retrospective approach for transition as per Ind AS 116 (leases), wherein the lease liability has been measured at present value of the remaining lease payments at the date of initial application (i.e., April 1, 2021) and discounted using the incremental borrowing rate at the date of initial application.</p> <p>As a result of such adoption, Company has recognized lease liability amounting to Rs. 15,322.48 lakhs and Right-of-use asset amounting to Rs. 12,877.70 lakhs as at March 31, 2023. Further during the year, Company has recognised rent expense of Rs. 3,550.97 lakhs, interest expense on lease liability Rs. 1,609.26 lakhs and depreciation on Right-of-use assets Rs. 2,761.55 lakhs in the statement of profit and loss for the year ended March 31, 2023.</p>	<p>Our audit procedures in respect of this area include but are not limited to:</p> <ol style="list-style-type: none"> 1. Obtained an understanding of the processes and control implemented by management in relation to accounting of leases; 2. Reviewed the management process in relation to application of key lease terms in lease contracts, reasonableness of the key assumptions used for the purpose of lease accounting, and assessed the appropriateness of the accounting policy in accordance with Ind AS 116 'Leases'; 3. Verified the accuracy of the underlying lease data by agreeing a representative sample of leases to original contract or other supporting information, and verified the integrity and arithmetic accuracy of the calculations for each lease sampled through recalculation of the expected Ind AS 116 adjustment; 4. Assessed the appropriateness of the assumptions applied to determine the discount rates for the lease accounting;

Independent Auditor's Report (Contd.)

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
	Management has used several judgements like determination of leases, lease term, use of practical expedients and discount rates over each lease contract and have applied estimates during lease accounting. Considering the materiality of the amounts involved, and the significant judgements and estimates used by management in the lease recognition and accounting, this matter has been identified as a key audit matter.	<ol style="list-style-type: none"> 5. Assessed the appropriateness of lease rentals and lease escalations used in computations of Right-of-use asset and corresponding lease liability for the entire lease tenure supported by the agreements with the lessor; 6. Assessed the appropriateness of leases excluded from the scope of Ind AS-116 being short term leases or leases for which underlying asset is of low value; 7. Ensured that the accounting treatment including the transition provisions adopted by the Company are in accordance with the provisions of Ind-AS 116; and 8. Assessed the adequacy and appropriateness of the disclosures made in the standalone financial statements is in accordance with the applicable Indian accounting standards.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the annual report but does not include the standalone financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we will 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 when it becomes available 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.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance under SA 720 'The Auditor's responsibilities Relating to Other Information'.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR STANDALONE FINANCIAL STATEMENTS

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, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole

Independent Auditor's Report (Contd.)

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.

We give in "Annexure A" a detailed description of Auditor's responsibilities for audit of the standalone financial statements.

OTHER MATTER

The comparative financial information of the Company for the year ended March 31, 2022 and the transition date opening Balance Sheet as at April 1, 2021 included in these standalone financial statements are based on the previously issued standalone financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2021, specified under Section 133 and other relevant provisions of the Act for the year ended March 31, 2022 and March 31, 2021 on which we issued an unmodified audit opinion vide our reports dated June 06, 2022 and October 27, 2021 respectively on those standalone financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have also been audited by us.

Our opinion is not modified in respect of the above matter.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except that the Company has not maintained

daily back-up of books of accounts and other books and papers maintained in electronic mode in a server physically located in India.

- (c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flow dealt with by this report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the investor education and protection fund by the Company.
 - iv. 1. The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise,

Independent Auditor's Report (Contd.)

- 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;
2. The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, 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; and
 3. Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management in this regard
- nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (a) and (b) above, contain any material mis-statement.
- v. The Company has neither declared nor paid any dividend during the year.
 - vi. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only w.e.f. April 1, 2023, reporting under this clause is not applicable.
3. In our opinion, according to information, explanations given to us, the remuneration paid by the Company to its directors is within the limits laid prescribed under Section 197 of the Act and the rules thereunder.

For **MSKA & Associates**

Chartered Accountants
ICAI Firm Registration No. 105047W

Naresh Anand

Partner
Membership No. 503662
UDIN: 23503662BGXWRU1571

Place: Chandigarh
Date: June 03, 2023

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF AVG LOGISTICS LIMITED

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned

scope and timing of the audit and significant audit findings, including any significant deficiencies in

internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the year ended March 31, 2023 (current year) and are therefore, the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For **MSKA & Associates**

Chartered Accountants
ICAI Firm Registration No. 105047W

Naresh Anand

Partner

Membership No. 503662

UDIN: 23503662BGXWRU1571

Place: Chandigarh

Date: June 03, 2023

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF AVG LOGISTICS LIMITED FOR THE YEAR ENDED MARCH 31, 2023

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

- i.** (a) A. The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.
 B. The Company has maintained proper records showing full particulars of intangible assets.
- (b) All the property, plant and equipment and right-of-use assets have not been physically verified by the management during the year but there is a regular programme of verification, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in the financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us, the Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the year. Accordingly, the requirements under paragraph 3(i)(d) of the Order are not applicable to the Company.
- (e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988, as amended and rules made thereunder. Accordingly, the provisions stated in paragraph 3(i) (e) of the Order are not applicable to the Company.
- ii.** (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification, coverage & procedure of such verification is reasonable and 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.
- (b) The Company has been sanctioned working capital limits in excess of Rs. 5 crores in aggregate from banks/financial institutions on the basis of security of current assets. Quarterly returns / statements are filed with such banks/ financial institutions which are in agreement with the books of account.
- iii.** According to the information explanation provided to us, the Company has not made any investments in, provided any guarantee or security, or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties. Hence, the requirements under paragraph 3(iii) of the Order are not applicable to the Company.
- iv.** According to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, in respect of loans, investments, guarantees and security made.
- v.** According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under.
- vi.** The provisions of sub-Section (1) of Section 148 of the Act are not applicable to the Company as the Central Government of India has not specified the maintenance of cost records for any of the services of the Company. Accordingly, the provisions stated in paragraph 3 (vi) of the Order are not applicable to the Company.
- vii.** (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess and other statutory dues have not been regularly deposited by the Company with the appropriate authorities and there have been serious delays in large number of cases.
 Statutory dues which were outstanding, as at March 31, 2023 for a period of more than six months from the date they became payable are detailed in Annexure 1.
- (b) According to the information and explanation given to us and the records of the Company examined by us, there are no dues relating to goods and services tax, provident fund, employees state

Annexure B (Contd.)

insurance, income-tax, cess or other statutory dues which have not been deposited on account of any dispute.

viii. According to the information and explanations given to us, there are no transactions which are not accounted in the books of account which have been surrendered or disclosed as income during the year in tax assessment of the Company. Also, there are no previously unrecorded income which has been now recorded in the books of account. Hence, the provision stated in paragraph 3(viii) of the Order is not applicable to the Company.

ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to except as detailed in Annexure 2.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information explanation provided to us, money raised by way of term loans during the year have been applied for the purpose for which they were raised.

(d) According to the information and explanation provided to us, there are no funds raised on short term basis. Accordingly, the provision stated in paragraph 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information explanation given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from an any entity or person on account of or to meet the obligations of its associates.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its associate Company and limited liability partnership. Hence, reporting under the Clause 3(ix)(f) of the order is not applicable to the Company.

x. (a) In our opinion and according to the information explanation given to us, the Company did not

raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Hence, the provisions stated in paragraph 3 (x)(a) of the Order are not applicable to the Company.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully, partly, or optionally convertible debentures during the year. Hence, the provisions stated in paragraph 3 (x)(b) of the Order are not applicable to the Company.

xi. (a) Based on our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we report that no material fraud by the Company nor on the Company has been noticed or reported during the course of our audit.

(b) We have not come across of any instance of material fraud by the Company or on the Company during the course of audit of the standalone financial statement for the year ended March 31, 2023, accordingly the provisions stated in paragraph (xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the Management, there are no whistle-blower complaints received by the Company during the year.

xii. (a) The Company is not a Nidhi Company. Accordingly, the provisions stated in paragraph 3(xii) (a) to (c) of the Order are not applicable to the Company.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered internal audit reports of the Company issued till date, for the period under audit.

Annexure B (Contd.)

- xv.** According to the information and explanations given to us, in our opinion, during the year the Company has not entered into non-cash transactions with directors or persons connected with its directors and hence, provisions of Section 192 of the Act are not applicable to Company.
- xvi.** (a) The Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph 3 (xvi)(a) of the Order are not applicable to the Company.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without any valid Certificate of Registration from Reserve Bank of India. Hence, the reporting under paragraph 3 (xvi)(b) of the Order are not applicable to the Company.
- (c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Hence, the reporting under paragraph 3 (xvi)(c) of the Order are not applicable to the Company.
- (d) The Company does not have more than one CIC as a part of its group. Hence, the provisions stated in paragraph 3 (xvi)(d) of the Order are not applicable to the Company.
- xvii.** Based on the overall review of standalone financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Hence, the provisions stated in paragraph 3 (xvii) of the Order are not applicable to the Company.
- xviii.** There has been no resignation of the statutory auditors during the year. Hence, the provisions stated in paragraph 3 (xviii) of the Order are not applicable to the Company.
- xix.** According to the information and explanations given to us and 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 standalone financial statements, 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 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.** According to the information and explanations given to us and based on our verification, the provisions of Section 135 of the Act are applicable to the Company. The Company has made the required contributions during the year and there are no unspent amounts which are required to be transferred either to a Fund or to a Special Account as per the provisions of Section 135 of the Act read with schedule VII. Accordingly, reporting under Clause 3(xx)(a) and Clause 3(xx)(b) of the Order is not applicable to the Company.
- xxi.** The reporting under Clause 3(xxi) of the Order is not applicable since we have consolidated the unaudited and management furnished financial statements of one of the associate Company to which reporting under CARO is applicable. Accordingly, no comment in respect of the said Clause has been included in the report.

For MSKA & Associates

Chartered Accountants
 ICAI Firm Registration No. 105047W

Naresh Anand
 Partner
 Membership No. 503662
 UDIN: 23503662BGXWRU1571

Place: Chandigarh
 Date: June 03, 2023

ANNEXURE C TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF AVG LOGISTICS LIMITED

[Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of AVG Logistics Limited on the Standalone Financial Statements for the year ended March 31, 2023]

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

OPINION

We have audited the internal financial controls with reference to standalone financial statements of AVG Logistics 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.

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023, based on the internal control with reference to standalone financial statements 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) (the "Guidance Note").

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 with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

A Company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted

Annexure C (Contd.)

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 standalone financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal

financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **MSKA & Associates**

Chartered Accountants
ICAI Firm Registration No. 105047W

Naresh Anand

Partner
Membership No. 503662
UDIN: 23503662BGXWRU1571

Place: Chandigarh
Date: June 03, 2023

Standalone Balance Sheet

as at March 31, 2023

(All amounts in INR Lakhs, unless otherwise stated)

	Notes	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021
ASSETS				
Property, plant and equipment	6	8,471.90	8,147.91	6,319.83
Capital work in progress	7	209.76	4.67	222.19
Right-of-use assets	8	12,877.70	15,639.24	453.62
Other intangible assets	9	267.89	0.41	1.58
Financial assets				
Investments	10	986.07	986.07	986.07
Other financial assets	11	1,097.99	1,110.18	997.79
Deferred tax assets (net)	12	441.00	330.19	-
Other non-current assets	13	95.87	0.67	0.72
Total non-current assets		24,448.18	26,219.34	8,981.80
Current assets				
Inventories	14	49.97	13.45	35.19
Financial assets				
Trade receivables	15	12,313.23	10,750.29	9,417.72
Cash and cash equivalents	16	89.30	218.38	337.10
Bank balances other than cash and cash equivalent	17	149.69	299.17	238.62
Loans	18	157.36	381.91	497.73
Other financial assets	19	510.16	688.37	696.14
Current tax assets (net)	20	264.86	1,157.15	1,037.28
Other current assets	21	2,705.82	2,609.47	2,805.08
Total current assets		16,240.39	16,118.19	15,064.86
TOTAL ASSETS		40,688.57	42,337.53	24,046.66
Equity and liabilities				
Equity				
Equity share capital	22	1,177.53	1,177.53	1,177.53
Other equity	23	7,737.00	6,951.34	6,861.30
Total equity		8,914.53	8,128.87	8,038.83
Liabilities				
Non-current liabilities				
Financial Liabilities				
Borrowings	24	4,413.71	6,776.67	3,861.97
Lease liabilities	48	13,158.95	15,322.85	1,181.19
Other financial liabilities	26	43.87	47.73	48.93
Provisions	27	90.27	84.80	64.85
Deferred tax liabilities (net)	9	-	-	0.21
Total non current liabilities		17,706.80	22,232.05	5,157.15
Current liabilities				
Financial liabilities				
Borrowings	25	6,824.04	4,768.08	6,792.20
Trade payables				
- dues of micro and small enterprises	28	29.74	0.82	9.45
- dues of creditors other than micro and small enterprises		2,238.87	2,757.14	1,706.10
Lease liabilities	48	2,163.53	1,858.27	23.11
Other financial liabilities	29	1,199.00	946.79	811.92
Other current liabilities	30	1,563.79	1,609.32	1,483.29
Provisions	31	48.28	36.19	24.61
Total current liabilities		14,067.25	11,976.61	10,850.68
Total liabilities		31,774.04	34,208.66	16,007.83
TOTAL EQUITY AND LIABILITIES		40,688.57	42,337.53	24,046.66

Summary of significant accounting policies

The accompanying notes are an Integral part of the financial statements.

As per our report of even date

For **MSKA & Associates**

Chartered Accountants

Firm Registration Number: 105047W

Naresh Anand

Partner

Membership No.: 503662

For and on behalf of the Board of Directors

AVG Logistics Limited

CIN:L60200DL2010PLC198327

Sanjay Gupta

Managing Director

DIN : 00527801

Asha Gupta

Director

DIN : 02864795

Mukesh Kumar Nagar

Company Secretary

Place: Chandigarh

Date: June 03, 2023

Place: New Delhi

Date: June 03, 2023

Statement of Profit and Loss

for the year ended March 31, 2023

(All amounts in INR Lakhs, unless otherwise stated)

	Notes	For the year ended March 31, 2023	For the year ended March 31, 2022
Income			
Revenue from operations	32	42,710.82	43,164.50
Other income	33	278.69	68.75
Total Income		42,989.51	43,233.25
Expenses			
Operating expense	34	29,406.42	33,991.82
Employee benefits expense	35	1,658.26	1,603.54
Finance costs	36	3,075.98	2,243.91
Depreciation and amortisation expense	37	3,580.00	1,804.93
Other expenses	38	4,150.86	3,503.25
Total expenses		41,871.52	43,147.46
Profit before tax		1,117.99	85.80
Tax expense:	39		
Current tax		441.80	120.82
Prior period tax		-	202.28
Deferred tax credit		(110.48)	(329.63)
Total income tax expense		331.32	(6.53)
Profit for the year		786.67	92.33
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
- Re-measurement loss on defined benefit liability		(1.35)	(3.06)
Income tax relating to items that will not be reclassified to profit or loss		0.34	0.77
Total Comprehensive Income for the year, net of tax		785.66	90.04
Earnings per share (Face value of INR10 each)	40	10.00	10.00
Basic and diluted		6.68	0.78

Summary of significant accounting policies

The accompanying notes are an Integral part of the financial statements.

As per our report of even date

For **MSKA & Associates**

Chartered Accountants

Firm Registration Number: 105047W

Naresh Anand

Partner

Membership No.: 503662

For and on behalf of the Board of Directors

AVG Logistics Limited

CIN:L60200DL2010PLC198327

Sanjay Gupta

Managing Director

DIN : 00527801

Asha Gupta

Director

DIN : 02864795

Mukesh Kumar Nagar

Company Secretary

Place: Chandigarh

Date: June 03, 2023

Place: New Delhi

Date: June 03, 2023

Statement of cash flows

for the year ended March 31, 2023

(All amounts in INR Lakhs, unless otherwise stated)

	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash flow from operating activities		
Profit before tax	1,117.99	85.80
Adjustments for:		
Depreciation and amortisation expense	818.45	635.84
Interest income	(40.38)	(36.77)
Profit on sale of property, plant and equipment	(9.74)	(11.42)
Finance cost	1,462.82	1,456.78
Interest cost on lease liabilities	1,609.26	785.28
Interest cost on security deposit received	3.90	1.86
Rental income on unwinding of deferred income of security deposit received	(4.76)	(3.05)
Interest income on security deposit given	-	(0.37)
Income on sub-lease	90.22	43.17
Provision for employee advances	54.39	18.82
Provision for expected credit loss	279.66	99.94
Advances written-off	202.01	0.46
Operating profit before working capital changes	5,583.82	3,076.34
Movements in working capital:		
Changes in other non-current financial assets	43.52	27.21
Changes in other non-current assets	0.30	(0.67)
Changes in inventories	(36.51)	21.73
Changes in trade receivables	(1,842.59)	(1,432.51)
Changes in current financial assets (loans)	224.55	115.82
Changes in other current financial assets	123.81	(11.05)
Changes in other current assets	(96.35)	195.61
Changes in other financial liability (non-current)	(3.87)	(1.19)
Changes in provisions	17.56	31.52
Changes in current financial liabilities	202.03	141.12
Changes in other current liability	(45.53)	125.98
Changes in trade payables	(691.36)	1,041.95
Cash generated from operations	3,479.38	3,331.86
Less: Income tax paid	450.49	(442.97)
Net cash flow from operating activities	3,929.87	2,888.89
B. Cash flows from investing activities		
Additions to property, plant and equipment, intangible assets, movement in capital work-in progress and capital advances	(1,814.07)	(2,293.41)
Proceeds from sale of property, plant and equipment	85.00	37.57
Interest income	40.38	36.77
Bank balances other than cash and cash equivalents (net)	118.14	(200.15)
Net cash used in investing activities	(1,570.55)	(2,419.22)

Statement of cash flows (Contd.)

	For the year ended March 31, 2023	For the year ended March 31, 2022
C. Cash flow from financing activities		
Repayment of borrowings	(6,639.85)	(1,693.17)
Proceeds from borrowings	4,276.88	4,607.17
Movement in short-term borrowings (net)	2,055.96	(2,024.11)
Payment of lease liability (net)	(706.43)	6.06
Interest paid	(1,474.96)	(1,484.34)
Net cash used in financing activities	(2,488.40)	(588.39)
Net decrease in cash and cash equivalents (A+B+C)	(129.08)	(118.72)
Cash and cash equivalents at the beginning of the year	218.38	337.10
Cash and cash equivalents at the end of the year	89.30	218.38

Notes:

- Figures in brackets indicate cash outflow.
- The Statement of Cash flows has been prepared under the Indirect method set out in Ind AS-7 'Statement of Cash Flow' notified under the Companies (Indian Accounting Standards) Rules, 2015.
- Reconciliation of Cash and Cash Equivalents and Components of Cash and Cash Equivalents included in the above Statement of Cash Flows:

	As at March 31, 2023	As at March 31, 2022
Cash and cash equivalents comprise (refer note 16)		
- Cash on hand	79.25	167.55
- With banks in current account	10.05	50.83
Total cash and bank balances at end of the year	89.30	218.38

Summary of significant accounting policies

The accompanying notes are an Integral part of the financial statements.

As per our report of even date

For **MSKA & Associates**
Chartered Accountants
Firm Registration Number: 105047W

Naresh Anand
Partner
Membership No.: 503662

For and on behalf of the Board of Directors
AVG Logistics Limited
CIN:L60200DL2010PLC198327

Sanjay Gupta
Managing Director
DIN : 00527801

Asha Gupta
Director
DIN : 02864795

Mukesh Kumar Nagar
Company Secretary

Place: Chandigarh
Date: June 03, 2023

Place: New Delhi
Date: June 03, 2023

Statement of changes in equity

for the year ended March 31, 2023

(All amounts in INR Lakhs, unless otherwise stated)

(A) EQUITY SHARE CAPITAL

	Amount
Equity shares of INR 10 each issued, subscribed and fully paid (refer note 22)	
Balances as at April 01, 2021	1,177.53
Changes in equity share capital during the year	-
Balances as at March 31, 2022	1,177.53
Changes in equity share capital during the year	-
Balances as at March 31, 2023	1,177.53

(B) OTHER EQUITY

	Reserve and surplus			Other Reserves	Total other equity
	Security premium	General Reserve	Retained earnings	Other comprehensive income (net of tax)	
Balance as at 01 April, 2021	3,161.79	3,508.61	190.90	-	6,861.30
Profit for the year	-	-	92.33	-	92.33
Other comprehensive income (net of tax)				(2.29)	(2.29)
Total comprehensive income for the year	-	-	92.33	(2.29)	90.04
Balance as at March 31, 2022	3,161.79	3,508.61	283.23	(2.29)	6,951.34
Profit for the year	-	-	786.67		786.67
Other comprehensive income (net of tax)				(1.01)	(1.01)
Total comprehensive income for the year	-	-	786.67	(1.01)	785.66
Balance as at March 31, 2023	3,161.79	3,508.61	1,069.90	(3.30)	7,737.00

Summary of significant accounting policies

The accompanying notes are an Integral part of the financial statements.

As per our report of even date

For **MSKA & Associates**

Chartered Accountants

Firm Registration Number: 105047W

Naresh Anand

Partner

Membership No.: 503662

For and on behalf of the Board of Directors

AVG Logistics Limited

CIN:L60200DL2010PLC198327

Sanjay Gupta

Managing Director

DIN : 00527801

Asha Gupta

Director

DIN : 02864795

Mukesh Kumar Nagar

Company Secretary

Place: Chandigarh

Date: June 03, 2023

Place: New Delhi

Date: June 03, 2023

Notes to the financial statements for the year ended March 31, 2023

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

1 CORPORATE INFORMATION/BACKGROUND

AVG Logistics Limited ('the Company') was incorporated on January 25, 2010 under the Companies Act, 1956. The main objects of the Company are transportation of goods, warehousing and other incidental activities there to. The Company is also involved in trading business. The registered office of the Company is situated in New Delhi. The Company's equity shares got listed on April 11, 2018 on NSE-SME platform. The Equity Shares of the Company were listed on National Stock Exchange ('NSE') and Bombay stock Exchange ('BSE') on May 12, 2023. The Ind AS financial statements for the year ended March 31, 2023 were approved by the Board of Directors on June 03, 2023.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 01, 2021. "The Company has adopted the Ind AS on voluntary basis for the period ended March 31, 2022, with Comparative financials and date of transition April 01, 2021." In accordance with Ind AS 101 First-time Adoption of Indian Accounting Standards, the Company has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP") to Indian Accounting Standards (Ind AS) read with Companies (Indian Accounting Standards) Rules, 2015 of shareholders' equity as at March 31, 2022 and April 01, 2021 and of the total comprehensive income for the year ended March 31, 2022. These financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 (the "Act").

2.1 Basis of preparation of Financial Statements and Statement of Compliance with Ind AS

The financial statements have been prepared in accordance with Indian Accounting Standard as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 (the 'Act').

2.2 Basis of measurement

The financial statements have been prepared on accrual basis and the historical cost basis as a going concern except for financial instruments that are measured at fair values or at amortised cost, wherever applicable, at the end of each reporting period, as explained in the accounting policies below.

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

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/ or disclosure purposes in this financial statement is determined on such basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

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

The financial statements are prepared in Indian Rupee (INR) and denominated in lakhs.

The principal accounting policies are set out below.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

2.3 Inventories

Inventories are valued at lower of cost and net realisable value. The cost is determined on first in first out basis and includes all charges incurred for bringing the inventories to their present condition and location. Net realisable value is the estimated selling price in the ordinary course of business, less estimated cost necessary to make sale.

2.4 Revenue recognition

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.

2.4.1 Rendering of services

Incomes from logistics services rendered are recognised on the completion of the services as per the terms of contract. Revenue is recognised at the fair value of consideration received or receivable, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

2.4.2 Warehouse Income

Warehouse rental income is recognised on a straight-line basis over the period of the lease agreements.

2.4.3 Other income

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

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

2.5 Leasing

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

* The contract involves the use of an identified asset - this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the lessor has a substantive substitution right, then the asset is not identified.

* The Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and

* The Company as a lessee has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:

- a) the Company as a lessee has the right to operate the asset; or
- b) the Company as a lessee designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts entered into, or modified, on or after April 01, 2021.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate. The ROU of assets has been created on the basis of lock in period of lease agreement more than 12 months.

It is re-measured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of 'other income'.

As a lessee

Operating leases

The Company has elected not to apply the requirements of Ind AS 116 to leases which are expiring within 12 months from the date of transition by class of asset and leases for which the underlying asset is of low value on a lease-by-lease basis. The Company has also used the practical expedient provided by the standard when applying Ind AS 116 to leases previously classified as operating leases under Ind AS 17 and therefore, has not reassessed whether a contract, is or contains a lease, at the date of initial application, relied on its assessment of whether leases are onerous, applying Ind AS 37 immediately before the date of initial application as an alternative to performing an impairment review, excluded initial direct costs from measuring the right of use asset at the date of initial application and used hindsight when determining the lease term if the contract contains options to extend or terminate the lease. Single discount rate to a portfolio of leases with similar characteristics.

On application of Ind AS 116, the nature of expenses has changed from lease rent in previous periods to depreciation cost for the right-to-use asset, and finance cost for interest accrued on lease liability.

In case of Sub - leases

- I. When the intermediate lessor enters into a sublease, the intermediate lessor (other than operating lease) :
 1. Derecognises the ROU asset relating to the head lease that it transfer to the sublessee and recognises the net investment in the sublease.
 2. Recognises any difference between the ROU asset and the net investment in the sublease in profit or loss.
 3. Retains the lease liability relating to the head lease in its balance sheet, which represent the lease payments owned to the head lessor.

During the term of the sublease, the intermediate lessor recognises both

 - Finance income on the sublease and
 - Interest Expenses on the head lease.
- II. When the intermediate lessor enters into a sublease, the intermediate lessor (operating lease):

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

- There would be same treatment as in case of finance lease.

2.6 Foreign currencies

Initial recognition

In preparing the financial statements of the Company, transactions in currencies other than the entity's functional currency of Indian Rupees (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

Conversion

- Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.
- Non-monetary items, if any are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Exchange differences

The Company accounts for exchange differences arising on translation/settlement of foreign currency monetary items as below:

- Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.
- Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss

2.7 Borrowing costs

Borrowing Cost that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are charged to revenue in the year of incurrence. 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.

2.8 Employee benefits

2.8.1 Retirement benefit costs and termination benefits

i. Defined Contribution Plan:

Company's contributions paid/payable during the year to the superannuation fund, ESIC, provident fund and labour welfare fund are recognised in the Statement of Profit and Loss.

ii. Defined Benefits Plan:

For defined retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income in the period in which they occur. Remeasurement recognised in Other Comprehensive Income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows.

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

2.8.2 Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

2.9 Taxation

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

2.10.1 Current tax

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

2.10.2 Deferred tax

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

Deferred tax liabilities are recognised for taxable temporary differences associated with

investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

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

2.10.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively.

2.11 Property, Plant and Equipment

All items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition is inclusive of purchase price, levies and any directly attributable cost of bringing the assets to its working condition for the intended use. Subsequent costs are included in the asset's carrying amount or recognised as separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the Company and cost of the

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the reporting period in which they are incurred.

Depreciation on tangible assets is charged by the Straight Line Method (SLM) in accordance with the useful lives specified in Part - C of Schedule II of the Companies Act, 2013 on a pro-rata basis except in the case of:

The carrying amount is calculated after reducing 5% of the value of property, plant and equipment as residual value. The Company has used following useful lives to provide depreciation of different class of its property, plant and equipment

Particulars	Useful life (in years)
Computer	3
Building – RCC frame structure	60
Building – other than RCC frame structure	30
Furniture and fixtures	10
Office equipment	5
Vehicle	8
Trucks (till September 30, 2020)	6
Trucks (w.e.f. October 01, 2020)	10

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment measured as per the Previous GAAP as at April 01, 2021 as its deemed cost on the date of transition.

2.12 Intangible assets

2.12.1 Intangible assets acquired separately

The useful lives of intangible assets are assessed as either finite or infinite. Intangible assets with

finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. 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.

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

2.12.2 Useful lives of intangible assets

The expenditure incurred is amortised over three financial years equally commencing from the year in which the expenditure is incurred.

Particulars	Useful life (in years)
Computer Software	
– ERP	3
– Other than ERP	3

2.13 Impairment of tangible and intangible assets

The management of the Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. A reversal of an impairment loss is recognised immediately in profit or loss.

2.14 Impairment of investments

The Company assesses impairment of investments in subsidiaries, associates and joint ventures which are recorded at cost. At the time when there are any indications that such investments have suffered a loss, if any, is recognised in the statement of Profit and Loss. The recoverable amount requires estimates of operating margin, discount rate, future growth rate, terminal values, etc. based on management's best estimate.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

2.15 Provisions, Contingent Liabilities and Contingent assets

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

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent liabilities are disclosed when there is a possible obligation arising 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 Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

2.16 Financial instruments

Financial assets and financial liabilities are recognised when a company becomes a party to the contractual provisions of the instruments

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.17 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a settlement date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the

financial assets.

2.17.1 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition)

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

For the impairment policy on financial assets measured at amortised cost

Investments in subsidiaries: All investments in subsidiaries are valued at cost.

All other financial assets are subsequently measured at fair value.

2.17.2 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

2.17.3 Financial assets at Fair value through Profit and Loss

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in Other Comprehensive Income for investments in equity instruments which are not held for trading.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other Income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

2.17.4 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead

of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

2.17.5 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in Other Comprehensive Income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in Other Comprehensive Income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in Other Comprehensive Income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2.17.6 Financial Liability:

Financial liabilities are classified and measured at amortised cost or FVTPL

a) Initial Recognition and Subsequent measurement:

- Financial liabilities through fair value through profit or loss (FVTPL): A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Statement of Profit and Loss.
- Financial liabilities at amortised cost: Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in Statement of Profit and Loss.

Interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and Loss

when the liabilities are derecognised as well as through the EIR amortisation process. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximates fair value due to the short maturity of these instruments.

b) Financial guarantee liability:

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument.

2.17.7 Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in Other Comprehensive Income.
- For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in Other Comprehensive Income.

2.18 Financial liabilities and equity instruments

2.18.1 Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

2.18.2 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.18.3 Financial liabilities

All financial liabilities are subsequently measured at amortised cost.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2.19 Segment Accounting:

The CEO monitors the operating results of the business segments separately for the purpose of making decisions about the allocation of resources and performance assessment. Segment performance is measured based on profit or loss and is measured consistently with profit or loss in Financial Statements.

Identification of Operating Segments

The operating segments have been identified based on its services and has two reportable segments, as follows:

- i. Supply Chain Management - Goods transportation service including warehouse management service.
- ii. Trading Business

Accounting of Operating Segments

Accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenues and expenses, which relate to the enterprise as a whole and are not allocable to segments on a reasonable basis and inter-segment revenue and expenses, have been included under "Unallocated Corporate Expenses/ Eliminations".

2.20 Earnings Per Share:

Basic and diluted earnings per share is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year, in accordance with Ind AS 33.

3 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in note 2, the management 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 the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Useful lives of Property, Plant and Equipment

As described in note 2.11 above, the Company reviews the estimated useful lives of Property, Plant and Equipment at the end of each annual reporting period.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(ii) Defined Benefit Plans

The cost of the defined benefit plans and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making assumptions that may differ from actual developments in the future. These include the determination of discount rate, future salary increases, mortality rates and attrition rate. 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.

(iii) Fair Value of financial assets and liabilities and investments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values etc. based on management's best estimate about future developments.

(iv) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

(v) Trade receivables

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated

future economic conditions. The Company has considered subsequent recoveries, past trends, credit risk profiles of the customers based on their industry, macroeconomic forecasts and internal and external information available to estimate the probability of default in future and has taken into account estimates of possible effect from the pandemic relating to COVID-19.

4 STANDARDS (INCLUDING AMENDMENTS) ISSUED BUT NOT YET EFFECTIVE

The Ministry of Corporate Affairs has vide notification dated March 31, 2023 notified Companies (Indian Accounting Standards) Amendment Rules, 2023 (the 'Rules') which amends certain accounting standards, and are effective April 01, 2023:

Ind AS 1 - Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements.

Ind AS 12 - Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty.

None of the amendments notified by MCA which are applicable from April 01, 2023 are expected to have any material impact on the financial statements of the Company.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

5 DISCLOSURE PURSUANT TO IND AS 101 "FIRST TIME ADOPTION OF INDIAN ACCOUNTING STANDARDS"

First time adoption of Ind AS

The Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015. The Company has adopted Ind AS with a transition date of April 01, 2021. Accordingly, financial statements for the year ended March 31, 2023 together with the comparative information for the year ended March 31, 2022 and opening Ind AS balance sheet as at April 01, 2021 have been prepared in accordance with accounting policies as set out in Note 2 - "Significant accounting policies".

The Company has prepared its opening Ind AS balance sheet as at April 01, 2021 by recognising assets and liabilities whose recognition is required by Ind AS, derecognising assets and liabilities which are not permitted by Ind AS, reclassifying assets and liabilities as required by Ind AS, and applying Ind AS measurement principles, subject to certain optional exemptions and mandatory exceptions. The resulting difference between the carrying values of the assets and liabilities as at the transition date under Ind AS and Previous GAAP have been adjusted directly against "Other Equity".

