

INDEPENDENT AUDITOR'S REPORT

To the Members of Bonfiglioli Transmissions Private Limited

Report on the Audit of the Ind AS Financial Statements**Opinion**

We have audited the accompanying Ind AS financial statements of Bonfiglioli Transmissions Private Limited ("the Company"), which comprise the Balance sheet as at December 31 2022, 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 Ind AS 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 Ind AS 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 December 31, 2022, its profit 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 Ind AS 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 Ind AS 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 Ind AS financial statements.

Other Information

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

Our opinion on the Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the Ind AS 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.



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Responsibility of Management for the Ind AS 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 Ind AS 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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 Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS 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 Ind AS 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 Ind AS 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



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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 Ind AS financial statements, including the disclosures, and whether the Ind AS 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 except that the backup of the books of account and other books and papers maintained in electronic mode has not been maintained on servers physically located in India on daily basis;
 - (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 Ind AS 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 December 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on December 31, 2022 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 Ind AS 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 December 31, 2022;
 - (h) The qualification relating to the maintenance of accounts and other matters connected herewith are as stated in the paragraph (b) above;



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- (i) 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 has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements – Refer Note 41 to the Ind AS financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There 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. The interim dividend declared and paid by the Company during the year and until the date of this audit report is in accordance with section 123 of the Act.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



per Chirag Shah
Partner

Membership Number: 121648
UDIN: 23121648BGYPFL3549
Place of Signature: Chennai
Date: April 05, 2023



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

Re: Bonfiglioli Transmissions Private Limited ('the Company')

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) (a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment
- (a)(B) The Company has maintained proper records showing full particulars of intangibles assets.
- (b) All Property, Plant and Equipment were physically verified by the management in the previous year in accordance with a planned programme of verifying them once in three years which is reasonable having regard to the size of the Company and the nature of its assets.
- (c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended December 31, 2022.
- (e) 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 inventory has been physically verified by the management during the year except for inventories lying with third parties. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Inventories lying with third parties have been confirmed by them as at December 31, 2022 and no discrepancies were noticed.
- (b) As disclosed in note 14 to the financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/statements filed by the Company with such banks are in agreement with the books of accounts of the Company.
- (iii) (a) During the year, 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(ii)(a) of the Order is not applicable to the Company.
- (b) During the year, 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(ii)(b) of the Order is not applicable to the Company.
- (c) & (d) 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(ii)(c) and (d) of the Order is not applicable to the Company.



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- (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) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of gear boxes and motors, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, duty of excise, cess and other statutory dues though there have been slight delays in few cases in respect of provident fund, income tax (tax deducted at source) and professional tax. 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 year end, for a period of more than six months from the date they became payable.
- (b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in lakhs)	Amount paid under protest (Rs. in lakhs)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax	49	-	AY-2004-05*	Madras High Court
Income Tax Act, 1961	Income Tax	122	-	AY-2013-14#	Madras High Court
Income Tax Act, 1961	Income Tax	366	73	AY-2015-16	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	264	53	AY-2017-18	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	163	33	AY-2018-19	Commissioner of Income Tax (Appeals)

* the commissioner of Income tax has adjusted this demand with the refund of AY 2012-13

the amount under dispute entirely paid against the assessment order before filing appeal with Income Tax Appellate Tribunal (ITAT). However, based on order passed by ITAT, amount paid is refunded along with interest. The department has gone for further appeal to High Court.



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- (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 year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared wilful 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 year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) 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 has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money during the year 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 year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.
- (b) During the year, 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 year.
- (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), 3(xii)(b) and 3(xii)(c) of the Order is not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 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. The provisions of section 177 are not applicable to the Company and accordingly the requirements to report under clause 3(xiii) of the Order insofar as it relates to section 177 of the Act is not applicable to the Company.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.



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- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) 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) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a 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 year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year 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 disclosed in note 42 to 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) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 44 to the financial statements.



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- (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 44 to the financial statements.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



per **Chirag Shah**

Partner

Membership Number: 121648

UDIN: 23121648BGYPFL3549



Place of Signature: Chennai

Date: April 05, 2023

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF BONFIGLIOLI TRANSMISSIONS PRIVATE LIMITED

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 Ind AS financial statements of Bonfiglioli Transmissions Private Limited ("the Company") as of December 31, 2022 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Ind AS 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 Ind AS 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 Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to Ind AS financial statements included obtaining an understanding of internal financial controls with reference to these Ind AS 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 Ind AS 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 Ind AS financial statements.

Meaning of Internal Financial Controls With Reference to these Ind AS Financial Statements

A company's internal financial controls with reference to Ind AS 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 Ind AS financial



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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 Ind AS 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 Ind AS financial statements.

Inherent Limitations of Internal Financial Controls With Reference to Ind AS Financial Statements

Because of the inherent limitations of internal financial controls with reference to Ind AS 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 Ind AS financial statements to future periods are subject to the risk that the internal financial control with reference to Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

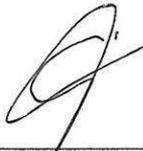
Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to Ind AS financial statements and such internal financial controls with reference to Ind AS financial statements were operating effectively as at December 31, 2022, 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 & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



per **Chirag Shah**

Partner

Membership Number: 121648

UDIN: 23121648BGYPFL3549

Place of Signature: Chennai

Date: April 05, 2023



Bonfiglioli Transmissions Private Limited
Balance Sheet as at December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

	Note	As at December 31, 2022	As at December 31, 2021
Assets			
Non-current assets			
Property, plant and equipment	3	16,827	16,199
Capital work-in-progress	3	964	763
Intangible assets	3	185	141
Right-of-use asset	3	3,428	454
Financial assets			
i. Investments	4	11	11
ii. Other financial assets	5	1,907	1,877
Deferred tax assets	7	1,423	1,405
Non-Current tax assets	18	355	49
Other non-current assets	6	708	813
Total non-current assets		25,807	21,712
Current assets			
Inventories	8	26,284	26,852
Financial assets			
i. Trade receivables	9	37,673	32,797
ii. Cash and cash equivalents	10	10,868	10,094
iii. Bank balances other than (ii) above	11	16,804	16,008
iv. Other financial assets	5	773	732
Current tax assets (net)	18	709	965
Other current assets	6	3,258	4,886
Total current assets		96,369	92,354
Total assets		122,176	114,066
Equity and liabilities			
Equity			
Equity share capital	12	13,112	13,112
Other equity	13	59,424	58,507
Total equity		72,536	71,619
Non-current liabilities			
Financial liabilities			
i. Lease liabilities	17	196	227
ii. Other financial liabilities	15	110	29
Provisions	16	900	858
Total non-current liabilities		1,206	1,114
Current liabilities			
Contract liabilities	21	237	355
Financial liabilities			
i. Borrowings	14	14,374	5,500
ii. Lease liabilities	17	371	309
iii. Trade payables	19		
Total outstanding dues of micro and small enterprises		4,679	4,974
Total outstanding dues of creditors other than micro and small enterprises		23,494	24,961
iv. Other financial liabilities	15	2,161	1,701
Other current liabilities	20	1,011	1,502
Provisions	16	2,107	2,031
Total current liabilities		48,434	41,333
Total liabilities		49,640	42,447
Total equity and liabilities		122,176	114,066

The above balance sheet should be read in conjunction with the accompanying notes.

This is the balance sheet referred to in our report of even date.

For S.R. Batliboi & Associates LLP
 Chartered Accountants
 ICAI Firm Registration Number: 101049W/E300004


 per Chirag Shah
 Partner
 Membership Number: 121648



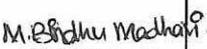
Place: Chennai
 Date: April 5, 2023

For and on behalf of the Board of Directors

  
 Souvik Bonfiglioli Enrico Bonfiglioli Kennedy V Kalpally
 Director Director Director
 Din: 02433473 Din: 08183351 Din: 08110794


 Balaji GA
 CFO & Director
 Din: 06630726

Place: Chennai
 Date: April 5, 2023


 Bindhu Madhavi M
 Company Secretary
 MM No: A55316



Bonfiglioli Transmissions Private Limited
Statement of Profit and Loss for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

	Note	Year ended December 31, 2022	Year ended December 31, 2021
Income			
Revenue from operations	22	158,177	146,408
Other income	23	1,150	3,336
Total Income		159,327	149,744
Expenses			
Cost of materials consumed	24	84,815	87,796
Purchases of stock-in-trade		13,926	9,384
Changes in inventories of finished goods, stock-in-trade and work-in-progress	25	616	(6,152)
Employee benefits expense	26	10,009	9,245
Finance costs	28	724	702
Depreciation and amortisation expense	27	3,513	3,312
Other expenses	29	22,853	21,867
Total expenses		136,455	126,154
Profit before tax		22,872	23,590
Tax expense:			
Current tax	30	5,925	5,960
Tax pertaining to earlier years	30	(125)	260
Deferred tax	30	(73)	107
Total tax expense		5,728	6,327
Profit for the year		17,144	17,263
Other comprehensive income:			
Items that will not be reclassified to profit or loss			
Remeasurements gain or (loss) of post-employment benefit obligations		218	8
Income tax relating to the above item		(55)	(2)
Other comprehensive income for the year, net of tax		163	6
Total comprehensive income for the year		17,307	17,269
Earnings per equity share: [Nominal value per share: Rs. 10] - Basic and diluted (in Rs.)	32	13.07	13.46

The above statement of profit and loss should be read in conjunction with the accompanying notes.
 This is the statement of profit and loss referred to in our report of even date.

For S.R. Batliboi & Associates LLP
 Chartered Accountants
 ICAI Firm Registration Number: 101049W/E300004

per Chirag Shah
 Partner
 Membership Number: 121648



Place: Chennai
 Date: April 5, 2023

For and on behalf of the Board of Directors

Sonia Bonfiglioli
 Director
 Din: 02433473

Parvato Karthi
 Director
 Din: 05183351

Kennedy V. Kaipally
 Director
 Dir: 08110794

Balaji GA
 CFO & Director
 Din: 06630726

Place: Chennai
 Date: April 5, 2023

M. Bindhu Madhavi
 Bindhu Madhavi M
 Company Secretary
 MM No: A55316



Bonfiglioli Transmissions Private Limited
Statement of Cash Flows for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

	Year ended December 31, 2022	Year ended December 31, 2021
A. Cash flows from operating activities		
Profit before tax	22,872	23,590
Adjustments for		
Depreciation and amortisation expense	3,118	2,932
Amortisation - Right-of-use asset	395	380
Liabilities no longer required written back	-	(977)
Interest income	(1,144)	(1,810)
Provision for sales tax disputes	11	28
Allowance for doubtful debts	11	-
Net gain on sale of property, plant and equipment	(6)	(7)
Finance cost excluding interest on lease liabilities	664	639
Interest expense on Lease liabilities	60	66
Provision for product warranty	743	1,102
Unrealised foreign exchange loss	(44)	49
Bad debts written off	-	29
	26,680	26,021
Change in operating assets and liabilities		
(Increase)/Decrease in trade receivables	(4,055)	(4,628)
(Increase)/Decrease in inventories	568	(9,059)
(Increase)/Decrease in other financial assets	(226)	98
Increase / (Decrease) in trade payables	(2,433)	7,046
(Increase)/ Decrease in other assets	1,628	(1,908)
Increase / (Decrease) in provisions	(418)	463
Increase / (Decrease) in other financial liabilities	389	79
(Increase) / Decrease in loans and other financial assets	(22)	(1,583)
Increase / (Decrease) in other current liabilities	(609)	324
	21,502	16,853
Cash generated from operations	21,502	16,853
Taxes paid	(5,925)	(6,854)
Net cash inflow from operating activities	15,577	9,999
B. Cash flows from investing activities		
Purchase of property, plant and equipment and intangible assets	(6,616)	(3,843)
Proceeds from disposal of property, plant and equipment	(3)	(1)
Deposits made during the year	(74,200)	(68,540)
Proceeds from the deposits matured during the year	73,400	88,110
Interest income received	1,349	1,772
Net cash inflow / (outflow) from investing activities	(6,070)	17,498
C. Cash flows from financing activities		
Interest paid	(664)	(652)
Payment of Principle portion of lease liabilities	(492)	(402)
Payment of Interest of lease liabilities	(60)	(66)
Borrowings		
Proceeds	26,000	31,351
Repayments	(17,126)	(33,430)
Payment of Dividend	(16,390)	(17,945)
Issue of Share capital	-	2,000
Net cash inflow / (outflow) from financing activities	(8,732)	(19,144)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	775	8,353
Cash and cash equivalents at the beginning of the financial year	10,094	1,740
Cash and cash equivalents as at the end of the year (Refer note 10)	10,868	10,094
Non-Cash investing activities		
Acquisition of Right-of-use assets	3,403	25

Note: Cashflow statement is prepared under Indirect method
 This is the statement of cash flows referred to in our report of even date.

