

INDEPENDENT AUDITOR'S REPORT

To the members of Welspun Natural Resources Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Welspun Natural Resources Private Limited** (the "Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, the loss and total comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit matters

Key Audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion there on, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters that need to be communicated in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, financial statements and our auditor's report thereon.

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

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In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our 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.

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

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (is) to evaluate the effect of any identified misstatements in the financial statements.

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 in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.



- e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.

Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.

- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the remuneration has not paid/provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements-refer Note No. 29 to the Notes to Accounts.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.
 - iii. In view of there being no amounts required to be transferred to the Investor Education and Protection Fund for the year under audit, the reporting under this clause applicable.
 - iv.a) The Management has represented that, to the best of its knowledge and belief, except as disclosed in the note no. 32(v) to the notes to accounts, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kinds of funds) by the Company to or in any other person or entity, including foreign entity (“intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - b) The Management has represented that, to the best of its knowledge and belief, except as disclosed in the note no. 32(vi) to the notes to accounts, no funds have been received by the company from any person entities, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“ Ultimate Beneficiaries”) by or on behalf of the Funding party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.



- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (I) of Rule 11(e), as provided under (A) and (B) above, contain any material misstatement.
- v. The Company has not declared or paid any dividend during the year. Hence the compliances with section 123 of Companies Act 2013, is not applicable.

For NGS & Co. LLP
Chartered Accountants
Firm's Registration No. 119850W



Ashok A. Trivedi
Partner
(Membership No.042472)
Place: Mumbai
Date: May 11, 2022
UDIN: 22042472AKSCKL9013



ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Welspun Natural Resources Private Limited of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets, the Company does not have any Property, Plant and Equipment and Intangible Assets. Hence, clause 3(i)(a), (b), (c), (d) and (e) are not applicable.
- ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.
(b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. On the basis of the information and explanations furnished to us and based on the books of accounts and financial statements of the Company, the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships, or any other parties. Hence, reporting under clause 3(iii) (a), (b), (c), (d), (e) and (f) is not applicable.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with loans and investment made.
- v. According to information and explanation given to us, the Company has not accepted any deposit or amounts which are deemed to be deposits within the meaning of sections 73, 74, 75 and 76 of the companies act and rules made thereunder to the extent notified. Hence, reporting under clause 3(v) of the Order is not applicable.
- vi. In our opinion and according to the information and explanation given to us, pursuant to the rules made by the Central Government of India, the company is not required to maintain cost records as specified under section 148(1) of the act in respect of its business. Hence, reporting under clause 3(vi) of the Order is not applicable to the Company.
- vii. In respect of statutory dues:
 - (a) According to the information and explanation given to us and the records of the company examined by us, in our opinion, the Company has generally been regular in depositing undisputed statutory dues, including 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 material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.



- (b) According to the information and explanation given to us and the records of the company examined by us, in our opinion, there are no dues with respect to statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022 on account of disputes.
- viii. According to the information and explanation given to us and the records of the company examined by us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) According to the information and explanation given to us and the records of the company examined by us, the company has not taken any loans, or other borrowings or any interest due thereon to any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short- term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) According to the information and explanation given to us and the records of the company examined by us, the company has not taken any funds from any entity / person on account of / to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally convertible) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) The company is not required to establish a whistle blower mechanism as required by the act and SEBI (listing obligations and Disclosure Requirements) Regulations, 2015. Hence the reporting under clause 3(xi)(c) of the order is not applicable.



- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. The Company has entered into transaction with related parties in compliance with the provision of Section 177 and 188 of the Companies Act, 2013. The details of such related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards (Ind AS 24-related party disclosures) as specified u/s 133 of the act, read with Rule 7 of the companies (accounts) Rules 2014.
- xiv. In our opinion the requirement for Internal Audit is not applicable to the company.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 and reporting under clause 3(xv) are not applicable to the Company.
- xvi. (a) According to the information and explanations provided to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi)(a) of the Order is not applicable.
- (b) According to the information and explanations provided to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi)(b) of the Order is not applicable.
- (c) According to the information and explanations provided to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable.
- (d) As represented by Management, the Company has three Core Investment Companies (CIC) within the group of the Company (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) which are exempt from registration with Reserve Bank of India.
- xvii. The Company has incurred cash losses during the financial year of Rs. 6.95 Lakhs (Previous Year of Rs. 10.27 Lakhs) covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.



- xx. As per information and explanation given to us, there are no unspent amount towards Corporate Social Responsibility (CSR) requiring a transfer to fund specified in schedule VII to the Companies Act in compliance with second provision to sub-section (5) of section 135 of the Act. Accordingly reporting under clause 3(xx)(a) of the order is not applicable for the year.

For NGS & Co. LLP
Chartered Accountants
Firm's Registration No. 119850W



Ashok A. Trivedi

Partner

(Membership No.042472)

Place: Mumbai

Date: May 11, 2022

UDIN: 22042472AKSCKL9013



ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Welspun Natural Resources Private Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of sub- section 3 of Section 143 of the Companies Act, 2013 (the “Act”)

1. We have audited the internal financial controls over financial reporting of **Welspun Natural Resources Private Limited** (the “Company”) as of March 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

2. The Management of the Company 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 (the “ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.



Meaning of Internal Financial Controls Over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting 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 ICAI.