The effect of the transition to Ind AS on Company's financial position, financial performance and cash flows is set out below.

(a) Optional exemptions and mandatory exceptions

The Company has availed the following optional exemptions and mandatory exceptions on first time adoption of Ind AS as per Ind AS 101.

(i) Optional exemptions

Deemed cost for property, plant and equipment (PPE) and intangible assets (IA)

Previous GAAP carrying value to be considered as 'deemed cost' as on transition date for property, plant and equipment and intangible assets.

Leases

The Company has opted to determine, whether a contract or arrangement existing at the date of transition contains a lease /sub-lease on the basis of facts and circumstances of each cases existing at the date of transition rather than at the inception of the arrangement.

Investments in joint ventures

Designation of investment in equity instruments

The Company has opted to designate equity investments as at deemed cost in its opening Ind AS financial for its investment in the joint ventures based on the facts and circumstances existing at the date of transition to Ind AS rather than at initial recognition.

(ii) Mandatory exceptions

Classification and measurement of financial assets

The Company has assess and determined the classification and measurement of financial assets on the basis of the facts and circumstances existing at the date of transition.

The following reconciliations provides the effect of transition to Ind AS from Indian GAAP in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards: -

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

(a) Reconciliation of equity as at date of transition April 01, 2021: -

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
ASSETS				
Non-current assets				
Property, plant and equipment	h(ii), (i)	6,351.51	(31.68)	6,319.83
Right of use	h(ii), (i)	-	-	-
Capital work-in-progress		222.19	-	222.19
Investment property				
Goodwill				
Other intangible assets		1.58	-	1.58
Intangible asset under development				
Financial assets				
Investments		986.07	-	986.07
Loans		1,290.01	(1,290.01)	-
Other financial assets	h(ii), (i)	-	997.79	997.79
Deferred tax asset (net)	h(v), (i)	144.99	(144.99)	-
Other non-current assets	h(iv), (i)	415.56	(414.84)	0.72
Total non-current assets		9,411.90	(883.73)	8,528.18
Current assets				
Inventories		35.19	-	35.19
Financial assets				
- Investments				
- Trade receivables		8,365.16	1,052.56	9,417.72
- Cash and cash equivalents		337.10	-	337.10
- Bank balances other than cash and cash equivalents		238.62	-	238.62
- Loans		3,050.81	(2,553.08)	497.73
- Other financial assets	h(iii), (i)	-	696.14	696.14
Current tax assets (net)		-	1,037.28	1,037.28
Other current assets		1,556.70	1,248.38	2,805.08
Total current assets		13,583.58	1,481.28	15,064.86
Total assets		22,995.48	597.55	23,593.04
EQUITY AND LIABILITIES				
Equity				
Equity share capital		1,177.53	-	1,177.53
Other equity	h(i), (ii), (iii), (iv), (v)	6,670.22	191.08	6,861.30
Total equity		7,847.75	191.08	8,038.83

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings		3,861.97	-	3,861.97
Lease Liabilities	h(ii), (i)	-	1,181.19	1,181.19
Other financial liabilities	h(iii), (i)	393.31	(344.39)	48.93
Deferred tax liability (net)	h(v), (i)	-	0.21	0.21
Provisions		64.85	-	64.85
Total non-current liabilities		4,320.13	837.01	5,157.15
Current liabilities				
Financial liabilities				
Borrowings		6,792.20	-	6,792.20
Lease liabilities	h(ii), (i)	-	23.11	23.11
Trade payables				
i) total outstanding dues of micro enterprises and small enterprises		9.45	-	9.45
ii) total outstanding dues of creditors other than micro enterprise and small enterprise		1,706.10	-	1,706.10
Other financial liabilities		-	811.92	811.92
Other current liabilities	h(i)	2,295.24	(811.95)	1,483.29
Provisions		24.61	-	24.61
Total current liabilities		10,827.60	23.08	10,850.68
Total liabilities		15,147.73	860.09	16,007.83
Total equity and liabilities		22,995.48	1,051.17	24,046.66

* The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

(b) Reconciliation of equity as at March 31, 2022

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
ASSETS				
Non-current assets				
Property, plant and equipment	h(ii), (i)	8,178.10	(30.19)	8,147.91
Right of use	h(ii), (i)	-	-	-
Capital work-in-progress		4.67	-	4.67
Investment property		-	-	-
Goodwill		-	-	-
Other intangible assets		0.41	-	0.41
Intangible asset under development		-	-	-
Financial assets				
Investments		986.07	-	986.07
Loans		1,157.15	(1,157.15)	-
Other financial assets	h(ii), (i)	-	1,110.18	1,110.18
Deferred tax asset (net)	h(v), (i)	221.81	108.38	330.19
Other non-current assets	h(iv), (i)	673.75	(673.08)	0.63
Total non-current assets		11,221.96	(641.87)	10,580.06

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
Current assets				
Inventories		13.45	-	13.45
Financial assets				
Investments				
Trade receivables		9,133.51	1,616.78	10,750.29
Cash and cash equivalents		218.38	-	218.38
Bank balances other than cash and cash equivalents		299.17	-	299.17
Loans		2,991.39	(2,609.48)	381.91
Other financial assets	h(iii), (i)	-	688.37	688.37
Current tax assets (net)		-	1,157.15	1,157.15
Other current assets		2,010.81	598.66	2,609.47
Total current assets		14,666.71	1,451.48	16,118.19
Total assets		25,888.67	809.62	26,698.25
EQUITY AND LIABILITIES				
Equity				
Equity share capital		1,177.53	-	1,177.53
Other equity	h(i), (ii), (iii), (iv), (v)	7,270.38	(319.04)	6,951.34
Total equity		8,447.91	(319.04)	8,128.87
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings		6,776.67	-	6,776.67
Lease Liabilities	h(ii), (i)	-	15,322.85	15,322.85
Other financial liabilities	h(iii), (i)	538.32	(77.50)	47.73
Deferred tax liabilities (net)		-	-	-
Provisions		84.80	-	84.80
Total non-current liabilities		7,399.79	15,245.34	22,232.05
Current liabilities				
Financial liabilities				
Borrowings		4,768.08	-	4,768.08
Lease Liabilities	h(ii), (i)	-	1,858.27	1,858.27
Trade payables				
i) total outstanding dues of micro enterprises and small enterprises		0.82	-	0.82
ii) total outstanding dues of creditors other than micro enterprise and small enterprise		2,757.14	-	2,757.14
Other financial liabilities		-	946.79	946.79
Other current liabilities		2,478.74	(869.42)	1,609.32
Provisions		36.19	-	36.19

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
Current tax liabilities (net)				
Total current liabilities		10,040.97	1,935.64	11,976.61
Total liabilities		17,440.76	17,180.99	34,208.66
Total equity and liabilities		25,888.67	16,861.94	42,337.53

* The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

(c) Reconciliation of profit or loss for the year ended March 31, 2022

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
Income				
Revenue from operations	h(ii), (i)	43,207.67	(43.17)	43,164.50
Other income	h(iii), (i)	65.33	3.42	68.75
Total income		43,273.00	(39.75)	43,233.25
Expenses				
Purchase of Stock-in-trade				
Changes in inventories of finished goods, stock-in-trade and work-in-progress				
Operating expenses	h(ii), (i)	35,013.34	(1,021.52)	33,991.82
Employee benefit expenses	h(vi), (i)	1,606.60	(3.06)	1,603.54
Finance costs	h(ii), (iii), (i)	1,456.78	787.14	2,243.91
Depreciation and amortisation expense	h(ii), (i)	637.34	1,167.59	1,804.93
Other expenses	h(ii), (i)	3,712.49	(209.25)	3,503.24
Total expenses		42,426.54	720.90	43,147.45
Profit/(loss) before tax		846.46	(760.64)	85.80
Tax expense				
Current tax		120.82	-	120.82
Prior year tax/(credit)		202.28	-	202.28
Deferred tax	h(v)	(76.81)	(252.82)	(329.63)
Total income tax expense		246.29	(252.82)	(6.53)
Profit/(loss) for the year		600.16	(507.83)	92.33
Other comprehensive income				
<i>Items that will not be reclassified to profit or loss</i>				
Remeasurement of net defined benefit liability	h(vi), (i)	-	(3.06)	(3.06)
Income tax effect		-	0.77	0.77
Net other comprehensive income for the year not be reclassified to profit or loss, net of tax		-	(2.29)	(2.29)
Total other comprehensive loss for the year		600.16	(510.12)	90.04

* The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

(d) Reconciliation of total equity as at March 31, 2022 and April 01, 2021

	Notes to first-time adoption	As at March 31, 2022	As at April 01, 2021
Shareholder's equity as per Indian GAAP audited financial statements		7,270.38	6,670.22
Adjustment			
(i) Reversal of rent	h(ii)	141.65	
(ii) Creation of provision for advances			
(iii) Interest Income on security deposit			
(iv) Finance cost (interest on lease liabilities and Interest on measurement of security deposit)	h(ii)	(787.14)	
(v) Depreciation (Right-of-use assets)	h(ii)	(1,169.09)	
(vi) Deferred Income on security deposit amortisation	h(iii)	3.05	
(vii) Tax effect on IND AS adjustments	h(v)	252.82	(145.21)
(viii) Reversal of sublease Income	h(ii)	(138.02)	
(ix) Recognition of unearned finance income Ind AS 116	h(ii)	94.85	
(x) Differential right-of use asset and net investment	h(ii)		184.65
(xi) Reversal of provision for lease equalisation reserve- IGAAP	h(iv)	67.51	344.39
(xii) Reversal of provision for deferred lease income- IGAAP	h(ii)		(192.93)
(xiii) Interest income on measurement of security deposit	h(iii)	0.37	
(xiv) Reversal of transportation expenses	h(ii)	1,021.52	
(xv) Retained earning of April 1, 2021		190.90	
(xvi) Leasehold land depreciation	h(ii)	1.50	
(Xvi) other adjustment		1.04	0.18
Total adjustment		(319.04)	191.08
Shareholder's equity as per Ind AS		6,951.34	6,861.30

(e) Reconciliation of total comprehensive income for the year ended March 31, 2022

	Notes to first-time adoption	As at March 31, 2022
Profit as per Indian GAAP		600.16
Adjustment		
(i) Reversal of rent	h(ii)	141.65
(ii) Reversal of transportation expenses	h(ii)	1,021.52
(iii) Reversal of sublease income	h(ii)	(138.02)
(iv) Recognition of unearned finance income Ind AS 116	h(ii)	94.85
(v) Finance cost (interest on lease liabilities and Interest on measurement of security deposit)	h(ii)	(787.14)
(vi) Depreciation (Right-of-use assets)	h(ii)	(1,169.09)
(vii) Deferred Income on security deposit amortisation	h(iii)	3.05
(viii) Reversal of provision for lease equalisation reserve- IGAAP	h(iv)	67.51
(ix) Interest income on measurement of security deposit	h(iii)	0.37
(vii) Tax effect on IND AS adjustments	h(v)	252.82
(viii) Leasehold land depreciation	h(ii)	1.50
(ix) Other adjustment		0.85
Total		(510.12)
Profit/(loss) as per Ind AS		90.04

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

(f) Impact of Ind AS adoption on cash flow statements for the year ended March 31, 2022

	Indian GAAP*	Adjustments	Ind AS
Net cash flow from operating activities			
Net cash flow from investing activities	2,847.97	40.92	2,888.89
Net cash flow from financing activities	(2,370.95)	(48.27)	(2,419.22)
	(593.72)	5.33	(588.39)
Net increase / (decrease) in cash and cash equivalents	(116.70)	(2.02)	(118.72)
Cash and cash equivalents as at April 01, 2021	337.10	-	337.10
Cash and cash equivalents as at March 31, 2022	220.40	(2.02)	218.38

* The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

(g) Analysis of changes in cash and cash equivalent for the purpose of statement of cash flows under Ind AS:

	As at March 31, 2022	As at April 01, 2021
Cash and cash equivalents as per Indian GAAP	218.38	337.10
Adjustments:		
Reclassification of fixed deposit for less than 3 Months of maturity	-	-
Cash and cash equivalents as per Ind AS	218.38	337.10

(h) Notes:

- Under Ind AS financial assets and liabilities are measured at fair value at the inception and subsequently at amortised cost or at fair value based on their classification. Under I-GAAP the financial assets and liabilities were measured at cost net of allowance.

ii. IndAS 116
Right-of-use assets

Under previous GAAP, there is no such provision for creation of Right-of-use assets. As per the provision of Ind As 116, Company has to create Right-of-use assets. At date of transition, the Company have lease agreement where Company is lessee. Thus as per the requirement of Ind As 116, the Company has recognised Right-of-use assets and corresponding has recognised lease liability. Therefore Right-of-use assets amounting INR 421.33 as at April 01, 2021 (INR 15,639.24 as at March 31, 2022) has recognised. Right-of-use assets amounting INR 0.47 as at April 01, 2021 has recognised on account of Security Deposit given.

Right-of-use assets amounting INR 31.82 as at April 01, 2021 (INR 30.19 as at March 31, 2022) has recognised on account of reclassification of leasehold land from Property plant and equipment.

Under previous GAAP, there is no such provision for creation of net investment on sublease. As per the provision of Ind As 116, Company has to create Net investments on sublease in the nature of finance lease. Thus as per the requirement of Ind As 116, the Company has recognise Net investments on sublease as at April 01, 2021 amounting INR 967.62 by derecognition of Right-of-use assets amounting INR 782.97 and corresponding adjustment in retained earnings by INR 184.65. There is net decrease in Net investments on sublease by INR 27.21 due to recognition of unearned finance income and reversal of net investment on sublease on account of receipt of rent payments.

As per Ind AS 116, Deferred lease income w.r.t sublease in the nature of finance lease, recognised under previous GAAP has been derecognised by corresponding adjustment in retained earnings by INR 192.93 as at April 01, 2021 (INR 208.89 as at March 31, 2022)

Correspondingly, depreciation amounting to INR 1167.59 has been charged to profit and loss statement for the period ended on March 31, 2022)

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Lease liability

Under previous GAAP lease is recognised on straight lines basis. As per the provision of Ind AS corresponding to Right-of-use assets, lease liability of INR 1,204.30 as at April 01, 2021 (INR 17,181.13 as at March 31, 2022) has been recognised. Correspondingly, interest on lease liability of INR 785.28 has been booked and payment of leases rental amounting INR 1,163.17 has been paid for the year ended on March 31, 2022.

Difference on date on transition between Rights of use assets and lease liability has been transferred to retained earnings.

iii. Security deposit

Under Indian GAAP, interest-free security deposit (that are payable in cash on completion of the lease term) are recorded at their transaction value. Under Ind AS, all financial liabilities are required to be recognised at fair value. Accordingly the Company has fair valued these security deposits under Ind AS. Difference between the fair value and transaction value of the security deposit has been recognised as deferred income. Consequently, the amount of security deposit as on March 31, 2022 has been decreased by INR (April 01, 2021: INR 31.18) with a corresponding increase in deferred income. The income for the year ended March 31, 2022 and retained earnings as on April 01, 2021 has been increased by INR 3.05 and INR Nil, respectively due to unwinding of deferred income. Unwinding of deferred income in statement profit or loss is partially off-set by the notional interest expense of INR 1.86 during the year ended March 31, 2022 and in retained earnings by INR Nil as on April 01, 2021 with corresponding increase in security deposit.

Under Indian GAAP, as on March 31, 2022 the Company has classified 77.50 (April 01, 2021: INR Nil) as short term security deposit. Under Ind AS, as on March 31, 2022 short-term security deposits includes deposits which were measured at amortised cost due to long-term nature in the previous years. However, in current year the same has been classified as short-term as they will be settled within 12 months from the end of March 31, 2022.

iv. Lease equalisation reserve

Lease equalization reserve has been decreased with a corresponding adjustment in retained earnings as of April 01, 2021 by INR 344.39 (INR 411.90 as at March 31, 2022) pursuant to adoption of Ind AS. The income for the year ended March 31, 2022 has been increased by INR 67.51 due to reversal of lease equalisation reserve.

Deferred tax

- v. Under Previous GAAP, deferred taxes were accounted basis the income statement approach which required creation of deferred tax asset/liability on temporary differences between taxable income and accounting income. Under Ind AS, deferred taxes are accounted basis the balance sheet approach which requires creation of deferred tax asset/liability on temporary differences between the carrying amount of an asset/liability in the Balance Sheet and its corresponding tax base. Application of Ind AS has also resulted in recognition of deferred taxes on new temporary differences arising due to adjustments made on transition to Ind AS.

Defined benefit liabilities

- vi. Both under Indian GAAP and Ind AS, the Company recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to Statement of Profit and Loss. Under Ind AS, re-measurements comprising of actuarial gains and losses are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI. Thus the employee benefit cost for the year ended March 31, 2022 is reduced by INR 3.06 and re-measurement gains/ losses on defined benefit plans of the corresponding amount has been recognised in the OCI, net of taxes.
- vii. The previous year IGAAP figures have been reclassified/ regrouped to make them comparable with Ind AS presentation.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

6 PROPERTY, PLANT AND EQUIPMENT

Particulars	Gross block			Accumulated depreciation			Net block	
	As at April 01, 2022	Additions	Disposals	As at March 31, 2023	As at April 01, 2022	Depreciation Disposals	As at March 31, 2023	As at March 31, 2022
Freehold land	208.32	0.50	-	208.82	-	-	208.82	208.32
Vehicle	145.91	19.67	42.82	122.76	31.61	23.62	102.75	114.30
Trucks	5,116.13	1,099.07	710.08	5,505.12	336.52	616.89	5,194.14	4,779.61
Furniture and fixtures	56.48	7.20	-	63.68	8.07	7.61	48.01	48.41
Office equipment	90.43	25.06	-	115.50	23.82	24.32	67.36	66.61
Building - RCC frame structure	1,227.86	-	-	1,227.86	20.22	19.59	1,188.05	1,207.64
Building - other than RCC frame structure	1,735.03	-	-	1,735.03	36.13	55.33	1,643.57	1,698.90
Computers	34.76	5.87	-	40.63	10.64	10.79	19.20	24.12
Total	8,614.92	1,157.37	752.90	9,019.39	467.01	758.15	8,471.90	8,147.91

Particulars	Gross block			Accumulated depreciation			Net block	
	As at April 01, 2021	Additions	Disposals	As at March 31, 2022	As at April 01, 2021	Depreciation Disposals	As at March 31, 2022	As at March 31, 2021
Freehold land	192.06	16.26	-	208.32	-	-	208.32	192.06
Vehicle	137.03	8.88	-	145.91	-	31.61	114.30	137.03
Trucks	3,634.72	1,675.92	194.51	5,116.13	-	505.36	4,779.61	3,634.72
Furniture and fixtures	43.69	12.79	-	56.48	-	8.07	48.41	43.69
Office equipment	66.01	24.42	-	90.43	-	23.82	66.61	66.01
Building - RCC frame structure	1,173.97	53.89	-	1,227.86	-	20.22	1,207.64	1,173.97
Building - other than RCC frame structure	1,050.79	684.24	-	1,735.03	-	36.13	1,698.90	1,050.79
Computers	21.56	13.20	-	34.76	-	10.64	24.12	21.56
Total	6,319.83	2,489.60	194.51	8,614.92	-	635.85	8,147.91	6,319.83

Notes:

- The Company has availed the deemed cost exemption in relation to the property, plant and equipment on the date of transition (i.e. April 01, 2021) and hence the net block carrying amount has been considered as the gross block carrying amount on that date.
- Refer note 42 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

7 CAPITAL WORK-IN-PROGRESS

Particulars	Amount
As at April 01, 2021	222.19
Addition	4.67
Capitalised during the year	222.19
As at March 31, 2022	4.67
Addition	1,095.93
Capitalised during the year	890.84
As at March 31, 2023	209.76

Notes:

- 1) There are no projects where activity has been suspended.
- 2) There are no projects as at March 31, 2023, March 31, 2022 and April 01, 2021 which has exceeded its cost or completion is overdue.
- 3) Refer note 24 for details of information on property, plant and equipment, capital work-in-progress and intangible assets pledged as security by the Company.
- 4) Refer note 50 for detailed ageing schedule for capital work-in-progress.

8 RIGHT-OF-USE ASSETS

Particulars	Building	Leasehold land	Trains	Total
Gross block				
As at April 01, 2021	381.45	72.17	-	453.62
Additions during the year	-	-	16,354.72	16,354.72
As at March 31, 2022	381.45	72.17	16,354.72	16,808.33
As at March 31, 2023	381.45	72.17	16,354.72	16,808.33
Accumulated amortisation				
As at April 01, 2021	-	-	-	-
Amortisation charge for the year	40.04	1.54	1,127.51	1,169.09
As at March 31, 2022	40.04	1.54	1,127.51	1,169.09
Amortisation charge for the year	35.47	1.54	2,724.54	2,761.55
As at March 31, 2023	75.50	3.08	3,852.06	3,930.64
Net block				
As at April 01, 2021	381.45	72.17	-	453.62
As at March 31, 2022	341.41	70.63	15,227.20	15,639.24
As at March 31, 2023	305.95	69.09	12,502.66	12,877.70

Also refer note 48 for detailed disclosure on leases.

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

9 OTHER INTANGIBLE ASSETS

Particulars	Gross block			Accumulated amortisation			Net block	
	As at April 01, 2022	Additions	Disposals	As at March 31, 2023	As at April 01, 2022	Amortisation	As at March 31, 2023	As at March 31, 2022
Computer software	1.58	-	-	1.58	1.17	-	0.41	0.41
Goodwill (refer note 43)	-	327.80	-	327.80	-	60.32	267.48	-
Total	1.58	327.80	-	329.38	1.17	60.32	267.89	0.41

10 FINANCIAL ASSETS- INVESTMENTS

Particulars	Gross block			Accumulated depreciation			Net block	
	As at April 01, 2021	Additions	Disposals	As at March 31, 2022	As at April 01, 2021	Depreciation	As at March 31, 2022	As at March 31, 2021
Computer software	1.58	-	-	1.58	-	1.17	0.41	1.58
Total	1.58	-	-	1.58	-	1.17	0.41	1.58

	As at			As at	
	March 31, 2023	March 31, 2022		April 01, 2021	As at
Unquoted investment					
Equity instrument (refer footnote 1)					
9,845,697 equity shares of INR 10 each fully paid-up in NDRAVG Business Park Private Limited	984.57	984.57			984.57
Investment in capital of limited liability partnership (refer footnote 2)					
NDR AVG Logistics LLP	1.50	1.50			1.50
Aggregate amount of unquoted non-current investment	986.07	986.07			986.07

Note:

1. The Company holds 35% (Previous year: 35%) of total shares capital of NDRAVG Business Park Private Limited, an associate Company.
2. Investment in limited liability partnership firm

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

	Share in profits (%)	Share in profits (%)	Share in profits (%)
Partners			
N D R Warehousing Private Limited	60%	60%	60%
AVG Logistics Limited	30%	30%	30%
N.Amrutesh Reddy	6%	6%	6%
Sanjay Gupta	4%	4%	4%
Total capital of firm	100%	100%	100%

3) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at cost.

11 OTHER FINANCIAL ASSETS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
In deposit accounts with maturity for more than 12 months (lien marked against bank guarantee and letter of credit)	192.42	161.09	21.49
Security deposits	8.68	8.68	8.68
Net investment in sublease of right-of-use asset	896.89	940.41	967.62
	1,097.99	1,110.18	997.79

Note:

1) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.

12 DEFERRED TAX ASSETS, NET

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Deferred tax assets			
Provision for retirement benefits	34.84	30.45	7.66
Provision for lorry advance	33.25	36.53	9.19
Provision for employee advance	21.83	8.14	2.05
Provision for doubtful debts	408.93	359.24	334.09
Provision for bonus	18.50	13.33	3.36
Share issue expenses	-	49.55	12.47
Provision for other advances	7.64	35.11	8.84
Provision for non payment of goods and services tax	219.22	177.60	-
Lease liability Ind AS 116	3,846.38	4,314.07	292.94
Security deposit taken measured at fair value	6.41	7.39	7.85
Total (A)	4,597.00	5,031.41	678.45
Deferred tax liability			
On account of difference in depreciation as per the Income-tax Act, 1961 and depreciation and amortisation as per financial statements	(702.48)	(539.15)	(331.28)
Right-of-use assets Ind AS 116	(3,221.91)	(3,918.31)	(96.00)
Net investment in sublease of right-of-use asset	(225.73)	(236.68)	(243.53)
Deferred Income on security deposit taken	(5.88)	(7.08)	(7.85)
Total (B)	(4,156.00)	(4,701.22)	(678.66)
Net deferred tax assets/ (liabilities) (A - B)	441.00	330.19	(0.21)

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

13 OTHER NON-CURRENT ASSETS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Capital advance	95.51	-	0.72
Deferred lease income	0.36	0.67	-
	95.87	0.67	0.72

14 INVENTORIES

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Consumables and spare parts	49.97	13.45	35.19
	49.97	13.45	35.19

15 TRADE RECEIVABLES

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Trade receivable considered good - unsecured	10,674.00	9,133.51	8,365.16
Receivable from contract with customer - unbilled	1,639.23	1,616.78	1,052.56
Trade receivable - credit impaired - unsecured	1,624.80	1,427.38	1,327.43
Less: Allowance for credit impairment	(1,624.80)	(1,427.38)	(1,327.43)
	12,313.23	10,750.29	9,417.72

Note:

- 1) Refer note 24 for details of information on financial assets- trade receivables pledged as security by the Company.
- 2) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.
- 3) Refer note 51 for detailed ageing schedule for trade receivables.

16 CASH AND CASH EQUIVALENTS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Cash on hand	79.25	167.55	204.97
Balances with banks			
(i) In current accounts	10.05	50.83	132.13
	89.30	218.38	337.10

Note:

- 1) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.

17 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
In fixed deposit with original maturity for more than 3 months but remaining maturity of less than 12 months from balance sheet date	149.69	299.17	238.62
	149.69	299.17	238.62

Note:

- 1) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

18 LOANS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Other receivables	187.73	426.73	497.73
Less: provision for other receivables	(30.37)	(44.82)	-
	157.36	381.91	497.73

Note:

- 1) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.

19 OTHER FINANCIAL ASSETS

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Unsecured, considered good			
Current			
Interest accrued on unsecured loan to other parties	-	231.34	207.93
Less: provision for allowances	-	(94.66)	-
Other receivables	23.80	38.54	20.98
Security deposits	486.36	513.15	467.23
	510.16	688.37	696.14

Note:

- 1) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.

20 CURRENT TAX ASSETS (NET)

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Taxes paid including advance tax and tax deducted at source (net of provision for tax)	264.86	1,157.15	1,037.28
	264.86	1,157.15	1,037.28

21 OTHER CURRENT ASSETS

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Unsecured, considered good			
Current			
Prepaid expenses	91.88	123.56	59.50
Balances with government authorities	195.53	188.92	222.15
Advance to suppliers	1,335.27	1,273.63	1,039.15
Advance to employees (refer note (a) below)	143.38	147.71	120.29
Lorry trip advance	1,158.62	1,040.12	1,509.11
Less: Provision for doubtful advances	(218.86)	(164.47)	(145.12)
Total	2,705.82	2,609.47	2,805.08

Note:

- 1) Refer note 24 for details of information on other assets (current) pledged as security by the Company.
- 2) Refer note 53 for amount receivable from related parties.

39.71

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Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

22 EQUITY SHARE CAPITAL

The Company has only one class of shares having a par value of INR 10 per share, referred to herein as equity share.

Particulars	As at March 31, 2023		As at March 31, 2022		As at April 01, 2021	
	Number of shares	Amount	Number of shares	Amount	Number of shares	Amount
Authorised						
Equity shares of INR 10 each	1,20,00,000	1,200.00	1,20,00,000	1,200.00	1,20,00,000	1,200.00
(previous year equity shares of INR 10 each)						
Issued, subscribed and fully paid up						
Equity shares of INR 10 each	1,17,75,271	1,177.53	1,17,75,271	1,177.53	1,17,75,271	1,177.53
(previous year equity shares of INR 10 each)						
	1,17,75,271	1,177.53	1,17,75,271	1,177.53	1,17,75,271	1,177.53

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Particulars	As at March 31, 2023		As at March 31, 2022		As at April 01, 2021	
	Number of shares	Amount	Number of shares	Amount	Number of shares	Amount
Outstanding at the beginning of the year	1,17,75,271	1,177.53	1,17,75,271	1,177.53	1,02,98,000	1,029.80
Add: Issued during the year	-	-	-	-	14,77,271	147.73
Outstanding at the end of the year	1,17,75,271	1,177.53	1,17,75,271	1,177.53	1,17,75,271	1,177.53

(b) Details of shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2023		As at March 31, 2022		As at April 01, 2021	
	Number of shares	% of holding in the class	Number of shares	% of holding in the class	Number of shares	% of holding in the class
Mr Sanjay Gupta	17,16,700.00	14.58%	17,16,700.00	14.58%	17,16,700.00	14.58%
Mrs Asha Gupta	54,82,500.00	46.56%	54,82,500.00	46.56%	54,82,500.00	46.56%
Sixth Sense India Opportunities II	28,26,327.00	24.00%	28,26,327.00	24.00%	28,26,327.00	24.00%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(c) Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of INR 10 per share. Each shareholder is entitled to one vote per share held. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing Annual General Meeting, except in the case where interim dividend is distributed. However, the Company has not distributed any dividend during the current year and previous year. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

- (d) No class of shares have been allotted as fully paid up pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus shares or bought back by the Company during the period.
- (e) The Company issued 1,477,271 equity shares of INR 10 each at a premium of INR 34 each, total amounting INR 650 Lakhs under preferential allotment dated August 29, 2020. The amount has been raised and utilised for working capital purposes.
- (f) The details of shares held by promoters as at March 31, 2023, March 31, 2022 and April 1, 2021 are as follows:

Particulars	As at March 31, 2023		As at March 31, 2022		As at April 01, 2021		Change	
	Number of shares held	% holding	Number of shares held	% holding	Number of shares held	% holding	Number of shares held	% holding
Mr Sanjay Gupta	17,16,700.00	14.58%	17,16,700.00	14.58%	17,16,700.00	14.58%	-	-
Mrs Asha Gupta	54,82,500.00	46.56%	54,82,500.00	46.56%	54,82,500.00	46.56%	-	-
Sixth Sense India Opportunities II	28,26,327.00	24.00%	28,26,327.00	24.00%	28,26,327.00	24.00%	-	-
	1,00,25,527.00	85.14%	1,00,25,527.00	85.14%	1,00,25,527.00	85.14%	-	-

23 OTHER EQUITY

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Retained earnings	1,069.90	283.23	190.90
General reserve	3,508.61	3,508.61	3,508.61
Security premium	3,161.79	3,161.79	3,161.79
Other comprehensive income	(3.30)	(2.29)	-
	7,737.00	6,951.34	6,861.30
(i) Movement as per below: -			
(a) Retained earnings*			
Opening balance	283.23	190.90	-
Ind AS adjustment: -			
Deferred tax asset adjustment	-	-	(145.21)
Differential right-of-use asset and net investment	-	-	184.65
Reversal of provision for lease equalisation reserve- IGAAP	-	-	344.39
Reversal of provision for deferred lease income- IGAAP	-	-	(192.93)
Profit for the year	786.67	92.33	-
Closing balance	1,069.90	283.23	190.90
(b) General reserve*			
Balance at the beginning and at the end of year	3,508.61	3,508.61	3,508.61
(c) Security premium^			
Balance at the beginning and at the end of year	3,161.79	3,161.79	3,161.79
(d) Other comprehensive income*			
Opening balance	(2.29)	-	-
Re-measurement loss on defined benefit liability (net of tax)	(1.01)	(2.29)	-
Closing balance	(3.30)	(2.29)	-

* Represent free reserves accumulated out of profits earned over years.

