INDEPENDENT AUDITOR'S REPORT

To the Members of VE Electro-Mobility Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of VE Electro-Mobility Limited ("the Company"), which comprise the Balance sheet as at March 31 2023, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity 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, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its profit/loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as 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 together with the ethical requirements that are relevant to our audit of the 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

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

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

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

In connection with our audit of the Standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the 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 including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with [the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

- Obtain an understanding of internal 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 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 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.

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 the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.

(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 is 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 these Standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report.

(g) The provisions of section 197 read with Schedule V of the Act are not applicable to the Company for the year ended March 31, 2023.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The company does not have any pending litigations which would impact its financial position.

ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or 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 such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the company.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Sanjay Vij
Partner
Membership Number: 095169
UDIN:
Place of Signature: Gurugram
Date: May 04, 2023

Annexure 1 referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: VE Electro-Mobility Limited ('the Company')

(i) a (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of the Property, plant and equipment.

(B) The Company has not capitalized any intangible assets in the books of the Company and accordingly, the requirement to report on clause 3(i)(a)(B) of the Order is not applicable to the Company.

b. All Property, Plant and Equipment were physically verified by the management during the period in accordance with a planned programme of verifying them once in three years, except for assets lying with third parties which have been confirmed by them during the period, 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. There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.

d. The Company has not revalued its Property, Plant and Equipment during the period ended March 31, 2023.

e. According to the information and explanations given by the management, there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a). The Company's business does not require maintenance of inventories and, accordingly, the requirement to report on clause 3(ii)(a) of the Order is not applicable to the Company.

(b). The Company has not been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks or financial institutions during any point of time of the period on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) (a) During the period, the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.

(b) During the period, the Company has not made investments, provided guarantees, provided security and granted loans and advances in the nature of loans to [companies, firms, Limited Liability Partnerships or any other parties]. Accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.

(c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.

(d) The Company has not granted loans or advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.

(e) There were no loans or advance in the nature of loan granted to [companies, firms, Limited Liability Partnerships or any other parties]. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) There are no loans, investments, guarantees, and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) The requirements relating to report on clause 3(vi) of the Order are not applicable to the Company.

(vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and services tax, customs duty, excise duty, cess and other statutory dues applicable to it. According to the information and explanations given to us, and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the period end, for a period of more than six months from the date they became payable.

(b) There are no dues of goods and services tax, provident fund, employees' state insurance, income tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess, and other statutory dues which have not been deposited on account of any dispute.

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the period. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company did not have any outstanding loans or borrowings or interest thereon due to any lender during the period. Accordingly, the requirement to report on clause ix(a) of the Order is not applicable to the Company.

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority

(c) The Company did not have any term loans outstanding during the period hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.

(d) The Company did not raise any funds during the period hence, the requirement to report on clause (ix)(d) of the Order is not applicable to the Company.

(e) On The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

(f) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money during the period by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the period under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the period.

(b) During the period, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

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

(xii) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), clause 3(xii)(b) and clause 3(xii)(c) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards

(xiv) The Company does not have an internal audit system and is not required to have an internal audit system under the provisions of Section 138 of the Companies Act, 2013. Therefore, the requirement to report under clause 3(xiv)(a) and clause 3(xiv)(b) of the Order is not applicable to the Company.

(xv) According to the information and explanation given by the management, The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) There are no other Companies part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses in the current financial period. The Company has been registered for a period of less than one year.

(xviii) There has been no resignation of the statutory auditors during the period and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios as per the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the 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) (a) The provisions of Section 135 to the Companies Act, 2013 in relation to Corporate Social Responsibility is not applicable to the Company. Accordingly, the requirement to report on clause 3(xx)(a) and clause 3(xx)(b) of the Order is not applicable to the Company.

(xxi) The CARO 2020 is not applicable to the subsidiary companies included in the consolidated financial statements of the Company. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Company.

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Sanjay Vij
Partner
Membership Number: 095169
UDIN:
Place: Gurugram
Date: May 04, 2023

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF VE ELECTRO-MOBILITY LIMTED

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

We have audited the internal financial controls with reference to standalone financial statements of VE Electro-Mobility Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the period ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these 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 these 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 these 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 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 these standalone financial statements.