For S.R. Batliboi & Associates LLP
 Chartered Accountants
 ICAI Firm Registration Number: 101049W/E300004

per Chirag Shah
 Partner
 Membership Number: 121648



Place: Chennai
 Date: April 5, 2023

For and on behalf of the Board of Directors

Sonia Bonfiglioli Suresh Chandra Kennedy V Kaipally
 Director Director Director
 Din: 02433473 Din: 05163351 Din: 0110794

Balaji GA
 CFO & Director
 Din: 06630726

Place: Chennai
 Date: April 5, 2023

M. Bindhu Madhavi
 Bindhu Madhavi M
 Company Secretary
 MM No: AS5316



Bonfiglioli Transmissions Private Limited
Statement of Changes in Equity for the year ended December 31, 2022
(All amounts in Rs. lakhs, unless otherwise stated)

Particulars	As at December 31, 2022		As at December 31, 2021	
	Number of shares	Amount	Number of shares	Amount
A. Equity share capital				
Reconciliation of number of equity shares				
Balance as at the beginning of the year	131,122,994	13,112	128,181,818	12,818
Shares issued during the year	-	-	2,941,176	294
Balance as at the end of the year	131,122,994	13,112	131,122,994	13,112

B. Other equity

Particulars	Note	Share application money pending allotment	Reserves and surplus				Total
			General reserve	Securities premium	Retained earnings	OCI	
Balance as at December 31, 2020	13	-	-	1,387	56,162	(73)	57,477
Profit for the year		-	-	-	17,263	-	17,263
Other comprehensive income (net of tax)		-	-	-	-	6	6
Payment of Dividend to share holders		-	-	-	(17,945)	-	(17,945)
Issue of Share capital		-	-	1,706	-	-	1,706
Total comprehensive income for the year		-	-	1,706	(682)	6	1,030
Balance as at December 31, 2021	13	-	-	3,093	55,480	(67)	58,507
Profit for the year		-	-	-	17,144	-	17,144
Payment of Dividend to share holders		-	-	-	(16,390)	-	(16,390)
Other comprehensive income (net of tax)		-	-	-	-	163	163
Total comprehensive income for the year		-	-	-	754	163	917
Balance as at December 31, 2022	13	-	-	3,093	56,234	96	59,424

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

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004


per Chirag Shah
Partner
Membership Number: 121648

For and on behalf of the Board of Directors


Sonia Bonfiglioli
Director
Din: 02433473


K. V. Kaipally
Director
Din: 05183351




Bindhu Madhavi M
Company Secretary
MM No: A55316

Place: Chennai
Date: April 5, 2023


Balaji GA
CFO & Director
Din: 06630726
Place: Chennai
Date: April 5, 2023

Bonfiglioli Transmissions Pvt Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
1 Brief description of the Company

Bonfiglioli Transmissions Private Limited (the 'Company/BTPL'), a private limited company incorporated and domiciled in India, is a wholly owned subsidiary of Bonfiglioli S.p.A., Italy. The Company is engaged in the business of manufacture and sale of and trading in gear boxes and gear motors.

The Company is incorporated under the provisions of the Companies Act applicable in India. The registered office of the Company is located at Plot No. AC7-AC11, SIDCO Industrial Estate, Thirumudivakkam, Kancheepuram - 600132, Tamil Nadu, India.

2 Summary of significant accounting policies
2.1 Basis of Preparation
(a) Preparation and compliance with Ind AS

These financial statements have been prepared in accordance with the generally accepted accounting principles in India and have complied in all material respects with the Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 (the 'Act') [Companies (Indian Accounting Standards) Rules, 2015], other relevant provisions of the Act and interpretations issued by the Ind AS Transition Facilitation Group (ITFG) applicable to companies reporting under Ind AS.

(b) Historical cost convention

The financial statements have been prepared under historical cost convention except for certain assets and liabilities as stated in the respective policies, which have been measured at fair value.

(c) Current/Non-current classification

The assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities. Cash or cash equivalent is treated as current, unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.2 Use of Estimates

The preparation of the financial statements in conformity with generally accepted accounting principles in India requires the management to make estimates and assumptions that affect the reported amount of assets and liabilities as of the Balance Sheet date and reported amount of income and expenses for the year and disclosure of contingent liabilities as of the Balance Sheet date. The estimates and assumptions used in these financial statements are based on management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results could differ from these estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

2.3 Significant estimates and judgments

The areas involving significant estimates and judgments are:

(i) Defined benefit obligation: -

The cost of the defined benefit gratuity plan and other post-employment medical benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. 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. Further details about gratuity obligations are given in Note 35

(ii) Useful life and Residual Value of PPE - Refer note 2.4(c)
(iii) Warranty provision

The Company typically provides warranties for general repairs of defects that existed at the time of sale, as required by law. These assurance-type warranties are accounted for under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets. Company also incurs for Warranty expenses that are beyond the warranty period as a goodwill gesture to the customers on case to case basis

(iii) Expected credit loss:

The company uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geography, product type, customer type and rating, and coverage by letters of credit). The provision matrix is initially based on the company's historical observed default rates. The company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults in the manufacturing sector, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future. The information about the ECLs on the company's trade receivables and contract assets is disclosed in Note 38



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Bonfiglioli Transmissions Pvt Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
2.4 Property, plant and equipment and intangible assets
(a) Property, plant and equipment

Freehold land is carried at historical cost. All other property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses, if any. Historical cost represent expenditure that is directly attributable to the acquisition of assets including related taxes, duties, freight, insurance and cost of installation and is net of Cenvat and VAT/GST credits.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Gains or losses arising on derecognition of property, plant and equipment is recognized in the Statement of Profit and Loss.

(b) Intangible assets

Intangible assets are stated at acquisition cost less accumulated amortization and impairment losses, if any. Computer software are capitalized when it is expected to provide future enduring economic benefits. Capitalisation cost include license fees.

Gains or losses arising from derecognition of intangible asset is recognized in the Statement of Profit and Loss.

(c) Depreciation and Amortization

Depreciation on property, plant and equipment is provided on a pro-rata basis on the straight-line method over the estimated useful lives of the assets, assessed based on technical evaluation which are lower than those specified by Schedule II to the Act, in order to reflect the actual usage of the assets. Technical evaluation takes into account the estimated usage, past history of replacement, service support, availability of spares, anticipated technological changes, etc.

The useful life, residual value and the depreciation method are reviewed at least at each financial year end. If the expectations differ from previous estimates, the changes are accounted for prospectively as a change in accounting estimate.

The estimated useful lives of property, plant and equipment are as follows :

Assets	Useful life followed by the Company (in years)	Useful life prescribed under Schedule II of the Act (in years)
Buildings	30	30
Office equipment's (including computers)	4	5
Furniture and fixtures	8.33	10
Motor vehicles	5	8
Plant and machinery		
Tools and patterns	4	7.5
Testing instruments	6.45	7.5
Others	9.67	15

Cost of computer software is amortized on a straight-line basis over a period of 3 years based on their estimated useful of the asset.

All assets individually costing Rs. 5,000 or less are fully depreciated in the year of addition.

2.5 Impairment of Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit (CGU). Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or CGU's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased.



Bonfiglioli Transmissions Pvt Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
2.6 Foreign Currency Translation
(i) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). i.e. in Indian rupee (Rs.) and all values are rounded off to nearest lakhs and decimals thereof except where otherwise indicated.

(ii) Transactions and balances
Initial Recognition

All foreign currency transactions are recorded in functional currency using the exchange rate prevailing on the date of transaction.

Subsequent Recognition

As at the reporting date, non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate prevailing at the date of the transaction.

All monetary assets and liabilities denominated in foreign currency are restated at the closing exchange rates. Exchange differences arising out of actual payment/realisation and from the year end restatement are recognized in the Statement of Profit and Loss.

Forward contracts

Foreign exchange forward contracts outstanding at the year-end on account of firm commitment / highly probable forecast transactions are marked to market and the gains/losses, if any, are recognized in the Statement of Profit and Loss.

Hedging activities and derivatives

The Company is exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are foreign currency risk, commodity price risk, and interest rate risk. The Company's risk management strategy and how it is applied to manage risk are explained in Note 38

2.7 Inventories

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

The cost of raw materials is determined using the first-in, first-out (FIFO) method.

The cost of finished goods and work-in-progress comprises of raw materials, direct labour, other direct costs and related production overheads.

Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first-in-first-out basis

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. Inventories are written-down for obsolete/slow-moving/non-moving items, wherever necessary.

2.8 Investments and other financial assets
(i) Classification

The Company classifies its financial assets in the following measurement categories:

- a. those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- b. Those measured at amortized cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flow.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those asset changes.

(ii) Measurements
Initial Recognition:

The Company measures a financial asset (in the case of a financial asset not a fair value through profit or loss) at its fair value plus transaction cost that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.



Bonfiglioli Transmissions Pvt Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
Subsequent measurement:
a. Debt Instruments:

Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Company classifies its debt instruments.

Amortized Cost:

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on debt investment that is subsequently measured at amortized cost is recognized in profit or loss when the asset is de-recognized or impaired.

Fair Value through profit or loss:

Assets that do not meet the criteria for amortized cost or Fair Value through Other Comprehensive Income (FVOCI) are measured at Fair Value Through Profit or Loss (FVPL). A gain or loss on a debt investment that is subsequently measured at FVPL and is not part of a hedging relationship is recognized in profit or loss and presented in the statement of profit and loss in the period in which it arises.

b. Equity instruments:

The Company subsequently measures all investments in equity at fair value and has elected to present fair value gains and losses on equity investments in fair value through profit and loss.

(iii) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost and FVOCI debt instruments. Impairment is considered when there is significant increase in credit risk. Note 38 details how the Company determines whether there has been a significant increase in credit risk.

For trade receivables, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected credit losses to be recognized from initial recognition of the receivables.

(iv) De-recognition of financial assets

A financial asset is de-recognized only when:

- a) The Company's contractual right to the cash flow expires or
- b) The Company has transferred the rights to receive cash flows from the financial asset.

2.9 Trade receivables

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment. Also refer accounting policies 2.8(iii) for impairment of financial assets.

2.10 Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.11 Revenue from contract with customer

Revenue from contracts with customers is recognized 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.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 2.3

Sale of goods

Revenue from sale of goods is recognized at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods or ex-works depending on the contractual terms.

Volume rebates

The Company provides retrospective volume rebates to certain customers once the quantity of products purchased during the period exceeds a threshold specified in the contract. Rebates are offset against amounts payable by the customer. To estimate the variable consideration for the expected future rebates, the Company applies the most likely amount method for contracts with a single-volume threshold and the expected value method for contracts with more than one volume threshold. The selected method that best predicts the amount of variable consideration is primarily driven by the number of volume thresholds contained in the contract. The Company then applies the requirements on constraining estimates of variable consideration and recognizes a refund liability for the expected future rebates.