^ Represent accumulated amounts of premium collected on issue of equity shares to be utilised in accordance with the Act.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

24 NON-CURRENT BORROWINGS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Secured loan			
Term loans from bank including vehicle loan	5,051.87	7,308.56	3,708.34
Less : disclosed as "short term borrowings" (refer note 25)	(1,050.31)	(999.00)	(953.97)
Term loans from Non banking financial institutions	872.90	1,122.30	2,034.10
Less : disclosed as "short term borrowings" (refer note 25)	(460.75)	(655.19)	(926.50)
	4,413.71	6,776.67	3,861.97

Notes:

- The quarterly statements, in respect of the working capital limits have been filed by the Company with such banks and such statements are in agreement with the books of account of the Company for March 2023 quarter and agreement with the books of accounts for other quarters, which were not subject to audit.
- Terms of loans:**

Nature of lender	Terms of repayment and rate of interest (ROI) % (per annum)	Details of securities against borrowings	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
(i) Loans from banks					
Punjab National Bank	Repayable in 28 quarterly installments starting from April 1, 2020 with ROI 10.55%.	Land and buildings, machinery, electronic items, office furniture, fittings and furnishing with office equipments like computers, printers and vehicles etc. to be purchased from term loan and from own sources.	827.18	969.82	1,054.46
Punjab National Bank	Repayable in 18 installments with ROI 8.25%.	The primary security is book debts and stock.	-	57.73	273.61
Punjab National Bank	Foreign currency loan repayable in 3 installments starting from January 2021 with ROI LIBOR +3.10% +Forward premium.	First parri passu charge on book debts arising out of genuine trade transactions including advances to suppliers and other current assets with other consortium member bank.	-	2,500.00	-
Punjab National Bank	Working capital term loan under emergency credit line guarantee scheme (ECLGS 2.0) with interest rate 8.35% and repayable in 60 monthly installments.	Charge over present and future current assets of the Company. Additional WCL shall rank as second charge in terms of cash flows and security. Facility under this scheme is secured through guarantee coverage from NCGTC.	515.62	703.12	750.00
Indian Bank	Repayable in 48 EMI's after an initial holiday period of 24 months. Holiday period interest to be served as and when debited viz. Monthly. MCLR- 1Year + 1%:8.35% pa presently.	Hypothecation of receivables including advance to suppliers & other current assets; Industrial Plot, Agartala, West Tripura; Industrial Plot Mysore, Karnataka; and Residual value on these two warehouses with second Paripassu with PNB.	940.55	939.99	-

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Nature of lender	Terms of repayment and rate of interest (ROI) % (per annum)	Details of securities against borrowings	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Indian Bank	Repayable in 72 monthly installments starting from April 1, 2020 with ROI 9.95%.	1. Hypothecation of commercial vehicle (truck). 2. Hypothecation of fixed assets of the Company which are not exclusively charged to any other banks.	732.56	902.78	209.68
ICICI Bank Limited	Repayable in monthly installments ranging from 34 to 52 months with ROI ranging from 9.4% to 11%.	Hypothecation of vehicle (truck)	210.18	319.30	532.06
Punjab National Bank	Repayable in monthly installments ranging from 60 to 84 months with ROI ranging from 7.40% and 10%.	Hypothecation of vehicle (car)	5.69	14.36	18.62
Union Bank of India	Repayable in 48 monthly installments with ROI 10.7%.	Hypothecation of vehicle (car)	-	-	0.86
Yes Bank Limited	Repayable in monthly installments ranging from 48 to 60 months with ROI ranging from 9.14% and 10.25%.	Hypothecation of vehicle (car)	6.50	13.50	19.60
HDFC Bank	Repayable in 36 monthly installments with ROI 11.25%	Hypothecation of vehicle (car)	-	0.36	1.72
Indian Bank	Repayable in 72 monthly installments with ROI 7.90%.	Hypothecation of vehicle (car)	23.39	8.79	10.14
Indian Bank	Repayable in 72 monthly installments with ROI 9.95%	Hypothecation of vehicle (truck)	1,330.45	-	-
Indian Bank	Repayable in 72 monthly installments with ROI 9.80%.	Hypothecation of vehicle (truck)	205.23	-	-
Kotak Mahindra Bank Limited	Repayable in monthly installments ranging from 35 to 50 months with ROI ranging from 10% to 12.63%.	Hypothecation of vehicle (truck)	106.27	50.45	149.64
IndusInd Bank Limited	Repayable in monthly installments ranging from 46 to 47 months with ROI ranging from 9.95% to 10.50%.	Hypothecation of vehicle (truck)	251.05	429.43	646.71
Equitas Small Finance Bank	Repayable in 50 monthly installments with ROI 11%.	Hypothecation of vehicle (truck)	3.47	24.64	47.67

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

Nature of lender	Terms of repayment and rate of interest (ROI) % (per annum)	Details of securities against borrowings	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
(ii) Loans from NBFC					
HDB financial Services Limited	Repayable in monthly installments ranging from 35 to 53 months with ROI ranging from 10.40% to 11%.	Hypothecation of vehicle (truck)	-	27.61	60.62
Hinduja Leyland Finance Limited	Repayable in monthly installments ranging from 40 to 53 months with ROI ranging from 10.01% to 14.3%.	Hypothecation of vehicle (truck)	30.25	187.85	398.60
India Infoline Finance Limited	Repayable in monthly installments ranging from 23 to 40 months with ROI ranging from 12% to 13%.	Hypothecation of vehicle (truck)	128.78	158.35	27.01
Mahindra and Mahindra Finance	Repayable in 52 monthly installments with ROI 11.51%.	Hypothecation of vehicle (truck)	36.36	87.57	137.97
Sundaram Finance Limited	Repayable in 50 to 60 monthly installments with ROI ranging from 9.96% and 11.96%.	Hypothecation of vehicle (truck)	298.65	358.31	552.95
Tata Motors Finance Limited	Repayable in monthly installments ranging from 34 to 52 months with ROI ranging from 8.88% and 10.54%.	Hypothecation of vehicle (truck)	272.59	363.35	277.30
Volkswagen Finance Private Limited	Repayable in monthly installments ranging from 36 to 48 months with ROI 10% and 10.5%.	Hypothecation of vehicle (truck)	-	313.53	573.21

- 3) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial liability measured at amortised cost.

25 SHORT TERM BORROWINGS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Secured loan			
Term loans from bank including vehicle loan	1,050.31	999.00	953.97
Term loans from non banking financial institutions	460.75	655.19	926.50
Secured loan			
- From banks	4,988.23	2,789.14	4,587.03
Unsecured loan			
- From associate Company (refer note 53)	324.75	324.75	324.70
	6,824.04	4,768.08	6,792.20

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

26 OTHER FINANCIAL LIABILITIES (NON-CURRENT)

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Security deposits	20.50	19.60	17.74
Deferred income	23.37	28.13	31.18
	43.87	47.73	48.93

Note:

Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial liability measured at amortised cost.

27 PROVISIONS (NON-CURRENT)

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Provision for gratuity (refer note 47)	90.27	84.80	64.85
	90.27	84.80	64.85

28 TRADE PAYABLES

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
(i) dues of micro enterprises and small enterprises	29.74	0.82	9.45
(ii) dues of creditors other than micro enterprises and small enterprises	2,238.87	2,757.14	1,706.10
	2,268.60	2,757.95	1,715.55

Notes:

- Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial liability measured at amortised cost.
- Refer note 52 for detailed ageing schedule.
- Details of amount due to Micro and Small enterprise as defined under the Micro, Small and Medium Enterprises Development Act, 2006 based on the information available with the Company:

(a) Amount remaining unpaid to any supplier at the end of each accounting year:

- the principal amount	29.74	0.82	9.45
- the interest due thereon	-	-	-
(b) the amounts paid by the buyer during the year			
- interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-	-
- Principle repaid to suppliers 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 Micro, Small and Medium Enterprises Development 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 above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under the Micro, Small and Medium Enterprises Development Act, 2006	-	-	-

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

29 OTHER FINANCIAL LIABILITIES (CURRENT)

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Payable in respect of purchase of property, plant and equipment	113.88	142.20	164.25
Security deposits	326.92	246.65	184.65
Interest accrued and due on borrowings	36.47	36.15	66.74
Interest accrued but not due on borrowings	6.18	18.63	15.60
Other payables (refer note (a) below)	399.14	270.03	202.80
Employee related payables (refer note (b) below)	316.42	233.13	177.88
	1,199.00	946.79	811.92

Notes:

- a) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial liability measured at amortised cost.
- b) Refer note 53 for amount payable to related parties
- c) Refer note 53 for salary payable to related parties

257.24	209.45	186.45
40.38	13.48	17.20

30 OTHER CURRENT LIABILITIES

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Statutory dues payable	1,237.30	1,206.06	1,190.22
Advance from customers	265.73	69.09	108.54
Interest payable on statutory dues	60.76	334.16	184.54
	1,563.79	1,609.32	1,483.29

31 PROVISIONS (CURRENT)

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Provision for leave encashment (refer note 47)	14.45	11.99	6.08
Provision for gratuity (refer note 47)	33.83	24.20	18.53
	48.28	36.19	24.61

32 REVENUE FROM OPERATIONS

	For the year ended March 31, 2023	For the year ended March 31, 2022
Sale of services		
Freight income	40,176.74	41,001.99
Warehousing income	2,352.85	1,980.39
Other operating revenue		
Unearned finance income on net investment	90.96	94.85
Sub-lease income	90.26	87.27
	42,710.82	43,164.50

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

33 OTHER INCOME

	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest income on deposits	40.38	36.77
Profit on sale of property, plant and equipment	9.74	11.42
Profit on sale of traded goods - high sea sales	2.18	0.64
Deferred income on security deposit received	4.76	3.05
Interest income on security deposit paid	-	0.37
Miscellaneous income	221.62	16.51
	278.69	68.75

34 OPERATING EXPENSE

	For the year ended March 31, 2023	For the year ended March 31, 2022
Transportation expenses	29,406.42	33,991.82
	29,406.42	33,991.82

35 EMPLOYEE BENEFITS EXPENSE

	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries, wages and bonus	1,282.19	1,253.44
Contribution to provident and other funds (refer note 47)	92.97	86.44
Gratuity expenses (refer note 47)	24.44	15.36
Directors remuneration	138.00	134.50
Staff welfare expenses	120.66	113.80
	1,658.26	1,603.54

36 FINANCE COST

	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest on cash credit facility	475.45	454.79
Interest on vehicle loans	676.62	624.77
Interest on lease liabilities	1,609.26	785.28
Interest on late deposit of taxes direct	105.22	172.66
Interest on security deposit taken	3.90	1.86
Other borrowing costs	205.54	204.55
	3,075.98	2,243.91

37 DEPRECIATION AND AMORTISATION EXPENSE

	For the year ended March 31, 2023	For the year ended March 31, 2022
Depreciation on property, plant and equipment (refer note 6)	818.45	635.84
Depreciation on right-of-use assets (refer note 8)	2,761.55	1,169.09
	3,580.00	1,804.93

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

38 OTHER EXPENSES

	For the year ended March 31, 2023	For the year ended March 31, 2022
Warehouse expense	419.83	-
Business promotion	55.45	92.34
Bank charges	63.54	51.56
Repair and maintenance expenses- property, plant and equipment	358.69	325.22
Repair and maintenance	36.79	40.63
Conveyance and travelling expenses	155.37	163.93
Fuel and electricity expense	296.74	84.75
Office expense	174.22	250.41
Postage and courier expenses	26.03	38.83
Printing and stationery expenses	32.83	31.02
Rent	1,578.24	1,791.64
Director sitting fees	8.25	9.75
Telephone and communication	19.28	18.37
Rates and taxes	10.57	27.43
Legal and professional charges (refer footnote i)	231.20	137.16
Commission expenses	38.59	15.93
Festival expenses	19.26	21.54
Donation	17.72	8.44
Allowance for credit impairment	279.66	99.94
Provision for loans and advances	-	139.48
Bad debts written off	-	51.00
Provision for employee advances	54.39	18.82
Corporate social responsibility activities (refer note 44)	9.13	12.00
Advances written off	202.01	0.46
Miscellaneous expenses	63.06	72.61
	4,150.86	3,503.25

Footnote i: Details of payments to auditors (exclude goods and services tax):

	For the year ended March 31, 2023	For the year ended March 31, 2022
As auditors:		
Statutory audit fees	26.00	22.50
Other audit fees	11.00	6.00
In other capacity:		
Certification fees	1.56	1.30
Reimbursement of expenses	1.98	0.49
	40.54	30.29

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

39 INCOME TAX

A) The major components of income tax expense for the year ended March 31, 2023 and March 31, 2022 are: -

	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit and loss section		
Current tax	441.80	120.82
Prior period tax	-	202.28
Deferred tax credit	(110.48)	(329.63)
	331.32	(6.52)
OCI section		
Deferred tax related to items recognised in OCI during the year:		
Remeasurements loss on post-employment benefit obligations	0.34	0.77
	0.34	0.77

Neither deferred tax nor current tax relating to any component has been charged or credited directly to equity.

B) The reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2023 and March 31, 2022

	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit before tax	1,116.64	82.73
Corporate tax rate as per Income tax Act, 1961	25.17%	25.17%
Tax on accounting profit	281.04	20.82
Difference in tax as per books and tax as per table above	49.95	(28.12)
Reason for differences:		
Non deductible tax expenses		
- Donation	4.46	2.12
- CSR	2.30	3.02
- Interest on income tax paid	12.18	1.93
- Tax adjustment of earlier years	-	202.28
- Provision for employee advances	13.69	-
Ind AS conversion impact	-	(237.47)
Other adjustments	17.32	-
Total effect of tax adjustments	49.95	(28.12)
Income tax expense reported in the statement of profit and loss	330.98	(7.29)

C) Reconciliation of deferred tax (liabilities)/assets:

	As at April 01, 2022	Recognised in statement of profit and loss	As at March 31, 2023
Tax effect of items constituting deferred tax assets			
Provision for retirement benefits	30.45	(4.39)	34.84
Provision for lorry advance	36.53	3.28	33.25
Provision for employee advance	8.14	(13.69)	21.83
Provision for doubtful debts	359.24	(49.69)	408.93
Provision for bonus	13.33	(5.17)	18.50
Deferred lease liability (LER IGAAP)	-	-	-

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

	As at April 01, 2022	Recognised in statement of profit and loss	As at March 31, 2023
Share issue expenses	49.55	49.55	-
Provision for other advances	35.11	27.46	7.64
Provision for non payment of goods and services tax	177.60	(41.62)	219.22
Lease liability Ind AS 116	4,314.07	467.69	3,846.38
Security deposit taken measured at fair value	7.39	0.98	6.41
Tax effect of items constituting deferred tax liabilities			
On account of difference in depreciation as per the Income-tax Act, 1961 and depreciation and amortisation as per financial statements	(539.15)	163.33	(702.48)
Right-of-use assets	(3,918.31)	(696.40)	(3,221.91)
Net investment in sublease of right-of-use asset	(236.68)	(10.95)	(225.73)
Deferred income on security deposit taken	(7.08)	(1.20)	(5.88)
Net deferred tax assets/(liabilities)	330.19	(110.81)	441.00

	As at April 01, 2021	Recognised in statement of profit and loss	As at March 31, 2022
Tax effect of items constituting deferred tax assets			
Provision for retirement benefits	7.66	(22.79)	30.45
Provision for lorry advance	9.19	(27.34)	36.53
Provision for employee advance	2.05	(6.09)	8.14
Provision for doubtful debts	334.09	(25.15)	359.24
Provision for bonus	3.36	(9.97)	13.33
Deferred lease liability (LER IGAAP)	0	-	-
Share issue expenses	12.47	(37.08)	49.55
Provision for other advances	8.84	(26.27)	35.11
Provision for non payment of goods and services tax	0	(177.60)	177.60
Lease liability Ind AS 116	292.94	(4,021.13)	4,314.07
Security deposit taken measured at fair value	7.85	0.46	7.39
Tax effect of items constituting deferred tax liabilities			
On account of difference in depreciation as per the Income-tax Act, 1961 and depreciation and amortisation as per financial statements	(331.28)	207.87	(539.15)
Right-of-use assets	(96.00)	3,822.31	(3,918.31)
Net investment in sublease of right-of-use asset	(243.53)	(6.85)	(236.68)
Deferred income on security deposit taken	(7.85)	(0.77)	(7.08)
Net deferred tax assets/(liabilities)	(0.21)	(330.40)	330.19

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

40 EARNINGS PER SHARE

Basic earnings per share amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. The Company does not have any outstanding potential equity shares.

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

	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit after tax attributable to equity shareholders (amount in INR Lakhs)	786.67	92.33
Basic and diluted average equity shares (in numbers)	1,17,75,271.00	1,17,75,271.00
Nominal value of equity shares (in INR absolute numbers)	10.00	10.00
Basic and diluted earning per share (in INR absolute numbers)	6.68	0.78

41 CONTINGENT LIABILITIES

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Bank guarantee	991.00	978.33	578.44
	991.00	978.33	578.44

42 CAPITAL AND OTHER COMMITMENTS

Capital commitments *	159.01	0.92	18.53
Other material commitments			

*Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances).

43 DISCLOSURE PURSUANT TO INDIAN ACCOUNTING STANDARD (IND AS) 108 "OPERATING SEGMENTS"

a. Basis of identifying operating segments:

Operating segments are identified as those components of the Company (a) that engage in business activities to earn revenues and incur expenses (including transactions with any of the Company's other components; (b) whose operating results are regularly reviewed by the Chief Operating Decision Maker (CODM) to make decisions about resource allocation and performance assessment; and (c) for which discrete financial information is available.

Primary segment

The Company has acquired the logistics business segment of PCG Logistics Private Limited, on April 30, 2022 for a consideration of INR 327.80 Lakhs which has been recognised in the books as intangibles assets. This acquisition has resulted in the expansion of the Company's operations and the acquisition of new retail customers. The Company is primarily engaged in the business of logistics which constitutes a single business segment and accordingly disclosure requirements of Ind AS 108 'Operating Segments' are not required to be given. As defined in Ind AS 108, the Chief Operating Decision Maker (CODM), i.e. the Board of Directors, evaluates the performance of the Company and allocates resources based on the analysis of the various performance indicators or the Company as a single unit.

	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Segment Revenue		
Logistics business	42,989.51	43,233.25
Total revenue from operations*	42,989.51	43,233.25

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

	For the year ended March 31, 2023	For the year ended March 31, 2022
B. Segment results		
Expenses		
Logistics business	41,871.52	43,147.46
Total expenses**	41,871.52	43,147.46
Profit before tax	1,118.00	85.80
Tax expenses	331.32	(6.53)
Profit after tax	786.67	92.33

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
A. Segment assets			
Logistics business	40,688.57	42,337.53	24,046.66
Total	40,688.57	42,337.53	24,046.66
B. Segment Liabilities			
Logistics business	31,774.04	34,208.66	16,007.83
Total	31,774.04	34,208.66	16,007.83

Notes

* Total revenue from operations includes other income for segment purposes.

** Total expenses includes all operating and non operating expenses including depreciation.

Two customers accounts for more than 10% of the revenue during the year ended March 31, 2023 (March 31, 2022: Two customers).

44 CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the Company as per the Act. The funds are utilised through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Gross amount required to be spent	8.64	11.90
B. Amount spent during the year	9.13	11.90
C. Details of amount spent during the financial year		
(i) Construction/acquisition of assets	-	-
(ii) Other revenue expenses	9.13	12.42
D. Amount remaining unspent during the financial year	-	-
E. Provision for corporate social responsibility expense	-	-
F. Carry forward of any excess amount spent during the year	-	-
G. The Company does not have any ongoing projects as at March 31, 2023		

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

The nature of CSR activities undertaken by the Company is below mentioned:

Area	Activities	For the year ended March 31, 2023	For the year ended March 31, 2022
Animal Welfare	Contribution towards gaushala	4.53	2.01
Education	Bag distribution to girls	0.58	1.00
Medical	Sikh aid - ALL INDIA PINGALWARA SOCIETY	4.02	9.41
		9.13	12.42

45 FINANCIAL INSTRUMENTS

I. Capital Management Policy: -

- a) The Company's capital management objectives are: -
 - to ensure the Company's ability to continue as a going concern.
 - to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.
- b) For the purpose of Company's capital management, capital includes issued share capital, equity and all other equity reserves. The Company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.
- c) The following table shows the components of capital:

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Equity	8,914.53	8,128.87	8,038.83
	8,914.53	8,128.87	8,038.83

Note

1. The above capital management disclosures are based on the information provided internally to key management personnel.

II. A. Fair Values hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Fair value of financial assets and liabilities measured at amortised cost.

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

B. Financial instruments by category

	As at March 31, 2023	
	At Cost	Amortised cost
Financial assets		
Investment	986.07	-
Loans	-	-
Trade receivables	-	12,313.23
Cash and Cash Equivalents	-	89.30
Bank balances other than cash and cash equivalent	-	149.69
Loans	-	157.36
Other financial assets	-	1,608.15
Total	986.07	14,317.73
Financial liabilities		
Borrowings	-	11,237.75
Lease liabilities	-	13,158.95
Trade payables	-	2,268.60
Other financial liabilities	-	1,242.87
Total	-	27,908.18

	As at March 31, 2022	
	At Cost	Amortised cost
Financial assets		
Investments	986.07	-
Loans	-	-
Trade receivables	-	10,750.29
Cash and Cash Equivalents	-	218.38
Bank balances other than cash and cash equivalent	-	299.17
Loans	-	381.91
Other financial assets	-	1,798.54
Total	986.07	13,448.29
Financial liabilities		
Borrowings	-	11,544.76
Lease liabilities	-	15,322.85
Trade payables	-	2,757.95
Other financial liabilities	-	994.53
Total	-	30,620.09

	As at March 31, 2021	
	At Cost	Amortised cost
Financial assets		
Investments		-
Loans	986.07	-
Trade receivables	-	9,417.72
Cash and Cash Equivalents	-	337.10
Bank balances other than cash and cash equivalent	-	238.62
Loans	-	497.73

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

	As at March 31, 2021	
	At Cost	Amortised cost
Other financial assets	-	1,693.92
Total	-	12,185.09
Financial liabilities	986.07	
Borrowings	-	10,654.17
Lease liabilities	-	1,181.19
Trade payables	-	1,715.55
Other financial liabilities	-	860.85
Total	-	14,411.76

C. Carrying value and Fair value of financial assets and liabilities as at March 31 2023: -

Particulars	Carrying Value		Fair Value	
		Level-1	Level-2	Level-3
Financial Assets at Amortised Cost				
Trade receivables	12,313.23	-	-	12,313.23
Cash and Cash Equivalents	89.30	-	-	89.30
Bank balances other than cash and cash equivalent	149.69	-	-	149.69
Loans	157.36	-	-	157.36
Other financial assets	1,608.15	-	-	1,608.15
	14,317.73	-	-	14,317.73
Financial Liabilities at Amortised Cost				
Borrowings	11,237.75	-	-	11,237.75
Lease liabilities	13,158.95	-	-	13,158.95
Trade payables	2,268.60	-	-	2,268.60
Other financial liabilities	1,242.87	-	-	1,242.87
	27,908.18	-	-	27,908.18

Carrying value and Fair value of financial assets and liabilities as at March 31, 2022: -

Particulars	Carrying Value		Fair Value	
		Level-1	Level-2	Level-3
Financial assets at amortised cost				
Trade receivables	10,750.29	-	-	10,750.29
Cash and cash equivalents	218.38	-	-	218.38
Bank balances other than cash and cash equivalent	299.17	-	-	299.17
Loans	381.91	-	-	381.91
Other financial assets	1,798.54	-	-	1,798.54
	13,448.29	-	-	13,448.29
Financial liabilities at amortised cost				
Borrowings	11,544.76	-	-	11,544.76
Lease liabilities	15,322.85	-	-	15,322.85
Trade payables	2,757.95	-	-	2,757.95
Other financial liabilities	994.53	-	-	994.53
	30,620.09	-	-	30,620.09

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Carrying value and Fair value of financial assets and liabilities as at April 1 2021: -

Particulars	Carrying Value		Fair Value	
		Level-1	Level-2	Level-3
Financial assets at amortised cost				
Trade receivables	9,417.72	-	-	9,417.72
Cash and cash equivalents	337.10	-	-	337.10
Bank balances other than cash and cash equivalent	238.62	-	-	238.62
Loans	497.73	-	-	497.73
Other financial assets	1,693.92	-	-	1,693.92
	12,185.09	-	-	12,185.09
Financial liabilities at amortised cost				
Borrowings	10,654.17	-	-	10,654.17
Lease liabilities	1,181.19	-	-	1,181.19
Trade payables	1,715.55	-	-	1,715.55
Other financial liabilities	860.85	-	-	860.85
	14,411.76	-	-	14,411.76

The management assessed that cash and bank balance, trade receivables, trade payables and other current financial assets and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

46 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company continues to focus on a system-based approach to business risk management. The Company's financial risk management process seeks to enable the early identification, evaluation and effective management of key risks facing the business. Backed by strong internal control systems, the current Risk Management Framework rests on policies and procedures issued by appropriate authorities; process of regular internal reviews/audits to set appropriate risk limits and controls; monitoring of such risks and compliance confirmation for the same.

a. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, foreign currency risk and price risk. The Company has in place appropriate risk management policies to limit the impact of these risks on its financial performance. The Company ensures optimisation of cash through fund planning and robust cash management practices.

(i) Interest rate risk

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

Financial assets and liabilities of the Company are either non-interest bearing or fixed interest bearing instruments, the Company's net exposure to interest risk on such instruments is negligible.

(ii) Price risk

The Company has invested its funds in equity instruments of the associate. The Company is not exposed to price risk.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

(iii) Foreign currency risk

The Indian Rupee is the Company's most significant currency. As a consequence, the Company's results are presented in Indian Rupee and exposures are managed against Indian Rupee accordingly. 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. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency). The Company does not have any exposure in foreign current as at reporting date, therefore, the Company is not exposed to foreign currency risk.

Details On Derivatives Instruments And Unhedged Foreign Currency Exposures

The year-end foreign currency exposures that have not been hedged by a derivative instrument is Nil.

b. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks. Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

i. Financial assets for which loss allowance is measured using life time expected credit losses

The Company provides loss allowance on trade receivables using life time expected credit loss and as per simplified approach.

ii. Financial assets for which loss allowance is measured using 12 month expected credit losses

All of the Company investments and loans at amortised cost are considered to have low credit risk, and the loss allowance recognised during the period was therefore limited to 12 months expected losses. Management considers instruments to be low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term at its own.

(i) Trade receivables

Customer credit risk is managed basis established policies of company, procedures and controls relating to customer credit risk management. Outstanding customer receivables are regularly monitored. The Company does not hold collateral as security.

The Company maintains exposure to Investments, cash equivalents, other bank balances, loans, trade receivables and other financial assets. The Company has set counter-parties limits based on multiple factors including financial positions, credit ratings, etc.

The Company's maximum exposure to credit risk as at March 31 2023, March 31 2022 and April 1 2021 is the carrying value of each class of financial assets.

(a) Ageing analysis of the age of trade receivable amounts that are not due as at the end of reporting year:

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Within credit days	1,639.23	1,616.78	1,052.56
	1,639.23	1,616.78	1,052.56

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

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

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Trade receivables:			
Less than 6 months	7,140.21	6,633.74	6,192.87
6 months - 1 years	848.37	1,317.53	811.08
1 - 2 years	2,147.12	741.70	870.97
2 - 3 years	391.42	327.24	340.55
> 3 years	146.88	113.30	149.69
Total	10,674.00	9,133.51	8,365.16
Allowance for credit impairment/ Allowance for expected credit loss	1,624.80	1,427.38	1,327.43

c. Liquidity Risk

Liquidity risk is the risk that the Company will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the Company to manage liquidity is to ensure, as far as possible, that these will have sufficient liquidity to meet their respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation.

The Company's objective is to provide financial resources to meet its business objectives in a timely, cost effective and reliable manner. A balance between continuity of funding and flexibility is maintained through the use of funds from parent company. The Company also monitors compliance with its debt covenants. The maturity profile of the Company's financial liabilities based on contractual undiscounted payments is given in the table below: -

As at March 31, 2023	0-1 Years	1-2 Years	More than 2 years	Total
Borrowings	-	1,229.40	10,008.35	11,237.75
Lease liabilities	-	2,544.37	10,614.58	13,158.95
Trade payables	2,078.48	152.51	37.60	2,268.60
Other financial liabilities	1,199.00	-	43.87	1,242.87
Total	3,277.49	3,926.28	20,704.40	27,908.17

As at March 31, 2022	0-1 Years	1-2 Years	More than 2 years	Total
Borrowings	-	-	11,544.76	11,544.76
Lease liabilities	-	2,163.94	13,158.91	15,322.85
Trade payables	2,314.92	342.01	101.03	2,757.95
Other financial liabilities	946.79	-	47.73	994.53
Total	3,261.71	2,505.95	24,852.43	30,620.08

As at March 31, 2021	0-1 Years	1-2 Years	More than 2 years	Total
Borrowings	6,824.04	-	3,830.13	10,654.17
Lease liabilities	-	21.75	1,159.43	1,181.19
Trade payables	575.83	974.08	165.63	1,715.55
Other financial liabilities	811.92	-	48.93	860.85
Total	8,211.79	995.84	5,204.12	14,411.76

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

d. Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total equity. The Company's policy is to keep optimum gearing ratio. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents (including other bank balances).

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Gross Debt	11,237.75	11,544.76	10,654.17
Less: cash and cash equivalents	239.00	517.55	575.72
Net debt	10,998.75	11,027.21	10,078.45
Equity	1,177.53	1,177.53	1,177.53
Other equity	7,737.00	6,951.34	6,861.30
Total equity	8,914.53	8,128.87	8,038.83
Gearing ratio (%)	123.38%	135.65%	125.37%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

47 DISCLOSURES PURSUANT TO INDIAN ACCOUNTING STANDARD (IND AS) 19 "EMPLOYEE BENEFITS"

a) Defined contribution plans:

The Company makes Provident Fund, Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the schemes, the Company incorporated in India is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised INR 72.21 Lakhs year ended March 31, 2023 and INR 70.36 Lakhs year ended March 31, 2022 for Provident Fund contributions and INR 16.53 Lakhs year ended March 31, 2023 and INR 16.08 Lakhs year ended March 31, 2022 for Employee State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

b) Defined benefit plans:

The present value obligation is determined based on actuarial valuation using the projected unit credit method to assess the Plan's liabilities, including those related to death-in-service and incapacity benefits. Under the PUC method a "projected accrued benefit" is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the Plan. The "projected accrued benefit" is based on the Plan's accrual formula and upon service as of the beginning or end of the year, but using a member's final compensation, projected to the age at which the employee is assumed to leave active service. The plan liability is the actuarial present value of the "projected accrued benefits" as of the beginning of the year for active members.

Recognition of re-measurement items

Re-measurements arising from defined benefit plans comprise actuarial gains and losses on benefit obligations, the return on plan assets in excess of what has been estimated and the effect of asset ceiling, if any, in case of over funded plans. The Company recognises these items of re-measurements immediately in other comprehensive income and all the other expenses related to defined benefit plans in employee benefit expenses in profit and loss account.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Table I: Assumptions

Assumptions	March 31, 2023	March 31, 2022
Discount rate	7.30% per annum	6.19% per annum
Rate of increase in compensation levels	6.65% per annum	6.65% per annum
Rate of return on plan assets	Not applicable	Not applicable
Average future service (in years)	25.11 years	25.14 years

Table II: Service Cost

Particulars	March 31, 2023	March 31, 2022
Current service cost	17.70	17.73
Past service cost (including curtailment gains/losses)	-	-
Gains or losses on non routine settlements	-	-
Total	17.70	17.73

Table III: Net Interest Cost

Particulars	March 31, 2023	March 31, 2022
Interest cost on defined benefit obligation	6.75	4.83
Interest income on plan assets	-	-
Net interest cost (income)	6.75	4.83

Table IV: Change in Present Value of Obligations

Particulars	March 31, 2023	March 31, 2022
Opening of defined benefit obligations	109.00	83.38
Liability transfer in/(out)	-	-
Service cost	17.70	17.73
Interest cost	6.75	4.83
Benefit paid	(10.70)	-
Actuarial (gain)/loss on total liabilities:	1.35	3.06
- due to change in financial assumptions	(3.00)	(1.05)
- due to change in demographic assumptions	-	-
- due to experience variance	4.35	4.11
Closing of defined benefit obligation	124.09	109.00

Table V: Change in Fair Value of Plan Assets

Particulars	March 31, 2023	March 31, 2022
Opening fair value of plan assets	-	-
Asset transfer in/(out)	-	-
Actual return on plan assets	-	-
Employer contribution	10.70	-
Benefit paid	(10.70)	-
Closing fair value of plan assets	-	-

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Table VI: Actuarial (gain)/loss on plan asset

Particulars	March 31, 2023	March 31, 2022
Expected interest income	-	-
Actual income on plan asset	-	-
Actuarial gain /(loss) on assets	-	-

Table VII: Other comprehensive income

Particulars	March 31, 2023	March 31, 2022
Opening amount recognised in OCI outside P&L account	-	-
Actuarial gain/(loss) on liabilities	(1.35)	(3.06)
Actuarial gain/(loss) on assets	-	-
Closing amount recognised in OCI outside P&L account	(1.35)	(3.06)

Table VIII: The amount to be recognised in Balance Sheet Statement

Particulars	March 31, 2023	March 31, 2022
Present value of obligations	124.09	109.00
Fair value of plan assets	-	-
Net Obligations	124.09	109.00
Amount not recognised due to asset limit	-	-
Net defined benefit liability recognised in balance sheet	124.09	109.00

Table IX: Expense recognised in statement of profit and loss

Particulars	March 31, 2023	March 31, 2022
Service cost	17.70	17.73
Net interest cost	6.75	4.83
Expenses recognised in the statement of profit & loss	24.45	22.56

Table X: Major categories of plan assets (as percentage of total plan assets)

Item	March 31, 2023	March 31, 2022
Government of India Securities	0%	0%
State Government Securities	0%	0%
High Quality Corporate Bonds	0%	0%
Equity Shares of Listed Companies	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Fund Managed by Insurer	0%	0%
Bank Balance	0%	0%
Other Investments	0%	0%
Total	0%	0%

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Table XI: Change in net defined obligations

Particulars	March 31, 2023	March 31, 2022
Opening of net defined benefit liability	109.00	83.38
Service cost	17.70	17.73
Net interest cost	6.75	4.83
Re-measurements	1.35	3.06
Liability transferred in/(out) - net	-	-
Contribution paid to fund	(10.70)	-
Closing of net defined benefit liability	124.09	109.00

Table XII Bifurcation of present value of obligation at the end of the year

Particulars	March 31, 2023	March 31, 2022
Current liability	33.82	24.20
Non-current liability	90.27	84.80
Total liability	124.09	109.00

Table XII Maturity profile of defined benefit obligation (valued on undiscounted basis)

Particulars	March 31, 2023	March 31, 2022
Year 1	33.82	24.20
Year 2	28.69	25.12
Year 3	23.81	20.64
Year 4	16.81	16.69
Year 5	12.84	12.02
After 5th Year	32.08	29.83

48 LEASES

First time adoption of Ind AS 116- Leases

Effective April 1, 2021 the Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2021 using the modified retrospective method. Right-of-use of assets (ROU) are measured at cost comprising the amount of the initial measurement of lease liability, any lease payments made at or before the commencement date and any initial direct costs less any lease incentives received. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2021 is 10%.