Meaning of Internal Financial Controls With Reference to these Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls With Reference to 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.

Opinion

In our opinion, the Company has, in all material respects, 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 over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S.R. Batliboi & CO. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E

per Sanjay Vij
Partner
Membership Number: 095169
UDIN:
Place of Signature: Gurugram
Date: May 04, 2023

VE ELECTRO-MOBILITY LIMITED
BALANCE SHEET AS AT MARCH 31, 2023

Rs. in million

Particulars	Note	As at March 31, 2023
ASSETS		
Non-current assets		
(a) Property, plant and equipment	5	213.9
Total non-current assets		213.9
Current assets		
(a) Financial assets		
(i) Trade receivables	6	4.9
(ii) Cash and cash equivalents	7	6.8
(iii) Other financial assets	8	22.8
Total current assets		34.5
Total assets		248.4
EQUITY AND LIABILITIES		
Equity		
(a) Equity share capital	9	0.5
(b) Other equity		
(i) Retained earnings	10	(0.5)
Total equity		-
LIABILITIES		
Non Current liabilities		
(a) Deferred Tax Liability	11	0.9
Total Non current liabilities		0.9
Current liabilities		
(a) Financial liabilities		
(i) Trade payables		
- Total outstanding dues of creditors other than micro enterprises and small enterprises	12	7.8
(ii) Other financial liabilities	13	216.1
(b) Other current liabilities	14	23.6
Total current liabilities		247.5
Total liabilities		248.4
Total equity and liabilities		248.4
See accompanying notes forming part of the financial statements	1 to 25	

In terms of our report attached
For S.R.Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

Per Sanjay Vij
Partner
Membership no.: 095169

Akash Passey
Director
DIN: 01198068

Rajinder Singh Sachdeva
Director
DIN: 09268063

Ken BO Reinhold Trolle
Director
DIN: 09758354

Vinod Kumar Aggarwal
Director
DIN: 00038906

Place : Gurugram
Date : May 04, 2023

VE ELECTRO-MOBILITY LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023

Rs. in million

Particulars	Note	FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023
Income		
Revenue from operations	15	23.0
Total Income		23.0
Expenses		
Depreciation and amortisation expenses	16	10.5
Other expenses	17	12.1
Total expenses		22.6
Profit before tax		0.4
Tax expense		
Deferred tax charge/(benefit)	18	0.9
Total tax expense		0.9
Profit for the period		(0.5)
Other comprehensive income		-
Total Comprehensive income for the period, net of tax		(0.5)
Earnings per share (of Rs.10 each) in Rs.		
Basic/ diluted		(10.00)

See accompanying notes forming part of the financial statements **1 to 25**

In terms of our report attached
For S.R.Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

Per Sanjay Vij
Partner
Membership no.: 095169

Akash Passey
Director
DIN: 01198068

Rajinder Singh Sachdeva
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DIN: 09268063

Ken BO Reinhold Trolle
Director
DIN: 09758354

Vinod Kumar Aggarwal
Director
DIN: 00038906

Place : Gurugram
Date : May 04, 2023

VE ELECTRO-MOBILITY LIMITED

CASH FLOW STATEMENT FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023

Particulars	FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023
A.CASH FLOW FROM OPERATING ACTIVITIES	
Profit before tax	0.4
Adjustments to reconcile profit before tax to net cash flows:	
Depreciation and amortisation expenses	10.5
Operating profit before changes in working capital	10.9
Working capital adjustments:	
Adjustments for (increase) / decrease assets:	-
Current	
Trade receivables	(4.9)
Other assets	(22.8)
Adjustments for increase / (decrease) in liabilities:	
Current	
Trade payables	7.8
Other liabilities	23.6
Cash generated from operating activities	14.6
Income taxes paid	-
Net cash flows from operating activities (A)	14.6
B.CASH FLOW FROM INVESTING ACTIVITIES	
Purchase of property, plant and equipment (Net of capital creditors)	(8.3)
Net cash flow used in investing activities (B)	(8.3)
C.CASH FLOW FROM FINANCING ACTIVITIES	
Proceed from issue of share capital	0.5
Net cash flow (used)/generated in financing activities (C)	0.5
Net increase/ (decrease) in cash and cash equivalents (A)+(B)+(C)	6.8
Cash and cash equivalents at the beginning of the year	-
Cash and cash equivalents at the end of the year	6.8
Components of cash and cash equivalents	
Balances with banks:	
In current accounts	6.8
Total cash and cash equivalents (refer note no. 6)	6.8