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Bonfiglioli Transmissions Pvt Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
Sales of Services

Revenue from services is recognised as and when the services are rendered in accordance with the specific terms of contract with the customer. When the consideration is received, before the Company renders service to the customer, the Company shall present the consideration as a contract liability, which is then recognised as revenue once the services are rendered.

Significant financing component

Generally, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

Contract balances
Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

Contract liabilities

A contract liability is the obligation to transfer goods or 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 recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Company performs under the contract

2.12 Government Grants

Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to income are recognized in the profit or loss, as necessary to match them with the costs that they are intended to compensate.

2.13 Employee Benefits
a. Short-term

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

The Company recognizes a liability and an expense for bonuses contractually obliged or where there is a past practice that has created a constructive obligation.

b. Post employment

Post employment benefits comprise of Provident fund and Gratuity which are accounted for as follows:

(i) Provident fund

Contribution towards provident fund for employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

(ii) Gratuity

The liability or asset recognized in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on the Government Bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income (net of tax). They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.



Bonfiglioli Transmissions Pvt Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
c. Compensated absences

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year are treated as short-term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year are treated as other long-term employee benefits. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/gains are recognized in the Statement of Profit and Loss in the year in which they arise.

2.14 Current and Deferred Tax

Tax expense comprises of current and deferred taxes.

Provision for current tax is computed at the applicable tax rate in accordance with the Income tax Act, 1961. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognized only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

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

2.15 Borrowing Costs

Borrowing costs include interest, other costs incurred in connection with borrowing and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to the interest cost. General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognized in Statement of Profit and Loss in the period in which they are incurred.

2.16 Provisions and Contingent Liabilities
(i) Provisions

Provisions are recognized when there is a present legal or constructive obligation as a result of a past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reasonably estimated.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expenses.

Provision for product warranty cover the estimated liability to repair or replace products still under warranty on the Balance Sheet date and is determined by applying percentage of eligible sales based on management's best estimate considering the historical experience levels of repairs and replacement. Product warranty is generally extended for a period of 12 months from the date of sale.

(ii) Contingent liabilities

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 but is not recognized because (a) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or (b) the amount of the obligation cannot be measured with sufficient reliability are recognized as contingent liability. Show cause notices are not considered as Contingent Liabilities unless converted into demand.



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Bonfiglioli Transmissions Pvt Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
(iii) Contingent Assets

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

Contingent Assets are not recognized, however, disclosed in financial statement when inflow of economic benefits is probable.

2.17 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM)

2.18 Earnings Per Share

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

2.19 Leases:

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

Company Lease

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

Right of Use Assets:

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term as follows:

Asset Description	Useful Lives (Years)
Building	2 - 5
Leaschold land	99

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Lease Liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets

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

Company as lessor

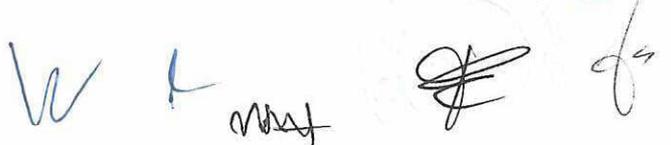
Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognized on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating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

2.20 Dividend Payment

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

2.21 Changes in accounting polices and disclosures

There are no new standards that are notified, but not yet effective, upto the date of issuance of the Company's financial statements.





Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

3 Property, plant and equipment, capital work-in-progress and intangible assets

	Property, plant and equipment							Intangible assets*		Right-of-use asset (Building)	Right-of-use asset (Land)
	Freehold land	Buildings	Plant and machinery	Furniture and fixtures	Office equipments (including computers)	Motor vehicles	Total	Computer software	Capital work-in-progress		
Year ended December 31, 2021											
Gross carrying amount	1,035	5,511	19,090	435	904	321	27,296	561	914	2,054	-
Opening gross carrying amount	-	32	2,938	17	155	122	3,264	104	762	25	-
Additions	-	-	(81)	(1)	(84)	(112)	(278)	-	(913)	(546)	-
Disposals	1,035	5,543	21,947	451	975	331	30,282	665	763	1,533	-
Closing gross carrying amount											
Accumulated depreciation/amortisation	-	719	9,837	207	574	159	11,496	452	-	1,245	-
Opening accumulated depreciation/amortisation	-	217	2,291	51	230	70	2,859	72	-	380	-
Depreciation/amortisation charge during the year	-	-	(81)	(1)	(83)	(107)	(272)	-	-	(546)	-
Disposals	-	936	12,047	257	721	122	14,083	524	-	1,079	-
Closing accumulated depreciation/amortisation											
Net carrying amount as at December 31, 2021	1,035	4,607	9,900	194	254	209	16,199	141	763	454	-
Year ended December 31, 2022											
Gross carrying amount	1,035	5,543	21,947	451	975	331	30,282	665	763	1,533	-
Opening gross carrying amount	-	57	3,194	44	312	67	3,675	125	2,203	523	-
Additions	-	-	(99)	-	(95)	(53)	(247)	-	(2,002)	(124)	-
Disposals	1,035	5,600	25,042	495	1,192	345	33,710	790	964	1,932	-
Closing gross carrying amount											
Accumulated depreciation/amortisation	-	936	12,047	257	721	122	14,083	524	-	1,079	-
Opening accumulated depreciation/amortisation	-	219	2,538	50	170	66	3,045	81	-	395	-
Depreciation/amortisation charge during the year	-	-	(96)	-	(95)	(53)	(244)	-	-	(90)	-
Disposals	-	1,155	14,489	307	796	135	16,884	605	-	1,384	-
Closing accumulated depreciation/amortisation											
Net carrying amount as at December 31, 2022	1,035	4,445	10,553	188	396	210	16,827	185	964	548	2,880

* Other than internally generated

3.1 Refer to note 2 for information on significant accounting policies.

3.2 Refer to note 4B for disclosure of contractual commitments for the acquisition of property, plant and equipment.

3.3 Capital work-in-progress mainly comprises of acquisition of Plant & Machinery.

3.4 Capital Work-in Progress (CWIP)
As on 31st December 2022

CWIP	Amount in CWIP for a period of			Total
	Less than 1 year	2-3 years	More than 3 years	
Project in progress	964	-	-	964

There are no projects whose completion is overdue or has exceeded its cost or duration as compared to its original plan.

As on 31st December 2021

CWIP	Amount in CWIP for a period of			Total
	Less than 1 year	2-3 years	More than 3 years	
Project in progress	763	-	-	763

There are no projects whose completion is overdue or has exceeded its cost or duration as compared to its original plan.

Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

	As at	
	December 31, 2022	December 31, 2021
4 Investments (non-current) at FVTPL		
Investment in equity instruments - Unquoted		
37,500 (December 31, 2021 - 37,500) equity shares of Rs. 10 each fully paid-up in Tulsyan NEC Limited	11	11
Total	11	11
Aggregate amount of unquoted investments	11	11
Aggregate amount of impairment in the value of investments	-	-

4.1 These equity shares are valued at a price (represents the fair value) as determined in the share purchase agreement entered with Tulsyan NEC Limited

	Non-current		Current	
	As at December 31, 2022	As at December 31, 2021	As at December 31, 2022	As at December 31, 2021
5 Other financial assets (Unsecured, considered good)				
Security deposits	407	475	214	20
Other financial assets	-	-	89	-
Bank deposits with maturity of more than 12 months	1,500	1,402	-	-
Interest accrued on deposits with banks	-	-	470	675
Derivative instruments at fair value through profit or loss				
Derivatives not designated as hedges				
Foreign exchange forward contracts	-	-	-	57
Total	1,907	1,877	773	752
6 Other assets (Unsecured, considered good)				
Capital advances	700	813	-	-
Advances other than capital advances:				
Advances to suppliers	-	-	345	205
Advance to employees	-	-	32	22
Prepaid expenses	8	-	149	216
Unbilled revenue	-	-	-	4
Balances with Government Authorities:				
- Vat Receivables	-	-	-	8
- Goods and services tax (GST)	-	-	1,711	2,092
- Export entitlements	-	-	286	1,096
- Rebate claim receivable from GST authorities	-	-	735	1,243
Total	708	813	3,258	4,886



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
(All amounts in Rs. lakhs, unless otherwise stated)

7 Deferred tax assets

The balance comprises temporary differences attributable to:

	As at December 31, 2022	As at December 31, 2021
Deferred tax assets		
Expenses allowable for tax on payment basis	269	221
Provision for doubtful debts, product warranty and sales tax disputes	504	563
Difference between book and tax written down value of depreciable property, plant and equipment and intangible assets	646	600
IND AS 116 impact	4	21
Total deferred tax assets	1,423	1,405

Movement in deferred tax assets

	Expenses allowable for tax on payment basis	Provision for doubtful debts, product warranty and sales tax disputes	Property, plant and equipment and intangible assets	IND AS 116	Total
At January 1, 2021	219	692	576	27	1,514
(Charged)/credited:					
- to profit or loss	4	(129)	24	(6)	(107)
- to other comprehensive income	(2)	-	-	-	(2)
At December 31, 2021	221	563	600	21	1,405
(Charged)/credited:					
- to profit or loss	103	(59)	46	(17)	73
- to other comprehensive income	(55)	-	-	-	(55)
At December 31, 2022	269	504	646	4	1,423



Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

	As at December 31, 2022	As at December 31, 2021
8 Inventories		
Raw materials and components (at cost) [includes goods-in-transit Rs.955 lakhs (Dec 31, 2021 - Rs.575 lakhs)]	8,126	8,077
Work-in-progress (at cost)	10,363	11,472
Finished goods (at lower of cost and net realisable value)	3,971	3,490
Stock-in-trade (at cost) (traded goods) [includes goods-in-transit Rs.3,429 lakhs (Dec 31, 2021 - Rs. 3,915 lakhs)]	3,824	3,813
Total Inventories at the lower of cost and Net realisable value	26,284	26,852

8.1 Inventories: Refer note 14.1 for details on encumbrances on inventories
 During the year ended 31st December 2022, INR 11 lakhs (31st December 2021, INR 6 lakhs) was recognised as an expense for inventories carried at net realisable value and subsequently no such reversal of write-down made.