As Lessee

- (i) The Company has entered into various lease agreements for warehousing and logistics. Such lease contracts include monthly fixed payments for rentals. The lease contracts are generally cancellable at the option of lessee during the lease tenure after the completion of non-cancellable period. There are no significant restrictions imposed under the lease contracts. The following table presents the reconciliation of changes in the carrying value of Right-of-use assets (ROU) and lease liability for the year ended March 31, 2023 and March 31, 2022.

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

(ii) Change in the carrying value of right-of-use assets

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Opening balance	15,639.24	453.62	-
Addition on first time application of Ind AS 116	-	-	453.62
Addition during the year	-	16,354.72	-
Depreciation expense recognised in statement of profit and loss	(2,761.55)	(1,169.09)	-
Closing Balance	12,877.70	15,639.24	453.62

(iii) Changes in the Lease liabilities

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Opening balance	17,181.13	1,204.30	-
Addition on first time application of Ind AS 116	-	-	1,204.30
Addition during the year	-	16,354.72	-
Interest accrued during the year	1,609.26	785.28	-
Payment of lease liabilities	-	-	-
Closing balance	15,322.48	17,181.13	1,204.30

The following is the break-up of current and non-current lease liabilities:-

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Non-current	13,158.95	15,322.85	1,181.19
Current	2,163.53	1,858.27	23.11

(iv) Amounts recognised in statement of Profit and Loss account

	For the year ended	
	March 31, 2023	March 31, 2022
Short term leases	30,984.66	35,783.45
Interest expense on lease liabilities	1,609.26	785.28

(vi) Amounts recognised in statement of Cash Flows

	For the year ended	
	March 31, 2023	March 31, 2022
Total cash outflow for leases other than short term and low value leases	(3,467.90)	(1,163.17)

(vii) Maturity analysis of lease liability

	Upto 1 year	1-5 years	More than 5 years	Total Undiscounted cash flow
As at March 31, 2023	3,569.16	15,126.56	983.53	19,679.25
As at March 31, 2022	3,466.19	15,853.59	3,825.65	23,145.43
As at April 01, 2021	135.13	629.50	1,370.32	2,134.95

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

As Lessor

(i) Operating leases

The Company during the year has leased out surplus capacity in leased assets and the total rent recognised as income during the year INR 14.04 Lakhs (March 31, 2022: INR 13.07 Lakhs) on such sub-leases.

Maturity analysis on lease payments receivable: -

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Upto 1 year	14.04	14.04	13.07
1-5 years	4.94	18.98	33.02
More than 5 years	-	-	-

The Company has also recognised deferred lease income amounting to INR 0.36 Lakhs (March 31, 2022 INR 0.67 Lakhs and April 01, 2021 INR nil) on account of escalation clause in the lease arrangement.

(ii) Finance leases

Amounts recognised for Finance Lease in statement of Profit and loss

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Finance income on the net investment in the lease	90.96	94.85	-

49 DISCLOSURE AS PER IND AS 115 REVENUE FROM CONTRACTS WITH CUSTOMERS

A Disaggregation of Revenue

Set out below is the disaggregation of the Company's revenue from contracts with customers into operating segment and type of product or services

Type of Product or Services	For the year ended March 31, 2023			
	Revenue as per Ind AS 115			Total as per Statement of Profit and Loss
	Domestic	Foreign	Total	
Logistics and Warehousing	42,710.82	-	42,710.82	42,710.82
Total	42,710.82	-	42,710.82	42,710.82

The revenue of Rs 42,710.82 Lakhs is recognised at point in time.

Type of Product or Services	For the year ended March 31, 2022			
	Revenue as per Ind AS 115			Total as per Statement of Profit and Loss
	Domestic	Foreign	Total	
Logistics and Warehousing	43,164.50	-	43,164.50	43,164.50
Total	43,164.50	-	43,164.50	43,164.50

The revenue of Rs 43,164.50 Lakhs is recognised at point in time.

B. Contract balances

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Contract Asset	1,639.23	1,616.78	1,052.56
Contract liability	265.73	69.09	108.54

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

- i) A contract asset is the right to consideration in exchange for services transferred to the customer. If the Company performs by transferring services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Movement in contract balances during the period

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Contract asset at the Beginning of the year	1,616.78	1,052.56	-
Contract asset at the end of the year	1,639.23	1,616.78	1,052.56
Net increase/(decrease)	22.46	564.21	1,052.56

- ii) A contract liability is the obligation to transfer services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Contract liabilities at the Beginning of the year	69.09	108.54	-
Contract liabilities at the end of the year	265.73	69.09	108.54
Net increase/(decrease)	196.64	(39.45)	108.54

C. Set out below is the amount of revenue recognised from:

Particulars	As at March 31, 2023	As at March 31, 2022
Amount included in contract liabilities at the beginning of the period	69.09	108.54
Performance obligation satisfied in previous period	-	-

D. Cost to obtain the contract

The Company has not incurred any incremental costs of obtaining contracts with a customer and therefore, not recognised an asset for such costs.

- 50 (a) The Ageing Schedule of Capital -work-in progress for the year ended as at March 31, 2023, March 31, 2022 and April 01, 2021 is as follows: -

CWIP	Amount in CWIP for period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2023					
Project in progress	209.76	-	-	-	209.76
Projects temporarily suspended	-	-	-	-	-
As at March 31, 2022					
Project in progress	4.67	-	-	-	4.67
Projects temporarily suspended	-	-	-	-	-
As at April 01, 2021					
Project in progress	222.19	-	-	-	222.19
Projects temporarily suspended	-	-	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

- (b) Completion schedule for CWIP whose completion is overdue or has exceeded its cost compared to its original plan:

CWIP	Amount in CWIP for period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2023					
Project in progress	209.76	-	-	-	209.76
Projects temporarily suspended	-	-	-	-	-
As at March 31, 2022					
Project in progress	4.67	-	-	-	4.67
Projects temporarily suspended	-	-	-	-	-
As at April 01, 2021					
Project in progress	222.19	-	-	-	222.19
Projects temporarily suspended	-	-	-	-	-

51 TRADE RECEIVABLES AGEING SCHEDULE :

Particulars	Outstanding as at March 31, 2023 from the due date of payment						Total
	Not due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables – considered good	1,639.23	7,140.21	848.37	2,147.12	391.42	146.88	12,313.23
ii) Undisputed trade receivables - credit impaired	-	107.85	75.04	222.14	131.88	1,037.24	1,574.15
iii) Disputed trade receivables - considered good	-	-	-	-	-	-	-
iv) Disputed trade receivables - credit impaired	-	-	-	-	-	50.65	50.65
Total	1,639.23	7,248.06	923.40	2,369.27	523.30	1,234.77	13,938.03
Less: Allowance for credit impairment/Allowance for expected credit loss							1,624.80
Total Trade Receivables							12,313.23

Particulars	Outstanding as at March 31, 2022 from the due date of payment						Total
	Not due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables – considered good	1,616.78	6,633.74	1,317.53	741.70	327.24	113.30	10,750.29
ii) Undisputed trade receivables - credit impaired	-	-	224.14	61.72	467.45	668.17	1,421.48
iii) Disputed trade receivables - considered good	-	-	-	-	-	-	-
iv) Disputed trade receivables - credit impaired	-	-	-	-	-	5.89	5.89
Total	1,616.78	6,633.74	1,541.67	803.42	794.69	787.37	12,177.67
Less: Allowance for credit impairment/Allowance for expected credit loss							1,427.38
Total Trade Receivables							10,750.29

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Particulars	Outstanding as at April 01, 2021 from the due date of payment						Total
	Not due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables – considered good	1,052.56	6,192.87	811.08	870.97	340.55	149.69	9,417.72
ii) Undisputed trade receivables - credit impaired	-	-	41.68	102.89	834.20	342.77	1,321.54
iii) Disputed trade receivables - considered good	-	-	-	-	-	-	-
iv) Disputed trade receivables - credit impaired	-	-	-	-	-	5.89	5.89
Total	1,052.56	6,192.87	852.76	973.85	1,174.75	498.35	10,745.15
Less: Allowance for credit impairment/Allowance for expected credit loss							1,327.43
Total Trade Receivables							9,417.72

52 TRADE PAYABLES AGEING SCHEDULE :

Particulars	Outstanding as at March 31, 2023 from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade payables					
MSME	29.74	-	-	-	29.74
Others	2,048.75	152.51	37.60	-	2,238.86
(ii) Disputed trade payables					
MSME	-	-	-	-	-
Others	-	-	-	-	-
Total	2,078.48	152.51	37.60	-	2,268.60

Particulars	Outstanding as at March 31, 2022 from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade payables					
MSME	0.82	-	-	-	0.82
Others	2,314.10	342.01	81.41	19.62	2,757.13
(ii) Disputed trade payables					
MSME	-	-	-	-	-
Others	-	-	-	-	-
Total	2,314.92	342.01	81.41	19.62	2,757.95

Particulars	Outstanding as at April 1, 2021 from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade payables					
MSME	9.45	-	-	-	9.45
Others	566.38	974.08	116.54	49.10	1,706.10
(ii) Disputed trade payables					
MSME	-	-	-	-	-
Others	-	-	-	-	-
Total	575.83	974.08	116.54	49.10	1,715.55

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

53 RELATED PARTIES DISCLOSURES:

In accordance with the requirement of Ind AS- 24 on "Related Party Disclosures" the names of the related parties where control exists along with the aggregate transactions/year end balances with them as identified and certified by the management are given below:

A) Name of related parties and description of relationship:

Associate	NDR AVG Business Park Private Limited
	NDR AVG Logistics LLP
Enterprises over which the key management personnel exercise significant influence and/or control	
Directors are partner of the firm	MA Enterprises
Director has control	PCG Logistics Private Limited
Director is partner of the Limited liability partnership	NDR AVG Logistics LLP
Director is partner of the Partnership firm	Maple Packaging and Logistics
Key management personnel (KMP)	
Managing Director	Sanjay Gupta
Women Director	Asha Gupta (wife of Sanjay Gupta)
Chief Financial Officer	Gurpreet Singh (till May 31, 2023)
Chief Operating Officer	Nagendra Kumar Sharma
Director Sales & Operations	Arun Kohli (From July 16, 2022 to December 31, 2022)
Company Secretary	Laveena Jain (till October 12, 2021)
Company Secretary	Mukesh Nagar (with effect from December 10, 2021)
Relative of key management person (KMP)	
Son of Sanjay Gupta and Asha Gupta	Vinayak Gupta
Wife of Vinayak Gupta	Anjali Gupta

Note:

- 1) Related party relationship is as identified by the Company and relied upon by the Auditors.
- 2) All Related Party Transactions entered during the year were in ordinary course of the business and on arm's length basis.

B) Transaction with related parties :

Transactions	Associate		Enterprises over which the key management personnel exercise significant influence and/or control		Key management personnel (KMP) and its relatives		Total	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Transportation expenses	-	-	0.36	1.17	-	-	0.36	1.17
MA Enterprises	-	-	0.36	1.17	-	-	0.36	1.17
Freight income	-	-	-	64.40	-	-	-	64.40
PCG Logistics Private Limited	-	-	-	64.40	-	-	-	64.40
Directors' remuneration	-	-	-	-	138.80	135.29	138.80	135.29

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Transactions	Associate		Enterprises over which the key management personnel exercise significant influence and/or control		Key management personnel (KMP) and its relatives		Total	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Sanjay Gupta	-	-	-	-	78.40	74.90	78.40	74.90
Asha Gupta	-	-	-	-	60.40	60.40	60.40	60.40
Employee benefits expense	-	-	-	-	119.90	152.72	119.90	152.72
Vinayak Gupta	-	-	-	-	48.40	48.40	48.40	48.40
Anjali Gupta	-	-	-	-	15.00	14.27	15.00	14.27
Gurpreet Singh	-	-	-	-	49.20	46.51	49.20	46.51
Laveena Jain	-	-	-	-	-	2.58	-	2.58
Mukesh Nagar	-	-	-	-	7.30	1.85	7.30	1.85
Nagendra Kumar Sharma	-	-	-	-	-	39.11	-	39.11
Loan from director	-	-	-	-	-	210.24	-	210.24
Sanjay Gupta	-	-	-	-	-	210.24	-	210.24
Purchase of assets	-	-	407.80	-	-	-	407.80	-
PCG Logistics Private Limited	-	-	407.80	-	-	-	407.80	-

Amount due to/ from related parties (including commitments):

Outstanding Balances	Associate		Enterprises over which the key management personnel exercise significant influence and/or control		Key management personnel (KMP) and its relatives		Total	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Balance outstanding as at the year end								
Other payables	185.55	185.55	71.69	23.90	-	-	257.24	209.45
NDR AVG Logistics LLP	6.87	6.87	-	-	-	-	6.87	6.87
MA Enterprises	-	-	2.46	9.17	-	-	2.46	9.17
NDRAVG Business Park Private Limited	178.68	178.68	-	-	-	-	178.68	178.68
PCG Logistics Private Limited	-	-	69.23	14.73	-	-	69.23	14.73
Employee related payable	-	-	-	-	40.38	13.48	40.38	13.48
Sanjay Gupta	-	-	-	-	25.46	1.12	25.46	1.12
Asha Gupta	-	-	-	-	5.29	1.35	5.29	1.35
Vinayak Gupta	-	-	-	-	2.15	0.03	2.15	0.03
Gurpreet Singh	-	-	-	-	6.37	5.92	6.37	5.92
Mukesh Nagar	-	-	-	-	1.10	0.50	1.10	0.50

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

Outstanding Balances	Associate		Enterprises over which the key management personnel exercise significant influence and/or control		Key management personnel (KMP) and its relatives		Total	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Nagendra Kumar Sharma	-	-	-	-	-	4.57	-	4.57
Short-term borrowings	324.75	324.75	-	-	-	-	324.75	324.75
NDRAVG Business Park Private Limited	324.75	324.75	-	-	-	-	324.75	324.75
Advance to employees	-	-	-	-	39.71	-	39.71	-
Vinayak Gupta	-	-	-	-	39.71	-	39.71	-
Investments	986.07	986.07	-	-	-	-	986.07	986.07
NDR AVG Logistics LLP	1.50	1.50	-	-	-	-	1.50	1.50
NDRAVG Business Park Private Limited	984.57	984.57	-	-	-	-	984.57	984.57

54 DISCLOSURE AS PER IND AS-27, SEPARATE FINANCIAL STATEMENT
Interest in Associate & Joint Venture

Name of Entity	Place of Business/ Country of Incorporation	Nature	Proportion of Ownership Interest		
			March 31, 2023	March 31, 2022	April 01, 2021
NDRAVG Business Park Private Limited	India	Associate	35%	35%	35%
NDR AVG Logistics LLP	India	Associate	30%	30%	30%

- Nature of business of NDRAVG business park private limited is warehouse development and allied facilities, god owns, cold storages and facilities for storage of commodities, article, build/construct commercial spaces, open spaces etc.
- Nature of business of NDR AVG Logistics LLP is warehouse development and allied facilities, godowns, cold storages and facilities for storage of commodities, article, build/construct commercial spaces, open spaces etc.

The Company's share of assets, liabilities, income and expenses of Associates & Joint venture is as follows: -

Name of Entity	Financial Year	Assets	Liabilities	Income	Expenses	Profit/(Loss)
NDRAVG Business Park Private Limited	2022-23	2,762.14	1,720.52	110.43	50.05	47.86
	2021-22	2,263.96	1,270.19	5.77	2.27	4.21
	April 1, 2021	1,392.23	402.67	-	-	-
NDR AVG Logistics LLP	2022-23	0.36	0.03	-	0.05	(0.17)
	2021-22	0.36	0.07	-	0.52	(0.44)
	April 1, 2021	0.80	0.33	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

55 PROPOSED DIVIDEND

The Board of Directors of the Company have proposed equity dividend of ₹ 1.00 per equity share in respect of the year ended March 31, 2023 subject to the approval of shareholders at the Annual General Meeting.

56 DISCLOSURE PURSUANT TO SECTION 186 OF THE COMPANIES ACT 2013: -

Nature of the transaction (loans given/ investments made/guarantees given)	March 31, 2023	March 31, 2022	April 01, 2021
(a) Investment in fully paid equity shares	986.07	986.07	986.07

57 ADDITIONAL REGULATORY INFORMATION IN SCHEDULE III:

- (a) All the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreement are duly executed in favour of the lessee) are in the name of the Company.
- (b) The Company does not have any investment property, hence the question of disclosure and valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017 does not arise.
- (c) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the year.
- (d) The Company has not given any loans or advances to specified persons during the year.
- (e) Benami property: There are no proceedings being initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (f) The Company had borrowed secured loan from financial institutions and banks against current assets.
- (g) Wilful defaulter: the Company has not been declared as wilful defaulter by any bank or financial institution or other lender.
- (h) The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- (i) There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.
- (j) The Company does not have subsidiary company hence question of Compliance under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 with number of layers of companies does not arise.
- (k) There are no scheme of arrangements as on March 31, 2023.
- (l) The Company has not raised any short term borrowings during the year.
- (m) Additional information to be disclosed by way of notes to statement of profit and loss:
 - The Company does not have any undisclosed income which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act, 1961).
 - The Company has not traded or invested in crypto currency or virtual currency during the year.

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

(n) Utilisation of borrowed funds and share premium

- (i) The Company has not advanced or loaned or invested funds to any other person or entity, including foreign entities (intermediaries) with the understanding that the intermediary shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries); or
 - provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- (ii) The Company has not received any fund from any person or entity, including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
 - provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(o) Detailed Ratio analysis given below: -

PARTICULARS		March 31, 2023		March 31, 2022		Ratio as on March 31, 2023	Ratio as on March 31, 2022	Variation
		Numerator	Denominator	Numerator	Denominator			
(a)	Current Ratio	16,240.39	14,067.25	16,118.19	11,976.61	1.15	1.35	-14%
(b)	Debt-Equity Ratio	11,237.75	8,914.53	11,544.76	8,128.87	1.26	1.42	-11%
(c)	Debt Service Coverage Ratio*	7,131.90	8,821.23	3,763.95	3,177.51	0.81	1.18	-32%
(d)	Return on Equity Ratio**	786.67	8,521.70	92.33	8,083.85	0.09	0.01	708%
(e)	Inventory Turnover Ratio	-	-	-	-	Not applicable	Not applicable	0%
(f)	Trade Receivables Turnover Ratio	42,710.82	11,531.76	43,164.50	10,084.00	3.70	4.28	-13%
(g)	Trade Payables Turnover Ratio**	29,406.42	2,513.28	33,991.82	2,236.75	11.70	15.20	-23%
(h)	Net Capital Turnover Ratio**	42,710.82	2,173.15	43,164.50	4,141.57	19.65	10.42	89%
(i)	Net Profit Ratio**	786.67	42,710.82	92.33	43,164.50	0.02	0.00	761%
(j)	Return on Capital Employed**	2,475.59	20,152.28	1,369.90	19,673.62	0.12	0.07	76%
(k)	Return on Investment**	3,862.65	40,688.57	2,336.24	42,337.53	0.09	0.06	72%

* During the current year there is significant interest and principal payments on its existing borrowings.

** The increase is on account of cost cutting, improved bottom line and majorly due to adjustments on account of adjustments due to Ind AS adoption in previous year numbers.

**Notes to the standalone financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

58 DISCLOSURE AS REQUIRED BY SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015
A. Loans and advances in the nature of loans

Associate: Nil

Joint Venture: Nil

B. Investment by the loanee: Nil

- 59** The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- 60** There were no amounts which were required to be transferred to the Investor and Protection Fund by the Company.
- 61** Previous year figures have been regrouped/ reclassified to confirm presentation as per Ind AS and as required by Schedule III of the Act.

The accompanying notes are an Integral part of the financial statements.

As per our report of even date

For **MSKA & Associates**

Chartered Accountants

Firm Registration Number: 105047W

For and on behalf of the Board of Directors

AVG Logistics Limited

CIN:L60200DL2010PLC198327

Naresh Anand

Partner

Membership No.: 503662

Sanjay Gupta

Managing Director

DIN : 00527801

Asha Gupta

Director

DIN : 02864795

Place: Chandigarh

Date: June 03, 2023

Place: New Delhi

Date: June 03, 2023

Independent Auditor's Report

To the Members of AVG Logistics Limited

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the accompanying consolidated financial statements of AVG Logistics Limited (hereinafter referred to as the "holding Company") and its associates, which comprise the consolidated balance sheet as at March 31, 2023, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of their consolidated state of affairs of the holding Company and its associates

as at March 31, 2023, of consolidated profit and other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

BASIS FOR OPINION

We conducted our audit 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 consolidated financial statements section of our report. We are independent of the holding Company and its associates in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by Institute of Chartered Accountant of India ("ICAI"), and the relevant provisions of the Act and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended March 31, 2023 (current year). These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
1	Revenue Recognition Revenue from these contracts is recognized in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers (as described in note 2.4 of the consolidated financial statements). The Company has long term contracts with customers, as at the year end, for all incomplete sales orders, revenue is recognized by evaluating the conditions required as per contractual terms i.e., provision of service to customer and acknowledgement of invoice. Further, revenue is recognised for the completed performance obligation which are part of the incomplete sales orders.	Our audit procedures in respect of this area include but are not limited to: <ol style="list-style-type: none"> 1. Obtained an understanding of the systems, processes and controls implemented by management for recording and computing revenue, and the associated unbilled revenue, unearned and deferred revenue balances; 2. Assessed the appropriateness of Company's accounting policies with respect to Revenue recognition in accordance with IND AS 115 "Revenue from Contracts with Customers"; 3. Verified accuracy of the revenue recognition by selecting samples on test check basis and checking the underlying contract terms and conditions;

Independent Auditor's Report (Contd.)

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
	<p>The criteria for identification of the specific performance obligations covered by the sales order and the allocation of the transaction price to each performance obligation requires specific attention due to the judgement involved in identifying the specific performance obligation and determination of whether the agreed provision of services to customer are completed in regard to each of these obligations, as acknowledged by the customers. There is also estimation uncertainty in assessing the incomplete sales orders at the year end and identifying the completed portions of the performance obligations from these sales orders.</p> <p>Considering this we have determined Revenue Recognition to be a Key Audit Matter.</p>	<ol style="list-style-type: none"> 4. For samples selected on test check basis, evaluated, as to whether performance obligation for revenue recognition is completed as and when the service is rendered to the customer and acknowledged. Further, performed verification of proof of delivery of services completed; 5. Verification of the ageing of the unbilled revenue and testing for the subsequent acknowledgement from the customers; and 6. Verified the completeness and adequacy of disclosure in the consolidated financial statements in compliance with Ind AS 115.
2	<p>Allowance for trade receivables</p> <p>Refer to note 15 to the consolidated financial statements with respect to the disclosures of trade receivables.</p> <p>The Company has trade receivables as at March 31, 2023 amounting to Rs. 13,938.03 lakhs against which the Company has recorded allowance for trade receivables of Rs. 1,624.80 lakhs (PY Rs. 1,427.38 lakhs).</p> <p>Management creates allowance for trade receivables based on the expected credit loss model. Additionally, the Company assesses the recoverability of all the debit balances including ageing on case to case basis considering the facts and circumstances to decide on adhoc provision required.</p> <p>We have determined this matter to be key audit matter considering the materiality of the amounts and significant judgements and estimates involved regarding the allowances for trade receivables.</p>	<p>Our audit procedures in respect of this are included but not limited to:</p> <ol style="list-style-type: none"> 1. Obtained an understanding of the process from the management of the Company and tested design implementation and operating effectiveness of controls over for development and consistency of methodology for the computation of allowance for trade receivables, tested the completeness and accuracy of information used in estimation of the probability of default, loss given default and other key estimates; 2. Recomputed the ageing of the trade receivables on sample basis and traced their balances to consolidated financial statements; 3. Verified subsequent recovery of trade receivables by tracing them in the books of accounts and bank statement on test check basis; 4. Tested the management computations arising out of expected credit loss model; 5. Analysing significant judgements and estimates involved around the expected credit loss model including examining the class of receivables on which certain % based on historic trends are applied, and further assessed the adequacy of provisions made for any possible non recoveries ascertaining the risk of recoverability or delayed payments, etc; 6. Assessed the basis of management's judgement regarding specific allowance made against aged balances which are considered to be unrecoverable; and 7. Verified the completeness and adequacy of disclosure in accordance with the requirements of the relevant Ind AS.

Independent Auditor's Report (Contd.)

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
3	<p>Impairment of assets</p> <p>Refer to note 2.13 to the consolidated financial statements.</p> <p>The Company has a warehouse at Agartala, Tripura having carrying value amounting to Rs. 984.10 lakhs as at March 31, 2023. This warehouse has been capitalised in the financial year 2020-21 and has not been operational since its capitalisation.</p> <p>Since the warehouse is not operational management would need to assess the impairment by using key estimates including useful life of the building, its fair value, and method of computation of the fair value. We have determined this matter to be key audit matter considering the materiality of the amounts and significant judgements and estimates involved regarding the impairment of the warehouse.</p>	<p>Our audit procedures in respect of this are included but not limited to:</p> <ol style="list-style-type: none"> 1. Obtained an understanding of the systems, processes and control implemented by management for assessment and recording for impairment of assets; 2. Assessment of the Company's accounting policies with respect to impairment in accordance with Ind AS 36 "Impairment of assets"; 3. Enquired into the reasons for non-operation of the warehouse since capitalization and assessed them for any impairment indicators; 4. Obtained the fair valuation report of the management's expert for the fair valuation of the warehouse; 5. Involved auditor's expert to assess the appropriateness of the key assumptions and estimates used by the valuers in determination of the fair value of warehouse (such as, useful life of the building, its fair value, and method of computation of the fair value, discount rates, etc.); and 6. Assessed the appropriateness of disclosures in accordance with the requirements of Ind AS 36 "Impairment of assets".
4	<p>Lease accounting</p> <p>Refer to note 2.5 and 48 to the consolidated financial statements. The Company has taken certain premises for warehousing and other commercial purposes. Pursuant to adoption of Ind AS, the Company w.e.f. April 1, 2021 has used the retrospective approach for transition as per Ind AS 116 (leases), wherein the lease liability has been measured at present value of the remaining lease payments at the date of initial application (i.e., April 1, 2021) and discounted using the incremental borrowing rate at the date of initial application.</p>	<p>Our audit procedures in respect of this area include but are not limited to:</p> <ol style="list-style-type: none"> 1. Obtained an understanding of the processes and control implemented by management in relation to accounting of leases; 2. Reviewed the management process in relation to application of key lease terms in lease contracts, reasonableness of the key assumptions used for the purpose of lease accounting, and assessed the appropriateness of the accounting policy in accordance with Ind AS 116 'Leases'; 3. Verified the accuracy of the underlying lease data by agreeing a representative sample of leases to original contract or other supporting information, and verified the integrity and arithmetic accuracy of the calculations for each lease sampled through recalculation of the expected Ind AS 116 adjustment; 4. Assessed the appropriateness of the assumptions applied to determine the discount rates for the lease accounting;

Independent Auditor's Report (Contd.)

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
	<p>As a result of such adoption, Company has recognized lease liability amounting to Rs. 15,322.48 lakhs and Right-of-use asset amounting to Rs. 12,877.70 lakhs as at March 31, 2023. Further during the year, Company has recognised rent expense of Rs. 3,550.97 lakhs, interest expense on lease liability Rs. 1,609.26 lakhs and depreciation on Right-of-use assets Rs. 2,761.55 lakhs in the statement of profit and loss for the year ended March 31, 2023.</p> <p>Management has used several judgements like determination of leases, lease term, use of practical expedients and discount rates over each lease contract and have applied estimates during lease accounting. Considering the materiality of the amounts involved, and the significant judgements and estimates used by management in the lease recognition and accounting, this matter has been identified as a key audit matter.</p>	<p>5. Assessed the appropriateness of lease rentals and lease escalations used in computations of Right-of-use asset and corresponding lease liability for the entire lease tenure supported by the agreements with the lessor;</p> <p>6. Assessed the appropriateness of leases excluded from the scope of Ind AS-116 being short term leases or leases for which underlying asset is of low value;</p> <p>7. Ensured that the accounting treatment including the transition provisions adopted by the Company are in accordance with the provisions of Ind-AS 116; and</p> <p>8. Assessed the adequacy and appropriateness of the disclosures made in the consolidated financial statements is in accordance with the applicable Indian accounting standards.</p>

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The holding Company's Board of Directors is responsible for the other information. The other information comprises the annual report but does not include the consolidated financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance under SA 720 'The Auditor's responsibilities Relating to Other Information'.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the holding Company and its associates in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the holding Company and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the holding Company and of its associates and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from

Independent Auditor's Report (Contd.)

material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the holding Company and of its associates are responsible for assessing the ability of the holding Company and of its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the holding Company and its associates or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the holding Company and of its associates are responsible for overseeing the financial reporting process of the holding Company and of its associates.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated 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 Standards on Auditing ("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 consolidated financial statements.

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Consolidated Financial Statements.

OTHER MATTERS

a. The financial statements includes the unaudited financial statements of one associate, whose financial statements reflect holding Company's share of total net profit after tax of Rs. 47.86 lakhs and holding Company's share of total comprehensive income of nil for the period from April 01, 2022 to March 31, 2023, as considered in the financial statements. These unaudited financial statements have been furnished to us by the management and our opinion on the financial statements, in so far as it relates to the amounts and disclosures included in respect of this associate is based solely on such unaudited financial statements. In our opinion and according to the information and

explanations given to us by the management, these financial statements are not material to the holding Company's.

Our opinion is not modified with respect to the financial statements certified by the Management.

b. One associate's financial statements have been prepared in accordance with the accounting standards issued by the Institute of Chartered Accountants of India and which have been audited by the other auditor. The holding Company's Management has converted the financial statements of the aforementioned associate form Accounting Standards issued by the Institute of Chartered Accountants of India to Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended for consolidation.

We have audited these conversion adjustments made by the holding Company's Management. Our opinion on the financial statements, in so far as it relates to the financial statements of such associate is based on the audit report of other auditor and the conversion adjustments prepared by the management of the holding Company.

Our opinion is not modified in respect of the above matter.

c. The financial statements includes the audited financial statements of one associate, whose financial statements reflect holding Company's share of total net loss after tax of Rs. 0.17 lakhs and holding Company's share of total comprehensive income of nil for the year ended March 31, 2023, as considered in the financial statements, which have been audited by the other auditor whose reports on financial statements of this entity have been furnished to us and our opinion on the financial statements, in so far as it relates to the amounts and disclosures included in respect of this entity, is based solely on the report of such auditor and the procedures performed by us are as stated in paragraph above.

Our opinion is not modified in respect of the para b above with respect to our reliance on the work done and report of the other auditor.

d. The comparative financial information of the holding Company and its associates for the year ended March 31, 2022 and the transition date opening balance sheet as at April 01, 2021 included in these consolidated financial statements are based on the previously issued statutory financial statements prepared in accordance

Independent Auditor's Report (Contd.)

with the Companies (Accounting Standards) Rules, 2021, specified under Section 133 and other relevant provisions of the Act for the year ended March 31, 2022 and March 31, 2021 on which we issued an unmodified audit opinion vide our reports dated June 06, 2022 and October 27, 2021 respectively on those consolidated financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have also been audited by us.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books except that the Company has not maintained daily back-up of books of accounts and other books and papers maintained in electronic mode in a server physically located in India.
 - c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flow dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors of the holding Company as on March 31, 2023 taken on record by the Board of Directors of the holding Company, none of the directors of the holding Company and its associates are disqualified as on March 31, 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 with reference to consolidated financial statements of the holding Company and its associates and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. There were no pending litigations which would impact the consolidated financial position of the holding Company and its associates.
 - ii. The holding Company and its associates did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the holding Company and its associate Company and LLP incorporated in India.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the holding Company and its associates to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the holding Company

Independent Auditor's Report (Contd.)

- (“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 it's knowledge and belief, no funds have been received by holding Company and its associates from any persons or entities, including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the holding 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; and
- (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (a) and (b) above, contain any material mis-statement.
- v. The holding Company has neither declared nor paid any dividend during the year.
- vi. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the holding Company and its associate Company and LLP only w.e.f. April 1, 2023, reporting under this clause is not applicable.
2. In our opinion, according to information, explanations given to us, the remuneration paid by the holding Company and its associates to its directors is within the limits laid prescribed under Section 197 of the Act and the rules thereunder.
3. The reporting under CARO is not applicable since we have consolidated the unaudited and management furnished financial statements of one of the associate Company to which reporting under CARO is applicable. Accordingly, no comment in respect of the said Clause has been included in the report.

For **MSKA & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

Naresh Anand

Partner

Membership No. 503662

UDIN: 23503662BGXWRV1982

Place: Chandigarh

Date: June 03, 2023

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF AVG LOGISTICS LIMITED

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the holding Company and its associates has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the holding Company and its associates 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 consolidated 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 holding Company and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the holding Company and its

associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended March 31, 2023 (current year) and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For **MSKA & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

Naresh Anand

Partner

Membership No. 503662

UDIN: 23503662BGXWRV1982

Place: Chandigarh

Date: June 03, 2023

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF AVG LOGISTICS LIMITED

[Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of AVG Logistics Limited on the consolidated financial statements for the year ended March 31, 2023]

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

OPINION

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to consolidated financial statements of AVG Logistics Limited (hereinafter referred to as "the holding Company") and its associate Company and limited liability partnership (LLP), which are incorporated in India, as of that date.