For NGS & Co. LLP
Chartered Accountants
Firm's Registration No. 119850W


Ashok A. Trivedi
Partner
(Membership No.042472)
Place: Mumbai
Date: May 11, 2022
UDIN: 22042472AKSCKL9013



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Balance Sheet as at 31 March 2022

	Notes	As at 31 March 2022	(Amount in Lakhs) As at 31 March 2021
ASSETS			
1. Non-current assets			
(a) Capital work-in-progress	4	5,726.02	5,726.02
(b) Financial assets			
(i) Non Current Investments	5	35,416.65	30,163.60
(c) Non-current tax assets (net)	6	2.26	2.26
(d) Other non-current assets	7	11.22	10.88
		41,156.15	35,902.76
2. Current assets			
(a) Financial assets			
(i) Cash and cash equivalents	8	9.24	8.17
(ii) Other financial assets	9	0.52	0.52
(b) Other current assets	10	-	0.03
Total current assets		9.76	8.72
Total assets		41,165.91	35,911.48
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	11	3,187.50	3,187.50
(b) Other equity	11	(5,384.60)	(2,315.95)
Total equity		(2,197.10)	871.55
LIABILITIES			
1. Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	12	34,962.74	31,901.03
Total non-current liabilities		34,962.74	31,901.03
2. Current liabilities			
(a) Financial liabilities			
(i) Borrowings	13	8,397.59	3,137.30
(b) Other current liabilities	14	2.68	1.60
Total current liabilities		8,400.27	3,138.90
Total equity and liabilities		41,165.91	35,911.48

Notes forming part of the financial statements (Refer note 1 to 34)

As per our report of even date attached.

FOR NGS & CO. LLP.
Firm Registration No 119850W
Chartered Accountants



Ashok A. Trivedi
Partner
Membership No: 042472



For and on behalf of the Board of Directors



Yogen Babulal Lal
Director
DIN : 01828376



Lalit Kumar Jain
Director
DIN : 08382081



Priya Pakhare
Company Secretary



Place: Mumbai
Date: 11 May 2022

Place: Mumbai
Date: 11 May 2022

WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Statement of Profit and Loss for the year ended 31 March 2022

(Amount in Lakhs)

	Note	Year ended 31 March 2022	Year ended 31 March 2021
I. Revenue from operations		-	-
II. Other income	15	-	0.28
III. Total income (I+II)		-	0.28
IV. Expenses			
Finance costs	16	3,083.85	1,456.41
Other expenses	17	6.95	10.54
Total expenses (IV)		3,090.80	1,466.95
V. Loss before exceptional items and tax (III-IV)		(3,090.80)	(1,466.67)
VI. Exceptional items		-	-
VII. Loss before tax (V - VI)		(3,090.80)	(1,466.67)
VIII. Income tax expense			
- Current tax		-	-
- Deferred tax		-	-
IX. Loss for the year (VI-VII)		(3,090.80)	(1,466.67)
Other comprehensive income (OCI)			
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss)		-	-
Tax relating to above		-	-
X. Other comprehensive income for the year		-	-
XI. Total comprehensive income for the year (VII+VIII)		(3,090.80)	(1,466.67)
Earnings per share (Face value Rs 10 each)	23		
Basic EPS (in Rs)		(9.70)	(4.60)
Diluted EPS (in Rs)		(9.70)	(4.60)

Notes forming part of the financial statements (Refer note 1 to 34)

As per our report of even date attached.

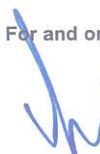
FOR NGS & CO. LLP.
Firm Registration No 119850W
Chartered Accountants



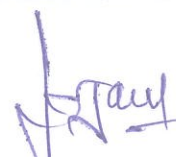
Ashok A. Trivedi
Partner
Membership No: 042472



For and on behalf of the Board of Directors



Yogen Babulal Lal
Director
DIN : 01828376



Lalit Kumar Jain
Director
DIN : 08382081



Priya Pakhare
Company Secretary



Place: Mumbai
Date: 11 May 2022

Place: Mumbai
Date: 11 May 2022

WELSPUN NATURAL RESOURCES PRIVATE LIMITED
Statement of changes in equity for the year ended 31 March 2022

a. Equity Share Capital

Changes in equity for the year ended 31 March 2022 (Amount in Lakhs)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
3,188	-	3,188	-	3,188

Changes in equity for the year ended 31 March 2021

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
3,188	-	3,188	-	3,188

b. Other Equity

Changes in equity for the year ended 31 March 2022 (Amount in Lakhs)

Particulars	Equity component of compound financial instruments	Equity component of borrowings	Securities premium	Reserves and Surplus	Total
				Retained Earnings	
Balance at the beginning of the current reporting period 01.04.2021	-	18,011.78	1,652.00	(21,979.74)	(2,315.95)
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	18,011.78	1,652.00	(21,979.74)	(2,315.95)
Profit/(loss) for the year	-	-	-	(3,090.80)	(3,090.80)
Dividends	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-
Equity Component in Interest free borrowings from Holding	-	22.15	-	-	22.15
Any other change (to be specified)	-	-	-	-	-
Balance at the end of the current reporting period	-	18,033.94	1,652.00	(25,070.54)	(5,384.60)

Changes in equity for the year ended 31 March 2021 (Amount in Lakhs)

Particulars	Equity component of compound financial instruments	Equity component of borrowings	Securities premium	Reserves and Surplus	Total
				Retained Earnings	
Balance at the beginning of the current reporting period 01.04.2020	20,987.54	8,183.94	1,652.00	(20,513.07)	10,310.41
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of the current reporting period	20,987.54	8,183.94	1,652.00	(20,513.07)	10,310.41
Profit/(loss) for the year	-	-	-	(1,466.67)	(1,466.67)
Dividends	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-
Equity Component in Interest free borrowings from Holding	-	9,827.85	-	-	9,827.85
Any other change (to be specified) (Refer Note : 11(b)(iv) - Instruments entirely equity in nature)	(20,987.54)	-	-	-	(20,987.54)
Balance at the end of the current reporting period 31.03.2021	-	18,011.78	1,652.00	(21,979.74)	(2,315.95)



WELSPUN NATURAL RESOURCES PRIVATE LIMITED
Statement of changes in equity for the year ended 31 March 2022

Notes forming part of the financial statements (Refer note 1 to 34)

As per our report of even date attached.