9 Trade receivables

Trade receivables	27,318	23,543
Trade receivables from related parties (Refer note 36)	10,785	9,894
Less: Allowance for doubtful debts	(430)	(640)
Total	37,673	32,797
Current portion	37,673	32,797
Non-current portion	-	-

Break up of security details

Trade receivables considered good - Secured	1,965	2,749
Trade receivables considered good - Unsecured	35,708	30,048
Trade receivables which have significant increase in credit risk	181	260
Trade receivables - credit impaired	249	380
	38,103	33,437

Less: Allowance for doubtful debts

Trade receivables which have significant increase in credit risk	(181)	(260)
Trade receivables - credit impaired	(249)	(380)

Total	37,673	32,797
--------------	---------------	---------------

9.1 Movement in provision of Allowance for bad and doubtful debts

Amount as at the beginning of the year	(640)	(1,589)
Add: (Provision) / reversal made during the year	(11)	949
Less: Utilized from reserve	221	-
Amount as at the end of the year	(430)	(640)

9.2 Refer note 14.1 for details of encumbrance on trade receivables, Trade receivables are non-interest bearing and are generally on terms of 30 to 120 days. For terms and conditions relating to related party receivables/ payables, refer Note 36

Trade receivables ageing schedule

For the year ended 31st December 2022

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	32,987	4,679	7	-	-	-	37,673
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	150	24	5	-	2	181
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	54	79	116	249
Total	32,987	4,829	31	59	79	118	38,103
Allowance for credit loss	-	(150)	(24)	(5)	-	(2)	(430)
Total Trade receivable	32,987	4,679	7	54	79	116	37,673



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

For the year ended 31st December 2021

Particulars	Outstanding for following periods from 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	29,365	3,409	22	-	-	-	32,797
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	160	67	19	10	4	260
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	79	2	298	380
Total	29,365	3,570	89	98	12	302	33,437
Allowance for credit loss		(160)	(67)	(19)	(10)	(4)	(640)
Total Trade receivable							32,797

As at
December 31, 2022

As at
December 31, 2021

10 Cash and cash equivalents

Cash and cash equivalents

Cash on hand

1

1

Cheque on hand

76

-

Balances with banks

- in current accounts

4,291

1,493

- in fixed deposits with less than 3 months maturity

6,500

8,600

Total

10,868

10,094

11 Bank balances other than cash and cash equivalents

Current

Fixed deposits with remaining maturity less than 3 months

1,800

-

Margin money deposits with original maturity period of more than 3 months but maturing within 12 months (refer note 11.1)

4

8

Bank deposits with more than 3 months and less than 12 months maturity

15,000

16,000

Total

16,804

16,008

11.1 Held as lien by bank against bank guarantees.



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

	As at December 31, 2022	As at December 31, 2021
12 Equity share capital		
Authorised share capital		
132,000,000 (December 31, 2021 - 132,000,000) equity shares of Rs.10 each	13,200	13,200
Issued, subscribed and fully paid up		
131,122,994 (December 31, 2021 - 131,122,994) equity shares of Rs.10 each	13,112	13,112
	13,112	13,112

	As at December 31, 2022		As at December 31, 2021	
	Number of shares	Amount	Number of shares	Amount
(a) Reconciliation of number of equity shares				
Balance as at the beginning of the year	131,122,994	13,112	128,181,818	12,818
Shares issued during the year	-	-	2,941,176	294
Balance as at the end of the year	131,122,994	13,112	131,122,994	13,112

(b) Rights, preferences and restrictions attached to equity shares

The Company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(c) Details of equity shares held by holding company and its nominees

	As at December 31, 2022		As at December 31, 2021	
Equity shares held by Bonfiglioli S.p.a, Italy, the holding company, and its nominees	127,941,176	12,794	127,941,176	12,794

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Equity shares held by Bonfiglioli S.p.a, Italy, the holding company, and its nominees	127,941,176	12,794	127,941,176	12,794
% of shares held	97.57%		97.57%	

(e) Aggregate number of equity shares issued for consideration other than cash during the period of 5 years immediately preceding the reporting date

Pursuant to the Scheme of Arrangement ("the Scheme") of Bonfiglioli Transmissions Private Limited (the Company) and Bonfiglioli Renewable Power Conversion India Private Limited ("BRPCIPL") approved by the National Company Law Tribunal, Chennai bench vide order dated October 25, 2017, effective from 1 April 2016 (the Appointed Date as per the Scheme) the Company on 27th December 2017 has allotted 3181819 equity shares of the face value of Rs.10 each as fully paid-up to the shareholders of BRPCIPL in the ratio of 1:11 in BRPCIPL.

(f) Details of Shareholding by promoters

Shares held by promoters at the end of the year 31st Dec 2022						% Change during the year
S. No	Promoter name	No. of Shares at the beginning of the year	Change during the year	No. of Shares at the end of the year	%of total shares	
1	Bonfiglioli S.p.a, Italy & its nominees	127,941,176	-	127,941,176	97.57%	0.00%
Shares held by promoters at the end of the year 31st Dec 2021						% Change during the year
S. No	Promoter name	No. of Shares at the beginning of the year	Change during the year	No. of Shares at the end of the year	%of total shares	
1	Bonfiglioli S.p.a, Italy & its nominees	127,941,176	-	127,941,176	97.57%	0.05%

12.1 Equity shares are not listed in any stock exchange.



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022

(All amounts in Rs. lakhs, unless otherwise stated)

	As at December 31, 2022	As at December 31, 2021
13 Other equity		
Reserves and surplus		
(i) Securities premium (Refer note 13.2)	3,093	3,093
(ii) Retained earnings	56,331	55,414
Total	<u>59,424</u>	<u>58,507</u>
13.1 Reserves and surplus		
(a) Securities premium		
Balance as at the beginning of the year	3,093	1,387
Add: Pursuant to allotment of right issue equity shares	-	1,706
Balance as at the end of the year	<u>3,093</u>	<u>3,093</u>
(b) Retained earnings		
Balance as at the beginning of the year	55,414	56,090
Less: Dividend Paid to the Share holders	(16,390)	(17,945)
Add: Profit for the year	17,144	17,263
Items of other comprehensive income recognised directly in retained earnings		
Remeasurements of post-employment benefit obligations, net of tax	163	6
Balance as at the end of the year	<u>56,331</u>	<u>55,414</u>
Total	<u>59,424</u>	<u>58,507</u>

13.2 Nature and purpose of other reserves
Securities premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilized only for limited purposes such as issuance of bonus shared in accordance with the provisions of the Companies Act. 2013.

Retained Earnings

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.



Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

	Non-current		Current	
	As at	As at	As at	As at
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
14 Borrowings				
Short-term borrowings				
Secured - From banks (Refer note 14.1)				
Packing credit (refer note 14.1))	-	-	14,374	5,500
	<u>-</u>	<u>-</u>	<u>14,374</u>	<u>5,500</u>

14.1 The Company has taken packing credit loans from banks having interest rate ranging from 2.50% to 5.70% p.a. These facilities are repayable within 120 - 150 days and are secured on a pari-passu basis by a first charge by way of hypothecation of all existing and future current assets and by a second charge on the Company's movable Property, plant and equipment, both present and future. The loan does not carry any debt covenant. The Company has not defaulted on any loans payable.

14.2 The quarterly returns / statements filed with the bank are in agreement with the books of accounts of the Company. The Company has not defaulted on any loans payable.

14.3 Net debt reconciliation:

	December 31, 2022	December 31, 2021
Current borrowings	14,374	5,500
Interest accrued and due on borrowings	20	-
Net debt	14,394	5,500

	Non-current		Current	
	As at	As at	As at	As at
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
15 Other financial liabilities				
Interest accrued and due on borrowings	-	-	20	-
Other interest accrued and due	-	-	3	14
Capital creditors	-	-		
MSME (Refer note 33)			294	214
Non-MSME			643	571
Employee benefits payable	110	29	967	902
Derivative instruments at fair value through profit or loss				
Derivatives not designated as hedges				
Foreign exchange forward contracts	-	-	234	-
Total	<u>110</u>	<u>29</u>	<u>2,161</u>	<u>1,701</u>

16 Provisions

Provision for employee benefits:

Compensated absences (Refer note 35.1)	457	432	78	62
Gratuity	-	-	210	90

Other provisions:

Provision for product warranty (Refer note 16.1)	443	426	1,131	1,082
Others (Refer note 16.2)	-	-	688	797
Total	<u>900</u>	<u>858</u>	<u>2,107</u>	<u>2,031</u>

16.1 Movement in provision for product warranty

Amount as at the beginning of the year			1,508	1,016
Add: Provision / (reversal) made during the year			743	1,102
Less: Claims settled during the year			(677)	(610)
Amount as at the end of the year			<u>1,574</u>	<u>1,508</u>

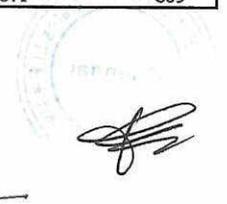
The above provision represents estimate made for probable liabilities/ claims relating to warranty. The outflow depends on the receipt of claims during the period of warranty.

16.2 Movement of Other provisions

Amount as at the beginning of the year			797	685
Add: Provision made during the year (Sales tax - C Form)			11	28
Add: Provisions made during the year (Income tax)			46	234
Less: Provision used against payment during the year			(166)	(150)
Amount as at the end of the year			<u>688</u>	<u>797</u>

The above provision represents estimate made for probable liabilities arising on account of pending assessment proceedings with various Government Authorities. However, the nature of the provision has not been disclosed in detail on the grounds that it is expected to prejudice the interests of the Company. The timing of the outflow with regard to the said matters depends on the exhaustion of remedies available to the Company under the law and hence, the Company is not able to reasonably ascertain the timing of the outflow.

	Non-current		Current	
	As at	As at	As at	As at
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
17 Lease Liabilities				
Lease liabilities on Right-of-use asset	196	227	371	309
Total	<u>196</u>	<u>227</u>	<u>371</u>	<u>309</u>





Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
(All amounts in Rs. lakhs, unless otherwise stated)

	Non-current		Current			
	As at December 31, 2022	As at December 31, 2021	As at December 31, 2022	As at December 31, 2021		
18 Tax assets (net)						
Opening balance	49	48	965	331		
Refund claim made during the year	306	-	-	-		
Less: Provision for current tax	-	-	(5,925)	(8,960)		
Advance income tax and tax deducted at source	-	-	5,669	6,594		
Closing balance	355	49	709	965		
19 Trade payables						
Current						
Total outstanding dues of micro and small enterprises (Refer note 33)	4,679	-	4,974	-		
Total outstanding dues of creditors other than micro and small enterprises						
Acceptances	1,084	-	1,545	-		
Payables to related parties (Refer note 35)	11,145	-	9,744	-		
Payables to others	11,265	-	13,672	-		
Total	23,494	-	24,961	-		
Total	28,173	-	29,935	-		
Trade Payables ageing schedule						
For the year ended 31st December 2022						
	Not due	Outstanding for following periods from due date of payment				
Particulars		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed dues - MSME	4,650	28	-	-	1	4,679
(ii) Undisputed - Others	20,122	3,359	3	-	10	23,494
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	24,772	3,386	3	-	12	28,173
For the year ended 31st December 2021						
	Not due	Outstanding for following periods from due date of payment				
Particulars		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed dues - MSME	4,951	23	-	-	-	4,974
(ii) Undisputed - Others	21,245	3,706	-	-	10	24,961
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	26,196	3,729	-	-	10	29,935
19.1 Trade payables are non-interest bearing and are generally on terms of 30 to 60 days. For terms and conditions relating to related party receivables/ payables, refer Note 36						
20 Other current liabilities						
Statutory dues						
Total	1,011	-	1,502	-	-	1,502
21 Contract liabilities						
Advances from customers						
Total	237	-	355	-	-	355



Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022

(All amounts in Rs. lakhs, unless otherwise stated)

	Year ended December 31, 2022	Year ended December 31, 2021
22 Revenue from operations		
Sale of products		
Sale of Goods	144,428	135,719
Sale of services		
Income from services	2,721	2,376
Other operating revenue		
Scrap sales	876	749
Commission income	50	42
Sale of raw materials and components	9,070	6,381
Export incentive	1,032	1,141
Total	158,177	146,408
Timing of Revenue recognition		
Revenue recognised at a point of time	155,406	143,990
Revenue recognised over a period of time	2,771	2,418
Total	158,177	146,408
Summary of contract balances		
Trade receivables	37,673	32,797
Unbilled revenue	-	4
Advance from customers	237	355
Reconciliation of amount of revenue recognised in the statement of profit and loss with the contracted price		
Revenue as per contracted price (includes export incentive)	158,177	146,408
Adjustments	-	-
Revenue as per Statement of Profit and loss	158,177	146,408
23 Other income		
Interest income		
On bank deposits	1,091	1,783
On other deposits	53	27
Net gain on sale of property, plant and equipment	6	7
Allowance for doubtful debts no longer required written back	-	949
Net gain on foreign currency transactions and translation	-	542
Liabilities no longer required written back	-	28
Total	1,150	3,336



Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

	Year ended December 31, 2022	Year ended December 31, 2021
24 Cost of materials consumed		
Raw materials and components consumed:		
Opening inventory	8,077	5,170
Add: Purchases (net)	84,864	90,703
Less: Inventory as at the end of the year	8,126	8,077
Total	84,815	87,796
25 Changes in inventories of finished goods, stock-in-trade and work-in-progress		
Stock as at the beginning of the year		
Finished goods	3,490	838
Stock-in-trade (traded goods)	3,813	4,156
Work-in-progress	11,471	7,628
Total (A)	18,774	12,622
Stock as at the end of the year		
Finished goods	3,971	3,490
Stock-in-trade (traded goods)	3,824	3,813
Work-in-progress	10,363	11,471
Total (B)	18,158	18,774
Increase in inventories of finished goods, stock-in-trade and work-in- progress (A-B)	616	(6,152)
26 Employee benefits expense		
Salaries, wages and bonus	8,696	8,241
Contribution to:		
Provident fund (Defined contribution plan) (Refer note 35.2)	456	423
Gratuity (Defined benefit plan) (Refer note 35.3)	383	148
Staff welfare expenses	474	433
Total	10,009	9,245
26.1	<p>The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it come into effect and will record any related impact in the period the Code becomes effective. Based on a preliminary assessment, the entity believes the impact of the change will not be significant.</p>	
27 Depreciation and amortisation expense		
Depreciation of property, plant and equipment (Refer note 3)	3,037	2,860
Amortisation of intangible assets (Refer note 3)	81	72
Amortisation - Right-of-use asset (Refer note 3)	395	380
Total	3,513	3,312
28 Finance costs		
Interest on borrowings	325	393
Interest on income tax*	0	7
Interest on lease liabilities	60	66
Other borrowing costs	339	236
Total	724	702

*Represents amount less than INR 1 Lakh.