In our opinion, and to the best of our information and according to the explanations given to us, the holding Company, its associate Company and LLP, which are incorporated in India, have, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2023, based on the internal financial controls with reference to consolidated financial statements criteria established by the respective Company and LLP 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) (the "Guidance Note").

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the holding Company, its associate Company and LLP, which are incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to consolidated financial statements criteria established by the respective Company and LLP considering the essential components of internal control stated in the Guidance Note. 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 the respective 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.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the holding Company, its associate Company and LLP, which are incorporated in India, 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") issued by the ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the holding Company, its associate Company and LLP, which are incorporated in India.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

A Company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance

Annexure B (Contd.)

with generally accepted accounting principles. A Company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated 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 consolidated financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

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

changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OTHER MATTER

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to one associate (i.e. LLP) which is incorporated in India, is based on the corresponding report of the auditors of such LLP on which internal financial control over financial reporting is not applicable and one associate company, which is incorporated in India whose unaudited financial statements have been furnished to us by the management.

For **MSKA & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

Naresh Anand

Partner

Membership No. 503662

UDIN: 23503662BGXWRV1982

Place: Chandigarh

Date: June 03, 2023

Consolidated Balance Sheet

as at March 31, 2023

(All amounts in INR Lakhs, unless otherwise stated)

	Notes	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
ASSETS				
Property, plant and equipment	6	8,471.90	8,147.91	6,319.83
Capital work-in-progress	7	209.76	4.67	222.19
Right-of-use assets	8	12,877.70	15,639.24	453.62
Other intangible assets	9	267.89	0.41	1.58
Financial assets				
Investments	10	1,048.21	1,000.52	996.76
Other financial assets	11	1,097.99	1,110.18	997.79
Deferred tax assets (net)	12	441.00	330.19	-
Other non-current assets	13	95.87	0.67	0.72
Total non-current assets		24,510.32	26,233.80	8,992.49
Current assets				
Inventories	14	49.97	13.45	35.19
Financial assets				
Trade receivables	15	12,313.23	10,750.29	9,417.72
Cash and cash equivalents	16	89.30	218.38	337.10
Bank balances other than cash and cash equivalent	17	149.69	299.17	238.62
Loans	18	157.36	381.91	497.73
Other financial assets	19	510.16	688.37	696.14
Current tax assets (net)	20	264.86	1,157.15	1,037.28
Other current assets	21	2,705.82	2,609.47	2,805.08
Total current assets		16,240.39	16,118.19	15,064.86
TOTAL ASSETS		40,750.71	42,351.98	24,057.35
Equity and liabilities				
Equity				
Equity share capital	22	1,177.53	1,177.53	1,177.53
Other equity	23	7,799.14	6,965.79	6,871.99
Total equity		8,976.67	8,143.32	8,049.52
Liabilities				
Non-current liabilities				
Financial Liabilities				
Borrowings	24	4,413.71	6,776.67	3,861.97
Lease liabilities	48	13,158.95	15,322.85	1,181.19
Other financial liabilities	26	43.87	47.73	48.93
Provisions	27	90.27	84.80	64.85
Deferred tax liabilities (net)	12	-	-	0.21
Total non current liabilities		17,706.80	22,232.05	5,157.15
Current liabilities				
Financial liabilities				
Borrowings	25	6,824.04	4,768.08	6,792.20
Trade payables				
- dues of micro and small enterprises	28	29.74	0.82	9.45
- dues of creditors other than micro and small enterprises		2,238.87	2,757.14	1,706.10
Lease liabilities	48	2,163.53	1,858.27	23.11
Other financial liabilities	29	1,199.00	946.79	811.92
Other current liabilities	30	1,563.79	1,609.32	1,483.29
Provisions	31	48.28	36.19	24.61
Total current liabilities		14,067.25	11,976.61	10,850.68
Total liabilities		31,774.04	34,208.66	16,007.83
TOTAL EQUITY AND LIABILITIES		40,750.71	42,351.98	24,057.35

Summary of significant accounting policies

The accompanying notes are an integral part of the financial statements

As per our report of even date

For **MSKA & Associates**

Chartered Accountants

Firm Registration Number: 105047W

Naresh Anand

Partner

Membership No.: 503662

For and on behalf of the Board of Directors

AVG Logistics Limited

CIN: L60200DL2010PLC198327

Sanjay Gupta

Managing Director

DIN: 00527801

Asha Gupta

Director

DIN: 02864795

Mukesh Kumar Nagar

Company Secretary

Place: Chandigarh

Date: June 03, 2023

Place: New Delhi

Date: June 03, 2023

Consolidated Statement of Profit and Loss

for the year ended March 31, 2023

(All amounts in INR Lakhs, unless otherwise stated)

	Notes	For the year ended March 31, 2023	For the year ended March 31, 2022
Income			
Revenue from operations	32	42,710.82	43,164.50
Other income	33	278.69	68.75
Total Income		42,989.51	43,233.25
Expenses			
Operating expense	34	29,406.42	33,991.82
Employee benefits expense	35	1,658.26	1,603.54
Finance costs	36	3,075.98	2,243.91
Depreciation and amortisation expense	37	3,580.00	1,804.93
Other expenses	38	4,150.86	3,503.25
Total expenses		41,871.52	43,147.46
Profit before tax		1,117.99	85.80
Tax expense:	39		
Current tax		441.80	120.82
Prior period tax		-	202.28
Deferred tax credit		(110.48)	(329.63)
Total income tax expense		331.32	(6.53)
Profit for the year		786.67	92.33
Share of profit from associate		47.86	4.21
Share of loss from enterprise		(0.17)	(0.44)
Profit for the year		834.36	96.10
Other comprehensive income			
Items that will not be reclassified to profit or loss			
- Re-measurement loss on defined benefit liability		(1.35)	(3.06)
Income tax relating to items that will not be reclassified to profit or loss		0.34	0.77
Total comprehensive income for the year, net of tax		833.35	93.81
Earnings per share (face value of INR10 each)	40	10.00	10.00
Basic and diluted		7.09	0.82

Summary of significant accounting policies

The accompanying notes are an integral part of the financial statements

As per our report of even date

For **MSKA & Associates**

Chartered Accountants

Firm Registration Number: 105047W

Naresh Anand

Partner

Membership No.: 503662

For and on behalf of the Board of Directors

AVG Logistics Limited

CIN: L60200DL2010PLC198327

Sanjay Gupta

Managing Director

DIN: 00527801

Asha Gupta

Director

DIN: 02864795

Mukesh Kumar Nagar

Company Secretary

Place: Chandigarh
Date: June 03, 2023

Place: New Delhi
Date: June 03, 2023

Consolidated Statement of Changes in Equity

for the year ended March 31, 2023

(All amounts in INR Lakhs, unless otherwise stated)

(A) EQUITY SHARE CAPITAL

	Amount
Equity shares of INR 10 each issued, subscribed and fully paid (refer note 22)	
Balances as at April 01, 2021	1,177.53
Changes in equity share capital during the year	-
Balances as at March 31, 2022	1,177.53
Changes in equity share capital during the year	-
Balances as at March 31, 2023	1,177.53

(B) OTHER EQUITY

	Reserve and surplus			Other Reserves	Total other equity
	Security premium	General Reserve	Retained earnings	Other comprehensive income (net of tax)	
Balance as at 01 April, 2021	3,161.79	3,519.27	190.92	-	6,871.99
Profit for the year	-	-	96.10	-	96.10
Other comprehensive income (net of tax)	-	-	-	(2.29)	(2.29)
Total comprehensive income for the year	-	-	96.10	(2.29)	93.80
Balance as at March 31, 2022	3,161.79	3,519.27	287.01	(2.29)	6,965.79
Profit for the year	-	-	834.36	-	834.36
Other comprehensive income (net of tax)	-	-	-	(1.01)	(1.01)
Total comprehensive income for the year	-	-	834.36	(1.01)	833.35
Balance as at March 31, 2023	3,161.79	3,519.27	1,121.37	(3.30)	7,799.14

Summary of significant accounting policies

The accompanying notes are an integral part of the financial statements

As per our report of even date

For **MSKA & Associates**

Chartered Accountants

Firm Registration Number: 105047W

Naresh Anand

Partner

Membership No.: 503662

For and on behalf of the Board of Directors

AVG Logistics Limited

CIN: L60200DL2010PLC198327

Sanjay Gupta

Managing Director

DIN: 00527801

Asha Gupta

Director

DIN: 02864795

Mukesh Kumar Nagar

Company Secretary

Place: Chandigarh

Date: June 03, 2023

Place: New Delhi

Date: June 03, 2023

Consolidated Statement of Cash Flows

for the year ended March 31, 2023

(All amounts in INR Lakhs, unless otherwise stated)

	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash flow from operating activities		
Profit before tax	1,117.99	85.80
Adjustments for:		
Depreciation and amortisation expense	818.45	635.84
Interest income	(40.38)	(36.77)
Profit on sale of property, plant and equipment	(9.74)	(11.42)
Finance cost	1,462.82	1,456.78
Interest cost on lease liabilities	1,609.26	785.28
Interest cost on security deposit received	3.90	1.86
Rental income on unwinding of deferred income of security deposit received	(4.76)	(3.05)
Interest income on security deposit given	-	(0.37)
Income on sub-lease	90.22	43.17
Provision for employee advances	54.39	18.82
Provision for expected credit loss	279.66	99.94
Advances written-off	202.01	0.46
Operating profit before working capital changes	5,583.82	3,076.34
Movements in working capital:		
Changes in other non-current financial assets	43.52	27.21
Changes in other non-current assets	0.30	(0.67)
Changes in inventories	(36.51)	21.73
Changes in trade receivables	(1,842.59)	(1,432.51)
Changes in current financial assets (loans)	224.55	115.82
Changes in other current financial assets	123.81	(11.05)
Changes in other current assets	(96.35)	195.61
Changes in other financial liability (non-current)	(3.87)	(1.19)
Changes in provisions	17.56	31.52
Changes in current financial liabilities	202.03	141.12
Changes in other current liability	(45.53)	125.98
Changes in trade payables	(691.36)	1,041.95
Cash generated from operations	3,479.38	3,331.86
Less: Income tax paid/(refund)	450.49	(442.97)
Net cash flow from operating activities	3,929.87	2,888.89
B. Cash flows from investing activities		
Additions to property, plant and equipment, intangible assets, movement in capital work-in progress and capital advances	(1,814.07)	(2,293.41)
Proceeds from sale of property, plant and equipment	85.00	37.57
Interest income	40.38	36.77
Bank balances other than cash and cash equivalents (net)	118.14	(200.15)
Net cash used in investing activities	(1,570.55)	(2,419.22)

Consolidated Statement of Cash Flows

for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

	For the year ended March 31, 2023	For the year ended March 31, 2022
C. Cash flow from financing activities		
Repayment of borrowings	(6,639.85)	(1,693.17)
Proceeds from borrowings	4,276.88	4,607.17
Movement in short-term borrowings (net)	2,055.96	(2,024.11)
Payment of lease liability (net)	(706.43)	6.06
Interest paid	(1,474.96)	(1,484.34)
Net cash used in financing activities	(2,488.40)	(588.39)
Net decrease in cash and cash equivalents (A+B+C)	(129.08)	(118.72)
Cash and cash equivalents at the beginning of the year	218.38	337.10
Cash and cash equivalents at the end of the year	89.30	218.38

Notes:

- Figures in brackets indicate cash outflow.
- The Statement of Cash flows has been prepared under the Indirect method set out in Ind AS-7 'Statement of Cash Flow' notified under the Companies (Indian Accounting Standards) Rules, 2015.
- Reconciliation of Cash and Cash Equivalents and Components of Cash and Cash Equivalents included in the above Statement of Cash Flows:

	As at March 31, 2023	As at March 31, 2022
Cash and cash equivalents comprise (refer note 16)		
- Cash on hand	79.25	167.55
- With banks in current account	10.05	50.83
Total cash and bank balances at end of the year	89.30	218.38

Summary of significant accounting policies

The accompanying notes are an integral part of the financial statements

As per our report of even date

For **MSKA & Associates**

Chartered Accountants

Firm Registration Number: 105047W

Naresh Anand

Partner

Membership No.: 503662

For and on behalf of the Board of Directors

AVG Logistics Limited

CIN: L60200DL2010PLC198327

Sanjay Gupta

Managing Director

DIN: 00527801

Asha Gupta

Director

DIN: 02864795

Mukesh Kumar Nagar

Company Secretary

Place: Chandigarh

Date: June 03, 2023

Place: New Delhi

Date: June 03, 2023

Notes to the consolidated financial statements for the year ended March 31, 2023

(All amounts in INR Lakhs, unless otherwise stated)

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

1 CORPORATE INFORMATION/BACKGROUND

AVG Logistics Limited ('the Parent' or 'the Holding Company') was incorporated on January 25, 2010 under the Companies Act, 1956. The main objects of the Holding Company are transportation of goods, warehousing and other incidental activities there to. The Holding Company is also involved in trading business. The registered office of the Holding Company is situated in New Delhi. The Holding Company's equity shares got listed on April 11, 2018 on NSE-SME platform. The Equity Shares of the Holding Company were listed on National Stock Exchange of India Limited ('NSE') and BSE Limited ('BSE') on May 12, 2023. The IndAS financial statements for the year ended March 31, 2023 were approved by the Board of Directors on June 03, 2023.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

In accordance with the notification issued by the Ministry of Corporate Affairs, the Holding Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 01, 2021. In accordance with Ind AS 101 First-time Adoption of Indian Accounting Standards, the Holding Company has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP") to Indian Accounting Standards (Ind AS) read with Companies (Indian Accounting Standards) Rules, 2015 of shareholders' equity as at March 31, 2022 and April 01, 2021 and of the total comprehensive income for the year ended March 31, 2022. These financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 (the "Act").

2.1 Basis of preparation of Financial Statements and Statement of Compliance with Ind AS

The consolidated financial statements along with its associate have been prepared in accordance with Indian Accounting Standard as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 (the 'Act').

2.2 Basis of Consolidation

a) Investments in group entities are accounted for using equity method in accordance with Indian

Accounting Standard (Ind AS) 28 - "Investments in Associates and Joint Ventures". Accordingly, the share of profit/ loss of each of the group entity (the loss being restricted to the cost of investment) has been added to/ deducted from cost of investments.

b) The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Holding Company's separate financial statements.

Following associate company and enterprise has been considered in the preparation of Consolidated Financial Statements:

Name of the Entity	Country of Incorporation	% ownership interest	
		As at March 31, 2023	As at March 31, 2022
NDRAVG Business Park Private Limited	India	35%	35%
NDR AVG Logistics LLP	India	30%	30%

2.3 Basis of measurement

The consolidated financial statements along with its associates have been prepared on accrual basis and the historical cost basis as a going concern except for financial instruments that are measured at fair values or at amortised cost, wherever applicable, at the end of each reporting period, as explained in the accounting policies below.

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

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Holding Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/ or disclosure purposes in this financial statement is determined on such basis, except for share-based payment transactions that are within

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

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

The consolidated financial statements are prepared in Indian Rupee (INR) and denominated in Lakhs.

The principal accounting policies are set out below.

2.4 Inventories

Inventories are valued at lower of cost and net realisable value. The cost is determined on first in first out basis and includes all charges incurred for bringing the inventories to their present condition and location. Net realisable value is the estimated selling price in the ordinary course of business, less estimated cost necessary to make sale.

2.5 Revenue recognition

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 Holding Company expects to be entitled in exchange for those goods or services. The Holding 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.

2.5.1 Rendering of services

Incomes from logistics services rendered are recognised on the completion of the services as per the terms of contract. Revenue is recognised at the fair value of consideration received or receivable, to the extent that it is probable that

the economic benefits will flow to the Holding Company and the revenue can be reliably measured.

2.5.2 Warehouse Income

Warehouse rental income is recognised on a straight-line basis over the period of the lease agreements.

2.5.3 Other income

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

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

2.6 Leasing

At inception of a contract, the Holding Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Holding Company assesses whether:

- * The contract involves the use of an identified asset - this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the lessor has a substantive substitution right, then the asset is not identified.
- * The Holding Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- * The Holding Company as a lessee has the right to direct the use of the asset. The Holding Company has this right when it has the decision-making rights

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Holding Company has the right to direct the use of the asset if either:

- the Holding Company as a lessee has the right to operate the asset; or
- the Holding Company as a lessee designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts entered into, or modified, on or after April 01, 2021.

As a lessee

The Holding Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate. The ROU of assets has been created on the basis of lock in period of lease agreement more than 12 months.

It is re-measured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Holding Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Holding Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying

amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Holding Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Holding Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

When the Holding Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Holding Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

The Holding Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of 'other income'.

As a lessee

Operating leases

The Holding Company has elected not to apply the requirements of Ind AS 116 to leases which are expiring within 12 months from the date of transition by class of asset and leases for which the underlying asset is of low value on a lease-by-lease basis. The Holding Company has also used the practical expedient provided by the standard when applying Ind AS 116 to leases previously classified as operating leases under Ind AS 17 and therefore, has not reassessed whether a contract, is or contains a lease, at the date of initial application, relied on its assessment of whether leases are onerous, applying Ind AS 37 immediately before the date of initial application as an alternative to performing an impairment review, excluded initial direct costs from measuring the right of use asset at the date of initial application and used hindsight when determining the lease term if the contract contains

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

options to extend or terminate the lease. Single discount rate to a portfolio of leases with similar characteristics.

On application of Ind AS 116, the nature of expenses has changed from lease rent in previous periods to depreciation cost for the right-to-use asset, and finance cost for interest accrued on lease liability.

In case of sub - leases

I. When the intermediate lessor enters into a sublease, the intermediate lessor (other than operating lease) :

1. Derecognises the ROU asset relating to the head lease that it transfer to the sublessee and recognises the net investment in the sublease.
2. Recognises any difference between the ROU asset and the net investment in the sublease in profit or loss.
3. Retains the lease liability relating to the head lease in its balance sheet, which represent the lease payments owned to the head lessor.

During the term of the sublease, the intermediate lessor recognises both

- Finance income on the sublease and
- Interest expenses on the head lease.

II. When the intermediate lessor enters into a sublease, the intermediate lessor (operating lease):

- There would be same treatment as in case of finance lease.

2.7 Foreign currencies

Initial recognition

In preparing the financial statements of the Holding Company, transactions in currencies other than the entity's functional currency of Indian Rupees (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

Conversion

- (a) Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

- (b) Non-monetary items, if any are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Exchange differences

The Holding Company accounts for exchange differences arising on translation/settlement of foreign currency monetary items as below:

- a. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.
- b. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

2.8 Borrowing costs

Borrowing Cost that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are charged to revenue in the year of incurrence. 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.

2.9 Employee benefits

2.9.1 Retirement benefit costs and termination benefits

i. Defined contribution plan:

Holding Company's contributions paid/payable during the year to the superannuation fund, ESIC, provident fund and labour welfare fund are recognised in the Statement of Profit and Loss.

ii. Defined benefits plan:

For defined retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement,

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income in the period in which they occur. Remeasurement recognised in Other Comprehensive Income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows.

- a. Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- b. Net interest expense or income; and
- c. Remeasurement

The Holding Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Holding Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

2.9.2 Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Holding Company in respect of services provided by employees up to the reporting date.

Compensated Absences

Accumulated compensated absences, which are availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. The obligation towards the same is measured at the cost of accumulating compensated absences as the additional amount to be paid as a result of the unused entitlement as at the year end.

2.10 Taxation

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

2.10.1 Current tax

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

2.10.2 Deferred tax

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

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Holding Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

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

2.10.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively.

2.11 Property, plant and equipment

All items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition is inclusive of purchase price, levies and any directly attributable cost of bringing the assets to its working condition for the intended use. Subsequent costs are included in the asset's carrying amount or recognised as separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the Company and cost of the item can be measured reliably. The carrying amount

of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the reporting period in which they are incurred.

Depreciation on tangible assets is charged by the Straight Line Method (SLM) in accordance with the useful lives specified in Part - C of Schedule II of the Companies Act, 2013 on a pro-rata basis except in the case of:

The carrying amount is calculated after reducing 5% of the value of property, plant and equipment as residual value. The Holding Company has used following useful lives to provide depreciation of different class of its property, plant and equipment

Particulars	Useful life (in years)
Computer	3
Building – RCC frame structure	60
Building – other than RCC frame structure	30
Furniture and fixtures	10
Office equipment	5
Vehicle	8
Trucks (till September 30, 2020)	6
Trucks (w.e.f. October 01, 2020)	10

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

On transition to Ind AS, the Holding Company has elected to continue with the carrying value of all of its property, plant and equipment measured as per the Previous GAAP as at April 01, 2021 as its deemed cost on the date of transition.

2.12 Intangible assets

2.12.1 Intangible assets acquired separately

The useful lives of intangible assets are assessed as either finite or infinite. Intangible assets with

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. 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.

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

2.12.2 Useful lives of intangible assets

The expenditure incurred is amortised over three financial years equally commencing from the year in which the expenditure is incurred.

Particulars	Useful life (in years)
Computer Software	
– ERP	3
– Other than ERP	3

2.13 Impairment of tangible and intangible assets

The management of the Holding Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. A reversal of an impairment loss is recognised immediately in profit or loss.

2.14 Impairment of investments

The Holding Company assesses impairment of investments in subsidiaries, associates and joint ventures which are recorded at cost. At the time when there are any indications that such investments have suffered a loss, if any, is recognised in the statement of Profit and Loss. The recoverable amount requires estimates of operating margin, discount rate, future growth rate, terminal values, etc. based on management's best estimate.

2.15 Provisions, contingent liabilities and contingent assets

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

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent liabilities are disclosed when there is a possible obligation arising 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 Holding Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

2.16 Financial instruments

Financial assets and financial liabilities are recognised when Holding Company becomes a party to the contractual provisions of the instruments

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.17 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a settlement date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

or fair value, depending on the classification of the financial assets.

2.17.1 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition)

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

For the impairment policy on financial assets measured at amortised cost

Investments in subsidiaries: All investments in subsidiaries are valued at cost.

All other financial assets are subsequently measured at fair value.

2.17.2 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

2.17.3 Financial assets at fair value through profit and loss

Investments in equity instruments are classified as at FVTPL, unless the Holding Company irrevocably elects on initial recognition to present

subsequent changes in fair value in Other Comprehensive Income for investments in equity instruments which are not held for trading.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other Income' line item. Dividend on financial assets at FVTPL is recognised when the Holding Company's right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

2.17.4 Impairment of financial assets

The Holding Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Holding Company in accordance with the contract and all the cash flows that the Holding Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

The Holding Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

increased significantly since initial recognition.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Holding Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Holding Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Holding Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Holding Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

2.17.5 Derecognition of financial assets

The Holding Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Holding Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Holding Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Holding Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Holding Company continues to recognise the financial asset and also recognises a collateralised borrowing for the

proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in Other Comprehensive Income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Holding Company retains an option to repurchase part of a transferred asset), the Holding Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in Other Comprehensive Income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in Other Comprehensive Income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2.17.6 Financial Liability:

Financial liabilities are classified and measured at amortised cost or FVTPL"

a) Initial Recognition and Subsequent measurement:

- Financial liabilities through fair value through profit or loss (FVTPL): A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Statement of Profit and Loss.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

- Financial liabilities at amortised cost: Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in Statement of Profit and Loss.

Interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised as well as through the EIR amortisation process. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximates fair value due to the short maturity of these instruments.

b) Financial guarantee liability:

Financial guarantee contracts issued by the Holding Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument.

2.17.7 Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in Other Comprehensive Income.
- For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised

cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in Other Comprehensive Income.

2.18 Financial liabilities and equity instruments

2.18.1 Classification as debt or equity

Debt and equity instruments issued by Holding Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.18.2 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by Holding Company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Holding Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Holding Company's own equity instruments.

2.18.3 Financial liabilities

All financial liabilities are subsequently measured at amortised cost.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

2.19 Segment accounting:

The CEO monitors the operating results of the business segments separately for the purpose of making decisions about the allocation of resources and performance assessment. Segment performance is measured based on profit or loss and is measured consistently with profit or loss in Financial Statements.

Identification of operating segments

The operating segments have been identified based on its services and has two reportable segments, as follows:

- i. Supply Chain Management - Goods transportation service including warehouse management service.
- ii. Trading Business

Accounting of Operating Segments

Accounting policies adopted for segment reporting are in line with the accounting policies of the Holding Company. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenues and expenses, which relate to the enterprise as a whole and are not allocable to segments on a reasonable basis and inter-segment revenue and expenses, have been included under "Unallocated Corporate Expenses/ Eliminations".

2.20 Earnings per share:

Basic and diluted earnings per share is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year, in accordance with Ind AS 33.

3 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Holding Company's accounting policies, which are described in note 2, the management 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 the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Useful lives of property, plant and equipment

As described in note 2.11 above, the Holding Company reviews the estimated useful lives of Property, Plant and Equipment at the end of each annual reporting period.

(ii) Defined benefit plans

The cost of the defined benefit plans and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making assumptions that may differ from actual developments in the future. These include the determination of discount rate, future salary increases, mortality rates and attrition rate. 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.

(iii) Fair value of financial assets and liabilities and investments

The Holding Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values etc. based on management's best estimate about future developments.

(iv) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Holding Company makes an assessment on the expected lease term on a lease-by lease basis and there by

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Holding Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

(v) Trade receivables

The Holding Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Holding Company has considered subsequent recoveries, past trends, credit risk profiles of the customers based on their industry, macroeconomic forecasts and internal and external information available to estimate the probability of default in future and has taken into account estimates of possible effect from the pandemic relating to COVID-19.

4 STANDARDS (INCLUDING AMENDMENTS) ISSUED BUT NOT YET EFFECTIVE

The Ministry of Corporate Affairs has vide notification dated March 31, 2023 notified Companies (Indian Accounting Standards) Amendment Rules, 2023 (the 'Rules') which amends certain accounting standards, and are effective April 01, 2023:

Ind AS 1 - Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements.

Ind AS 12 - Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty.

None of the amendments notified by MCA which are applicable from April 01, 2023 are expected to have any material impact on the financial statements of the Holding Company.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

5 DISCLOSURE PURSUANT TO IND AS 101 "FIRST TIME ADOPTION OF INDIAN ACCOUNTING STANDARDS"

First time adoption of Ind AS

The Holding Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015. The Holding Company has adopted Ind AS with a transition date of April 01, 2021. Accordingly, financial statements for the year ended March 31, 2023 together with the comparative information for the year ended March 31, 2022 and opening Ind AS balance sheet as at April 01, 2021 have been prepared in accordance with accounting policies as set out in Note 2 - "Significant accounting policies".

The Holding Company has prepared its opening Ind AS balance sheet as at April 01, 2021 by recognising assets and liabilities whose recognition is required by Ind AS, derecognising assets and liabilities which are not permitted by Ind AS, reclassifying assets and liabilities as required by Ind AS, and applying Ind AS measurement principles, subject to certain optional exemptions and mandatory exceptions. The resulting difference between the carrying values of the assets and liabilities as at the transition date under Ind AS and Previous GAAP have been adjusted directly against "Other Equity".

The effect of the transition to Ind AS on Holding Company's financial position, financial performance and cash flows is set out below.

(a) Optional exemptions and mandatory exceptions

The Holding Company has availed the following optional exemptions and mandatory exceptions on first time adoption of Ind AS as per Ind AS 101.

(i) Optional exemptions

Deemed cost for property, plant and equipment (PPE) and intangible assets (IA)

Previous GAAP carrying value to be considered as 'deemed cost' as on transition date for property, plant and equipment and intangible assets.

Leases

The Holding Company has opted to determine, whether a contract or arrangement existing at the date of transition contains a lease /sub-lease on the basis of facts and circumstances of each cases existing at the date of transition rather than at the inception of the arrangement.

Investments in joint ventures

Designation of investment in equity instruments

The Holding Company has opted to designate equity investments as at deemed cost in its opening Ind AS financial for its investment in the joint ventures based on the facts and circumstances existing at the date of transition to Ind AS rather than at initial recognition.

(ii) Mandatory exceptions

Classification and measurement of financial assets

The Holding Company has assess and determined the classification and measurement of financial assets on the basis of the facts and circumstances existing at the date of transition.