FOR NGS & CO. LLP.
Firm Registration No 119850W
Chartered Accountants

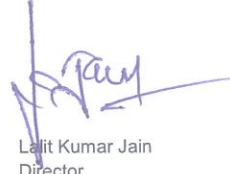


Ashok A. Trivedi
Partner
Membership No: 042472

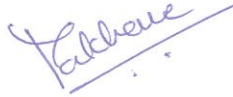
For and on behalf of the Board of Directors



Yogen Babulal Lal
Director
DIN : 01828376



Lalit Kumar Jain
Director
DIN : 08382081



Priya Pakhare
Company Secretary

Place: Mumbai
Date: 11 May 2022

Place: Mumbai
Date: 11 May 2022



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Statement of Cash Flow for the year ended 31 March 2022

(Amount in Lakhs)

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	(3,090.80)	(1,466.67)
Adjustments to reconcile profit before tax to net cash flows		
Notional Expenses on Advances / Deposits	3,083.85	1,456.39
Interest expenses	-	0.02
Working Capital Adjustments	(6.95)	(10.25)
Other non current/ current assets	(0.31)	(2.11)
Trade payables and other financial liabilities	1.08	(4.01)
Cash generated from operations	(6.18)	(16.37)
Taxes paid (net)	-	4.38
NET CASH GENERATED FROM OPERATING ACTIVITIES	(6.18)	(11.99)
CASH FLOW FROM INVESTING ACTIVITIES		
Investment made during the year	(5,253.05)	(5,038.43)
NET CASH USED IN INVESTING ACTIVITIES	(5,253.05)	(5,038.43)
CASH FLOW FROM FINANCING ACTIVITIES		
Borrowing during the year	5,260.29	5,359.94
Borrowings repaid during the year	0.01	(505.61)
Interest expenses paid	-	(0.02)
NET CASH FROM FINANCING ACTIVITIES	5,260.30	4,854.31
NET INCREASE /(DECREASE) IN CASH AND CASH EQUIVALENTS	1.07	(196.11)
Cash and cash equivalent opening balance	8.17	204.28
Cash and cash equivalent closing balance	9.24	8.17
Component of Cash and cash equivalent		
Balances with banks		
- In current accounts	9.24	8.17
Total	9.24	8.17



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Statement of Cash Flow for the year ended 31 March 2022

a) As required by Ind AS 7 "Statement of Cash Flows", a reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities is given in note 30

b) Previous year figures are regrouped/ reclassified wherever considered necessary.

Notes forming part of the financial statements (Refer note 1 to 34)

As per our report of even date attached.

FOR NGS & CO. LLP.

Firm Registration No 119850W

Chartered Accountants



Ashok A. Trivedi
Partner
Membership No: 042472



For and on behalf of the Board of Directors



Yogen Babulal Lal
Director
DIN : 01828376



Lalit Kumar Jain
Director
DIN : 08382081



Priya Pakhare
Company Secretary

Place: Mumbai
Date: 11 May 2022

Place: Mumbai
Date: 11 May 2022



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

1 Corporate information

Welspun Natural Resources Private Limited ('WNRPL' or 'the Company') is a wholly owned subsidiary company of Welspun Enterprises Limited. The Company is engaged into infrastructure development and exploration of Oil & Gas.

The separate financial statements (hereinafter referred to as "Financial Statements") of the Company for the financial year 2021-22 were authorised for issue in accordance with a resolution of board of directors on May 11, 2022 .

2 Basis of preparation of financial statements

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

The financial statements have been prepared under the historical cost convention and on accrual basis, except for certain financial assets and liabilities which have been measured at fair value (Refer accounting policy regarding financial instruments)

The financial statements are presented in Indian Rupees ('INR') with values rounded off to the nearest lakhs with two decimals, thereof, except otherwise indicated.

3 Significant accounting policies

i) Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is classified as current when it is:

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

All other assets are classified as non-current.

A liability is classified as current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

The company has identified 12 months as its operating cycle.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

ii) Revenue from contracts with customers

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

a) Interest income

For all debt instruments measured at amortized cost and interest bearing financial assets classified as fair value through other comprehensive income, interest income is recognized using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. Interest income is included in 'Other Income' in the statement of profit and loss.

iii) Exceptional items

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the company, is such that its disclosure improves an understanding of the performance of the Company. Such income or expense is classified as an exceptional item and accordingly disclosed in the notes to accounts.



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

iv) Property, Plant and Equipment

Property, plant and equipment acquired are measured on initial recognition at cost. Subsequent to initial recognition, property, plant and equipment are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria is met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. The carrying amount of the replaced part accounted for as a separate asset previously is derecognized. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the statement of profit and loss when incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision is met.

Capital work-in-progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

Depreciation on property, plant and equipment is provided on written down value basis as per the rate derived on the basis of useful life and method prescribed under Schedule – II of the Companies Act, 2013.

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

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

On transition to Ind AS, the Company had elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant equipment.

v) Impairment of non-financial assets

The carrying amounts of non-financial assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying amount exceeds its recoverable value. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risks specific to the assets. An impairment loss is charged to the statement of profit and loss in the year in which an asset is identified as impaired. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. The impairment loss recognized in prior accounting periods is reversed by crediting the statement of profit and loss if there has been a change in the estimate of recoverable amount.

vi) Taxes on income

a) Current tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date. Current taxes are recognized in profit or loss except to the extent that the tax relates to items recognized in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

b) Deferred tax

Deferred income tax is recognized on all temporary differences which are the differences between the carrying amount of an asset or liability in the statement of financial position and its tax base except when the deferred income tax arises from the initial recognition of an asset or liability that effects neither accounting nor taxable profit or loss at the time of the transaction.