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022

(All amounts in Rs. lakhs, unless otherwise stated)

	Year ended December 31, 2022	Year ended December 31, 2021
29 Other expenses		
Consumption of stores, spare parts and tools	1,401	1,294
Sub-contracting charges	4,232	4,474
Power and fuel	1,566	1,449
Rent (refer note 31)	194	198
Repairs and maintenance		
Plant and machinery	782	818
Buildings	46	37
Others	230	191
Insurance	231	188
Rates and taxes	76	49
Travelling and conveyance expenses	572	545
Payments to auditors (Refer note 29.1)	27	25
Directors' remuneration	20	20
Expenditure towards Corporate Social Responsibility (CSR) activities (Refer note 44)	374	507
Professional fees	4,014	3,348
Freight and handling charges (net)	574	565
Provision for product warranty	743	1,102
Royalty	6,537	6,152
Allowance for doubtful debts	11	-
Bad debts written off	-	29
Net loss on foreign currency transactions and translation	22	-
Provision for sales tax disputes	11	28
Miscellaneous expenses	1,190	848
Total	22,853	21,867
29.1 Payments to auditors		
As auditor		
Statutory audit fee	27	25
In other capacities		
Reimbursement of expenses*	0	0
	27	25

*Represents amount less than INR 1 Lakh.



Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022

(All amounts in Rs. lakhs, unless otherwise stated)

	Year ended December 31, 2022	Year ended December 31, 2021
30 Tax expense		
A. Income tax expense recognised in profit or loss		
Current tax		
Current tax on profits for the year	5,925	5,960
Adjustments for current tax of prior periods	(125)	260
Total	<u>5,801</u>	<u>6,220</u>
Deferred tax		
Decrease/(increase) in deferred tax assets	(73)	107
Total	<u>(73)</u>	<u>107</u>
Total	<u>5,728</u>	<u>6,327</u>
Tax reconciliation:		
Profit before income tax expense	22,872	23,590
Tax at the applicable tax rate of 25.168% (December 31, 2021: 25.168%)	5,756	5,937
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Interest payable under Income Tax Act*	-	2
Interest payable under MSMED Act	1	2
CSR Expenses	96	128
Section 80JJAA Benefits	-	(3)
Provision for prior periods	(125)	260
Others	-	1
Total Tax expense	<u>5,728</u>	<u>6,327</u>
B. Income tax recognised in other comprehensive income		
Items that will not be reclassified to profit or loss	(55)	(2)
*Represents amount less than INR 1 Lakh.		



Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022

(All amounts in Rs. lakhs, unless otherwise stated)

31 IND AS 116 - Lease Disclosure

The Company has lease contracts for Land and various buildings used in its operations. Leases of buildings generally have a lease term for 1 to 5 years and lease of land has a lease term of 99 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Company is restricted from assigning and sub-leasing the leased assets.

There are several lease contracts that include extension and termination options which are further discussed below.

The Company also has certain leases of buildings with lease terms of 12 months or less and leases with low value. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

(ii). Movement in the carrying value of the Right to Use Asset for the year ended December 31, 2022

Particulars	December 31, 2022	December 31, 2021
Opening balance	454	809
Depreciation charge for the year 2022	(395)	(380)
Additions during the year 2022	3,403	25
Disposal during the year 2022	(34)	-
Closing balance	3,428	454

(iii). Classification of current and non current liabilities of the lease liabilities as at December 31, 2022

Particulars	31-Dec-22	31-Dec-21
Current	371	309
Non Current	196	227
Total Lease Liabilities	567	536

(iv). Movement in the carrying value of the Lease Liability for the year ended December 31, 2022

Particulars	31-Dec-22	31-Dec-21
Opening Lease Liability	536	914
Leases Entered during the year	3,403	25
Accretion of interest	60	66
Lease Payments (Cash Outflows)	(3,432)	(468)
Closing Lease Liability	567	536

(v). Contractual Maturities of Lease liability outstanding as at December 31, 2022

Particulars	31-Dec-22	31-Dec-21
Less than one year	423	309
One to five years	214	227
More than five years	-	-
	637	536

Lease expenses relating to short term leases aggregated to Rs.70 during the year ended December 31, 2022 (Rs 122 Dec 2021) and Low value assets leases Rs 124 for Dec 22, Rs 76 for Dec 21

Lease liabilities are recognised at weighted average incremental borrowing rate of 9% until 2020 and @ 7% from 2021

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to the lease liabilities as and when they fall due.

The company has adopted the practical expediency of recognising Short term lease (Leasing of IT assets like laptop), Lease of Low value (Leasing of Crane) and lease involving variable rentals (storage and warehouse) in the statement of Profit and loss in a straight line basis disclosed as Rental expenses.

32 Earnings per equity share (EPS)	31-Dec-22	31-Dec-21
Profit after tax - Rs. lakhs (A)	17,144	17,263
Weighted average number of equity shares of Rs. 10 each outstanding during the year (B)	131,122,994	128,262,399
Nominal value of each equity share (in Rs.)	10	10
Earnings per equity share - Basic (in Rs.) (A/B)	13.07	13.46

32.1 There is no dilution to the Basic earnings per equity share as there are no dilutive potential equity shares.



Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

33 Dues to micro and small enterprises

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:

Particulars	As at December 31, 2022	As at December 31, 2021
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at the year end	4,855	5,072
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	118	116
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	49,249	30,209
Interest paid, other than under Section 16 of the MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, under Section 16 of the MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under the MSMED Act, for payments already made	2	22
Further interest remaining due and payable for earlier years	116	94

33.1 The above information regarding micro and small enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

34 Segment information

(a) Description of segments and principal activities

The Board of Directors is considered to be the Chief Operating Decision Maker of the Company within the purview of Ind AS 108, Operating Segments. The Board examines the Company's performance from the product perspective and has determined its business segment as one segment. Accordingly, the total segment revenue, total segment results, total carrying amount of segment assets, total carrying amount of segment liabilities, total capital expenditure during the year, total amount of charge of depreciation and amortisation during the year are all as reflected in the financial statements as at and for the year ended December 31, 2022

(b) The Company is domiciled in India. The amount of its revenue from external customers broken down by location of the customers is shown in the table below.

December 31, 2022		
Revenue from customers	Year ended 31st December 2022	Year ended 31st December 2021
India	113,264	96,731
China	4,948	6,998
USA	13,041	16,717
Italy	6,040	6,130
Germany	7,854	7,865
Other countries	11,072	10,034
Total	156,219	144,475

(c) All non-current assets of the Company are located in India.

(d) Details of sale of products and Services

Particulars	December 31, 2022	December 31, 2021
Gear box	88,078	80,450
Gear motor	51,345	50,664
Others	16,796	13,361
Total	156,219	144,475



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022

(All amounts in Rs. lakhs, unless otherwise stated)

35 Employee benefit obligations

Particulars	Compensated absences (As per note 35.1)		Gratuity (As per note 35.3)	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Current	78	62	-	-
Non-current	457	432	210	90
Total	535	494	210	90

35.1 Compensated absences

Compensated absences cover the Company's liability for earned leave.

The Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to avail the full amount of accrued leave or require payment for such leave within the next 12 months. Hence, amounts to the extent of Rs. 427 lakhs (December 31, 2021 - Rs. 426 lakhs) is presented as non-current.

Post-employment obligations
35.2 Defined contribution plan - Provident fund

Contributions are made to provident fund for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the Government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

Amount recognised in statement of profit and loss

Particulars	Year ended December 31, 2022	Year ended December 31, 2021
Provident fund	456	423
Total	456	423

35.3 Defined benefit plan - Gratuity

The Company provides for gratuity for employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contribution to LIC.

(a) The amounts recognised in the balance sheet and the movement in the net defined benefit obligation and plan assets over the year are as follows:

Particulars	Present value of obligation	Fair value of plan assets	Net amount
Jan 1, 2021	1,287	1,173	114
Current service cost	148	-	148
Interest expense/(income)	78	75	3
Past service costs	-	-	-
Total amount recognised in profit or loss	226	75	151
<i>Remeasurements:</i>			
(Gain)/loss from change in demographic assumptions	1	-	1
(Gain)/loss from change in financial assumptions	(54)	-	(54)
Effect of Experience (gains)/losses	27	-	27
Return on plan assets, excluding amounts included in interest expense/(income)	-	(19)	19
Total amount recognised in other comprehensive income	(26)	(19)	(7)
Employer contributions	-	168	(168)
Benefit payments	(58)	(58)	-
December 31, 2021	1,429	1,339	90



Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

Particulars	Present value of obligation	Fair value of plan assets	Net amount
Jan 1, 2022	1,429	1,339	90
Current service cost	182	-	182
Interest expense/(income)	111	91	20
Past service costs	201	-	201
Total amount recognised in profit or loss	494	91	403
<i>Remeasurements:</i>			
(Gain)/loss from change in demographic	(16)	-	(16)
(Gain)/loss from change in financial	(144)	-	(144)
Effect of Experience (gains)/losses	(35)	-	(35)
Return on plan assets, excluding amounts included in interest expense/(income)	-	22	(22)
Total amount recognised in other comprehensive income	(195)	22	(217)
Employer contributions	-	66	(66)
Benefit payments	(116)	(116)	-
December 31, 2022	1,612	1,402	210

The net liability/(asset) disclosed above relates to funded plan as follows:

Particulars	December 31, 2022	December 31, 2021
Present value of funded obligation	1,612	1,429
Fair value of plan assets	1,402	1,339
Deficit / (surplus) of funded plan	210	90

(b) Significant actuarial assumptions

The significant actuarial assumptions were as follows:

Particulars	December 31, 2022	December 31, 2021
Discount rate	7.50%	6.80%
Salary growth rate	8.42%	9.00%
Attrition rate	10.20%	9.43%

Notes:

- The discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligation.
- The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market.

(c) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Particulars	Impact on defined benefit obligation					
	Change in assumption		Increase in assumption		Decrease in assumption	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Discount rate	0.50%	0.50%	1,555	1,378	1,672	1,484
Salary growth rate	0.50%	0.50%	1,668	1,460	1,559	1,398

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022

(All amounts in Rs. lakhs, unless otherwise stated)

(d) Plan assets

The Company has plan assets by way of investments funds in Life Insurance Corporation of India (LIC).

(e) Risk exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

The present value of the defined benefit plan obligation is calculated using a discount rate determined by reference to Government of India bond rate. If the return on plan asset is lower than this rate, then it will create a plan deficit.