See accompanying notes forming part of the financial statements 1 to 25

In terms of our report attached
For S.R.Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

Per Sanjay Vij
Partner
Membership no.: 095169

Akash Passey
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Director
DIN: 09758354

Vinod Kumar Aggarwal
Director
DIN: 00038906

Place : Gurugram
Date : May 04, 2023

VE ELECTRO-MOBILITY LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023

A. Equity share capital

Rs. in million

	Number of Shares	Amount
Issue of equity share capital	50,000	0.5
Balance as at March 31, 2023	**50,000**	**0.5**

Rs. in million

Particulars	Reserves and surplus	Total
	Retained earnings	
Profit for the period	(0.5)	(0.5)
Balance as at March 31, 2023	**(0.5)**	**(0.5)**

See accompanying notes forming part of the financial statements

In terms of our report attached
For S.R.Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

Per Sanjay Vij
Partner
Membership no.: 095169

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Director
DIN: 09758354

Vinod Kumar Aggarwal
Director
DIN: 00038906

Place : Gurugram
Date : May 04, 2023

VE Electro-Mobility Limited
Notes forming part of the financial statements

1. General Information

VE Electro - Mobility Limited ("the Company") is a public Company domiciled & incorporated on 27th April 2022 under the provisions of the Companies Act, 2013. The Company is engaged in the business of buying , selling and leasing commercial vehicles. The financial statements for the year ended March 31, 2023 were approved by the Board of Directors and authorize for issue on April 21, 2023.

2. Basis of preparation and presentation

2.1 Statement of Compliance

The financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended.

2.2 Accounting convention

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

2.3 Operating Cycle

Based on the nature of products/ activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

3. Significant Accounting Policies

3.1 Revenue Recognition
Revenue from contract with customers

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.

Effective its incorporation, the Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Revenue recognition in accordance with Ind AS 115 requires management to make certain judgements of distinct performance obligations like after sales services, warranties, discounts & rebates in the transaction price and allocating the transaction price to the performance obligations.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers on behalf of the government.

3.2 Taxation

Tax expense represents the sum of current tax and deferred tax.

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the reporting date Subject to exceptions below, deferred tax is provided, using the balance sheet method, on all deductible temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, on carry forward of unused tax credits and unused tax loss; deferred income tax is not recognised on the initial recognition (including MAT) of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and deferred tax assets are recognised only to the extent that it is more likely than not that they will be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Tax relating to items recognized outside profit or loss is recognised outside profit or loss (either in other comprehensive income or equity).

The carrying amount of deferred tax assets (including MAT credit available) is reviewed at each reporting date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

3.3 Property, plant and equipment

Property, plant and equipment (including furniture, fixtures, vehicles, etc.) held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Cost of acquisition is inclusive of freight, duties, taxes and other incidental expenses. Freehold land is not depreciated.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes items directly attributable to the construction or acquisition of the item of property, plant and equipment, and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as- other property assets, commences when the assets are ready for their intended use.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. 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.

Depreciation is charged on a pro-rata basis at the straight line method over estimated economic useful lives of its fixed assets depreciated over the useful life of 5 to 10 years, wherein, the life of the said assets has been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, anticipated technological changes, manufacturers warranties and maintenance support, etc.

3.4 Impairment of tangible

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Recoverable amount is the higher of fair value less costs of disposal and value in use.

When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash- generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss. When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

3.5 Provisions

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

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

3.6 Financial instruments

Financial assets and financial liabilities are recognised when the 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.

3.7 Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by 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.

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.

Financial liabilities

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 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 financial liability.