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



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

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 future taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date and based on the tax consequence which will follow from the manner in which the Company expects, at financial year end, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax relating to item recognised outside the statement of profit and loss is recognised outside the statement of profit and loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liability and the deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum Alternate Tax (MAT) paid in accordance with tax laws, which give rise to future economic benefits in the form of adjustment of future tax liability, is recognized as an asset only when, based on convincing evidence, it is probable that the future economic benefits associated with it will flow to the Company and the assets can be measured reliably.

vii) Foreign Currency transactions

The Company's financial statements are presented in INR, which is also the company's functional currency. Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognised as income or expenses in the period in which they arise. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of transaction.

viii) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and other short term highly liquid investments with an original maturity of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

ix) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) 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 are adjusted for the effects of all dilutive potential equity shares except when the results would be anti-dilutive.

x) Provisions, contingent liabilities and contingent assets

a) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) where, as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made to the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. when discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed.



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

b) Contingent liabilities and contingent assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events beyond the control of the Company or a present obligation which is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. Information on contingent liabilities is disclosed in the notes to the financial statements, unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits to the entity. Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realized. Contingent assets are disclosed if the inflow of economic benefits is probable.

xi) 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

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

xii) Financial instruments

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

A. Financial assets

a) Initial recognition and measurement

Financial assets are recognized when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial assets at initial recognition. All financial assets are recognized initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial asset except for financial assets classified as fair value through profit or loss.

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

b) Subsequent measurement

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

- i) Debt instruments measured at amortised cost
- ii) Debt instruments measured at fair value through other comprehensive income (FVTOCI)
- iii) Debt instruments measured at fair value through profit or loss (FVTPL)
- iv) Equity instruments measured at FVTOCI or FVTPL

Debt instruments

The subsequent measurement of debt instruments depends on their classification. The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

i) Debt instruments measured at amortised cost

Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in the statement of profit and loss when the asset is derecognised or impaired. Interest income from these financial assets is disclosed as interest income in the statement of profit and loss using the effective interest rate method.



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

ii) Debt instruments measured at FVTOCI

Debt instruments that are held for collection of contractual cash flows and for selling the financial assets, where the assets cash flows represent solely payment of principal and interest, are measured at FVTOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses and interest income which are recognised in statement of profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in the OCI is reclassified from equity to statement of profit and loss. Interest income from these financial assets is included in finance income using the effective interest rate method.

iii) Debt instruments measured at FVTPL

Debt instruments that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised and presented net in the statement of profit and loss in the period in which it arises. Interest income from these financial assets is included in other income.

iv) Equity instruments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as FVTPL. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and Loss.

B. Derecognition of financial assets

A financial asset is derecognised only when

- i) The Company has transferred the rights to receive cash flows from the financial asset or
- ii) retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

C. Impairment of financial assets

The Company assesses impairment based on expected credit losses (ECL) model to the following:

- i) Financial assets measured at amortised cost
- ii) Financial assets measured at fair value through other comprehensive income (FVTOCI)

Expected credit losses are measured through a loss allowance at an amount equal to

- i) the twelve months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within twelve after the reporting date) or
- ii) full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, twelve months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognising impairment loss allowance based on twelve months ECL.



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

D. Financial liabilities

a) Initial recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial liability at initial recognition. All financial liabilities are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial liability except for financial liabilities classified as fair value through profit or loss.

b) Subsequent measurement

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

- i) Financial liabilities measured at amortised cost
- ii) Financial liabilities measured at FVTPL (fair value through profit or loss)

i) Financial liabilities measured at amortised cost

After initial recognition, financial liability are subsequently measured at amortized cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the statement of profit and loss.

ii) Financial liabilities measured at fair value through profit or loss (FVTPL)

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Financial liabilities at FVTPL are carried in the statement of profit and loss at fair value with changes in fair value recognized in the statement of profit and loss.

c) Derecognition

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

xiii) Investment in associates, joint venture and subsidiaries

The Company has accounted for its investment in associates, joint venture and subsidiaries at cost.



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

4 Capital work-in-progress (Amount in Lakhs)
Capital work-in-progress

<i>Gross carrying amount (cost)</i>	
As at 31 March 2020	5,726.02
Additions	-
Disposals	-
Transfer to assets held for sale	-
As at 31 March 2021	5,726.02
Additions	-
Disposals	-
Written off	-
Transfer to assets held for sale	-
As at 31 March 2022	5,726.02
As at 31 March 2022	5,726.02
As at 31 March 2021	5,726.02

Capital Work-In-Progress Ageing Schedule:

Capital Work In Progress (CWIP)*	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects suspended till resolution of Dispute*	-	-	-	5,726.02	5,726.02

* Please Refer note 29 for details



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

Financial assets

5 Non-current investments	(Amount in Lakhs)	
	As at 31 March 2022	As at 31 March 2021
Unquoted - Trade		
Equity Shares		
Investment in Associate		
Adani Welspun Explorations Limited		
4,654,997 (31 March 2021: 4,654,997) equity shares of Rs 10/- each fully paid up.*	4,507.99	4,507.99
30,908,664 (31 March 2021: 25,655,614) 0% Unsecured Compulsorily Convertible Debentures of Rs 100/- each fully paid up. #	30,908.66	25,655.61
Total	35,416.65	30,163.60
Aggregate value of unquoted investments	35,416.65	30,163.60
* Investment as at 31 March 2022 includes adjustment for fair value of interest free loan Rs. 2,503.83 lakhs (31 March 2021 : Rs. 2,503.83 lakhs)		
# Each debenture having face value of Rs. 100 each shall be compulsorily convertible into 10 equity shares of Rs 10 each fully paid up at any time after expiry of 5 years till the end of the 20 years from the date of allotment or as mutually agreed before the end of the tenure.		
6 Non-current tax assets (net)		
	As at 31 March 2022	As at 31 March 2021
Balance with government authorities		
- Direct tax (net of provision for taxation)	2.26	2.26
Total	2.26	2.26
7 Other Non-current Assets		
	As at 31 March 2022	As at 31 March 2021
Balance with Government authorities		
- Indirect tax	11.22	10.88
Total	11.22	10.88
8 Cash and cash equivalents		
	As at 31 March 2022	As at 31 March 2021
Balances with banks		
- In current accounts	9.24	8.17
Total	9.24	8.17
9 Other current financial assets		
	As at 31 March 2022	As at 31 March 2021
(Unsecured considered good, unless otherwise stated)		
Security Deposits		
- Considered good	0.52	0.52
Total	0.52	0.52
10 Other current assets		
	As at 31 March 2022	As at 31 March 2021
Other advances		
Advance suppliers/sub-contractors		
- Considered good	-	0.03
Total	-	0.03