The following reconciliations provides the effect of transition to Ind AS from Indian GAAP in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards: -

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

(a) Reconciliation of equity as at date of transition April 01, 2021: -

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
ASSETS				
Non-current assets				
Property, plant and equipment	h(ii), (i)	6,351.51	(31.68)	6,319.83
Right of use asset	h(ii), (i)	-	-	-
Capital work-in-progress		222.19	-	222.19
Other intangible assets		1.58	-	1.58
Financial assets				
Investments		986.07	-	986.07
Loans		1,290.01	(1,290.01)	-
Other financial assets	h(ii), (i)	-	997.79	997.79
Deferred tax asset (net)	h(v), (i)	144.99	(144.99)	-
Other non-current assets	h(iv), (i)	415.56	(414.84)	0.72
Total non-current assets		9,411.90	(883.73)	8,528.18
Current assets				
Inventories		35.19	-	35.19
Financial assets				
- Trade receivables		8,365.16	1,052.56	9,417.72
- Cash and cash equivalents		337.10	-	337.10
- Bank balances other than cash and cash equivalents		238.62	-	238.62
- Loans		3,050.81	(2,553.08)	497.73
- Other financial assets	h(iii), (i)	-	696.14	696.14
Current tax assets (net)		-	1,037.28	1,037.28
Other current assets		1,556.70	1,248.38	2,805.08
Total current assets		13,583.58	1,481.28	15,064.86
Total assets		22,995.48	597.55	23,593.04
EQUITY AND LIABILITIES				
Equity				
Equity share capital		1,177.53	-	1,177.53
Other equity	h(i), (ii), (iii), (iv), (v)	6,670.22	191.10	6,861.32
Total equity		7,847.75	191.10	8,038.85
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings		3,861.97	-	3,861.97
Lease Liabilities	h(ii), (i)	-	1,181.19	1,181.19
Other financial liabilities	h(iii), (i)	393.31	(344.39)	48.93
Deferred tax liability (net)	h(v), (i)	-	0.21	0.21
Provisions		64.85	-	64.85
Total non-current liabilities		4,320.13	837.01	5,157.15

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
Current liabilities				
Financial liabilities				
Borrowings		6,792.20	-	6,792.20
Lease liabilities	h(ii), (i)	-	23.11	23.11
Trade payables				
i) total outstanding dues of micro enterprises and small enterprises		9.45	-	9.45
ii) total outstanding dues of creditors other than micro enterprise and small enterprise		1,706.10	-	1,706.10
Other financial liabilities		-	811.92	811.92
Other current liabilities	h(i)	2,295.24	(811.95)	1,483.29
Provisions		24.61	-	24.61
Total current liabilities		10,827.60	23.08	10,850.68
Total liabilities		15,147.73	860.09	16,007.83
Total equity and liabilities		22,995.48	1,051.19	24,046.68

* The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

(b) Reconciliation of equity as at March 31, 2022

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
ASSETS				
Non-current assets				
Property, plant and equipment	h(ii), (i)	8,178.10	(30.19)	8,147.91
Right of use	h(ii), (i)	-	-	-
Capital work-in-progress		4.67	-	4.67
Other intangible assets		0.41	-	0.41
Financial assets				
Investments		986.07	-	986.07
Loans		1,157.15	(1,157.15)	-
Other financial assets	h(ii), (i)	-	1,110.18	1,110.18
Deferred tax asset (net)	h(v), (i)	221.81	108.38	330.19
Other non-current assets	h(iv), (i)	673.75	(673.08)	0.63
Total non-current assets		11,221.96	(641.87)	10,580.06
Current assets				
Inventories		13.45	-	13.45
Financial assets				
Trade receivables		9,133.51	1,616.78	10,750.29
Cash and cash equivalents		218.38	-	218.38
Bank balances other than cash and cash equivalents		299.17	-	299.17
Loans		2,991.39	(2,609.48)	381.91
Other financial assets	h(iii), (i)	-	688.37	688.37
Current tax assets (net)		-	1,157.15	1,157.15
Other current assets		2,010.81	598.66	2,609.47
Total current assets		14,666.71	1,451.48	16,118.19
Total assets		25,888.67	809.62	26,698.25

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
EQUITY AND LIABILITIES				
Equity				
Equity share capital		1,177.53	-	1,177.53
Other equity	h(i), (ii), (iii), (iv), (v)	7,270.38	(304.59)	6,965.79
Total equity		8,447.91	(304.59)	8,143.32
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings		6,776.67	-	6,776.67
Lease Liabilities	h(ii), (i)	-	15,322.85	15,322.85
Other financial liabilities	h(iii), (i)	538.32	(77.50)	47.73
Provisions		84.80	-	84.80
Total non-current liabilities		7,399.79	15,245.34	22,232.05
Current liabilities				
Financial liabilities				
Borrowings		4,768.08	-	4,768.08
Lease Liabilities	h(ii), (i)	-	1,858.27	1,858.27
Trade payables				
i) total outstanding dues of micro enterprises and small enterprises		0.82	-	0.82
ii) total outstanding dues of creditors other than micro enterprise and small enterprise		2,757.14	-	2,757.14
Other financial liabilities		-	946.79	946.79
Other current liabilities		2,478.74	(869.42)	1,609.32
Provisions		36.19	-	36.19
Total current liabilities		10,040.97	1,935.64	11,976.61
Total liabilities		17,440.76	17,180.99	34,208.66
Total equity and liabilities		25,888.67	16,876.39	42,351.98

* The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

(c) Reconciliation of profit or loss for the year ended March 31, 2022

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
Income				
Revenue from operations	h(ii), (i)	43,207.67	(43.17)	43,164.50
Other income	h(iii), (i)	65.33	3.42	68.75
Total income		43,273.00	(39.75)	43,233.25
Expenses				
Purchase of Stock-in-trade				
Changes in inventories of finished goods, stock-in-trade and work-in-progress				
Operating expenses	h(ii), (i)	35,013.34	(1,021.52)	33,991.82
Employee benefit expenses	h(vi), (i)	1,606.60	(3.06)	1,603.54
Finance costs	h(ii), (iii), (i)	1,456.78	787.14	2,243.91
Depreciation and amortisation expense	h(ii), (i)	637.34	1,167.59	1,804.93
Other expenses	h(ii), (i)	3,712.49	(209.25)	3,503.24
Total expenses		42,426.54	720.90	43,147.45
Profit/(loss) before tax		846.46	(760.64)	85.80

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

	Notes to first-time adoption	Indian GAAP*	Adjustments	Ind AS
Tax expense				
Current tax		120.82	-	120.82
Prior year tax/(credit)		202.28	-	202.28
Deferred tax	h(v)	(76.81)	(252.82)	(329.63)
Total income tax expense		246.29	(252.82)	(6.53)
Profit/(loss) for the year		600.16	(507.83)	92.33
Other comprehensive income				
Items that will not be reclassified to profit or loss				
Remeasurement of net defined benefit liability	h(vi), (i)	-	(3.06)	(3.06)
Income tax effect		-	0.77	0.77
Net other comprehensive income for the year not be reclassified to profit or loss, net of tax		-	(2.29)	(2.29)
Total other comprehensive loss for the year		600.16	(510.12)	90.04

* The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

(d) Reconciliation of total equity as at March 31, 2022 and April 01, 2021

	Notes to first-time adoption	As at March 31, 2022	As at April 01, 2021
Shareholder's equity as per Indian GAAP audited financial statements		7,270.38	6,680.88
Adjustment			
(i) Reversal of rent	h(ii)	141.65	
(ii) Creation of provision for advances			
(iii) Interest Income on security deposit			
(iv) Finance cost (interest on lease liabilities and Interest on measurement of security deposit)	h(ii)	(787.14)	
(v) Depreciation (Right-of-use assets)	h(ii)	(1,169.09)	
(vi) Deferred Income on security deposit amortisation	h(iii)	3.05	
(vii) Tax effect on IND AS adjustments	h(v)	252.82	(145.21)
(viii) Reversal of sublease Income	h(ii)	(138.02)	
(ix) Recognition of unearned finance income Ind AS 116	h(ii)	94.85	
(x) Differential right-of use asset and net investment	h(ii)		184.65
(xi) Reversal of provision for lease equalisation reserve-IGAAP	h(iv)	67.51	344.39
(xii) Reversal of provision for deferred lease income-IGAAP	h(ii)		(192.93)
(xiii) Interest income on measurement of security deposit	h(iii)	0.37	
(xiv) Reversal of transportation expenses	h(ii)	1,021.52	
(xv) Retained earning of April 1, 2021		190.90	
(xvi) Leasehold land depreciation	h(ii)	1.50	
(Xvi) other adjustment		1.04	0.18
Total adjustment		(319.04)	191.08
Shareholder's equity as per Ind AS		6,951.34	6,871.96

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

(e) Reconciliation of total comprehensive income for the year ended March 31, 2022

	Notes to first- time adoption	As at March 31, 2022
Profit as per Indian GAAP		600.16
Adjustment		-
(i) Reversal of rent	h(ii)	141.65
(ii) Reversal of transportation expenses	h(ii)	1,021.52
(iii) Reversal of sublease income	h(ii)	(138.02)
(iv) Recognition of unearned finance income Ind AS 116	h(ii)	94.85
(v) Finance cost (interest on lease liabilities and Interest on measurement of security deposit)	h(ii)	(787.14)
(vi) Depreciation (Right-of-use assets)	h(ii)	(1,169.09)
(vii) Deferred Income on security deposit amortisation	h(iii)	3.05
(viii) Reversal of provision for lease equalisation reserve- IGAAP	h(iv)	67.51
(ix) Interest income on measurement of security deposit	h(iii)	0.37
(vii) Tax effect on IND AS adjustments	h(v)	252.82
(viii) Leasehold land depreciation	h(ii)	1.50
(ix) Other adjustment		0.85
Total		(510.12)
Profit/(loss) as per Ind AS		90.04

(f) Impact of Ind AS adoption on cash flow statements for the year ended March 31, 2022

	Indian GAAP*	Adjustments	Ind AS
Net cash flow from operating activities			
Net cash flow from investing activities	2,847.97	40.92	2,888.89
Net cash flow from financing activities	(2,370.95)	(48.27)	(2,419.22)
	(593.72)	5.33	(588.39)
Net increase / (decrease) in cash and cash equivalents	(116.70)	(2.02)	(118.72)
Cash and cash equivalents as at April 01, 2021	337.10	-	337.10
Cash and cash equivalents as at March 31, 2022	220.40	(2.02)	218.38

* The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

(g) Analysis of changes in cash and cash equivalent for the purpose of statement of cash flows under Ind AS:

	As at March 31, 2022	As at April 01, 2021
Cash and cash equivalents as per Indian GAAP	218.38	337.10
Adjustments:		
Reclassification of fixed deposit for less than 3 Months of maturity	-	-
Cash and cash equivalents as per Ind AS	218.38	337.10

(h) Notes:

- Under Ind AS financial assets and liabilities are measured at fair value at the inception and subsequently at amortised cost or at fair value based on their classification. Under I-GAAP the financial assets and liabilities were measured at cost net of allowance.

ii. IndAS 116

Right-of-use assets

Under previous GAAP, there is no such provision for creation of Right-of-use assets. As per the provision of Ind AS 116, Holding Company has to create Right-of-use assets. At date of transition, the Holding Company have

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

lease agreement where Company is lessee. Thus as per the requirement of Ind As 116, the Holding Company has recognised Right-of-use assets and corresponding has recognised lease liability. Therefore Right-of-use assets amounting INR 421.33 as at April 01, 2021 (INR 15,639.24 as at March 31, 2022) has recognised. Right-of-use assets amounting INR 0.47 as at April 01, 2021 has recognised on account of Security Deposit given.

Right-of-use assets amounting INR 31.82 as at April 01, 2021 (INR 30.19 as at March 31, 2022) has recognised on account of reclassification of leasehold land from Property plant and equipment.

Under previous GAAP, there is no such provision for creation of net investment on sublease. As per the provision of Ind As 116, Holding Company has to create Net investments on sublease in the nature of finance lease. Thus as per the requirement of Ind As 116, the Holding Company has recognised Net investments on sublease as at April 01, 2021 amounting INR 967.62 by derecognition of Right-of-use assets amounting INR 782.97 and corresponding adjustment in retained earnings by INR 184.65. There is net decrease in Net investments on sublease by INR 27.21 due to recognition of unearned finance income and reversal of net investment on sublease on account of receipt of rent payments.

As per Ind AS 116, Deferred lease income w.r.t sublease in the nature of finance lease, recognised under previous GAAP has been derecognised by corresponding adjustment in retained earnings by INR 192.93 as at April 01, 2021 (INR 208.89 as at March 31, 2022)

Correspondingly, depreciation amounting to INR 1167.59 has been charged to profit and loss statement for the period ended on March 31, 2022)

Lease liability

Under previous GAAP lease is recognised on straight lines basis .As per the provision of Ind AS corresponding to Right-of-use assets, lease liability of INR 1,204.30 as at April 01, 2021 (INR 17,181.13 as at March 31, 2022) has been recognised. Correspondingly, interest on lease liability of INR 785.28 has been booked and payment of leases rental amounting INR 1,163.17 has been paid for the year ended on March 31, 2022.

Difference on date on transition between Rights of use assets and lease liability has been transferred to retained earnings.

iii. Security deposit

Under Indian GAAP, interest-free security deposit (that are payable in cash on completion of the lease term) are recorded at their transaction value. Under Ind AS, all financial liabilities are required to be recognised at fair value. Accordingly the Holding Company has fair valued these security deposits under Ind AS. Difference between the fair value and transaction value of the security deposit has been recognised as deferred income. Consequently, the amount of security deposit as on March 31, 2022 has been decreased by INR (April 01, 2021: INR 31.18) with a corresponding increase in deferred income. The income for the year ended March 31, 2022 and retained earnings as on April 01, 2021 has been increased by INR 3.05 and INR Nil, respectively due to unwinding of deferred income. Unwinding of deferred income in statement profit or loss is partially off-set by the notional interest expense of INR 1.86 during the year ended March 31, 2022 and in retained earnings by INR Nil as on April 01, 2021 with corresponding increase in security deposit.

Under Indian GAAP, as on March 31, 2022 the Holding Company has classified 77.50 (April 01, 2021: INR Nil) as short term security deposit. Under Ind AS, as on March 31, 2022 short-term security deposits includes deposits which were measured at amortised cost due it long-term nature in the previous years. However, in current year the same has been classified as short-term as they will be settled within 12 months from the end of March 31, 2022.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

iv. Lease equalisation reserve

Lease equalisation reserve has been decreased with a corresponding adjustment in retained earnings as of April 01, 2021 by INR 344.39 (INR 411.90 as at March 31, 2022) pursuant to adoption of Ind AS. The income for the year ended March 31, 2022 has been increased by INR 67.51 due to reversal of lease equalisation reserve.

Deferred tax

- v. Under Previous GAAP, deferred taxes were accounted basis the income statement approach which required creation of deferred tax asset/liability on temporary differences between taxable income and accounting income. Under Ind AS, deferred taxes are accounted basis the balance sheet approach which requires creation of deferred tax asset/liability on temporary differences between the carrying amount of an asset/liability in the Balance Sheet and its corresponding tax base. Application of Ind AS has also resulted in recognition of deferred taxes on new temporary differences arising due to adjustments made on transition to Ind AS.

Defined benefit liabilities

- vi. Both under Indian GAAP and Ind AS, the Holding Company recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to Statement of Profit and Loss. Under Ind AS, re-measurements comprising of actuarial gains and losses are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI. Thus the employee benefit cost for the year ended March 31, 2022 is reduced by INR 3.06 and re-measurement gains/ losses on defined benefit plans of the corresponding amount has been recognised in the OCI, net of taxes.
- vii. The previous year IGAAP figures have been reclassified/ regrouped to make them comparable with Ind AS presentation.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

6 PROPERTY, PLANT AND EQUIPMENT

Particulars	Gross block			Accumulated depreciation			Net block	
	As at April 01, 2022	Additions	Disposals	As at April 01, 2022	Depreciation	Disposals	As at March 31, 2023	As at March 31, 2022
Freehold land	208.32	0.50	-	-	-	-	208.82	208.32
Vehicle	145.91	19.67	42.82	31.61	23.62	35.22	102.75	114.30
Trucks	5,116.13	1,099.07	710.08	336.52	616.89	642.43	5,194.14	4,779.61
Furniture and fixtures	56.48	7.20	-	8.07	7.61	-	48.01	48.41
Office equipment	90.43	25.06	-	23.82	24.32	-	67.36	66.61
Building - RCC frame structure	1,227.86	-	-	20.22	19.59	-	1,188.05	1,207.64
Building - other than RCC frame structure	1,735.03	-	-	36.13	55.33	-	1,643.57	1,698.90
Computers	34.76	5.87	-	10.64	10.79	-	19.20	24.12
Total	8,614.92	1,157.37	752.90	467.01	758.15	677.65	8,471.90	8,147.91

Particulars	Gross block			Accumulated depreciation			Net block	
	As at April 01, 2021	Additions	Disposals	As at April 01, 2021	Depreciation	Disposals	As at March 31, 2022	As at March 31, 2021
Freehold land	192.06	16.26	-	-	-	-	208.32	192.06
Vehicle	137.03	8.88	-	-	31.61	-	114.30	137.03
Trucks	3,634.72	1,675.92	194.51	-	505.36	168.84	4,779.61	3,634.72
Furniture and fixtures	43.69	12.79	-	-	8.07	-	48.41	43.69
Office equipment	66.01	24.42	-	-	23.82	-	66.61	66.01
Building - RCC frame structure	1,173.97	53.89	-	-	20.22	-	1,207.64	1,173.97
Building - other than RCC frame structure	1,050.79	684.24	-	-	36.13	-	1,698.90	1,050.79
Computers	21.56	13.20	-	-	10.64	-	24.12	21.56
Total	6,319.83	2,489.60	194.51	-	635.85	168.84	8,147.91	6,319.83

Notes:

- 1) The Holding Company has availed the deemed cost exemption in relation to the property, plant and equipment on the date of transition (i.e. April 01, 2021) and hence the net block carrying amount has been considered as the gross block carrying amount on that date.
- 2) Refer note 42 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

7 CAPITAL WORK-IN-PROGRESS

Particulars	Amount
As at April 01, 2021	222.19
Addition	4.67
Capitalised during the year	222.19
As at March 31, 2022	4.67
Addition	1,095.93
Capitalised during the year	890.84
As at March 31, 2023	209.76

Notes:

- 1) There are no projects where activity has been suspended.
- 2) There are no projects as at March 31, 2023, March 31, 2022 and April 01, 2021 which has exceeded its cost or completion is overdue.
- 3) Refer note 24 for details of information on property, plant and equipment, capital work-in-progress and intangible assets pledged as security by the Holding Company.
- 4) Refer note 50 for detailed ageing schedule for capital work-in-progress.

8 RIGHT-OF-USE ASSETS

Particulars	Building	Leasehold land	Trains	Total
Gross block				
As at April 01, 2021	381.45	72.17	-	453.62
Additions during the year	-	-	16,354.72	16,354.72
As at March 31, 2022	381.45	72.17	16,354.72	16,808.33
As at March 31, 2023	381.45	72.17	16,354.72	16,808.33
Accumulated amortisation				
As at April 01, 2021	-	-	-	-
Amortisation charge for the year	40.04	1.54	1,127.51	1,169.09
As at March 31, 2022	40.04	1.54	1,127.51	1,169.09
Amortisation charge for the year	35.47	1.54	2,724.54	2,761.55
As at March 31, 2023	75.50	3.08	3,852.06	3,930.64
Net block				
As at April 01, 2021	381.45	72.17	-	453.62
As at March 31, 2022	341.41	70.63	15,227.20	15,639.24
As at March 31, 2023	305.95	69.09	12,502.66	12,877.70

Also refer note 48 for detailed disclosure on leases.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

9 OTHER INTANGIBLE ASSETS

Particulars	Gross block			Accumulated amortisation			Net block	
	As at April 01, 2022	Additions	Disposals	As at March 31, 2023	As at April 01, 2022	Disposals	As at March 31, 2023	As at March 31, 2022
Computer software	1.58	-	-	1.58	1.17	-	0.41	0.41
Goodwill (refer note 43)	-	327.80	-	327.80	-	60.32	267.48	-
Total	1.58	327.80	-	329.38	1.17	60.32	267.89	0.41

Particulars	Gross block			Accumulated depreciation			Net block	
	As at April 01, 2021	Additions	Disposals	As at March 31, 2022	As at April 01, 2021	Disposals	As at March 31, 2022	As at March 31, 2021
Computer software	1.58	-	-	1.58	-	-	0.41	1.58
Total	1.58	-	-	1.58	-	-	0.41	1.58

10 FINANCIAL ASSETS- INVESTMENTS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Unquoted investment			
Equity instrument (refer footnote 1)			
9,845,697 equity shares of INR 10 each fully paid-up in NDRAVG Business Park Private Limited	999.65	995.44	990.98
Share of profit from associate	47.86	4.21	4.46
Investment in capital of limited liability partnership (refer footnote 2)			
NDR AVG Logistics LLP	0.88	1.32	1.50
Share of loss from enterprise	(0.17)	(0.44)	(0.18)
Aggregate amount of unquoted non-current investment	1,048.21	1,000.52	996.76

Note:

1. The Holding Company holds 35% (Previous year: 35%) of total shares capital of NDRAVG Business Park Private Limited, an associate Company.
2. Investment in limited liability partnership firm

	Share in profits (%)	Share in profits (%)	Share in profits (%)
Partners			
N D R Warehousing Private Limited	60%	60%	60%
AVG Logistics Limited	30%	30%	30%
N.Amrutesh Reddy	6%	6%	6%
Sanjay Gupta	4%	4%	4%
Total capital of firm	100%	100%	100%

- 3) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at cost.

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

11 OTHER FINANCIAL ASSETS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
In deposit accounts with maturity for more than 12 months (lien marked against bank guarantee and letter of credit)	192.42	161.09	21.49
Security deposits	8.68	8.68	8.68
Net investment in sublease of right-of-use asset	896.89	940.41	967.62
	1,097.99	1,110.18	997.79

Note:

- 1) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.

12 DEFERRED TAX ASSETS, NET

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Deferred tax assets			
Provision for retirement benefits	34.84	30.45	7.66
Provision for lorry advance	33.25	36.53	9.19
Provision for employee advance	21.83	8.14	2.05
Provision for doubtful debts	408.93	359.24	334.09
Provision for bonus	18.50	13.33	3.36
Share issue expenses	-	49.55	12.47
Provision for other advances	7.64	35.11	8.84
Provision for non payment of goods and services tax	219.22	177.60	-
Lease liability Ind AS 116	3,846.38	4,314.07	292.94
Security deposit taken measured at fair value	6.41	7.39	7.85
Total (A)	4,597.00	5,031.41	678.45
Deferred tax liability			
On account of difference in depreciation as per the Income-tax Act, 1961 and depreciation and amortisation as per financial statements	(702.48)	(539.15)	(331.28)
Right-of-use assets Ind AS 116	(3,221.91)	(3,918.31)	(96.00)
Net investment in sublease of right-of-use asset	(225.73)	(236.68)	(243.53)
Deferred Income on security deposit taken	(5.88)	(7.08)	(7.85)
Total (B)	(4,156.00)	(4,701.22)	(678.66)
Net deferred tax assets/ (liabilities) (A - B)	441.00	330.19	(0.21)

13 OTHER NON-CURRENT ASSETS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Capital advance	95.51	-	0.72
Deferred lease income	0.36	0.67	-
	95.87	0.67	0.72

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

14 INVENTORIES

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Consumables and spare parts	49.97	13.45	35.19
	49.97	13.45	35.19

15 TRADE RECEIVABLES

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Trade receivable considered good - unsecured	10,674.00	9,133.51	8,365.16
Receivable from contract with customer - unbilled	1,639.23	1,616.78	1,052.56
Trade receivable - credit impaired - unsecured	1,624.80	1,427.38	1,327.43
Less: Allowance for credit impairment	(1,624.80)	(1,427.38)	(1,327.43)
	12,313.23	10,750.29	9,417.72

Note:

- 1) Refer note 24 for details of information on financial assets- trade receivables pledged as security by the Holding Company.
- 2) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.
- 3) Refer note 51 for detailed ageing schedule for trade receivables.

16 CASH AND CASH EQUIVALENTS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Cash on hand	79.25	167.55	204.97
Balances with banks			
(i) In current accounts	10.05	50.83	132.13
	89.30	218.38	337.10

Note:

- 1) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.

17 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
In fixed deposit with original maturity for more than 3 months but remaining maturity of less than 12 months from balance sheet date	149.69	299.17	238.62
	149.69	299.17	238.62

Note:

- 1) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

18 LOANS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Other receivables	187.73	426.73	497.73
Less: provision for other receivables	(30.37)	(44.82)	-
	157.36	381.91	497.73

Note:

- 1) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.

19 OTHER FINANCIAL ASSETS

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Unsecured, considered good			
Current			
Interest accrued on unsecured loan to other parties	-	231.34	207.93
Less: provision for allowances	-	(94.66)	-
Other receivables	23.80	38.54	20.98
Security deposits	486.36	513.15	467.23
	510.16	688.37	696.14

Note:

- 1) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial assets measured at amortised cost.

20 CURRENT TAX ASSETS (NET)

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Taxes paid including advance tax and tax deducted at source (net of provision for tax)	264.86	1,157.15	1,037.28
	264.86	1,157.15	1,037.28

21 OTHER CURRENT ASSETS

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Unsecured, considered good			
Current			
Prepaid expenses	91.88	123.56	59.50
Balances with government authorities	195.53	188.92	222.15
Advance to suppliers	1,335.27	1,273.63	1,039.15
Advance to employees (refer note (a) below)	143.38	147.71	120.29
Lorry trip advance	1,158.62	1,040.12	1,509.11
Less: Provision for doubtful advances	(218.86)	(164.47)	(145.12)
Total	2,705.82	2,609.47	2,805.08

Note:

- 1) Refer note 24 for details of information on other assets (current) pledged as security by the Holding Company.
- 2) Refer note 53 for amount receivable from related parties.

39.71

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Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

22 EQUITY SHARE CAPITAL

The Holding Company has only one class of shares having a par value of INR 10 per share, referred to herein as equity share.

Particulars	As at March 31, 2023		As at March 31, 2022		As at April 01, 2021	
	Number of shares	Amount	Number of shares	Amount	Number of shares	Amount
Authorised						
Equity shares of INR 10 each	1,20,00,000	1,200.00	1,20,00,000	1,200.00	1,20,00,000	1,200.00
(previous year equity shares of INR 10 each)						
Issued, subscribed and fully paid up						
Equity shares of INR 10 each	1,17,75,271	1,177.53	1,17,75,271	1,177.53	1,17,75,271	1,177.53
(previous year equity shares of INR 10 each)						
	1,17,75,271	1,177.53	1,17,75,271	1,177.53	1,17,75,271	1,177.53

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Particulars	As at March 31, 2023		As at March 31, 2022		As at April 01, 2021	
	Number of shares	Amount	Number of shares	Amount	Number of shares	Amount
Outstanding at the beginning of the year	1,17,75,271	1,177.53	1,17,75,271	1,177.53	1,02,98,000	1,029.80
Add: Issued during the year	-	-	-	-	14,77,271	147.73
Outstanding at the end of the year	1,17,75,271	1,177.53	1,17,75,271	1,177.53	1,17,75,271	1,177.53

(b) Details of shareholders holding more than 5% shares in the Holding Company

Particulars	As at March 31, 2023		As at March 31, 2022		As at April 01, 2021	
	Number of shares	% of holding in the class	Number of shares	% of holding in the class	Number of shares	% of holding in the class
Mr Sanjay Gupta	17,16,700.00	14.58%	17,16,700.00	14.58%	17,16,700.00	14.58%
Mrs Asha Gupta	54,82,500.00	46.56%	54,82,500.00	46.56%	54,82,500.00	46.56%
Sixth Sense India Opportunities II	28,26,327.00	24.00%	28,26,327.00	24.00%	28,26,327.00	24.00%

(c) Terms/ rights attached to equity shares

The Holding Company has only one class of equity shares having par value of INR 10 per share. Each shareholder is entitled to one vote per share held. The Holding Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing Annual General Meeting, except in the case where interim dividend is distributed. However, the Holding Company has not distributed any dividend during the current year and previous year.

In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive remaining assets of the Holding Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

- (d) No class of shares have been allotted as fully paid up pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus shares or bought back by the Holding Company during the period.
- (e) The Holding Company issued 1,477,271 equity shares of INR 10 each at a premium of INR 34 each, total amounting INR 650 Lakhs under preferential allotment dated August 29, 2020. The amount has been raised and utilised for working capital purposes.
- (f) The details of shares held by promoters as at March 31, 2023, March 31, 2022 and April 1, 2021 are as follows:

Particulars	As at March 31, 2023		As at March 31, 2022		As at April 01, 2021		Change	
	Number of shares held	% holding	Number of shares held	% holding	Number of shares held	% holding	Number of shares held	% holding
Mr Sanjay Gupta	17,16,700.00	14.58%	17,16,700.00	14.58%	17,16,700.00	14.58%	-	-
Mrs Asha Gupta	54,82,500.00	46.56%	54,82,500.00	46.56%	54,82,500.00	46.56%	-	-
Sixth Sense India Opportunities II	28,26,327.00	24.00%	28,26,327.00	24.00%	28,26,327.00	24.00%	-	-
	1,00,25,527.00	85.14%	1,00,25,527.00	85.14%	1,00,25,527.00	85.14%	-	-

23 OTHER EQUITY

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Retained earnings	1,121.37	287.01	190.92
General reserve	3,519.27	3,519.27	3,519.27
Security premium	3,161.79	3,161.79	3,161.79
Other comprehensive income	(3.30)	(2.29)	-
	7,799.14	6,965.79	6,871.99
(i) Movement as per below: -			
(a) Retained earnings*			
Opening balance	286.99	190.90	-
Ind AS adjustment: -			
Deferred tax asset adjustment	-	-	(145.21)
Differential right-of-use asset and net investment	-	-	184.65
Reversal of provision for lease equalisation reserve- IGAAP	-	-	344.39
Reversal of provision for deferred lease income- IGAAP	-	-	(192.93)
Profit for the year	834.36	96.10	-
Closing balance	1,121.35	286.99	190.90
(b) General reserve*			
Balance at the beginning and at the end of year	3,519.27	3,519.27	3,519.27
(c) Security premium^			
Balance at the beginning and at the end of year	3,161.79	3,161.79	3,161.79
(d) Other comprehensive income*			
Opening balance	(2.29)	-	-
Re-measurement loss on defined benefit liability (net of tax)	(1.01)	(2.29)	-
Closing balance	(3.30)	(2.29)	-

* Represent free reserves accumulated out of profits earned over years.

^ Represent accumulated amounts of premium collected on issue of equity shares to be utilised in accordance with the Act.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

24 NON-CURRENT BORROWINGS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Secured loan			
Term loans from bank including vehicle loan	5,051.87	7,308.56	3,708.34
Less : disclosed as "short term borrowings" (refer note 25)	(1,050.31)	(999.00)	(953.97)
Term loans from Non banking financial institutions	872.90	1,122.30	2,034.10
Less : disclosed as "short term borrowings" (refer note 25)	(460.75)	(655.19)	(926.50)
	4,413.71	6,776.67	3,861.97

Notes:

- The quarterly statements, in respect of the working capital limits have been filed by the Holding Company with such banks and such statements are in agreement with the books of account of the Holding Company for March 2023 quarter and agreement with the books of accounts for other quarters, which were not subject to audit.
- Terms of loans:

Nature of lender	Terms of repayment and rate of interest (ROI) % (per annum)	Details of securities against borrowings	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
(i) Loans from banks					
Punjab National Bank	Repayable in 28 quarterly installments starting from April 1, 2020 with ROI 10.55%.	Land and buildings, machinery, electronic items, office furniture, fittings and furnishing with office equipments like computers, printers and vehicles etc. to be purchased from term loan and from own sources.	827.18	969.82	1,054.46
Punjab National Bank	Repayable in 18 installments with ROI 8.25%.	The primary security is book debts and stock.	-	57.73	273.61
Punjab National Bank	Foreign currency loan repayable in 3 installments starting from January 2021 with ROI LIBOR +3.10% +Forward premium.	First parri passu charge on book debts arising out of genuine trade transactions including advances to suppliers and other current assets with other consortium member bank.	-	2,500.00	-
Punjab National Bank	Working capital term loan under emergency credit line guarantee scheme (ECLGS 2.0) with interest rate 8.35% and repayable in 60 monthly installments.	Charge over present and future current assets of the Holding Company. Additional WCL shall rank as second charge in terms of cash flows and security. Facility under this scheme is secured through guarantee coverage from NCGTC.	515.62	703.12	750.00

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

Nature of lender	Terms of repayment and rate of interest (ROI) % (per annum)	Details of securities against borrowings	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
Indian Bank	"Repayable in 48 EMI's after an initial holiday period of 24 months. Holiday period interest to be served as and when debited viz. Monthly. MCLR- 1Year + 1%:8.35% pa presently.	Hypothecation of receivables including advance to suppliers & other current assets; Industrial Plot, Agartala, West Tripura; Industrial Plot Mysore, Karnataka; and Residual value on these two warehouses with second Paripassu with PNB.	940.55	939.99	-
Indian Bank	Repayable in 72 monthly installments starting from April 1, 2020 with ROI 9.95%.	1. Hypothecation of commercial vehicle (truck). 2. Hypothecation of fixed assets of the Holding Company which are not exclusively charged to any other banks.	732.56	902.78	209.68
ICICI Bank Limited	Repayable in monthly installments ranging from 34 to 52 months with ROI ranging from 9.4% to 11%.	Hypothecation of vehicle (truck)	210.18	319.30	532.06
Punjab National Bank	Repayable in monthly installments ranging from 60 to 84 months with ROI ranging from 7.40% and 10%.	Hypothecation of vehicle (car)	5.69	14.36	18.62
Union Bank of India	Repayable in 48 monthly installments with ROI 10.7%.	Hypothecation of vehicle (car)	-	-	0.86
Yes Bank Limited	Repayable in monthly installments ranging from 48 to 60 months with ROI ranging from 9.14% and 10.25%.	Hypothecation of vehicle (car)	6.50	13.50	19.60
HDFC Bank	Repayable in 36 monthly installments with ROI 11.25%	Hypothecation of vehicle (car)	-	0.36	1.72
Indian Bank	Repayable in 72 monthly installments with ROI 7.90%.	Hypothecation of vehicle (car)	23.39	8.79	10.14
Indian Bank	Repayable in 72 monthly installments with ROI 9.95%	Hypothecation of vehicle (truck)	1,330.45	-	-
Indian Bank	Repayable in 72 monthly installments with ROI 9.80%.	Hypothecation of vehicle (truck)	205.23	-	-
Kotak Mahindra Bank Limited	Repayable in monthly installments ranging from 35 to 50 months with ROI ranging from 10% to 12.63%.	Hypothecation of vehicle (truck)	106.27	50.45	149.64
IndusInd Bank Limited	Repayable in monthly installments ranging from 46 to 47 months with ROI ranging from 9.95% to 10.50%.	Hypothecation of vehicle (truck)	251.05	429.43	646.71
Equitas Small Finance Bank	Repayable in 50 monthly installments with ROI 11%.	Hypothecation of vehicle (truck)	3.47	24.64	47.67

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Nature of lender	Terms of repayment and rate of interest (ROI) % (per annum)	Details of securities against borrowings	As at March 31, 2023	As at March 31, 2022	As at April 1, 2021
(ii) Loans from NBFC					
HDB financial Services Limited	Repayable in monthly installments ranging from 35 to 53 months with ROI ranging from 10.40% to 11%.	Hypothecation of vehicle (truck)	-	27.61	60.62
Hinduja Leyland Finance Limited	Repayable in monthly installments ranging from 40 to 53 months with ROI ranging from 10.01% to 14.3%.	Hypothecation of vehicle (truck)	30.25	187.85	398.60
India Infoline Finance Limited	Repayable in monthly installments ranging from 23 to 40 months with ROI ranging from 12% to 13%.	Hypothecation of vehicle (truck)	128.78	158.35	27.01
Mahindra and Mahindra Finance	Repayable in 52 monthly installments with ROI 11.51%.	Hypothecation of vehicle (truck)	36.36	87.57	137.97
Sundaram Finance Limited	Repayable in 50 to 60 monthly installments with ROI ranging from 9.96% and 11.96%.	Hypothecation of vehicle (truck)	298.65	358.31	552.95
Tata Motors Finance Limited	Repayable in monthly installments ranging from 34 to 52 months with ROI ranging from 8.88% and 10.54%.	Hypothecation of vehicle (truck)	272.59	363.35	277.30
Volkswagen Finance Private Limited	Repayable in monthly installments ranging from 36 to 48 months with ROI 10% and 10.5%.	Hypothecation of vehicle (truck)	-	313.53	573.21

- 3) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial liability measured at amortised cost.

25 SHORT TERM BORROWINGS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Secured loan			
Term loans from bank including vehicle loan	1,050.31	999.00	953.97
Term loans from non banking financial institutions	460.75	655.19	926.50
Secured loan			
- From banks	4,988.23	2,789.14	4,587.03
Unsecured loan			
- From associate Company (refer note 53)	324.75	324.75	324.70
	6,824.04	4,768.08	6,792.20

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

26 OTHER FINANCIAL LIABILITIES (NON-CURRENT)

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Security deposits	20.50	19.60	17.74
Deferred income	23.37	28.13	31.18
	43.87	47.73	48.93

Note:

Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial liability measured at amortised cost.