Changes in bond yields

A decrease in bond yields will increase plan liabilities, although this will be partially offset by an yields increase in the value of the plans' bond holdings.

(f) Defined benefit liability and employer contributions

Expected contributions to post-employment benefit plan for the year ending December 31, 2022 is Rs. 158 lakhs. (December 31, 2021 is Rs. 1429 lakhs.)

The weighted average duration of the defined benefit obligation is 8 years (December 31, 2021 - 8 years).

The expected maturity analysis of undiscounted gratuity is as follows:

	Less than a year	Between 1 - 2 years	Between 2 - 5 years	Over 5 years	Total
December 31, 2022	158	189	630	1,326	2,304
December 31, 2021	131	169	527	1,125	1,952



Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022

(All amounts in Rs. lakhs, unless otherwise stated)

36 Related party transactions

A Name of related parties and nature of relationship

(i) Where control exists

Ultimate Holding Company
Holding company

Year ended December 31, 2022

Bon-FI SRL
Bonfiglioli S.p.A.

Year ended December 31, 2021

Bon-FI SRL
Bonfiglioli S.p.A.

(ii) Other related parties with whom transactions have taken place during the year

Fellow subsidiaries

Bonfiglioli Transmission (Aust.) Pty Ltd - Australia
Bonfiglioli Transmission (Aust.) Pty Ltd - New Zealand
Bonfiglioli Vectron GmbH
Bonfiglioli South Africa Pty Ltd.
Bonfiglioli U.S.A. Inc.
Bonfiglioli Vietnam Co. Ltd
Bonfiglioli Riduttori S.p.A.
Bonfiglioli Guç Aktarma VE
Bonfiglioli (U.K) Ltd
Bonfiglioli South East Asia Pte. Ltd.
Bonfiglioli Trading (Shanghai) Co. Ltd
Tecnotrans Bonfiglioli SA
Bonfiglioli Deutschland GmbH
Bonfiglioli Drives (Shanghai) Co. Ltd
Bonfiglioli Slovakia sro
Bonfiglioli Redutores do Brasil Industria e comercio Ltd
Bonfiglioli Transmission S.A.S (formerly known as Bonfiglioli Transmission S.A)
O&K Antriebstechnik GmbH
Bonfiglioli Drive Solutions Private Ltd

Bonfiglioli Transmission (Aust.) Pty Ltd - Australia
Bonfiglioli Transmission (Aust.) Pty Ltd - New Zealand
Bonfiglioli Vectron GmbH
Bonfiglioli South Africa Pty Ltd.
Bonfiglioli U.S.A. Inc.
Bonfiglioli Vietnam Co. Ltd
Bonfiglioli Riduttori S.p.A.
Bonfiglioli Guç Aktarma VE
Bonfiglioli (U.K) Ltd
Bonfiglioli South East Asia Pte. Ltd.
Bonfiglioli Trading (Shanghai) Co. Ltd
Tecnotrans Bonfiglioli SA
Bonfiglioli Deutschland GmbH
Bonfiglioli Drives (Shanghai) Co. Ltd
Bonfiglioli Slovakia sro
Bonfiglioli Redutores do Brasil Industria e comercio Ltd
Bonfiglioli Transmission S.A.S (formerly known as Bonfiglioli Transmission S.A)
O&K Antriebstechnik GmbH
Bonfiglioli Drive Solutions Private Ltd

Bonfiglioli Transmission (Aust.) Pty Ltd - Australia
Bonfiglioli Transmission (Aust.) Pty Ltd - New Zealand
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Bonfiglioli South Africa Pty Ltd.
Bonfiglioli U.S.A. Inc.
Bonfiglioli Vietnam Co. Ltd
Bonfiglioli Riduttori S.p.A.
Bonfiglioli Guç Aktarma VE
Bonfiglioli (U.K) Ltd
Bonfiglioli South East Asia Pte. Ltd.
Bonfiglioli Trading (Shanghai) Co. Ltd
Tecnotrans Bonfiglioli SA
Bonfiglioli Deutschland GmbH
Bonfiglioli Drives (Shanghai) Co. Ltd
Bonfiglioli Slovakia sro
Bonfiglioli Redutores do Brasil Industria e comercio Ltd
Bonfiglioli Transmission S.A.S (formerly known as Bonfiglioli Transmission S.A)
O&K Antriebstechnik GmbH
Bonfiglioli Drive Solutions Private Ltd

(iii) Company

Clementino Bonfiglioli Charitable Trust

(iv) Key management personnel

Mrs. Sonia Bonfiglioli, Chairman
Mr. Fausto Carboni, Director
Mr. Ravi Pisharody, Director
Mr. G.A Balaji, CFO & Director
Mr. Kermady v Kaipally, Director
Mr. Vijaykrishna, Company Secretary

Mrs. Sonia Bonfiglioli, Chairman
Mr. Fausto Carboni, Director
Mr. Ravi Pisharody, Director
Mr. G.A Balaji, CFO & Director
Mr. Kermady v Kaipally, Director
Ms. Bindhu Madhavi M, Company Secretary

Mrs. Sonia Bonfiglioli, Chairman
Mr. Fausto Carboni, Director
Mr. Ravi Pisharody, Director
Mr. G.A Balaji, CFO & Director
Mr. Kermady v Kaipally, Director
Mr. Vijaykrishna, Company Secretary

The above information regarding related parties has been determined to the extent such parties have been identified on the basis of information available with the Company.

(v) Bonfiglioli Mechatronic Research S.p.A. was merged in Bonfiglioli Riduttori S.p.A. with effective date 1st July 2021. The accounting and fiscal effects are backdated to 1st Jan 2021
Bonfiglioli S.p.A. (formerly Bonfiglioli Riduttori S.p.A. (Holding company of "Bonfiglioli Transmission private limited") is involved in Corporate services. With effective date January 1st 2021, Bonfiglioli Riduttori S.p.A. transferred its manufacturing operations to Bonfiglioli Italia S.p.A. by consideration in kind. Subsequently, Bonfiglioli Riduttori S.p.A. changed its company name to "Bonfiglioli S.p.A." while the transferee Bonfiglioli Italia S.p.A. changed its company name to "Bonfiglioli Riduttori S.p.A.". There is no change in share holding pattern of "Bonfiglioli Transmission Private limited and hence there is no impact on financial statements of the company



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

B Particulars of transactions and balances with related parties

Description	Holding company		Fellow subsidiaries		Total	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
(a) Transactions during the year						
Sale of goods						
Bonfiglioli Transmission (Aust.) Pty Ltd - Australia	-	-	1,175	833	1,175	833
Bonfiglioli Vietnam Co. Ltd	-	-	276	272	276	272
Bonfiglioli U.S.A. Inc.	-	-	1,791	4,387	1,791	4,387
Bonfiglioli Slovakia sro	-	-	1,012	210	1,012	210
Bonfiglioli South Africa Pty Ltd.	-	-	7	15	7	15
Bonfiglioli Transmission S.A.S (formerly known as Bonfiglioli Transmission S.A)	-	-	2,989	2,132	2,989	2,132
Bonfiglioli Redutores do Brasil Industria e Comercio Ltd	-	-	986	417	986	417
Bonfiglioli Transmission (Aust.) Pty Ltd - New Zealand	-	-	88	125	88	125
Bonfiglioli Drives (Shanghai) Co. Ltd	-	-	1,635	2,705	1,635	2,705
Bonfiglioli Deutschland GmbH	-	-	7,755	7,791	7,755	7,791
Bonfiglioli Riduttori S.p.A.	-	-	3,339	3,625	3,339	3,625
Bonfiglioli Guç Aktarma VE	-	-	632	526	632	526
Bonfiglioli (U.K) Ltd	-	-	941	954	941	954
Bonfiglioli South East Asia Pte. Ltd.	-	-	770	378	770	378
Bonfiglioli Trading (Shanghai) Co. Ltd.	-	-	3,145	4,228	3,145	4,228
Tecnotrans Bonfiglioli SA	-	-	856	2,390	856	2,390
O&K Antriebstechnik GmbH*	-	-	0	-	0	-
Total	-	-	27,398	30,988	27,398	30,988
Sale of services						
Bonfiglioli S.p.A.	2,317	1,880	-	-	2,317	1,880
Bonfiglioli Vectron GmbH	-	-	-	11	-	11
Bonfiglioli Riduttori S.p.A.	-	-	9	10	9	10
Bonfiglioli Drives (Shanghai) Co. Ltd	-	-	3	7	3	7
Bonfiglioli Trading (Shanghai) Co. Ltd.	-	-	9	11	9	11
Bonfiglioli Transmission S.A.S (formerly known as Bonfiglioli Transmission S.A)	-	-	2	5	2	5
Bonfiglioli Deutschland GmbH	-	-	6	-	6	-
O&K Antriebstechnik GmbH	-	-	83	91	83	91
Bonfiglioli South East Asia Pte. Ltd.*	-	-	0	-	0	-
Bonfiglioli Redutores do Brasil Industria e Comercio Ltd	-	-	2	1	2	1
Bonfiglioli Vietnam Co. Ltd	-	-	7	1	7	1
Tecnotrans Bonfiglioli SA	-	-	2	5	2	5
Bonfiglioli Vectron GmbH	-	-	10	-	10	-
Bonfiglioli Drive Solutions Private Ltd	-	-	13	-	13	-
Total	2,317	1,880	146	142	2,464	2,022
Commission income						
Bonfiglioli Riduttori S.p.A.	-	-	42	27	42	27
O&K Antriebstechnik GmbH	-	-	8	15	8	15
Total	-	-	50	42	50	42



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

B Particulars of transactions and balances with related parties

Description	Holding company		Fellow subsidiaries		Total	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Purchase of goods						
Bonfiglioli Drives (Shanghai) Co. Ltd	-	-	22	161	22	161
Bonfiglioli Vectron GmbH	-	-	17	26	17	26
Bonfiglioli Deutschland GmbH	-	-	47	5	47	5
Bonfiglioli U.S.A. Inc.	-	-	23	11	23	11
Bonfiglioli Riduttori S.p.A.	-	-	16,284	15,530	16,284	15,530
Bonfiglioli Redutores do Brasil Industria e Comercio Ltd	-	-	0	1	0	1
Bonfiglioli Transmission (Aust.) Pty Ltd - Australia	-	-	6	11	6	11
Bonfiglioli South Africa Pty Ltd.	-	-	9	33	9	33
Bonfiglioli (U.K) Ltd*	-	-	0	2	0	2
Bonfiglioli Transmission S.A.S (formerly known as Bonfiglioli Transmission S.A)	-	-	-	1	-	0*
Tecnotrans Bonfiglioli SA*	-	-	(0)	3	(0)	3
Bonfiglioli Transmission (Aust.) Pty Ltd - New Zealand	-	-	-	7	-	7
O&K Antriebstechnik GmbH	-	-	1	10	1	10
Bonfiglioli Guç Aktarma VE*	-	-	0	2	0	2
Total	-	-	16,410	15,803	16,410	15,802
Professional fees						
Bonfiglioli S.p.A.	3,711	3,038	-	-	3,711	3,038
Total	3,711	3,038	-	-	3,711	3,038
Sales commission expense						
Bonfiglioli U.S.A. Inc.	-	-	237	251	237	251
Total	-	-	237	251	237	251
Repairs and Maintenance						
Bonfiglioli Riduttori S.p.A.	-	-	1	-	1	-
Total	-	-	1	-	1	-
Rates and Taxes						
Bonfiglioli Vietnam Co. Ltd*	-	-	0	-	0	-
Bonfiglioli Drives (Shanghai) Co. Ltd*	-	-	0	-	0	-
Total	-	-	0	-	0	-
Miscellaneous expenses						
Bonfiglioli Riduttori S.p.A.	-	-	5	3	5	3
Bonfiglioli Drives (Shanghai) Co. Ltd	-	-	-	3	-	3
Bonfiglioli Vietnam Co. Ltd	-	-	1	1	1	1
Bonfiglioli Vectron GmbH*	-	-	0	-	0	-
Bonfiglioli Redutores do Brasil Industria e Comercio Ltd	-	-	11	-	11	-
Bonfiglioli U.S.A. Inc.	-	-	2	4	2	4
Total	-	-	20	11	20	11
Royalty						
Bonfiglioli S.p.A.	6,416	6,019	-	-	6,416	6,019
Total	6,416	6,019	-	-	6,416	6,019
Donation						
Clementino Bonfiglioli Charitable Trust	-	-	29	18	29	18
Total	-	-	29	18	29	18
Dividend Paid						
Bonfiglioli S.p.A.	15,993	17,500	-	-	15,993	17,500
Bonfiglioli Vectron GmbH	-	-	398	445	398	445
Total	15,993	17,500	398	445	16,390	17,945