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

11 Share capital and other equity

Particulars	(Amount in Lakhs)	
	As at 31 March 2022	As at 31 March 2021
11(a) Equity share capital		
Authorised		
Equity shares of Rs 10 each		
32,000,000 (31 March 2021: 32,000,000) Equity Shares of Rs.10 each fully paid up	3,200.00	3,200.00
Issued, subscribed and paid up		
31,875,000 (31 March 2021: 31,875,000) Equity Shares of Rs.10 each fully paid up	3,187.50	3,187.50
	3,187.50	3,187.50

Terms/ rights attached to equity shares

The company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholder in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holder of the equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(i) Shares held by holding/ ultimate holding companies and / or their subsidiaries/ associates

	As at 31 March 2022		As at 31 March 2021	
	Number of shares	% Holding	Number of shares	% Holding
Welspun Enterprises Limited	3,18,75,000	100%	3,18,75,000	100%

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

	As at 31 March 2022		As at 31 March 2021	
	Number of shares	% Holding	Number of shares	% Holding
Welspun Enterprises Limited	3,18,75,000	100%	3,18,75,000	100%

(iii) Reconciliation of the number of shares outstanding and the amount of the share capital

Particulars	As at 31 March 2022		As at 31 March 2021	
	Number of shares	Amount in lakhs	Number of shares	Amount in lakhs
Number of shares at the beginning of the period	3,18,75,000	3,187.50	3,18,75,000	3,187.50
Add : Shares issued during the year	-	-	-	-
Number of shares at the end of the period	3,18,75,000	3,187.50	3,18,75,000	3,187.50

The details of Shareholding of Promoters are as under :-

Shares held by promoters at the end of the year			
Promoter Name	No. of Shares	% of total Shares	% Change during
Welspun Enterprises Limited	3,18,74,994.00	100.00%	-
Devendra Patil (Nominee of Welspun Enterprises Limited)	1.00	0.00%	-
Pradeep Joshi (Nominee of Welspun Enterprises Limited)	1.00	0.00%	-
Shashikant Thorat (Nominee of Welspun Enterprises Limited)	1.00	0.00%	-
Priya Pakhare (Nominee of Welspun Enterprises Limited)	1.00	0.00%	-
Saji Padmandhan (Nominee of Welspun Enterprises Limited)	1.00	0.00%	-
Jayanti Venkataraman (Nominee of Welspun Enterprises Limited)	1.00	0.00%	-
Total	3,18,75,000.00	100.00%	



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

11(b) - Other Equity

Particulars	As at 31 March	As at
	2022	31 March 2021
(i) Securities premium reserve	1,652.00	1,652.00
(ii) Retained earnings	(25,070.54)	(21,979.74)
(iii) Equity component of borrowings	18,033.94	18,011.79
Total	(5,384.60)	(2,315.95)

(i) Securities premium reserve (Amount in Lakhs)

Particulars	As at 31 March	As at
	2022	31 March 2021
Opening balance	1,652.00	1,652.00
Total	1,652.00	1,652.00

(ii) Retained earnings (Amount in Lakhs)

Particulars	As at 31 March	As at
	2022	31 March 2021
Opening balance	(21,979.74)	(20,513.07)
Total comprehensive income for the year	(3,090.80)	(1,466.67)
Total	(25,070.54)	(21,979.74)

0

(iii) Equity component of borrowings (Amount in Lakhs)

Particulars	As at 31 March	As at
	2022	31 March 2021
Opening balance	18,011.79	8,183.94
Addition : Equity Component in Interest free borrowings from Holding	22.15	9,827.85
Total	18,033.94	18,011.79

(iv) Instruments entirely equity in nature

Equity component of Compulsorily Convertible Debentures of Rs 100 each fully paid

Particulars	As at 31 March 2022		As at	
	Number of Units	Amount in lakhs	Number of units	Amount in lakhs
Opening Balance	-	-	2,09,87,544	20,987.54
Add : Issued during the year	-	-	17,17,035	1,717.04
Less: Converted during the year	-	-	(2,27,04,579)	(22,704.58)
Closing Balance *	-	-	-	-

Terms of Compulsorily Convertible Debentures

Each debenture having face value of Rs 100 each shall be compulsorily convertible into 10 equity shares of Rs 10 each fully paid up at the end of the 5 years from the date of allotment or as mutually agreed before the end of the tenure.

* Converted into long term borrowings post board's approval dated 9 March 2021. Refer note 12.