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

3.8 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

4.0 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company accounting policies, which are described in note 3, the management of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

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

4.1 Useful lives of tangible assets

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

5 Property, plant and equipment

Rs. in million

Particulars	Vehicles	Total
Cost		
Additions	224.4	224.4
Disposals	-	-
At March 31, 2023	224.4	224.4
Accumulated depreciation		
Charge for the period	10.5	10.5
Less: Adjustments	-	-
At March 31, 2023	10.5	10.5
Carrying amount		
At March 31, 2023	213.9	213.9

6 Trade receivables

Particulars	As at March 31, 2023
Current	
Secured, considered good	4.9
Total	4.9
Trade receivables	
Secured, considered good	4.9
Total Trade receivables	4.9

Trade receivables ageing schedule
As at March 31, 2023

Particulars	Not due	Less than 6 months	1 - 2 years	2 - 3 years	More than 3 years
Undisputed - considered good	4.9	-	-	-	-
Undisputed - which have significant increase in credit risk	-	-	-	-	-
Undisputed - credit impaired	-	-	-	-	-
Disputed - considered good	-	-	-	-	-
Disputed - which have significant increase in credit risk	-	-	-	-	-
Disputed - credit impaired	-	-	-	-	-
Total	4.9	-	-	-	-

7 Cash and cash equivalents

Particulars	As at March 31, 2023
Balances with banks	
On current accounts	6.8
Total	6.8

8 Other financial assets

Rs. in million

Particulars	As at March 31, 2023
Current	
Balance with government authorities	
Considered good	22.8
Considered doubtful	
	22.8
Less: impairment for doubtful advances	-
	22.8
Total	22.8

9 Equity share capital

Particulars	As at March 31, 2023
Authorised	
35,000,000 equity shares of Rs. 10 each	350.0
Total	350.0
Issued, subscribed and paid up	
50,000 equity shares of Rs. 10 each	0.5
Total	0.5

(i) Reconciliation of issue, subscribed and paid up equity shares :

Particulars	No. of Shares
Issued during the period	50,000
Balance at March 31, 2023	50,000

	Nos.	% holding
VE Commercial Vehicles Limited (including its nominees)	50,000	100.00%

10 Other equity

	Particulars	As at March 31, 2023
(a)	Retained earnings	(0.5)
	Total	(0.5)

	Particulars	As at March 31, 2023
(a)	**Retained earnings**	
	Opening balance	-
	Add: Profit for the period	(0.5)
	Closing balance	(0.5)

11 Deferred tax liabilities (net)

Rs. in million

Particulars	As at March 31, 2023
Deferred tax liabilities on	
Property, plant and equipment	0.9
Others	
	0.9
Deferred tax liabilities (net)	**0.9**

Movement in Deferred tax liabilities

For the year ended March 31, 2023 — Rs. in million

Particulars	Closing balance
Deferred tax liabilities on	
Property, plant and equipment and losses	0.9
	0.9
Deferred tax liabilities (net)	0.9

12 Trade payables

Particulars	As at March 31, 2023
Current	
Total outstanding dues of micro enterprises and small enterprises	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	7.8
Total	**7.8**

Trade payables ageing
As on March 31, 2023

Particulars	Outstanding for following period from due date of payment				
	Not due*	1 yr.	1 -2 yrs.	2 -3 yrs.	More than 3 yrs.
MSME	-	-	-	-	-
Others	7.8	-	-	-	-
Total	**7.8**	-	-	-	-

See Note No. 22 for disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

13 Other financial liabilities

Particulars	As at March 31, 2023
Current	
Capital creditors	**216.1**
Total	**216.1**

14 Other liabilities

Particulars	As at March 31, 2023
Current	
Statutory dues	**1.3**
Other liabilities	**22.3**
Total	**23.6**

15 Revenue from operations

Rs. in million

Particulars		FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023
Revenue from operations		
Sale of services		23.0
	Sub-total	**23.0**
Revenue from operations (net)	**Total**	**23.0**

16 Depreciation and amortisation expenses

Particulars	FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023
Depreciation of tangible assets	10.5
Total	**10.5**

17 Other expenses

Particulars	FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023
Maintenance and service expenses	
Vehicles	7.2
Rates and taxes	3.1
Rent	0.2
Legal and professional charges	1.0
Statutory Audit Fees	0.1
Incorporation expenes	0.5
Total	**12.1**

Particulars	FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023
a) As Statutory Audit	
-Audit fee	0.1
b) Out of pocket expenses	-