27 PROVISIONS (NON-CURRENT)

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Provision for gratuity (refer note 47)	90.27	84.80	64.85
	90.27	84.80	64.85

28 TRADE PAYABLES

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
(i) dues of micro enterprises and small enterprises	29.74	0.82	9.45
(ii) dues of creditors other than micro enterprises and small enterprises	2,238.87	2,757.14	1,706.10
	2,268.60	2,757.95	1,715.55

Notes:

- 1) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial liability measured at amortised cost.
- 2) Refer note 52 for detailed ageing schedule.
- 3) Details of amount due to Micro and Small enterprise as defined under the Micro, Small and Medium Enterprises Development Act, 2006 based on the information available with the Holding Company:

(a) Amount remaining unpaid to any supplier at the end of each accounting year:				
- the principal amount	29.74	0.82	9.45	
- the interest due thereon	-	-	-	
(b) the amounts paid by the buyer during the year				
- interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-	-	
- Principle repaid to suppliers 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 Micro, Small and Medium Enterprises Development 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 above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under the Micro, Small and Medium Enterprises Development Act, 2006	-	-	-	

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

29 OTHER FINANCIAL LIABILITIES (CURRENT)

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Payable in respect of purchase of property, plant and equipment	113.88	142.20	164.25
Security deposits	326.92	246.65	184.65
Interest accrued and due on borrowings	36.47	36.15	66.74
Interest accrued but not due on borrowings	6.18	18.63	15.60
Other payables (refer note (a) below)	399.14	270.03	202.80
Employee related payables (refer note (b) below)	316.42	233.13	177.88
	1,199.00	946.79	811.92

Notes:

- a) Refer note 45 - Fair value disclosures for disclosure of fair value in respect of financial liability measured at amortised cost.
- b) Refer note 53 for amount payable to related parties
- c) Refer note 53 for salary payable to related parties

257.24	209.45	186.45
40.38	13.48	17.20

30 OTHER CURRENT LIABILITIES

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Statutory dues payable	1,237.30	1,206.06	1,190.22
Advance from customers	265.73	69.09	108.54
Interest payable on statutory dues	60.76	334.16	184.54
	1,563.79	1,609.32	1,483.29

31 PROVISIONS (CURRENT)

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Provision for leave encashment (refer note 47)	14.45	11.99	6.08
Provision for gratuity (refer note 47)	33.83	24.20	18.53
	48.28	36.19	24.61

32 REVENUE FROM OPERATIONS

	For the year ended March 31, 2023	For the year ended March 31, 2022
Sale of services		
Freight income	40,176.74	41,001.99
Warehousing income	2,352.85	1,980.39
Other operating revenue		
Unearned finance income on net investment	90.96	94.85
Sub-lease income	90.26	87.27
	42,710.82	43,164.50

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

33 OTHER INCOME

	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest income on deposits	40.38	36.77
Profit on sale of property, plant and equipment	9.74	11.42
Profit on sale of traded goods - high sea sales	2.18	0.64
Deferred income on security deposit received	4.76	3.05
Interest income on security deposit paid	-	0.37
Miscellaneous income	221.62	16.51
	278.69	68.75

34 OPERATING EXPENSE

	For the year ended March 31, 2023	For the year ended March 31, 2022
Transportation expenses	29,406.42	33,991.82
	29,406.42	33,991.82

35 EMPLOYEE BENEFITS EXPENSE

	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries, wages and bonus	1,282.19	1,253.44
Contribution to provident and other funds (refer note 47)	92.97	86.44
Gratuity expenses (refer note 47)	24.44	15.36
Directors remuneration	138.00	134.50
Staff welfare expenses	120.66	113.80
	1,658.26	1,603.54

36 FINANCE COST

	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest on cash credit facility	475.45	454.79
Interest on vehicle loans	676.62	624.77
Interest on lease liabilities	1,609.26	785.28
Interest on late deposit of taxes direct	105.22	172.66
Interest on security deposit taken	3.90	1.86
Other borrowing costs	205.54	204.55
	3,075.98	2,243.91

37 DEPRECIATION AND AMORTISATION EXPENSE

	For the year ended March 31, 2023	For the year ended March 31, 2022
Depreciation on property, plant and equipment (refer note 6)	818.45	635.84
Depreciation on right-of-use assets (refer note 8)	2,761.55	1,169.09
	3,580.00	1,804.93

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

38 OTHER EXPENSES

	For the year ended March 31, 2023	For the year ended March 31, 2022
Warehouse expense	419.83	-
Business promotion	55.45	92.34
Bank charges	63.54	51.56
Repair and maintenance expenses- property, plant and equipment	358.69	325.22
Repair and maintenance	36.79	40.63
Conveyance and travelling expenses	155.37	163.93
Fuel and electricity expense	296.74	84.75
Office expense	174.22	250.41
Postage and courier expenses	26.03	38.83
Printing and stationery expenses	32.83	31.02
Rent	1,578.24	1,791.64
Director sitting fees	8.25	9.75
Telephone and communication	19.28	18.37
Rates and taxes	10.57	27.43
Legal and professional charges (refer footnote i)	231.20	137.16
Commission expenses	38.59	15.93
Festival expenses	19.26	21.54
Donation	17.72	8.44
Allowance for credit impairment	279.66	99.94
Provision for loans and advances	-	139.48
Bad debts written off	-	51.00
Provision for employee advances	54.39	18.82
Corporate social responsibility activities (refer note 44)	9.13	12.00
Advances written off	202.01	0.46
Miscellaneous expenses	63.06	72.61
	4,150.86	3,503.25

Footnote i: Details of payments to auditors (exclude goods and services tax):

	For the year ended March 31, 2023	For the year ended March 31, 2022
As auditors:		
Statutory audit fees	26.00	22.50
Other audit fees	11.00	6.00
In other capacity:		
Certification fees	1.56	1.30
Reimbursement of expenses	1.98	0.49
	40.54	30.29

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

39 INCOME TAX
A) The major components of income tax expense for the year ended March 31, 2023 and March 31, 2022 are: -

	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit and loss section		
Current tax	441.80	120.82
Prior period tax	-	202.28
Deferred tax credit	(110.48)	(329.63)
	331.32	(6.52)
OCI section		
Deferred tax related to items recognised in OCI during the year:		
Remeasurements loss on post-employment benefit obligations	0.34	0.77
	0.34	0.77

Neither deferred tax nor current tax relating to any component has been charged or credited directly to equity.

B) The reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2023 and March 31, 2022

	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit before tax	1,116.64	82.73
Corporate tax rate as per Income tax Act, 1961	25.17%	25.17%
Tax on accounting profit	281.04	20.82
Difference in tax as per books and tax as per table above	49.95	(28.12)
Reason for differences:		
Non deductible tax expenses		
- Donation	4.46	2.12
- CSR	2.30	3.02
- Interest on income tax paid	12.18	1.93
- Tax adjustment of earlier years	-	202.28
- Provision for employee advances	13.69	-
Ind AS conversion impact	-	(237.47)
Other adjustments	17.32	-
Total effect of tax adjustments	49.95	(28.12)
Income tax expense reported in the statement of profit and loss	330.98	(7.29)

C) Reconciliation of deferred tax (liabilities)/assets:

	As at April 01, 2022	Recognised in statement of profit and loss	As at March 31, 2023
Tax effect of items constituting deferred tax assets			
Provision for retirement benefits	30.45	(4.39)	34.84
Provision for lorry advance	36.53	3.28	33.25
Provision for employee advance	8.14	(13.69)	21.83
Provision for doubtful debts	359.24	(49.69)	408.93
Provision for bonus	13.33	(5.17)	18.50
Deferred lease liability (LER IGAAP)	-	-	-

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

	As at April 01, 2022	Recognised in statement of profit and loss	As at March 31, 2023
Share issue expenses	49.55	49.55	-
Provision for other advances	35.11	27.46	7.64
Provision for non payment of goods and services tax	177.60	(41.62)	219.22
Lease liability Ind AS 116	4,314.07	467.69	3,846.38
Security deposit taken measured at fair value	7.39	0.98	6.41
Tax effect of items constituting deferred tax liabilities			
On account of difference in depreciation as per the Income-tax Act, 1961 and depreciation and amortisation as per financial statements	(539.15)	163.33	(702.48)
Right-of-use assets	(3,918.31)	(696.40)	(3,221.91)
Net investment in sublease of right-of-use asset	(236.68)	(10.95)	(225.73)
Deferred income on security deposit taken	(7.08)	(1.20)	(5.88)
Net deferred tax assets/(liabilities)	330.19	(110.81)	441.00
	As at April 01, 2021	Recognised in statement of profit and loss	As at March 31, 2022
Tax effect of items constituting deferred tax assets			
Provision for retirement benefits	7.66	(22.79)	30.45
Provision for lorry advance	9.19	(27.34)	36.53
Provision for employee advance	2.05	(6.09)	8.14
Provision for doubtful debts	334.09	(25.15)	359.24
Provision for bonus	3.36	(9.97)	13.33
Deferred lease liability (LER IGAAP)	0	-	-
Share issue expenses	12.47	(37.08)	49.55
Provision for other advances	8.84	(26.27)	35.11
Provision for non payment of goods and services tax	0	(177.60)	177.60
Lease liability Ind AS 116	292.94	(4,021.13)	4,314.07
Security deposit taken measured at fair value	7.85	0.46	7.39
Tax effect of items constituting deferred tax liabilities			
On account of difference in depreciation as per the Income-tax Act, 1961 and depreciation and amortisation as per financial statements	(331.28)	207.87	(539.15)
Right-of-use assets	(96.00)	3,822.31	(3,918.31)
Net investment in sublease of right-of-use asset	(243.53)	(6.85)	(236.68)
Deferred income on security deposit taken	(7.85)	(0.77)	(7.08)
Net deferred tax assets/(liabilities)	(0.21)	(330.40)	330.19

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

40 EARNINGS PER SHARE

Basic earnings per share amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. The Holding Company does not have any outstanding potential equity shares.

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

	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit after tax attributable to equity shareholders (amount in INR Lakhs)	834.36	96.10
Basic and diluted average equity shares (in numbers)	1,17,75,271.00	1,17,75,271.00
Nominal value of equity shares (in INR absolute numbers)	10.00	10.00
Basic and diluted earning per share (in INR absolute numbers)	7.09	0.82

41 CONTINGENT LIABILITIES

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Bank guarantee	991.00	978.33	578.44
	991.00	978.33	578.44

42 CAPITAL AND OTHER COMMITMENTS

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Capital commitments *	159.01	0.92	18.53

*Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances).

43 DISCLOSURE PURSUANT TO INDIAN ACCOUNTING STANDARD (IND AS) 108 "OPERATING SEGMENTS"

a. Basis of identifying operating segments:

Operating segments are identified as those components of the Holding Company (a) that engage in business activities to earn revenues and incur expenses (including transactions with any of the Holding Company's other components; (b) whose operating results are regularly reviewed by the Chief Operating Decision Maker (CODM) to make decisions about resource allocation and performance assessment; and (c) for which discrete financial information is available.

Primary segment

The Holding Company has acquired the logistics business segment of PCG Logistics Private Limited, on April 30, 2022 for a consideration of INR 327.80 Lakhs which has been recognised in the books as intangibles assets. This acquisition has resulted in the expansion of the Holding Company's operations and the acquisition of new retail customers.

The Holding Company is primarily engaged in the business of logistics which constitutes a single business segment and accordingly disclosure requirements of Ind AS 108 'Operating Segments' are not required to be given. As defined in Ind AS 108, the Chief Operating Decision Maker (CODM), i.e. the Board of Directors, evaluates the performance of the Holding Company and allocates resources based on the analysis of the various performance indicators or the Holding Company as a single unit.

	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Segment Revenue		
Logistics business	42,989.51	43,233.25
Total revenue from operations*	42,989.51	43,233.25

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

		For the year ended March 31, 2023	For the year ended March 31, 2022
B. Segment results			
Expenses			
Logistics business		41,871.52	43,147.46
Total expenses**		41,871.52	43,147.46
Profit before tax		1,118.00	85.80
Tax expenses		331.32	(6.53)
Profit after tax		786.67	92.33
Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
A. Segment assets			
Logistics business	40,750.71	42,351.98	24,057.35
Total	40,750.71	42,351.98	24,057.35
B. Segment Liabilities			
Logistics business	31,774.04	34,208.66	16,007.83
Total	31,774.04	34,208.66	16,007.83

Notes

* Total revenue from operations includes other income for segment purposes.

** Total expenses includes all operating and non operating expenses including depreciation.

Two customers accounts for more than 10% of the revenue during the year ended 31 March 2023 (31 March 2022: Two customers).

44 CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the Holding Company as per the Act. The funds are utilised through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Gross amount required to be spent	8.64	11.90
B. Amount spent during the year	9.13	11.90
C. Details of amount spent during the financial year		
(i) Construction/acquisition of assets	-	-
(ii) Other revenue expenses	9.13	12.42
D. Amount remaining unspent during the financial year	-	-
E. Provision for corporate social responsibility expense	-	-
F. Carry forward of any excess amount spent during the year	-	-
G. The Holding Company does not have any ongoing projects as at March 31, 2023		

The nature of CSR activities undertaken by the Holding Company is below mentioned:

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Area	Activities	For the year ended March 31, 2023	For the year ended March 31, 2022
	Contribution towards gaushala	4.53	2.01
Education	Bag distribution to girls	0.58	1.00
Medical	Sikh aid - ALL INDIA PINGALWARA SOCIETY	4.02	9.41
		9.13	12.42

45 FINANCIAL INSTRUMENTS

I. Capital management policy: -

- a) The Holding Company's capital management objectives are: -
 - to ensure the Company's ability to continue as a going concern.
 - to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.
- b) For the purpose of Holding Company's capital management, capital includes issued share capital, equity and all other equity reserves. The Holding Company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position. The Holding Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.
- c) The following table shows the components of capital:

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Equity	8,976.67	8,143.32	8,049.52
	8,976.67	8,143.32	8,049.52

Note

1. The above capital management disclosures are based on the information provided internally to key management personnel.

II. A. Fair Values hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Fair value of financial assets and liabilities measured at amortised cost.

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

B. Financial instruments by category

	As at March 31, 2023	
	At cost	Amortised cost
Financial assets		
Investment	1,048.21	-
Trade receivables	-	12,313.23
Cash and cash equivalents	-	89.30
Bank balances other than cash and cash equivalent	-	149.69
Loans	-	157.36
Other financial assets	-	1,608.15
Total	1,048.21	14,317.73
Financial liabilities		
Borrowings	-	11,237.75
Lease liabilities	-	13,158.95
Trade payables	-	2,268.60
Other financial liabilities	-	1,242.87
Total	-	27,908.18

	As at March 31, 2022	
	At cost	Amortised cost
Financial assets		
Investments	1,000.52	-
Trade receivables	-	10,750.29
Cash and cash equivalents	-	218.38
Bank balances other than cash and cash equivalent	-	299.17
Loans	-	381.91
Other financial assets	-	1,798.54
Total	1,000.52	13,448.29
Financial liabilities		
Borrowings	-	11,544.76
Lease liabilities	-	15,322.85
Trade payables	-	2,757.95
Other financial liabilities	-	994.53
Total	-	30,620.09

	As at March 31, 20221	
	At cost	Amortised cost
Financial assets		
Loans	996.76	-
Trade receivables	-	9,417.72
Cash and cash equivalents	-	337.10
Bank balances other than cash and cash equivalent	-	238.62
Loans	-	497.73
Other financial assets	-	1,693.92
Total	-	12,185.09
Financial liabilities	996.76	
Borrowings	-	10,654.17
Lease liabilities	-	1,181.19
Trade payables	-	1,715.55
Other financial liabilities	-	860.85
Total	-	14,411.76

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

C. Carrying value and fair value of financial assets and liabilities as at March 31, 2023: -

Particulars	Carrying value	Fair value		
		Level-1	Level-2	Level-3
Financial assets at amortised cost				
Trade receivables	12,313.23	-	-	12,313.23
Cash and cash equivalents	89.30	-	-	89.30
Bank balances other than cash and cash equivalent	149.69	-	-	149.69
Loans	157.36	-	-	157.36
Other financial assets	1,608.15	-	-	1,608.15
	14,317.73	-	-	14,317.73
Financial liabilities at amortised cost				
Borrowings	11,237.75	-	-	11,237.75
Lease liabilities	13,158.95	-	-	13,158.95
Trade payables	2,268.60	-	-	2,268.60
Other financial liabilities	1,242.87	-	-	1,242.87
	27,908.18	-	-	27,908.18

Carrying value and fair value of financial assets and liabilities as at March 31, 2022: -

Particulars	Carrying value	Fair value		
		Level-1	Level-2	Level-3
Financial assets at amortised cost				
Trade receivables	10,750.29	-	-	10,750.29
Cash and cash equivalents	218.38	-	-	218.38
Bank balances other than cash and cash equivalent	299.17	-	-	299.17
Loans	381.91	-	-	381.91
Other financial assets	1,798.54	-	-	1,798.54
	13,448.29	-	-	13,448.29
Financial liabilities at amortised cost				
Borrowings	11,544.76	-	-	11,544.76
Lease liabilities	15,322.85	-	-	15,322.85
Trade payables	2,757.95	-	-	2,757.95
Other financial liabilities	994.53	-	-	994.53
	30,620.09	-	-	30,620.09

Carrying value and fair value of financial assets and liabilities as at April 1, 2021: -

Particulars	Carrying value	Fair value		
		Level-1	Level-2	Level-3
Financial assets at amortised cost				
Trade receivables	9,417.72	-	-	9,417.72
Cash and cash equivalents	337.10	-	-	337.10
Bank balances other than cash and cash equivalent	238.62	-	-	238.62
Loans	497.73	-	-	497.73
Other financial assets	1,693.92	-	-	1,693.92
	12,185.09	-	-	12,185.09
Financial liabilities at amortised cost				
Borrowings	10,654.17	-	-	10,654.17
Lease liabilities	1,181.19	-	-	1,181.19
Trade payables	1,715.55	-	-	1,715.55
Other financial liabilities	860.85	-	-	860.85
	14,411.76	-	-	14,411.76

The management assessed that cash and bank balance, trade receivables, trade payables and other current financial assets and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

46 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Holding Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Holding Company continues to focus on a system-based approach to business risk management. The Holding Company's financial risk management process seeks to enable the early identification, evaluation and effective management of key risks facing the business. Backed by strong internal control systems, the current Risk Management Framework rests on policies and procedures issued by appropriate authorities; process of regular internal reviews/ audits to set appropriate risk limits and controls; monitoring of such risks and compliance confirmation for the same.

a. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, foreign currency risk and price risk. The Holding Company has in place appropriate risk management policies to limit the impact of these risks on its financial performance. The Holding Company ensures optimisation of cash through fund planning and robust cash management practices.

(i) Interest rate risk

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

Financial assets and liabilities of the Holding Company are either non-interest bearing or fixed interest bearing instruments, the Holding Company's net exposure to interest risk on such instruments is negligible.

(ii) Price risk

The Holding Company has invested its funds in equity instruments of the associate. The Holding Company is not exposed to price risk.

(iii) Foreign currency risk

The Indian Rupee is the Company's most significant currency. As a consequence, the Holding Company's results are presented in Indian Rupee and exposures are managed against Indian Rupee accordingly. 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. The Holding Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Holding Company's operating activities (when revenue or expense is denominated in a foreign currency).

The Company does not have any exposure in foreign current as at reporting date, therefore, the Company is not exposed to foreign currency risk.

Details On Derivatives Instruments And Unhedged Foreign Currency Exposures

The year-end foreign currency exposures that have not been hedged by a derivative instrument is nil.

b. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or contract, leading to a financial loss. The Holding Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks. Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

i. Financial assets for which loss allowance is measured using life time expected credit losses

The Holding Company provides loss allowance on trade receivables using life time expected credit loss and as per simplified approach.

ii. Financial assets for which loss allowance is measured using 12 month expected credit losses

All of the Holding Company investments and loans at amortised cost are considered to have low credit risk, and the loss allowance recognised during the period was therefore limited to 12 months expected losses.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Management considers instruments to be low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term at its own.

(i) Trade receivables

Customer credit risk is managed basis established policies of Holding Company, procedures and controls relating to customer credit risk management. Outstanding customer receivables are regularly monitored. The Holding Company does not hold collateral as security.

The Holding Company maintains exposure to Investments, cash equivalents, other bank balances, loans, trade receivables and other financial assets. The Holding Company has set counter-parties limits based on multiple factors including financial positions, credit ratings, etc.

The Holding Company's maximum exposure to credit risk as at March 31, 2023, March 31, 2022 and April 1, 2021 is the carrying value of each class of financial assets.

(a) Ageing analysis of the age of trade receivable amounts that are not due as at the end of reporting year:

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Within credit days	1,639.23	1,616.78	1,052.56
	1,639.23	1,616.78	1,052.56

(b) Ageing analysis of the age of trade receivable amounts that are past due as at the end of reporting year but not impaired:

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Trade receivables:			
Less than 6 months	7,140.21	6,633.74	6,192.87
6 months - 1 years	848.37	1,317.53	811.08
1 - 2 years	2,147.12	741.70	870.97
2 - 3 years	391.42	327.24	340.55
> 3 years	146.88	113.30	149.69
Total	10,674.00	9,133.51	8,365.16
Allowance for credit impairment/ Allowance for expected credit loss	1,624.80	1,427.38	1,327.43

c. Liquidity Risk

Liquidity risk is the risk that the Holding Company will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the Holding Company to manage liquidity is to ensure, as far as possible, that these will have sufficient liquidity to meet their respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation.

The Holding Company's objective is to provide financial resources to meet its business objectives in a timely, cost effective and reliable manner. A balance between continuity of funding and flexibility is maintained through the use of funds from parent company. The Holding Company also monitors compliance with its debt covenants. The maturity profile of the Holding Company's financial liabilities based on contractual undiscounted payments is given in the table below: -

As at March 31, 2023	0-1 Years	1-2 Years	More than 2 years	Total
Borrowings	-	1,229.40	10,008.35	11,237.75
Lease liabilities	-	2,544.37	10,614.58	13,158.95
Trade payables	2,078.48	152.51	37.60	2,268.60
Other financial liabilities	1,199.00	-	43.87	1,242.87
Total	3,277.49	3,926.28	20,704.40	27,908.17

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

As at March 31, 2022	0-1 Years	1-2 Years	More than 2 years	Total
Borrowings	-	-	11,544.76	11,544.76
Lease liabilities	-	2,163.94	13,158.91	15,322.85
Trade payables	2,314.92	342.01	101.03	2,757.95
Other financial liabilities	946.79	-	47.73	994.53
Total	3,261.71	2,505.95	24,852.43	30,620.08

As at April 01, 2021	0-1 Years	1-2 Years	More than 2 years	Total
Borrowings	6,824.04	-	3,830.13	10,654.17
Lease liabilities	-	21.75	1,159.43	1,181.19
Trade payables	575.83	974.08	165.63	1,715.55
Other financial liabilities	811.92	-	48.93	860.85
Total	8,211.79	995.84	5,204.12	14,411.76

d. Capital management

For the purpose of the Holding Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Holding Company. The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder value.

The Holding Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Holding Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total equity. The Holding Company's policy is to keep optimum gearing ratio. The Holding Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents (including other bank balances).

Particulars	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Gross Debt	11,237.75	11,544.76	10,654.17
Less: cash and cash equivalents	239.00	517.55	575.72
Net debt	10,998.75	11,027.21	10,078.45
Equity	1,177.53	1,177.53	1,177.53
Other equity	7,799.14	6,965.79	6,871.99
Total equity	8,976.67	8,143.32	8,049.52
Gearing ratio (%)	122.53%	135.41%	125.21%

In order to achieve this overall objective, the Holding Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

47 DISCLOSURES PURSUANT TO INDIAN ACCOUNTING STANDARD (IND AS) 19 "EMPLOYEE BENEFITS"

a) Defined contribution plans:

The Holding Company makes Provident Fund, Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the schemes, the Company incorporated in India is required to contribute a specified percentage of the payroll costs to fund the benefits. The Holding Company recognised INR 72.21 Lakhs year ended March 31, 2023 and INR 70.36 Lakhs year ended March 31, 2022 for Provident Fund contributions and INR 16.53 Lakhs year ended March 31, 2023 and INR 16.08 Lakhs year ended March 31, 2022 for Employee State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

b) Defined benefit plans:

The present value obligation is determined based on actuarial valuation using the projected unit credit method to assess the Plan's liabilities, including those related to death-in-service and incapacity benefits. Under the PUC method a "projected accrued benefit" is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the Plan. The "projected accrued benefit" is based on the Plan's accrual formula and upon service as of the beginning or end of the year, but using a member's final compensation, projected to the age at which the employee is assumed to leave active service. The plan liability is the actuarial present value of the "projected accrued benefits" as of the beginning of the year for active members.

Recognition of re-measurement items

Re-measurements arising from defined benefit plans comprise actuarial gains and losses on benefit obligations, the return on plan assets in excess of what has been estimated and the effect of asset ceiling, if any, in case of over funded plans. The Holding Company recognises these items of re-measurements immediately in other comprehensive income and all the other expenses related to defined benefit plans in employee benefit expenses in profit and loss account.

Table I: Assumptions

Assumptions	March 31, 2023	March 31, 2022
Discount rate	7.30% per annum	6.19% per annum
Rate of increase in compensation levels	6.65% per annum	6.65% per annum
Rate of return on plan assets	Not applicable	Not applicable
Average future service (in years)	25.11 years	25.14 years

Table II: Service cost

Particulars	March 31, 2023	March 31, 2022
Current service cost	17.70	17.73
Past service cost (including curtailment gains/losses)	-	-
Gains or losses on non routine settlements	-	-
Total	17.70	17.73

Table III: Net interest cost

Particulars	March 31, 2023	March 31, 2022
Interest cost on defined benefit obligation	6.75	4.83
Interest income on plan assets	-	-
Net interest cost (income)	6.75	4.83

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Table IV: Change in present value of obligations

Particulars	March 31, 2023	March 31, 2022
Opening of defined benefit obligations	109.00	83.38
Liability transfer in/(out)	-	-
Service cost	17.70	17.73
Interest cost	6.75	4.83
Benefit paid	(10.70)	-
Actuarial (gain)/loss on total liabilities:	1.35	3.06
- due to change in financial assumptions	(3.00)	(1.05)
- due to change in demographic assumptions	-	-
- due to experience variance	4.35	4.11
Closing of defined benefit obligation	124.09	109.00

Table V: Change in fair value of plan assets

Particulars	March 31, 2023	March 31, 2022
Opening fair value of plan assets	-	-
Asset transfer in/(out)	-	-
Actual return on plan assets	-	-
Employer contribution	10.70	-
Benefit paid	(10.70)	-
Closing fair value of plan assets	-	-

Table VI: Actuarial (gain)/loss on plan asset

Particulars	March 31, 2023	March 31, 2022
Expected interest income	-	-
Actual income on plan asset	-	-
Actuarial gain /(loss) on assets	-	-

Table VII: Other comprehensive income

Particulars	March 31, 2023	March 31, 2022
Opening amount recognised in OCI outside P&L account	-	-
Actuarial gain/(loss) on liabilities	(1.35)	(3.06)
Actuarial gain/(loss) on assets	-	-
Closing amount recognised in OCI outside P&L account	(1.35)	(3.06)

Table VIII: The amount to be recognised in Balance Sheet Statement

Particulars	March 31, 2023	March 31, 2022
Present value of obligations	124.09	109.00
Fair value of plan assets	-	-
Net Obligations	124.09	109.00
Amount not recognised due to asset limit	-	-
Net defined benefit liability recognised in balance sheet	124.09	109.00

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

Table IX: Expense recognised in statement of profit and loss

Particulars	March 31, 2023	March 31, 2022
Service cost	17.70	17.73
Net interest cost	6.75	4.83
Expenses recognised in the statement of profit & loss	24.45	22.56

Table X: Major categories of plan assets (as percentage of total plan assets)

Item	March 31, 2023	March 31, 2022
Government of India Securities	0%	0%
State Government Securities	0%	0%
High Quality Corporate Bonds	0%	0%
Equity Shares of Listed Companies	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Fund Managed by Insurer	0%	0%
Bank Balance	0%	0%
Other Investments	0%	0%
Total	0%	0%

Table XI: Change in net defined obligations

Particulars	March 31, 2023	March 31, 2022
Opening of net defined benefit liability	109.00	83.38
Service cost	17.70	17.73
Net interest cost	6.75	4.83
Re-measurements	1.35	3.06
Liability transferred in/(out) - net	-	-
Contribution paid to fund	(10.70)	-
Closing of net defined benefit liability	124.09	109.00

Table XII Bifurcation of present value of obligation at the end of the year

Particulars	March 31, 2023	March 31, 2022
Current liability	33.82	24.20
Non-current liability	90.27	84.80
Total liability	124.09	109.00

Table XII Maturity profile of defined benefit obligation (valued on undiscounted basis)

Particulars	March 31, 2023	March 31, 2022
Year 1	33.82	24.20
Year 2	28.69	25.12
Year 3	23.81	20.64
Year 4	16.81	16.69
Year 5	12.84	12.02
After 5th Year	32.08	29.83

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

48 LEASES

First time adoption of Ind AS 116- Leases

Effective April 1, 2021 the Holding Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2021 using the modified retrospective method. Right-of-use of assets (ROU) are measured at cost comprising the amount of the initial measurement of lease liability, any lease payments made at or before the commencement date and any initial direct costs less any lease incentives received. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2021 is 10%.

As lessee

- (i) The Holding Company has entered into various lease agreements for warehousing and logistics. Such lease contracts include monthly fixed payments for rentals. The lease contracts are generally cancellable at the option of lessee during the lease tenure after the completion of non-cancellable period. There are no significant restrictions imposed under the lease contracts. The following table presents the reconciliation of changes in the carrying value of Right-of-use assets (ROU) and lease liability for the year ended March 31, 2023 and March 31, 2022.

- (ii) Change in the carrying value of right-of-use assets

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Opening balance	15,639.24	453.62	-
Addition on first time application of Ind AS 116	-	-	453.62
Addition during the year	-	16,354.72	-
Depreciation expense recognised in statement of profit and loss	(2,761.55)	(1,169.09)	-
Closing balance	12,877.70	15,639.24	453.62

- (iii) Changes in the lease liabilities

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Opening balance	17,181.13	1,204.30	-
Addition on first time application of Ind AS 116	-	-	1,204.30
Addition during the year	-	16,354.72	-
Interest accrued during the year	1,609.26	785.28	-
Payment of lease liabilities	(3,467.90)	(1,163.17)	-
Closing balance	15,322.48	17,181.13	1,204.30

The following is the break-up of current and non-current lease liabilities:-

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Non-current	13,158.95	15,322.85	1,181.19
Current	2,163.53	1,858.27	23.11

- (iv) Amounts recognised in statement of profit and loss account

	For the year ended March 31, 2023	For the year ended March 31, 2022
Short term leases	30,984.66	35,783.45
Interest expense on lease liabilities	1,609.26	785.28

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

(vi) Amounts recognised in statement of cash flows

	For the year ended March 31, 2023	For the year ended March 31, 2022
Total cash outflow for leases other than short term and low value leases	(3,467.90)	(1,163.17)

(vii) Maturity analysis of lease liability

Particulars	Upto 1 year	1-5 years	More than 5 years	Total Undiscounted cash flow
As at March 31, 2023	3,569.16	15,126.56	983.53	19,679.25
As at March 31, 2022	3,466.19	15,853.59	3,825.65	23,145.43
As at April 01, 2021	135.13	629.50	1,370.32	2,134.95

As lessor

 (i) **Operating leases**

The Holding Company during the year has leased out surplus capacity in leased assets and the total rent recognised as income during the year INR 14.04 Lakhs (March 31, 2022: INR 13.07 Lakhs) on such sub-leases.

Maturity analysis on lease payments receivable: -

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Upto 1 year	14.04	14.04	13.07
1-5 years	4.94	18.98	33.02
More than 5 years	-	-	-

The Holding Company has also recognised deferred lease income amounting to INR 0.36 Lakhs (March 31, 2022 INR 0.67 Lakhs and April 01, 2021 INR nil) on account of escalation clause in the lease arrangement.

 (ii) **Finance leases**

Amounts recognised for Finance Lease in statement of profit and loss

	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
Finance income on the net investment in the lease	90.96	94.85	-

49 DISCLOSURE AS PER IND AS 115 REVENUE FROM CONTRACTS WITH CUSTOMERS
A. Disaggregation of revenue

Set out below is the disaggregation of the Holding Company's revenue from contracts with customers into operating segment and type of product or services

Type of product or services	For the year ended March 31, 2023			
	Revenue as per Ind AS 115			Total as per Statement of Profit and Loss
	Domestic	Foreign	Total	
Logistics and warehousing	42,710.82	-	42,710.82	42,710.82
Total	42,710.82	-	42,710.82	42,710.82

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

The revenue of INR 42,710.82 Lakhs is recognised at point in time.

Type of product or services	For the year ended 31 March 31, 2022			
	Revenue as per Ind AS 115			Total as per Statement of Profit and Loss
	Domestic	Foreign	Total	
Logistics and warehousing	43,164.50	-	43,164.50	43,164.50
Total	43,164.50	-	43,164.50	43,164.50

The revenue of INR 43,164.50 Lakhs is recognised at point in time.

B. Contract balances

Particulars	March 31, 2023	March 31, 2022	April 01, 2021
Contract asset	1,639.23	1,616.78	1,052.56
Contract liability	265.73	69.09	108.54

- i) A contract asset is the right to consideration in exchange for services transferred to the customer. If the Holding Company performs by transferring services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Movement in contract balances during the period

Particulars	March 31, 2023	March 31, 2022	April 01, 2021
Contract asset at the beginning of the year	1,616.78	1,052.56	-
Contract asset at the end of the year	1,639.23	1,616.78	1,052.56
Net increase/(decrease)	22.46	564.21	1,052.56

- ii) A contract liability is the obligation to transfer services to a customer for which the Holding Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Holding Company performs under the contract.