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

	(Amount in Lakhs)	
	As at 31 March 2022	As at 31 March 2021
12 Non-current financial liability - borrowings		
Unsecured		
Borrowings from related parties	34,962.73	31,901.03
Total	34,962.73	31,901.03
13 Current financial liabilities - borrowings		
Unsecured		
Borrowings from related parties	8,397.59	3,137.30
Total	8,397.59	3,137.30
14 Other current liabilities		
	As at 31 March 2022	As at 31 March 2021
Credirors for expenses	1.58	0.96
Provision for expenses	1.08	0.59
Statutory dues payable	0.02	0.06
Total	2.68	1.60



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

		(Amount in Lakhs)	
		Year ended 31 March 2022	Year ended 31 March 2021
15 Other income			
Miscellaneous income	-	0.28	
Total	-	0.28	

		Year ended 31 March 2022	Year ended 31 March 2021
16 Finance costs			
Interest expenses on financial liabilities at amortised cost			
- On borrowings	3,083.85	1,456.39	
Other interest costs	-	0.01	
Bank charges and other finance costs	-	0.01	
Total	3,083.85	1,456.41	

'0' denotes amount less than Rs 500

		Year ended 31 March 2022	Year ended 31 March 2021
17 Other expenses			
Rent	-	4.86	
Rates and taxes	0.62	0.36	
Fees expenses	0.37	-	
Share Registry Expenses	-	0.01	
Legal and professional fees	0.12	0.35	
Directors sitting fees	-	0.45	
Payment to Auditor :-			
- As auditor	1.20	0.75	
Filing and registration fees	0.83	0.80	
Security Charges	3.81	2.96	
Total	6.95	10.54	



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

18 Fair value measurements

On comparison by class of the carrying amounts and fair value of the Company's financial instruments, the carrying amounts of the financial instruments reasonably approximates fair.

Financial instruments by category

(Amount in Lakhs)

	As at 31 March 2022		As at 31 March 2021	
	FVTPL	Amortised Cost	FVTPL	Amortised Cost
Financial assets (other than investment in subsidiaries, joint venture and associates)				
Non-current assets				
Investments	-	35,416.65	-	30,163.60
Current assets				
Cash and cash equivalents	-	9.24	-	8.17
Other financial assets	-	0.52	-	0.52
Total financial assets	-	35,426.41	-	30,172.29
Financial liabilities				
Non-current liabilities				
Borrowings	-	34,962.74	-	31,901.03
Current liabilities				
Borrowings	-	8,397.59	-	3,137.30
Trade payables	-	-	-	-
Total financial liabilities	-	43,360.33	-	35,038.33

Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

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

Fair value of the cash and short term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial instruments approximate their carrying amounts largely due to short term maturities of these instruments.



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

19 Ratio Analysis and its elements

Ratio	Numerator	Denominator	Current period	Previous period	% Variance	Reason for variance
(a) Current Ratio (in times)	Current assets	Current liabilities	0.00	0.00	-58.17%	Not relevant, since ratio is less than 25%
(b) Debt-equity ratio	Total Debt	Shareholder's Equity	(19.74)	40.20	-149.09%	Due to increase in borrowing
(c) Debt service coverage ratio	.Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	(0.00)	(0.00)	-46.75%	As the ratio is negative, so this ratio is not relevant to track
(d) Return on equity ratio	Net Profits after taxes	Average Shareholder's Equity	466.34%	-20.41%	-2384.47%	Not relevant, since ratio is less than 25%
(e) Inventory turnover ratio	Cost of goods sold OR sales	Average Inventory Average inventory is (Opening + Closing balance / 2)	NA	NA	NA	The ratio establishes the relationship between the cost of goods sold during the period or sales during the period and average inventory held during the period. Since there is no inventory, the ratio is not computed.
(f) Trade receivables turnover ratio	Net Credit Sales	Avg. Accounts Receivable	NA	NA	NA	Since there is no trade receivable in the Company hence the ratio is not computed
(g) Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	Since there is no credit purchases in the Company hence the ratio is not computed
(h) Net capital turnover ratio	Net Sales	Working Capital	NA	NA	NA	Since there is no sales in the Company hence the ratio is not computed
(i) Net profit ratio	Net profit	Net Sales	NA	NA	NA	Since there is no sales in the Company hence the ratio is not computed
(j) Return on capital employed	Earning before interest and taxes	Capital Employed	-0.02%	-0.03%	-40.88%	As the ratio is negative, so this ratio is not relevant to track.
(k) Return on investment	{MV(T1) - MV(T0) - Sum [C(t)]}	{MV(T0) + Sum [W(t) * C(t)]}	NA	NA	NA	Return on investment (ROI) is a financial ratio used to calculate the benefit an investor will receive in relation to their investment cost

T1 = End of time period

T0 = Beginning of time period

t = Specific date falling between T1 and T0

MV(T1) = Market Value at T1

MV(T0) = Market Value at T0

C(t) = Cash inflow, cash outflow on specific date

W(t) = Weight of the net cash flow (i.e. either net inflow or net outflow) on day 't', calculated as $\frac{T1 - t}{T1}$

Companies may provide ROI separately for each asset class (e.g., equity, fixed income, money market, etc.).



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

20 Significant accounting judgements, estimates and assumptions

The preparation of financial statements requires management to exercise judgment in applying the Company's accounting policies. It also requires the use of estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures including disclosure of contingent liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis, with revisions recognised in the period in which the estimates are revised and in any future periods affected.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements.

a) Determination of control

The management has exercised judgements in determining whether the Company exercises control/ significant influence over the entity.

Estimates and assumptions

a) Contingencies and commitments

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that have a low probability of crystallising or are very difficult to quantify reliably, are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. There can be no assurance regarding the final outcome of these legal proceedings.

b) Useful lives and residual values

The Company uses Schedule II of Companies Act 2013 for estimating the useful lives and residual values of property, plant and equipment, investment property and intangible assets at each financial year end.

c) Impairment testing

i. Judgment is also required in evaluating the likelihood of collection of customer debt after revenue has been recognised. This evaluation requires estimates to be made, including the level of provision to be made for amounts with uncertain recovery profiles. Provisions are based on historical trends in the percentage of debts which are not recovered, or on more detailed reviews of individually significant balances.

ii. Determining whether the carrying amount of these assets has any indication of impairment also requires judgment. If an indication of impairment is identified, further judgment is required to assess whether the carrying amount can be supported by the net present value of future cash flows forecast to be derived from the asset. This forecast involves cash flow projections and selecting the appropriate discount rate.

d) Tax

a) The Company's tax charge is the sum of the total current and deferred tax charges. The calculation of the Company's total tax charge necessarily involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process.

b) Accruals for tax contingencies require management to make judgments and estimates in relation to tax audit issues and exposures.

c) The recognition of deferred tax assets is based upon whether it is more likely than not that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. Where the temporary differences are related to losses, the availability of the losses to offset against forecast taxable profits is also considered. Recognition therefore involves judgment regarding the future financial performance of the particular legal entity or tax Company in which the deferred tax asset has been recognized.

e) Fair Value Measurement

A number of Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

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

-Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices).

-Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of a fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

21 Financial risk management objectives and policies

The Company is exposed to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risks.



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant profit and loss item is the effect of the assumed changes in respective market risks.

a) Interest rate risk

Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize Company's position with regard to interest income and interest expenses and manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instrument in its total portfolio.

(i) Interest rate risk exposure

(Amount in Lakhs)

	As at 31 March 2022	As at 31 March 2021
Variable rate borrowings	Nil	Nil

ii) Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact of change in interest rate of borrowings, as follows:

(Amount in Lakhs)

Effect on Profit before tax	Year ended 31 March 2022	Year ended 31 March 2021
Interest rates : Increase by 50 basis points	Nil	Nil
Interest rates : Decrease by 50 basis points	Nil	Nil

Foreign Currency risk

Currency risk is the risk that the fair value or future cash flows fluctuate because of changes in market prices of various currencies against the functional currency. However the Company is currently not exposed to foreign currency risk.

Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that the funds are available for use as per the requirements.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments as at 31 March 2022

	Total	Less than 1 year	1 to 5 years
Financial Liabilities			
Borrowings	43,360.33	8,397.59	34,962.74
Total	43,360.33	8,397.59	34,962.74

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments as at 31 March 2021

	Total	Less than 1 year	1 to 5 years
Financial Liabilities			
Borrowings	35,038.33	3,137.30	31,901.03
Total	35,038.33	3,137.30	31,901.03



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

22 Capital Management

For the purpose of Company's capital management, capital includes issued capital and other equity reserves attributable to the shareholders. The primary objective of the Company's Capital Management is to maximize shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants, if any.

The Company monitors capital using gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing borrowings, trade and other payables, less cash and cash equivalents.

	(Amount in Lakhs)	
	As at 31 March 2022	As at 31 March 2021
Borrowing from related parties	43,360.32	35,038.33
Other current liabilities	2.68	1.60
Less : cash and cash equivalents	(9.24)	(8.17)
Net Debt	43,353.76	35,031.75
Equity share capital	3,187.50	3,187.50
Other equity	(5,384.60)	(2,315.95)
Total Capital	(2,197.10)	871.55
Capital and net debt	41,156.66	35,903.30
Capital Gearing Ratio	105.34%	97.57%

23 Earnings per share (EPS)

	(Amount in Lakhs)		
	As at 31 March 2022	As at 31 March 2021	
Net profit after tax available for equity shareholders	A	(3,090.80)	(1,466.67)
Weighted average number of equity shares of Rs. 10 each outstanding during the year used for calculating basic EPS (Number of shares)	B	3,18,75,000	3,18,75,000
Add : Effect of dilutions :-			
Compulsorily Convertible Debentures (number of shares)	C	-	19,04,36,679
Weighted average number of equity shares of Rs. 10 each outstanding during the year used for calculating diluted EPS (Number of shares)*	D = B+C	3,18,75,000	3,18,75,000
Basic earnings per share	A / B	(9.70)	(4.60)
Diluted earnings per share	A / D	(9.70)	(4.60)

* Compulsorily convertible debentures has not been considered for calculation of diluted earnings per share because they are antidilutive. These compulsorily convertible debentures could potentially dilute earnings per share in the future.

There have been no transactions involving equity shares or potential equity shares between the reporting period and the date of authorisation of these financial statements

24 Leases

Company as lessee

The Company has taken office premises and residential facilities under cancellable operating lease agreements that are renewable on a periodic basis at the option of both the lessor and the lessee. The initial tenure of the lease varies from six month to twenty four months. Lease rental charges for 31 March 2022 is Rs Nil (31 March 2021 : Rs 4.86 lakhs)

25 Segment Information

The Company is engaged in one business segment ie infrastructure development. The Company is operating in a single geographical segment i.e. India.



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

26 Disclosure as required by Ind AS 24 - Related Party disclosures

a) Particulars of Holding Companies

Name of the entities	Extent of holding		Relationship
	As at 31 March 2022	As at 31 March 2021	
Welspun Enterprises Limited	100%	100%	Parent Company

b) Associate

Name of the Companies	Extent of holding		Relationship
	As at 31 March 2022	As at 31 March 2021	
Adani Welspun Exploration Limited	35%	35%	Associate

c) Directors / Key managerial Personnel (KMP)

Name of the Related Parties	
Mr. Sandeep Garg *	Director
Mr. Ajay Hans #	Director
Mr Lalit Jain	Whole Time Director and CFO
Mr. Yogen Babulal Lal	Director
Mrs Priya Pakhare	Company Secretary

* Resigned w.e.f. from 31 March 2022

Appointed as director w.e.f. 01 April 2022

d) The following transactions were carried out with related parties in the ordinary course of business:

Nature of transactions	Year ended 31 March 2022	Year ended 31 March 2021
Loan given during the year		
Adani Welspun Exploration Limited	5,253.05	5,038.42
Welspun Enterprises Limited	-	34.39
Loan repaid/ adjusted/ written off during the year		
Welspun Enterprises Limited	-	34.39
Welspun Build-Tech Private Limited	-	0.02
Loan taken during the year		
Welspun Enterprises Limited	5,260.29	5,359.94
Loan taken during the year- repaid		
Welspun Enterprises Limited	-	505.61
Conversion of borrowings into CCD during the year		
Welspun Enterprises Limited		1,717.04
Conversion of CCD into borrowings during the year		
Welspun Enterprises Limited	-	22,704.58
Conversion of Loan given into CCD during the year		
Adani Welspun Exploration Limited	5,253.05	5,038.42
Fair valuation of interest free borrowings#		
Welspun Enterprises Limited	22.15	9,828
Interest expense during the year #		
Welspun Enterprises Limited	3,083.85	1,456.39
Directors sitting fees		
Ms. Mala Todarwal	-	0.45