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

B Particulars of transactions and balances with related parties

Description	Holding company		Fellow subsidiaries		Total	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
(b) Balances as at the end of the year						
Trade receivables						
Bonfiglioli S.p.A.	1,275	889	-	-	1,275	889
Bonfiglioli Transmission (Aust.) Pty Ltd - Australia	-	-	259	482	259	482
Bonfiglioli Transmission S.A.S (formerly known as Bonfiglioli Transmission S.A)	-	-	1,077	781	1,077	781
Bonfiglioli Transmission (Aust.) Pty Ltd - New Zealand	-	-	15	67	15	67
Bonfiglioli Vietnam Co. Ltd	-	-	103	42	103	42
Bonfiglioli Drives (Shanghai) Co. Ltd.	-	-	403	705	403	705
Bonfiglioli Trading (Shanghai) Co. Ltd.	-	-	778	1,284	778	1,284
Bonfiglioli Slovakia sro	-	-	828	21	828	21
Bonfiglioli Riduttori S.p.A.	-	-	851	1,661	851	1,661
Bonfiglioli U.S.A. Inc.	-	-	735	1,274	735	1,274
Bonfiglioli Vectron GmbH	-	-	-	1	-	1
Bonfiglioli South Africa Pty Ltd	-	-	4	-	4	-
Bonfiglioli Deutschland GmbH	-	-	3,223	1,836	3,223	1,836
Bonfiglioli Redutores do Brasil Industria e Comercio Ltd	-	-	325	93	325	93
Bonfiglioli Guç Aktarma VE	-	-	208	28	208	28
Bonfiglioli South East Asia Pte. Ltd.	-	-	287	175	287	175
Bonfiglioli (U.K) Ltd	-	-	282	137	282	137
Tecnotrans Bonfiglioli SA	-	-	66	363	66	363
O&K Antriebstechnik GmbH	-	-	52	55	52	55
Bonfiglioli Drive Solutions Private Limited (BDSPL)	-	-	14	-	14	-
Total	1,275	889	9,510	9,005	10,785	9,894
Trade payables						
Bonfiglioli S.p.A.	4,840	4,074	-	-	4,840	4,074
Bonfiglioli Transmission S.A.S (formerly known as Bonfiglioli Transmission S.A)	-	-	-	1	-	1
Bonfiglioli Drives (Shanghai) Co. Ltd	-	-	5	27	5	27
Bonfiglioli U.S.A. Inc.	-	-	138	10	138	10
Bonfiglioli Riduttori S.p.A.	-	-	6,042	5,411	6,042	5,411
Bonfiglioli Transmission (Aust.) Pty Ltd - Australia	-	-	-	8	-	8
Bonfiglioli Transmission (Aust.) Pty Ltd - New Zealand	-	-	1	6	1	6
Bonfiglioli South Africa Pty Ltd.	-	-	7	30	7	30
Bonfiglioli (U.K) Ltd	-	-	-	1	-	1
Bonfiglioli Vectron GmbH	-	-	11	6	11	6
Bonfiglioli Deutschland GmbH	-	-	-	3	-	3
Tecnotrans Bonfiglioli SA	-	-	-	2	-	2
Bonfiglioli Guç Aktarma VE*	-	-	0	2	0	2
Bonfiglioli Redutores do Brasil Industria e Comercio Ltd	-	-	-	1	-	1
O&K Antriebstechnik GmbH	-	-	1	-	1	-
Total	4,840	4,074	6,205	5,508	11,045	9,582



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

B Particulars of transactions and balances with related parties

Description	Holding company		Fellow subsidiaries		Total	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Other Payables						
Bonfiglioli U.S.A. Inc.	-	-	100	162	100	162
Total	-	-	100	162	100	162

C Key Managerial Person

Particulars	Year ended December 31, 2022			
	Mr G.A Balaji	Mr. Kennady v Kaipally	Mr Vijaykrishna	Ms. Bindhu Madhavi M
(a) short-term employee benefits	103	148	15	2
(b) post-employment benefits	2	2	-	-
(c) other long-term benefits	18	124	-	-
Director remuneration	123	274	15	2

Particulars	Year ended December 31, 2021		
	Mr G.A Balaji	Mr. Kennady Kaipally	Mr Vijaykrishna
(a) short-term employee benefits	97	132	21
(b) post-employment benefits	4	4	0
(c) other long-term benefits	16	77	1
Director remuneration	116	213	22

Director Remuneration	2022	2021
Mr. Ravi Pisharody	20	20

Transaction wrt to post employment benefit plan is provided in note 35

Transaction with related party - Transfer price:

Sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 Dec 2022, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (31 Dec 2021: INR Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates. The Company has entered into international transactions with related parties. The Company has a policy of maintaining documents as prescribed by the Income-tax Act, 1961 to prove that these transactions are at arm's length and believes that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation

*Represents amount less than INR 1 Lakh.



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

37 Fair value measurements

(a) Financial instruments by category and hierarchy

	Note	December 31, 2022			December 31, 2021		
		FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets							
Investments							
- Equity instruments (unquoted)	4	11	-	-	11	-	-
Trade receivables	9	-	-	37,673	-	-	32,797
Other financial assets	5	-	-	2,680	57	-	2,572
Cash and cash equivalents	10	-	-	10,868	-	-	10,094
Bank balances other than cash and cash equivalents	11	-	-	16,804	-	-	16,008
Total financial assets		11	-	68,025	68	-	61,471
Financial liabilities							
Borrowings	14	-	-	14,374	-	-	5,500
Trade payables	19	-	-	28,173	-	-	29,935
Lease liabilities	17	-	-	567	-	-	536
Other financial liabilities	15	234	-	2,037	-	-	1,730
Total financial liabilities		234	-	45,151	-	-	37,701

(b) Fair value hierarchy

	Note	December 31, 2022			December 31, 2021		
		Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial assets							
Investments							
- Equity instruments (unquoted)	4	-	-	11	-	-	11
Trade receivables	9	-	-	37,673	-	-	32,797
Other financial assets	5	-	-	2,680	-	57	2,572
Cash and cash equivalents	10	-	-	10,868	-	-	10,094
Bank balances other than cash and cash equivalents	11	-	-	16,804	-	-	16,008
Total financial assets		-	-	68,036	-	57	61,482
Financial liabilities							
Borrowings	14	-	-	14,374	-	-	5,500
Trade payables	19	-	-	28,173	-	-	29,935
Lease liabilities	17	-	-	567	-	-	536
Other financial liabilities	15	-	234	2,037	-	-	1,730
Total financial liabilities		-	234	45,151	-	-	37,701

Hierarchy:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices or realisable price as on the date of reporting. This includes listed equity instruments that have realisable price as agreed in the share purchase agreement.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

(c) Valuation process

The finance department of the Company performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. Discussions of valuation processes and results are held between the CFO and the finance department which is in accordance with the Company's policy.

(d) Fair value of financial assets and liabilities measured at amortised cost

The carrying amounts of trade receivables, trade payables, cash and cash equivalents, bank balances other than cash and cash equivalents, borrowings and other financial liabilities (current) are considered to be the same as their fair values, due to their short term nature.

The fair values for other financial assets were calculated based on cash flows discounted using a risk adjusted discount rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

38 Financial risk management

The Company's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, bank balances other than cash and cash equivalents, financial assets measured at amortised cost	Ageing analysis Credit ratings	Diversification of bank deposits and review of credit ratings, credit limits and letters of credit
Liquidity risk	Trade payables, borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing
Market risk - foreign exchange	Future commercial transactions Recognised financial assets and liabilities not denominated in Indian rupee (Rs.)	Sensitivity analysis	Monitoring exchange rate movements and forward foreign exchange contracts
Market risk - interest rate	Short-term borrowings at variable interest rates	Sensitivity analysis	Availability of committed credit lines and borrowing

(A) Credit risk

Credit risk arises from cash and cash equivalents, bank balances other than cash and cash equivalents, financial assets measured at amortised cost and credit exposures to customers including outstanding receivables.

(i) Credit risk management

Credit risk on cash and cash equivalents is limited as the Company generally deposits surplus cash with banks holding high credit ratings.

Credit risk with respect to domestic and export trade receivable (other than receivables from related parties) is managed by the Company through periodical review of their credit worthiness. The Company does not perceive any credit risk in respect of receivables from related parties.

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable and, where appropriate, credit guarantee cover is taken.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.

A default on a financial asset is when the counterparty fails to make contractual payments within one year from the due date. This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors.

(ii) Provision for expected credit losses

The Company provides for loss allowance based 12 month expected credit loss except in the case of trade receivables which are provided based on life-time expected credit loss and on a specific identification basis.

Year ended December 31, 2022:

(a) Expected credit loss for other financial assets at amortised cost

The risk of default in carrying value of other financial assets is negligible and hence no provision for expected credit loss has been provided.

(b) Expected credit loss for trade receivables and contract assets under simplified approach:

Ageing	Less than 6 months	More than 6 months	Total
Gross carrying amount - Trade receivables	37,816	287	38,103
Loss allowance rate - Trade receivables	1.1%	11%	1.13%
Expected credit losses (Loss allowance provision)	399	31	430
Carrying amount of trade receivables (net of loss allowance provision)	37,417	256	37,673

Includes provision made on specific identification.



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

Year ended December 31, 2021:

(a) Expected credit loss for other financial assets at amortised cost

The risk of default in carrying value of other financial assets is negligible and hence no provision for expected credit loss has been provided.

(b) Expected credit loss for trade receivables under simplified approach:

Ageing	Less than 6 months	More than 6 months	Total
Gross carrying amount - Trade receivables	32,935	502	33,437
Loss allowance rate - Trade receivables	0.5%	96%	1.91%
Expected credit losses (Loss allowance provision)	160	480	640
Carrying amount of trade receivables (net of loss allowance provision)	32,775	22	32,797

Includes provision made on specific identification.

(iv) Reconciliation of loss allowance provision

(a) Other financial assets

There is no loss allowance provision created for other financial assets.

(b) Trade receivables

During the year, the Company has written-off trade receivables of Rs. Nil (December 31, 2021 - Rs. 29 lakhs) and it does not expect to receive future cash flows or recoveries from collection of cash flows previously written-off.

Loss allowance on December 31, 2021	640
Changes in loss allowance - changes in risk parameters	(210)
Loss allowance on December 31, 2022	430

(B) Liquidity risk

Liquidity risk refers to risk that the Company cannot meet its financial obligations. The objective of a prudent liquidity risk management is to maintain sufficient liquidity and ensure availability of funds to meet its obligations through:

- (a) internal financing by way of daily cash flow projection
- (b) fund and non-fund based working capital limits from various banks.

The tables below analyse the company's financial liabilities into relevant maturity groupings based on their contractual maturities for non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

(i) Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

	December 31, 2022	December 31, 2021
Floating rate		
- Expiring within 1 year (cash credit, packing credit and working capital demand loan)	3,876	12,750

The bank overdraft facilities may be drawn at any time and may be terminated by the bank as per terms and conditions of the sanction letter issued by the banker.