18 Income tax expense

Particulars		FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023
Deferred tax charge		0.9
Total Income tax recognised in the current year	Total	0.9

Income tax expense for the year can be recognised to the accounting profit as follows :

Particulars	FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023
Others	0.9
Income tax expense recognised in statement of profit and loss	0.9

19. **Earnings per share**

Particulars	**FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023**
a) Profit after taxation, per statement of profit and loss (Rs. in million)	**(0.50)**
b) Weighted average number of equity shares (Nos.)	**50,000**
c) Earnings per share (in rupees):	
(face value-Rs. 10 per share)	
- Basic and Diluted [(a)/(b)]	**(10.00)**

20. **Related party disclosures under Ind AS 24**

a. **Related party disclosures**

(i) Holding company

VE Commercial Vehicles Limited

b. **Transactions with the above parties**

Name of related party	**Nature of transaction**	**FOR THE PERIOD FROM 27 APRIL 2022 TO 31 MARCH 2023**
(i) Holding company		
VE Commercial Vehicles Limited	Purchase of capital goods	**224.4**
	Lease rental income	**23.0**
	Expenses reimbursed	**1.0**

Balance outstanding at the year end

Name of related party	**Nature**	**As at March 31,2023**
(i) Holding company		
VE Commercial Vehicles Limited	- Capital Creditors	**216.1**
	- Receivables	**4.9**
	- Other Payabels	**6.8**

21 Financial instruments

Capital Management

The management of the Company reviews the capital structure of the Company on regular basis. As part of this review, the management of the Company considers the cost of capital and the risks associated with the movement in the working capital.

The following table summarizes the capital of the Company:

Rs. in million

Particulars	As at March 31,2023
Share capital	0.5
Other equity	(0.5)
	-

Categories of financial instruments

Carrying value of the financial instruments are as follows:-

Rs. in million

Particulars	As at March 31,2023
Financial assets at amortised cost	
Current	
Cash and cash equivalents	6.8
Financial liabilities at amortised cost	
Current	
Trade payables	7.8
Other financial liabilities	216.1

Liquidity risk

Liquidity risk represents the inability of the Company to meet its financial obligations within stipulated time.

Maturity profile of financial liabilities:

Rs. in million

Particulars	As at March 31, 2023	
	Less than 1 year	Total
Current		
(i) Trade payables	7.8	7.8
(ii) Other financial liabilities	216.1	216.1

The surplus funds with the Company and operational cash flows will be sufficient to dispose the financial liabilities with in the maturity period.Company is raising funds by issuing equity for payment of capital creditors.

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

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

23. Other Statutory Information

(a) The Company has sanctioned working capital limits amounting to Rs.500 million from Axis banks as at March 31, 2023.
(b) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
(c) The Company have not revalued its Property, Plant & Equipments, Intangibel Assets and Right to Use Assets during the period.
(d) The Company do not have any transactions with companies struck off.
(e) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
(f) The Company have not traded or invested in Crypto currency or Virtual Currency during the reporting period.

(g) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall.
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(h) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(i) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period 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.

(j) The Company has not granted any loans and advances to promoters, directors, KMPs amd other related partes (as defined under Companies Act 2012) during the period.

(k) The Company have complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

24. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

25. Breakup and ageing of Foreign Currency exposure risk in INR million as on 31 March,2023:

Particulars	**Unhedged**		**Hedged through forwards of derivative**		**Natural Hedge**	
	</=1 year	> 1 year	Total		</=1 year	> 1 year
FCY Receivables	-	-	-	-	-	-
(i) Exports	-	-	-	-	-	-
Total (A)	-	-	-	-	-	-
FCY Payables	-	-	-	-	-	-
(i) Imports	-	-	-	-	-	-
Total (B)	-	-	-	-	-	-

In terms of our report attached
For S.R.Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/E300005

Per Sanjay Vij
Partner
Membership no.: 095169

Akash Passey
Director
DIN: 01198068

Rajinder Singh Sachdeva
Director
DIN: 09268063

Ken BO Reinhold Trolle
Director
DIN: 09758354

Vinod Kumar Aggarwal
Director
DIN: 00038906

Place : Gurugram
Date : May 04, 2023