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

Closing balances as at

Nature of transactions	As at 31 March 2022	As at 31 March 2021
Borrowings		
Welspun Enterprises Limited	43,360.32	35,038.33
Investment in Equity Shares		
Adani Welspun Exploration Limited	4,507.99	4,507.99
Investment in Compulsorily Convertible Debentures		
Adani Welspun Exploration Limited	30,908.66	25,655.61

Represents transactions related to Ind AS adjustments

27 Under the Micro, Small and Medium Enterprise Development Act, 2006 ("MSMED Act"), certain disclosures relating to amounts due to micro, small and medium enterprises are required to be made. As the relevant information is not given or confirmed by such enterprises in view of the management, the impact of interest, if any, which may subsequently become payable to such enterprises in accordance with the provisions of the Act, would not be material and the same, if any, would be disclosed in the year of payment of interest.

28 Interest in associate

Name of Entity	Adani Welspun Exploration Limited(AWEL)
Place of Business	India
Relationship	Associate
Accounting Method	At cost
% of ownership interest	31 March 2022 - 35%
	31 March 2021 - 35%

29 The Directorate General of Hydrocarbons ("DGH") have served termination notice on the ground that the designated operator in respect of the Block M/s Naftogaz India Pvt Ltd -"NIPL" had allegedly committed misrepresentation by falsely representing itself as the subsidiary of Naftogaz, Ukraine which has 10 % stake in the Block. Adani Group Companies-"Adani"-(55%) and Welspun Natural Resources Private Limited-"Welspun" (35%) together holding 90 % stake in the Block, have contested this notice. The Company had made representations to the Government expressing its willingness to carry out the activities and to consider the Block as valid and live. The Government has rejected the proposal and cited that the termination was valid. The Company has contested the same before Delhi High Court. The Hon'ble Court was of the view that the Company should pursue the remedies available under the contract. Accordingly the Company has initiated dispute resolution mechanism with the authority and also have initiated discussions with the Ministry of Petroleum and Natural Gas and DGH for a possible revival of the Block.

30 a) Reconciliation as on 31 March 2022 between opening and closing balances in the balance sheet for liabilities arising from financing activities as required by Ind AS 7 "Statement of Cash Flows" is as under:

(Amount in Lakhs)

	Borrowings	Equity share capital	Securities Premium
As at 31 March 2021	35,038.33	3,187.50	1,652.00
Cash inflow	5,260.29	-	-
Cash outflow	0.01	-	-
Non cash changes	3,061.70	-	-
As at 31 March 2022	43,360.33	3,187.50	1,652.00

b) Reconciliation as on 31 March 2021 between opening and closing balances in the balance sheet for liabilities arising from financing activities as required by Ind AS 7 "Statement of Cash Flows" is as under:

(Amount in Lakhs)

	Borrowings	Equity share capital	Securities Premium
As at 31 March 2020	17,567.91	3,187.50	1,652.00
Cash inflow	5,359.94	-	-
Cash outflow	(505.61)	-	-
Non cash changes	12,616.09	-	-
As at 31 March 2021	35,038.33	3,187.50	1,652.00



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

c) Non- cash financing activities for the current year

- i) Conversion of borrowing to Compulsorily convertible debentures during the year is Rs Nil lakhs.
- ii) Notional interest expenses charged during the year is Rs 3084 lakhs
- iii) Conversion of CCD to borrowing during the year Rs. Nil lakhs.

31 Details of loans given, investments made and guarantee given covered U/s 186 of the Companies Act, 2013

a) The Company is engaged in the business of providing infrastructural facilities as specified under Schedule VI of the Companies Act 2013 (the 'Act') and hence the provisions of Section 186 of the Act related to loans/ guarantees given or securities provided are not applicable to the Company.

b) There are no investments other than as disclosed in Note 5 forming part of the financial statements.

32 Other Statutory Information

(i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company do not have any transactions with companies struck off

(iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period

(iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) (a) During the financial year ended 31 March 2022, the Company has received Rs 5,253 lakhs at various dates from Welspun Enterprises Limited ('WEL'), being funding Company, with the understanding that the Company shall lend or invest in Adani Welspun Exploration Limited ('AWEL') being ultimate beneficiary. The Company has complied with relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999), to the extent applicable, the Companies Act, 2013 for such transaction and this transaction is not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003).

Except for the above, the Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(vii) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

33 Estimation of uncertainty relating to COVID - 19 Outbreak

The Company, based on internal & external sources of information, has assessed that as a result of Covid-19 outbreak, in the preparation of financial statements including the recoverability of carrying amounts of financial and non- financial assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of the COVID-19 pandemic, there is no significant financial impact on the financial statements for the year ended March 31, 2022 as at the date of approval of these financial statements. Due to the nature of the pandemic, the Company will continue to monitor developments to identify significant uncertainties in future periods, if any.



WELSPUN NATURAL RESOURCES PRIVATE LIMITED

Notes forming part of the financial statements

34 Figures for the previous year are re-classified/ re-arranged/ re-grouped, wherever necessary to be in conformity with the figures of the current year's classification / disclosure.

As per our report of even date attached.

FOR NGS & CO. LLP.
Firm Registration No 119850W
Chartered Accountants



Ashok A. Trivedi
Partner
Membership No: 042472



Place: Mumbai
Date: 11 May 2022

For and on behalf of the Board of Directors



Yogen Babulal Lal
Director
DIN : 01828376



Lalit Kumar Jain
Director
DIN : 08382081



Priya Pakhare
Company Secretary

Place: Mumbai
Date: 11 May 2022