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
 (All amounts in Rs. lakhs, unless otherwise stated)

(ii) Contractual maturities of financial liabilities:

	Less than 6 months	6 months to 1 year	More than 1 year	Total
December 31, 2022				
Borrowings	14,374	-	-	14,374
Trade payables	28,173	-	-	28,173
Other financial liabilities	2,161	-	110	2,271
Lease liability	291	131	214	637
Total	44,999	131	324	45,455
December 31, 2021				
Borrowings	5,500	-	-	5,500
Trade payables	29,695	240	-	29,935
Other financial liabilities	1,701	-	29	1,730
Lease liability	195	195	235	626
Total	37,092	435	264	37,791

(C) Market risk

Market risk is the risk that changes in market price, liquidity and other factors that could have an adverse effect on realizable fair values or future cash flows to the Company. The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange risks and interest rates as future specific market changes cannot be predicted normally with accuracy.

(i) Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency transactions on account of sale / purchase of goods denominated in a currency that is not the Company's functional currency (Rs). The risk is measured through a forecast of foreign currency cash flows that would arise due to the underlying assets and liabilities held.

The company review the import and exports in specific currency and if there be the need to make payment over and above the receivables, then forward cover is taken to cover the exposure.

a) Foreign currency exposure

The Company's exposure to foreign exchange risk at the end of the reporting year 31.03.2022 expressed in Rs. 30,295 lakhs are as follows:

	December 31, 2022					December 31, 2021				
	USD	EUR	JPY	AUD	NZD	USD	EUR	JPY	AUD	NZD
Financial assets:										
Trade receivables	2,684	10,386	-	274	-	2,845	8,261	-	551	-
Derivative assets										
Foreign exchange forward contract	1,984	8,377	-	277	-	2,693	3,511	-	434	-
Net exposure to foreign exchange risks (assets)	700	2,008	-	(3)	-	152	4,750	-	117	-
Financial liabilities:										
Trade payables	138	11,076	1,772	-	-	39	9,652	1,785	8	3
Derivative liability										
Foreign exchange forward contract	-	5,713	928	-	-	-	2,632	1,813	-	-
Net exposure to foreign exchange risks (liabilities)	138	5,363	844	-	-	39	7,020	(28)	8	3

Derivative	December 31, 2022		December 31, 2021	
	Derivative financial assets	Derivative financial liabilities	Derivative financial assets	Derivative financial liabilities
Foreign exchange forward contracts	-	234	57	-
Total	-	234	57	-



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Bonfiglioli Transmissions Private Limited
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b) Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

	Impact on profit after tax	
	December 31, 2022	December 31, 2021
Sensitivity		
INR/USD - Increase by 1% (December 31, 2022 - 1%)*	4	28
INR/USD - Decrease by 1% (December 31, 2022 - 1%)*	(4)	(28)
INR/EUR - Increase by 1% (December 31, 2022 - 1%)*	(25)	(14)
INR/EUR - Decrease by 1% (December 31, 2022 - 1%)*	25	14
INR/JPY - Increase by 1% (December 31, 2022 - 1%)*	(6)	(18)
INR/JPY - Decrease by 1% (December 31, 2022 - 1%)*	6	18

Sensitivity analysis is not disclosed for NZD & AUD due to negligible impact on profit.

* Holding all other variables constant.

(H) Cash flow and fair value interest rate risk

The Company's main interest rate risk arises from short term borrowings with variable rates, which expose the Company to cash flow interest rate risk.

The Company has not taken any interest rate swaps to convert the floating rate borrowings to fixed rate loans. The Company monitors the movement in the interest rates and uses the prepayment option to repay the borrowings at the time when the interest rates are unfavourable. The assessment of viability of using the pre-payment option shall be evaluated by the finance team.

a) Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

	December 31, 2022	December 31, 2021
Variable rate borrowings	14,374	5,500
Total	14,374	5,500

b) Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as at 31st Dec 2022 as a result of changes in interest rates.

	Impact on profit after tax	
	December 31, 2022	December 31, 2021
Interest rates - increase by 100 basis points*	(108)	(41)
Interest rates - decrease by 100 basis points*	108	41

* The risk estimates provided assume a parallel shift of 100 basis points interest rates across all yield curves. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
(All amounts in Rs. lakhs, unless otherwise stated)

39 Capital management

Risk management

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Total 'debt' divided by Total 'equity' (as shown in the balance sheet)

The Company's strategy is to maintain an optimal gearing ratio. The gearing ratios were as follows:

	As at December 31, 2022	As at December 31, 2021
Total equity	72,536	71,619
Total debt	14,374	5,500
Gearing ratio	20%	8%

40 Dividend Distribution:

Particulars	As at December 31, 2022	As at December 31, 2021
Dividends on equity shares declared and paid:		
Final Dividend for the year ended 31st Dec 2022 : INR 12.5 Per Share (31st Dec 21 : 14)	13,951	15,275
TDS on Dividend paid on the above	2,439	2,670

41 Contingent liabilities and Commitments

A Contingent liabilities

The Company have following contingent liabilities as at Dec 31, 2022 and Dec 31, 2021.

Particulars	As at December 31, 2022	As at December 31, 2021
Disputed income-tax demands pending before various forums for Assessment year 2004-05 and 2013-14	171	171

B. Commitments

Particulars	As at December 31, 2022	As at December 31, 2021
Estimated amount of contracts remaining to be executed on capital account and not provided for.	4,169	833

42 Following Ratios to be disclosed:-

Particulars	Numerator	Denominator	2022	2021	Variance
(a) Current Ratio (Times)	Current assets	Current liabilities	1.99	2.23	-11%
(b) Debt-Equity Ratio (Times)	Borrowings	Total equity	0.20	0.08	158%
(c) Debt Service Coverage Ratio (Times)	Profit before tax, depreciation & Interest	Total Principal & Interest paid	0.85	0.70	21%
(d) Return on Equity Ratio (Percentage)	Profit before tax	Shareholder's Equity	32%	33%	-4%
(e) Inventory turnover ratio (Times)	Cost of goods sold	Average inventory	3.74	4.08	-8%
(f) Trade Receivables turnover ratio (Times)	Total revenue from Sale of Goods and Services	Average trade receivable	4.46	4.83	-8%
(g) Trade payables turnover ratio (Times)	Total Net Purchase	Average trade payable	3.40	3.78	-10%
(h) Capital turnover ratio (Times)	Net sales	Working capital	3.30	2.87	15%
(i) Net profit ratio (Percentage)	Profit after tax	Net sales	11%	12%	-7%
(j) Return on Capital employed (Percentage)	Earning before Interest, tax and depreciation	Capital employed	37%	38%	-3%
(k) Return on investment (Percentage)	Profit after tax	Total equity	24%	24%	-2%

Note: Reason for Variance more than 25%

(b) Debt-Equity Ratio

Due to Increase in borrowing

43 Other Regulatory Disclosure as required under Schedule III of Companies Act, 2013

- The Company does not have any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- The Company is not declared as a willful defaulter by any bank or financial institution or other lender.
- The Company has balance with below-mentioned companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

Name of Struck off Company	Nature of transactions with struck-off Company	Balance outstanding		Relationship with the Struck off company, if any to be disclosed	
		As at December 31, 2022	As at December 31, 2021	As at December 31, 2022	As at December 31, 2021
Green Handle Products Pvt Ltd*	Trade payables	0	-	None	None



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Bonfiglioli Transmissions Private Limited
Notes forming part of the financial statements as at and for the year ended December 31, 2022
(All amounts in Rs. lakhs, unless otherwise stated)

- d) The Company does not have any charges or satisfaction to be registered with ROC beyond stipulated statutory period.
- e) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company has not granted any loans or advances in nature of loans to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013) either severally or jointly with any other persons. Hence disclosure under clause (v) of Schedule III of The Companies Act 2013, is not applicable.
- f) There are no scheme of arrangements approved. Hence disclosure under clause (xv) of Schedule III of The Companies Act 2013, is not applicable.
- g) There are no transactions in the nature of undisclosed income or income surrendered which needs to be accounted in the books of accounts during the year in the tax assessments under the Income Tax Act, 1961.

44 Corporate Social Responsibility (CSR)

	As at December 31, 2022	As at December 31, 2021
(i) Gross amount required to be spent by the company during the year*	380	625
(ii) Amount approved by the Board to be spent during the year	380	625

(iii) Amount spent during the year ending on 31st December 2022	In Cash	Yet to be paid in cash	Total
a) Construction/acquisition of any assets			-
b) on purpose other than (a) above	374	-	374

(iv) Amount spent during the year ending on 31st December 2021	In Cash	Yet to be paid in cash	Total
a) Construction/acquisition of any assets			-
b) on purpose other than (a) above	514	-	514

(v) Details related to spent / unspent obligations:	As at December 31, 2022	As at December 31, 2021
a) Contribution to Public Trust		46
b) Contribution to Charitable Trust	74	274
c) Contribution to Enhancing Vocation Skills	258	-
d) Contribution to Ensuring environmental sustainability	43	193
e) Contribution to Promting health care including preventing health care	-	-
f) Unspent amount in related to:		
- Ongoing project	-	-
- Other than ongoing project	-	-
(iv) Total of previous years shortfall,	117	111
(v) Reason for shortfall,	-	-

(vi) Nature of CSR activities.

Planned for next year
Promoting Education
Promoting Healthcare
Enhancement of Vocation Skills
Homes for women and orphans

(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,

Clementino Bonfiglioli Charitable Trust - Rs. 29 lakhs
--

(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.

Nil

* Gross amount mentioned for the period ended 31st December 2021 includes accumulation of unspent amount of Rs. 316 lacs pertaining to financial years prior to 2021.

Details of Ongoing project and other than ongoing project

In case of S.135(6) (Ongoing Project)						
Opening Balance		Amount required to be spent during the year	Amount spent during the year		Closing balance	
With company	In Separate CSR Unspent A/c		From Company's bank A/c	For Separate CSR Unspent A/c	With Company	In Separate CSR Unspent A/c
-	-	-	-	-	-	-

In case of S.135(5) (Other than Ongoing Project)				
Opening Balance	Amount deposited in Specified Fund of Sch. VII within 6 months	Amount required to be Spent during the year	Amount spent during the year	Closing
111	-	380	374	117

45 Maintenance of books and records of the Company

The Ministry of Corporate Affairs have amended Companies (Accounts) Rules, 2014-Rule 3 (Manner of Books of accounts to be kept in electronic mode) on August 05, 2022, whereby the books of account and other relevant books and papers maintained in electronic mode shall remain accessible in India at all times and the Company shall take back-up of books of account and other books and papers of the company maintained in electronic mode, be kept in servers physically located in India on a daily basis.

The Company is extracting key reports from the ERP system and maintaining a back-up of such reports on a daily basis in electric form on a dedicated Server located in India. The data maintained in electronic mode includes general ledger, sub-ledger and inventory movement report. The Company believes that the above approach meets the requirement of the amended rules. Company will continue to closely monitor for additional clarification / guidance on the topic from MCA and accordingly update the approach followed if required as and when such guidance emerges.

46 Subsequent events

There were no significant adjusting events that occurred subsequent to the reporting period

47 Previous year numbers are regrouped and reclassified wherever applicable.

48 These financial statements were approved for issue by the Board of Directors on April 05, 2023

*Represents amount less than INR 1 Lakh.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004


Chirag Shah
Partner
Membership Number: 121648



Place: Chennai
Date: April 5, 2023

For and on behalf of the Board of Directors


Sonia Bonfiglioli
Director
Din: 02433473

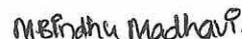

Anupam Chhabra
Director
Din: 05183351


Kennedy V Kaipally
Director
Din: 08110794




Balaji GA
CFO & Director
Din: 06630726

Place: Chennai
Date: April 5, 2023


Bindhu Madhavi M
Company Secretary
MM No: A55316