Particulars	March 31, 2023	March 31, 2022	April 01, 2021
Contract liabilities at the beginning of the year	69.09	108.54	-
Contract liabilities at the end of the year	265.73	69.09	108.54
Net increase/(decrease)	196.64	(39.45)	108.54

C. Set out below is the amount of revenue recognised from:

Particulars	March 31, 2023	March 31, 2022
Amount included in contract liabilities at the beginning of the period	69.09	108.54
Performance obligation satisfied in previous period	-	-

D. Cost to obtain the contract

The Holding Company has not incurred any incremental costs of obtaining contracts with a customer and therefore, not recognised an asset for such costs.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

- 50 (a) The ageing schedule of capital work-in progress for the year ended as at March 31, 2023, March 31, 2022 and April 01, 2021 is as follows: -

CWIP	Amount in CWIP for period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2023					
Project in progress	209.76	-	-	-	209.76
Projects temporarily suspended	-	-	-	-	-
As at March 31, 2022					
Project in progress	4.67	-	-	-	4.67
Projects temporarily suspended	-	-	-	-	-
As at April 01, 2021					
Project in progress	222.19	-	-	-	222.19
Projects temporarily suspended	-	-	-	-	-

- (b) Completion schedule for capital work-in progress whose completion is overdue or has exceeded its cost compared to its original plan:

CWIP	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2023					
Project in progress	209.76	-	-	-	209.76
Projects temporarily suspended	-	-	-	-	-
As at March 31, 2022					
Project in progress	4.67	-	-	-	4.67
Projects temporarily suspended	-	-	-	-	-
As at April 01, 2021					
Project in progress	222.19	-	-	-	222.19
Projects temporarily suspended	-	-	-	-	-

51 TRADE RECEIVABLES AGEING SCHEDULE :

Particulars	Outstanding as at March 31, 2023 from the due date of payment						Total
	Not due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables – considered good	1,639.23	7,140.21	848.37	2,147.12	391.42	146.88	12,313.23
ii) Undisputed trade receivables - credit impaired	-	107.85	75.04	222.14	131.88	1,037.24	1,574.15
iii) Disputed trade receivables - considered good	-	-	-	-	-	-	-
iv) Disputed trade receivables - credit impaired	-	-	-	-	-	50.65	50.65
Total	1,639.23	7,248.06	923.40	2,369.27	523.30	1,234.77	13,938.03
Less: Allowance for credit impairment/ allowance for expected credit loss							1,624.80
Total trade receivables							12,313.23

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Particulars	Outstanding as at March 31, 2022 from the due date of payment						Total
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables – considered good	1,616.78	6,633.74	1,317.53	741.70	327.24	113.30	10,750.29
ii) Undisputed trade receivables - credit impaired	-	-	224.14	61.72	467.45	668.17	1,421.48
iii) Disputed trade receivables - considered good	-	-	-	-	-	-	-
iv) Disputed trade receivables - credit impaired	-	-	-	-	-	5.89	5.89
Total	1,616.78	6,633.74	1,541.67	803.42	794.69	787.37	12,177.67
Less: Allowance for credit impairment/ allowance for expected credit loss							1,427.38
Total trade receivables							10,750.29

Particulars	Outstanding as at March 31, 2021 from the due date of payment						Total
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables – considered good	1,052.56	6,192.87	811.08	870.97	340.55	149.69	9,417.72
ii) Undisputed trade receivables - credit impaired	-	-	41.68	102.89	834.20	342.77	1,321.54
iii) Disputed trade receivables - considered good	-	-	-	-	-	-	-
iv) Disputed trade receivables - credit impaired	-	-	-	-	-	5.89	5.89
Total	1,052.56	6,192.87	852.76	973.85	1,174.75	498.35	10,745.15
Less: Allowance for credit impairment/ allowance for expected credit loss							1,327.43
Total trade receivables							9,417.72

52 TRADE PAYABLES AGEING SCHEDULE :

Particulars	Outstanding as at March 31, 2023 from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade payables					
MSME	29.74	-	-	-	29.74
Others	2,048.75	152.51	37.60	-	2,238.86
(ii) Disputed trade payables					
MSME	-	-	-	-	-
Others	-	-	-	-	-
Total	2,078.48	152.51	37.60	-	2,268.60

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

Particulars	Outstanding as at March 31, 2022 from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade payables					
MSME	0.82	-	-	-	0.82
Others	2,314.10	342.01	81.41	19.62	2,757.13
(ii) Disputed trade payables					-
MSME	-	-	-	-	-
Others	-	-	-	-	-
Total	2,314.92	342.01	81.41	19.62	2,757.95

Particulars	Outstanding as at April 1, 2021 from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade payables					
MSME	9.45	-	-	-	9.45
Others	566.38	974.08	116.54	49.10	1,706.10
(ii) Disputed trade payables					-
MSME	-	-	-	-	-
Others	-	-	-	-	-
Total	575.83	974.08	116.54	49.10	1,715.55

53 RELATED PARTIES DISCLOSURES:

In accordance with the requirement of Ind AS- 24 on "Related Party Disclosures" the names of the related parties where control exists along with the aggregate transactions/year end balances with them as identified and certified by the management are given below:

A) Name of related parties and description of relationship:
Associate

NDRAVG Business Park Private Limited
NDR AVG Logistics LLP

Enterprises over which the key management personnel exercise significant influence and/or control

Directors are partner of the firm MA Enterprises
Director has control PCG Logistics Private Limited
Director is partner of the Limited liability partnership NDR AVG Logistics LLP
Director is partner of the Partnership firm Maple Packaging and Logistics

Key management personnel (KMP)

Managing Director Sanjay Gupta
Women Director Asha Gupta (wife of Sanjay Gupta)
Chief Financial Officer Gurpreet Singh (till May 31, 2023)
Chief Operating Officer Nagendra Kumar Sharma
Director Sales & Operations Arun Kohli (From July 16, 2022 to December 31, 2022)
Company Secretary Laveena Jain (till October 12, 2021)
Company Secretary Mukesh Nagar (with effect from December 10, 2021)

Relative of key management person (KMP)

Son of Sanjay Gupta and Asha Gupta Vinayak Gupta
Wife of Vinayak Gupta Anjali Gupta

Note:

- 1) Related party relationship is as identified by the Holding Company and relied upon by the auditors.
- 2) All related party transactions entered during the year were in ordinary course of the business and on arm's length basis.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

B) Transaction with related parties :

Transactions	Associate		Enterprises over which the key management personnel exercise significant influence and/or control		Key management personnel (KMP) and its relatives		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Transportation expenses	-	-	0.36	1.17	-	-	0.36	1.17
MA Enterprises	-	-	0.36	1.17	-	-	0.36	1.17
Freight income	-	-	-	64.40	-	-	-	64.40
PCG Logistics Private Limited	-	-	-	64.40	-	-	-	64.40
Directors' remuneration	-	-	-	-	138.80	135.29	138.80	135.29
Sanjay Gupta	-	-	-	-	78.40	74.90	78.40	74.90
Asha Gupta	-	-	-	-	60.40	60.40	60.40	60.40
Employee benefits expense	-	-	-	-	119.90	152.72	119.90	152.72
Vinayak Gupta	-	-	-	-	48.40	48.40	48.40	48.40
Anjali Gupta	-	-	-	-	15.00	14.27	15.00	14.27
Gurpreet Singh	-	-	-	-	49.20	46.51	49.20	46.51
Laveena Jain	-	-	-	-	-	2.58	-	2.58
Mukesh Nagar	-	-	-	-	7.30	1.85	7.30	1.85
Nagendra Kumar Sharma	-	-	-	-	-	39.11	-	39.11
Loan from director	-	-	-	-	-	210.24	-	210.24
Sanjay Gupta	-	-	-	-	-	210.24	-	210.24
Purchase of assets	-	-	407.80	-	-	-	407.80	-
PCG Logistics Private Limited	-	-	407.80	-	-	-	407.80	-

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

Amount due to/ from related parties (including commitments):

Outstanding balances	Associate		Enterprises over which the key management personnel exercise significant influence and/or control		Key management personnel (KMP) and its relatives		Total	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Balance outstanding as at the year end								
Other payables	185.55	185.55	71.69	23.90	-	-	257.24	209.45
NDR AVG Logistics LLP	6.87	6.87	-	-	-	-	6.87	6.87
MA Enterprises	-	-	2.46	9.17	-	-	2.46	9.17
NDR AVG Business Park Private Limited	178.68	178.68	-	-	-	-	178.68	178.68
PCG Logistics Private Limited	-	-	69.23	14.73	-	-	69.23	14.73
Employee related payable	-	-	-	-	40.38	13.48	40.38	13.48
Sanjay Gupta	-	-	-	-	25.46	1.12	25.46	1.12
Asha Gupta	-	-	-	-	5.29	1.35	5.29	1.35
Vinayak Gupta	-	-	-	-	2.15	0.03	2.15	0.03
Gurpreet Singh	-	-	-	-	6.37	5.92	6.37	5.92
Mukesh Nagar	-	-	-	-	1.10	0.50	1.10	0.50
Nagendra Kumar Sharma	-	-	-	-	-	4.57	-	4.57
Short-term borrowings	324.75	324.75	-	-	-	-	324.75	324.75
NDR AVG Business Park Private Limited	324.75	324.75	-	-	-	-	324.75	324.75
Advance to employees	-	-	-	-	39.71	-	39.71	-
Vinayak Gupta	-	-	-	-	39.71	-	39.71	-
Investments	986.07	986.07	-	-	-	-	986.07	986.07
NDR AVG Logistics LLP	1.50	1.50	-	-	-	-	1.50	1.50
NDR AVG Business Park Private Limited	984.57	984.57	-	-	-	-	984.57	984.57

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

54 DISCLOSURE AS PER IND AS-27, SEPARATE FINANCIAL STATEMENTS

Interest in associate & joint venture

Name of entity	Place of Business/Country of Incorporation	Nature	Proportion of ownership interest		
			March 31, 2023	March 31, 2022	April 01, 2021
NDRAVG Business Park Private Limited	India	Associate	35%	35%	35%
NDR AVG Logistics LLP	India	Associate	30%	30%	30%

- a. Nature of business of NDRAVG business park private limited is warehouse development and allied facilities, god owns, cold storages and facilities for storage of commodities, article, build/construct commercial spaces, open spaces etc.
- b. Nature of business of NDR AVG Logistics LLP is warehouse development and allied facilities, godowns, cold storages and facilities for storage of commodities, article, build/construct commercial spaces, open spaces etc.

The Holding Company's share of assets, liabilities, income and expenses of associates & joint venture is as follows: -

Name of entity	Financial year	Assets	Liabilities	Income	Expenses	Profit/(loss)
NDRAVG Business Park Private Limited	2022-23	2,762.14	1,720.52	110.43	50.05	47.86
	2021-22	2,263.96	1,270.19	5.77	2.27	4.21
	April 1, 2021	1,392.23	402.67	-	-	-
NDR AVG Logistics LLP	2022-23	0.36	0.03	-	0.05	(0.17)
	2021-22	0.36	0.07	-	0.52	(0.44)
	April 1, 2021	0.80	0.33	-	-	-

55 PROPOSED DIVIDEND

The Board of Directors of the Holding Company have proposed equity dividend of ₹ 1.00 per equity share in respect of the year ended March 31, 2023 subject to the approval of shareholders at the Annual General Meeting.

56 DISCLOSURE PURSUANT TO SECTION 186 OF THE COMPANIES ACT, 2013: -

Nature of the transaction (loans given/investments made/guarantees given)	As at March 31, 2023	As at March 31, 2022	As at April 01, 2021
(a) Investment in fully paid equity shares	1,048.21	1,000.52	996.76

57 ADDITIONAL REGULATORY INFORMATION IN SCHEDULE III:

- (a) All the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreement are duly executed in favour of the lessee) are in the name of the Holding Company.
- (b) The Holding Company does not have any investment property, hence the question of disclosure and valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017 does not arise.
- (c) The Holding Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the year.
- (d) The Holding Company has not given any loans or advances to specified persons during the year.
- (e) Benami property: There are no proceedings being initiated or are pending against the Holding Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (f) The Holding Company had borrowed secured loan from financial institutions and banks against current assets.
- (g) Wilful defaulter: the Holding Company has not been declared as wilful defaulter by any bank or financial institution or other lender.

**Notes to the consolidated financial statements
for the year ended March 31, 2023 (Contd.)**

(All amounts in INR Lakhs, unless otherwise stated)

- (h) The Holding Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- (i) There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.
- (j) The Holding Company does not have subsidiary company hence question of Compliance under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 with number of layers of companies does not arise.
- (k) There are no scheme of arrangements as on March 31, 2023.
- (l) The Holding Company has not raised any short term borrowings during the year.
- (m) Additional information to be disclosed by way of notes to statement of profit and loss:
- The Holding Company does not have any undisclosed income which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act, 1961).
 - The Holding Company has not traded or invested in crypto currency or virtual currency during the year.
- (n) Utilisation of borrowed funds and share premium
- (i) The Holding Company has not advanced or loaned or invested funds to any other person or entity, including foreign entities (intermediaries) with the understanding 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 Holding Company (ultimate beneficiaries); or
 - provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- (ii) The Holding Company has not received any fund from any person or entity, including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
 - provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
- (o) Detailed ratio analysis given below: -

	PARTICULARS	March 31, 2023		March 31, 2022		Ratio as on		Variation
		Numerator	Denominator	Numerator	Denominator	March 31, 2023	March 31, 2022	
(a)	Current Ratio	16,240.39	14,067.25	16,118.19	11,976.61	1.15	1.35	-14%
(b)	Debt-Equity Ratio	11,237.75	8,976.67	11,544.76	8,143.32	1.25	1.42	-12%
(c)	Debt Service Coverage Ratio*	7,131.90	8,821.23	3,763.95	3,177.51	0.81	1.18	-32%
(d)	Return on Equity Ratio**	786.67	8,559.99	92.33	8,096.42	0.09	0.01	706%
(e)	Inventory Turnover Ratio	-	-	-	-	Not applicable	Not applicable	0%
(f)	Trade Receivables Turnover Ratio	42,710.82	11,531.76	43,164.50	10,084.00	3.70	4.28	-13%
(g)	Trade Payables Turnover Ratio**	29,406.42	2,513.28	33,991.82	2,236.75	11.70	15.20	-23%
(h)	Net Capital Turnover Ratio**	42,710.82	2,173.15	43,164.50	4,141.57	19.65	10.42	89%
(i)	Net Profit Ratio**	786.67	42,710.82	92.33	43,164.50	0.02	0.00	761%
(j)	Return on Capital Employed**	2,475.59	20,214.41	1,369.90	19,688.07	0.12	0.07	76%
(k)	Return on Investment**	3,862.65	40,750.71	2,336.24	42,351.98	0.09	0.06	72%

* During the current year there is significant interest and principal payments on its existing borrowings.

** The increase is on account of cost cutting, improved bottom line and majorly due to adjustments on account of Ind AS adoption.

Notes to the consolidated financial statements for the year ended March 31, 2023 (Contd.)

(All amounts in INR Lakhs, unless otherwise stated)

58 DISCLOSURE AS REQUIRED BY SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015

A. Loans and advances in the nature of loans

Associate: nil

B. Investment by the loanee: nil

59 The Holding Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

60 There were no amounts which were required to be transferred to the Investor and Protection Fund by the Holding Company.

61 The Holding Company acquired the 35% share issued at par in NDRAVG Business Park Private Limited (Associate Company) on October 01, 2018, the date on which the Associate Company was incorporated. Hence there were no pre acquisition profits as on the date of acquisition. No goodwill/capital reserve was required to be created.

The Holding Company acquired the 30% share in NDR AVG Logistics (a Limited Liability Partnership (LLP)) on October 06, 2017, the date on which the LLP was formed. Hence there were no pre acquisition profits as on the date of acquisition. No goodwill/capital reserve was required to be created.

62 Additional information as required by Paragraph 2 of the General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act 2013:

Particulars	AVG Logistics Limited	NDR AVG Logistics	NDRAVG Business Park Private Limited
	Parent	Associate	Associate
For the year ended March 31, 2023			
Net assets	8,976.67	(0.17)	47.86
Share in profit/(loss)	786.67	(0.17)	47.86
For the year ended March 31, 2022			
Net assets	8,143.32	(0.44)	4.21
Share in profit/(loss)	92.33	(0.44)	4.21

63 These consolidated financial statements includes the unaudited financial statements of NDRAVG Business Park Private Limited, which have been furnished to the auditors of the holding Company by the management. Also, in case of NDR AVG Logistics LLP, the financial statements have been prepared in accordance with the accounting standards issued by the Institute of Chartered Accountants of India ('ICAI') and which have been audited by the other auditor. The holding Company's Management has converted the aforesaid financial statements from Accounting Standards issued by the by ICAI to Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015, for consolidation purposes.

64 Previous year figures have been regrouped/reclassified to confirm presentation as per Ind AS and as required by Schedule III of the Act.

The accompanying notes are an integral part of the financial statements

As per our report of even date

For **MSKA & Associates**
Chartered Accountants
Firm Registration Number: 105047W

Naresh Anand
Partner
Membership No.: 503662

For and on behalf of the Board of Directors
AVG Logistics Limited
CIN: L60200DL2010PLC198327

Sanjay Gupta
Managing Director
DIN: 00527801

Asha Gupta
Director
DIN: 02864795

Place: Chandigarh
Date: June 03, 2023

Place: New Delhi
Date: June 03, 2023

NOTICE

Notice is hereby given that the Annual General Meeting ("AGM") of the Members of AVG Logistics Limited (the "Company") will be held on Friday, September 29, 2023 at 3:00 P.M. at Bliss and Blessings Banquet Near Jhilmil Metro Station, Delhi-110095 to transact the following business:

ORDINARY BUSINESS(ES):-

1. To receive, consider and adopt:

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

- a. the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2023 and the Reports of the Board of Directors and Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2023 and the Report of the Auditors thereon.

2. To declare a final dividend of Re. 1/- per equity share of INR 10/- each for the Financial Year 2022-23.

3. To appoint Mr Sanjay Gupta (DIN: 00527801), who retires by rotation and being eligible, 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 pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr Sanjay Gupta (DIN: 00527801), Director of the Company, who retires by rotation at this Annual General Meeting and being eligible, offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

4. To re-appoint M/s. M S K A & Associates, Chartered Accountants, (FRN: 105047W) as statutory auditors of the Company for second term of 5 consecutive years:

To consider, and if thought fit, to pass, with or without modification(s), the following resolution, as a Ordinary resolution:

"RESOLVED THAT pursuant to Section 139 and other applicable provisions, if any, of the Companies Act,

2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time ("Act"), M/s. M S K A & Associates, Chartered Accountants, (FRN: 105047W) be and are hereby appointed as the statutory auditors of the Company for a second term of 5 (five) years to hold office from the conclusion of this 14th annual general meeting until the conclusion of the 18th annual general meeting of the Company at such fee and reimbursement as may be decided in consultation with Board.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to increase and pay such statutory audit fees as recommended by the Audit Committee and as they may deem fit for the remaining tenure of their appointment.

SPECIAL BUSINESS:

5. To appoint Mr Apurva Chamaria (DIN: 07408982) as a Director, liable to retire by rotation:

To consider, and if thought fit, to pass, with or without modification(s), the following resolution, as a Ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time ("Act"), Mr Apurva Chamaria (DIN: 07408982) who was appointed as an Additional Director (Non-Executive Non-Independent) of the Company with effect from July 04, 2023 by the Board of Directors, who holds office upto the date of this Annual General Meeting under Section 161 of the Act, being eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation."

**By order of the Board of Directors
For AVG Logistics Limited**

Sd/-

Mukesh Nagar

Company Secretary

Date: August 14, 2023

Place: Delhi

CIN: L60200DL2010PLC198327

Registered Office:

25 DDA Market,
Savita Vihar, New Delhi-110092

Notice (Contd.)**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. PROXY FORM SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.** 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 ten percent of the total share capital 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.
2. Body Corporate member are requested to send a certified copy of the Board Resolution authorising their representative to attend & vote at the meeting pursuant to provision of Section 113 of the Companies Act, 2013.
3. All documents referred in the accompanying notice are available for inspection at the Registered Office of the Company during working days between 10.00 A.M. to 2.00 P.M. till the date of Annual General Meeting and also at the meeting.
4. Members are requested to intimate the change, if any, in their registered address immediately.
5. Members/Proxies should bring the Attendance Slip duly filled in and signed for attending the meeting.
6. It will be appreciated that queries, if any, on accounts and operations of the Company are sent to the Registered Office of the Company ten days in advance of the meeting so that the information may be made readily available.
7. The Register of Directors and their Shareholdings, Register of Contracts with related party and in which Directors are interested and Register of Proxies would be available for inspection by the Members at the meeting.
8. Register of Members and the Share Transfer Books of the Company will remain closed from Friday, September 22, 2023 till Friday, September 29, 2023 for the purpose of the AGM.
9. A person entered in Register of Members on September 22, 2023 shall be eligible to exercise the right of a member to participate and vote at the general meeting and any change to an entry on the register after the Record Date shall be disregarded in determining the right of any person to attend and vote at such General meeting.
10. The non-resident Indian shareholders are requested to inform the Company immediately about:
 - a. The change in the residential status on return to India for Permanent settlement.
 - b. The particulars of NRO bank account in India if not furnished Earlier.
11. The Company has made necessary arrangements for the members to hold their shares in dematerialised form. Members are also entitled to make nomination in respect of the shares held by them in dematerialised form with their respective DP's.
12. Additional Information, pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, in respect of the Directors seeking appointment/ reappointment at the Annual General Meeting, is furnished as Annexure-I to the Notice. The directors have furnished consent /declaration for their appointment/ reappointment as required under the Companies Act, 2013 and the rules there under.
13. Pursuant to the provisions of Sections 101 of the Act read with the Companies (Accounts) Rules, 2014, the notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy form, are being sent by electronic mode to the members whose email addresses are registered with the Company/ Depository Participant(s) and the Notice of AGM available on website of the Company at www.avglogistics.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and at BSE Limited at www.bseindia.com
14. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their Demat accounts.
15. A person who is not a member as on cut-off date should treat this Notice for information purpose only.
16. In case of Joint holder's attending the meeting, the Joint-holder's who is higher in the order will be entitled to vote at the meeting.

Notice (Contd.)

17. A route map showing direction to reach the venue of the meeting is given at the end of this Notice.
18. Any person who is entitled to receive notice and have not received the notice may obtain the copy of the Notice of AGM by e-mail at company's e-mail id i.e. praveen@avglogistics.com

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 09, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:

1. Individual Shareholders holding securities in demat mode with NSDL
 1. Existing IDeAS user can visit the e-Services website of NSDL viz. <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
 2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select «Register Online for IDeAS Portal» or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon «Login» which is available under «Shareholder/Member» section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site
2. Individual Shareholders holding securities in demat mode with CDSL
 1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
 2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
 3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
 4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
3. Individual Shareholders (holding securities in demat mode) login through their depository participants. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

Notice (Contd.)

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the Company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on **"Sign Up"** under **'SHARE HOLDER'** tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

Shareholders holding shares in **physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

Shareholders holding shares in **NSDL form, shall provide 'D' above*

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character

(@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

- Click "confirm" (Your password is now generated).
3. Click on 'Login' under **'SHARE HOLDER'** tab.
 4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
4. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as **'Custodian / Mutual Fund / Corporate Body'**. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian / Mutual Fund / Corporate Body'** login for the Scrutiniser to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Notice (Contd.)

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

*Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'

*Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No +Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

InstaVote Support Desk

Link Intime India Private Limited

Notice (Contd.)

**EXPLANTORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES
ACT, 2013 SETTING OUT ALL MATERIAL FACTS:**

ITEM NO: 5

Mr Apurva Chamaria, was appointed as an Additional Director of the Company by the Board with effect from July 04, 2023, pursuant to Section 161 of the Act and holds office upto the date of this Annual General Meeting. The Company has received from Mr Apurva Chamaria, the requisite disclosures/declarations pursuant to the provisions of the Act. The Company has received a notice from a member proposing the candidature of Mr Apurva Chamaria for appointment as a Non-Executive Non-Independent Director of the Company.

The particulars of Mr Apurva Chamaria viz., qualification and directorships as required are furnished hereunder as **Annexure-I**.

The Board unanimously recommends the ordinary resolution as set out at item no. 5 of this notice.

None of the other directors and key managerial personnel or their relatives except Mr Apurva Chamaria are interested financially or otherwise in the resolution as set out in item no. 5 of this notice.

ANNEXURE-I

1. Details of the Directors seeking appointment / re-appointment:

Name of Director	Mr Sanjay Gupta
DIN	00527801
Date of Birth	October 22, 1968
Brief Resume covering Expertise in specific functional areas and Experience	He has more than 33 years of experience in multi- model logistics, warehousing and retail logistics. His knowledge, good management skill, excellent decision making, controlling and strategic planning leads him to start his own entrepreneur. Even in a short span of time he has achieved an unexpected growth in the business. Mr Sanjay Gupta has an objective of delivering excellent services to the customers. He is a visionary logistics professional; he has managed to introduce train movements on several most difficult routes and deployment of 32ft. containers on high volume road routes. The Innovative skills have always been the one of the strength of Mr Sanjay Gupta. In 2020 the AVG Logistics launched first Indian train from Panipat, India to Benapole, Bangladesh through Indian Railways for exporting Nestle Baby milk Powder.
Qualifications	Bachelor of Commerce from Maharshi Dayanand University , Rohtak, Haryana
Directorships held in Companies	AVG Logistics Limited- Listed Entity PCG Logistics Private Limited- Unlisted Entity NDRAVG Business Park Private Limited- Unlisted Entity
Membership / Chairmanship of Committees of Public Companies	AVG Logistics Limited Operational Committee- Chairman Stakeholder Relationship Committee- Member Audit Committee- Member Nomination and Remuneration Committee- Member
Shareholdings in the Company	14.58%
Disclosure of relationships between directors inter-se.	Spouse of Mrs Asha Gupta, Whole Time Director of the Company
Remuneration received from the Company in the Financial Year 2022-23.	Rupees Seventy Eight Lakhs

Notice (Contd.)

Name of Director	Mr Sanjay Gupta
Terms and Conditions of appointment / re-appointment along with details of remuneration sought to be paid	None
Date of first appointment on the Board	January 16, 2012
The number of Meetings of the Board attended during the Financial Year 2023-24/during the tenure of their appointment	No. Meeting held During FY - Four Attended- Four

2. Details of the Directors seeking appointment / re-appointment:

Name of Director	Mr Apurva Chamaria
DIN	07408982
Date of Birth	May 20, 1989
Brief Resume covering Expertise in specific functional areas and Experience	Mr Apurva Chamaria is currently the Head of Partnership Solutions, Startups and Venture Capital at Google India. He's an alumnus of the Harvard Business School, Boston and pursuing his PhD in digital engineering from Indian Institute of Technology, Delhi. Prior to joining Google he was the SVP & Chief of Staff to CEO & MD at Tech Mahindra where he was integral in transforming the Company performance.
Qualifications	He holds a double master's in business management (from IMI) and advertising (from IIMC, JNU). He's an alumnus of the Harvard Business School, Boston and pursuing his PhD. In digital engineering from Indian Institute of Technology, Delhi
Directorships held in Companies	AVG Logistics Limited- Listed Entity Network People Services Technologies Limited - Listed Entity Tastyworks Private Limited - Unlisted Private Entity
Membership / Chairmanship of Committees of Public Companies	Nil
Shareholdings in the Company	Nil
Disclosure of relationships between directors inter-se.	None
Remuneration received from the Company in the Financial Year 2022-23.	Nil
Terms and Conditions of appointment / re-appointment along with details of remuneration sought to be paid	Not Applicable
Date of first appointment on the Board	July 04, 2023
The number of Meetings of the Board attended during the Financial Year 2023-24/during the tenure of their appointment	No. Meeting held During FY – 4 Attended- 1



Notice (Contd.)

FORM No. MGT-11

PROXY FORM

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

CIN: L60200DL2010PLC198327

Name of the Company: AVG Logistics Limited

Registered Office: Office No. 25, D.D.A Market, Savita Vihar, Delhi-110092

Name of the Member(s):

Registered Address:

E-mail id:

Folio No./Client ID:

DP ID:

I/We being the members of _____, holding _____ shares, hereby appoint

1. Name:

Address:

Email Id:

Signature: _____, or failing him

2. Name:

Address:

Email Id:

Signature: _____,

Notice (Contd.)

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 14th Annual General Meeting of the Company, to be held on Friday, September 29, 2023 at 3:00 P.M. at Bliss and Blessings Banquet Near Jhilmil Metro Station, Delhi-110095 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No:

Resolution No.	Description	For	Against
1.	1. To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2023 and the Reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2023 and the Report of the Auditors thereon.		
2.	To declare a final dividend of Re. 1/- per equity share of INR 10/- each for the Financial Year 2022-23.		
3.	To appoint Mr Sanjay Gupta (DIN: 00527801), who retires by rotation and being eligible, offers himself for re-appointment.		
4.	To re-appoint M/s. M S K A & Associates, Chartered Accountants, (FRN: 105047W) as statutory auditors of the Company for second term of 5 consecutive years		
5.	To appoint Mr Apurva Chamaria (DIN: 07408982) as a Director, liable to retire by rotation		

Signed this _____ day of _____ 2023

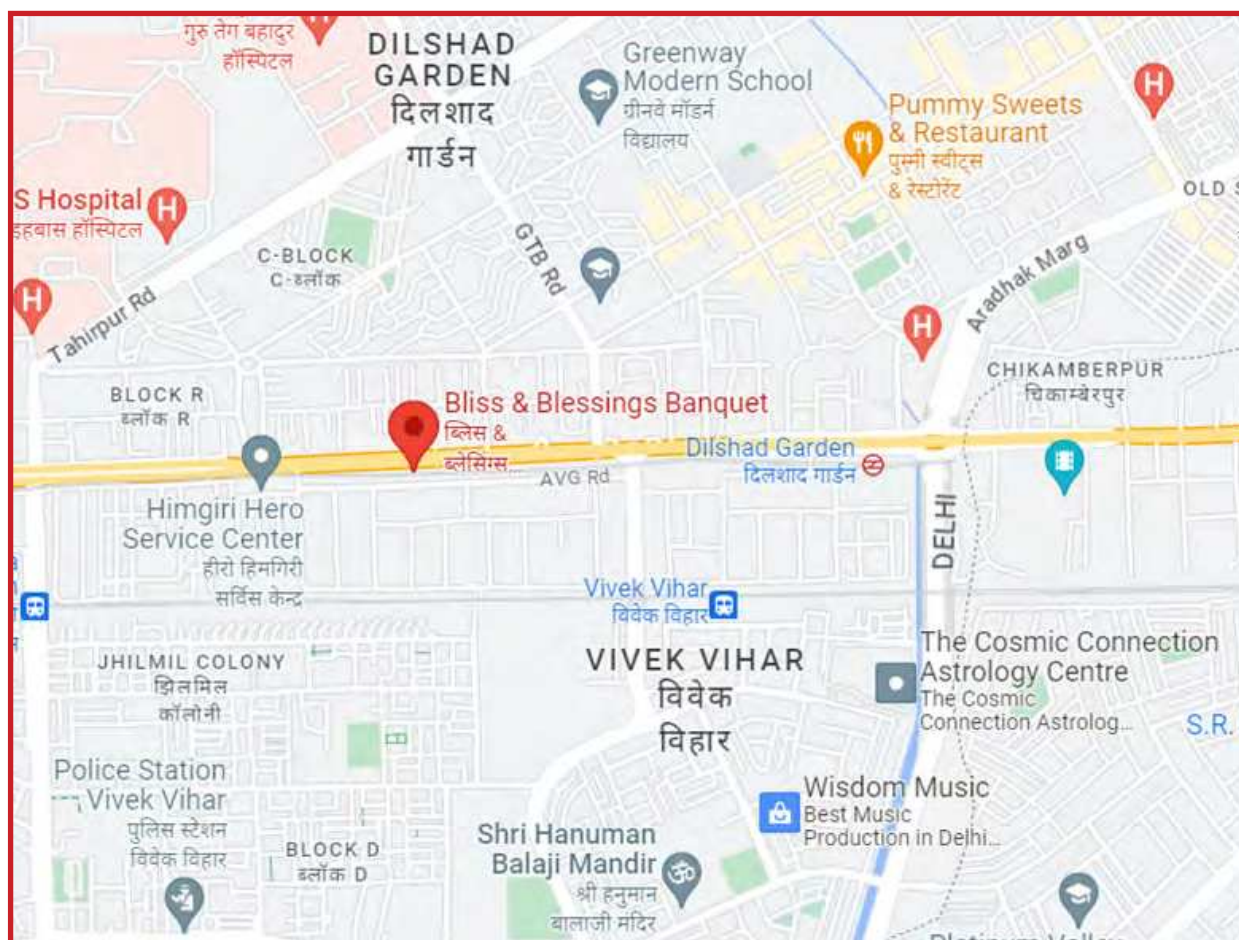
Signature of Shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Notice (Contd.)**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, a member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
3. In the case of joint holders, the signature of any one holder shall be sufficient, but the names of all joint holders should be stated.
4. Appointing a proxy does not prevent a member from attending in person if he so wishes.

ROUTE MAP



Contact Information

Tel: 011-45674071

Toll Free No.: 1800-103-9665

Mob: +91-8527291062

Website: www.avglogistics.com

ADDRESS

Head Office

102, First Floor , Jhilmil Metro Station Complex,
Above State Bank of India, Delhi – 110 095.

NEW DELHI | BENGALURU | CHENNAI | GOA | GUWAHATI | KOLKATA | MUMBAI