



PARTH SHAH AND ASSOCIATES CHARTERED ACCOUNTANTS

Independent Auditors' Report

To,
The Members,
Madhav Infracon (Ashtha Kannod Corridor) Private Limited

Opinion

We have audited the accompanying financial statements of M/s. Madhav Infracon (Ashtha Kannod Corridor) Private Limited which comprises the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and Profit for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors and Management are responsible for the preparation of the other information. The other information comprises the information obtained at the date of this auditor's report, but does not include the 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.



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.

Responsibility of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance, of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 statement 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.

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

Auditor's Responsibility 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.



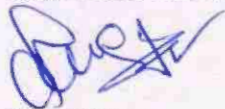
As required by Section 143(3) of the Act, we report that:

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.

- a. 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.
- b. The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of accounts.
- c. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- d. On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- e. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

FOR,

PARTH SHAH AND ASSOCIATES
CHARTERED ACCOUNTANTS



PARTH SHAH

Proprietor

M. No: 173468

FRN: 144251W

Place: Ahmedabad

Date: 30.05.2022

UDIN: 2117346AJXPX09533



“Annexure A” to the Independent Auditors’ Report for Madhav Infracon (Ashtha Kannod Corridor) Private Limited

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2022:

- 1) This clause is not applicable to the Company.
- 2) This clause is not applicable to the Company.
- 3) The Company has not granted any loans, secured or unsecured or made an investment in companies, firms, Limited Liability partnerships or other parties. Hence clause (iii) has not been commented upon.
- 4) The Company has properly complied with all the provisions regarding loans to director or any person in whom the director is interested.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2022 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- 8) This clause is not applicable to the Company.
- 9) This clause is not applicable to the Company.
- 10) The company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 11) This clause is not applicable to the Company.
- 12) In our opinion, the Company is not a nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.



- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) There is no requirement of appointment of Internal Auditor, although proper internal controls have been kept by the management.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.
- 17) The company has not incurred any cash losses during this or immediately preceding financial year.
- 18) Statutory auditor has not resigned during the year.
- 19) No material uncertainty exists on the date of audit report.
- 20) This clause is not applicable.
- 21) There has been no adverse or qualified report issued in other group companies.

For, PARTH SHAH AND ASSOCIATES
Chartered Accountants

Parth Nrupeshkumar Shah
Proprietor
M. No.: 173468
FRN: 144251W
Place: Ahmedabad
Date: 30.05.2022
UDIN: 2117346AJXPX09533



MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED
Balance Sheet as at March 31, 2022

Particulars	Notes	March 31, 2022	March 31, 2021
<u>EQUITY AND LIABILITIES</u>			
Shareholders' Funds			
(a) Share Capital	2	2,25,00,000	2,25,00,000
(b) Reserves and Surplus	3	(1,26,29,443)	(1,26,24,499)
Non-Current Liabilities			
(a) Long Term Borrowing		-	-
(b) Deferred tax Liabilities (net)		-	-
Current Liabilities			
(a) Short Term Borrowing		-	-
(b) Trade Payables	4	-	9,440
(c) Other Current Liabilities	5	-	30,000
(d) Provision	6	11,800	91,947
TOTAL EQUITY AND LIABILITIES		98,82,357	1,00,06,888
<u>ASSETS</u>			
Non Current Assets			
(a) Fixed Assets		-	-
i. Intangible Assets		-	-
(b) Long Term Loans and Advances	7	93,35,000	93,85,393
Current Assets			
(a) Cash and Cash Equivalents	8	5,47,357	5,22,935
(b) Short Term Loans and Advances	9	-	98,560
(c) Other Current Assets		-	-
TOTAL ASSETS		98,82,357	1,00,06,888

Significant Accounting Policies & Notes to Accounts 1 to 18

The accompanying notes are an integral part of the financial statements


As per our report of even date


For PARTH SHAH AND ASSOCIATES
Chartered Accountants
Firm Registration No.: 144251W

Proprietor (Parth N. Shah)
Membership No.: 173468

Date: 30.05.2022
Place: Ahmedabad
UDIN : 22173468AJXPX09533

For and on Behalf of Board of Directors


Director
Ashwin Kayasth
Din No. :07963719


Director
Ashok Jain
Din No. :07967734

MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED
Statement of Profit and Loss for the year ended March 31, 2022

	Particulars	Notes	March 31, 2022	March 31, 2021
I.	Revenue from Operations	10	-	28,27,090
II.	Other Income	11	7,026	1,536
III.	Total Revenue		7,026	28,28,626
IV.	<u>Expenses:</u>			
	Operation Expenses		-	-
	Employee Benefit Expense	12	-	6,53,292
	Financial Costs	13	3,670	23,898
	Depreciation and Amortization Expense		-	23,55,779
	Other Expenses	14	8,300	23,85,085
	Total Expenses		11,970	54,18,054
V.	Profit before tax (III - IV)		(4,944)	(25,89,428)
VI.	Tax expense:			
	(1) Current tax		-	-
	(2) Short / (Excess) provision of earlier year		-	-
	(3) Deferred tax		-	-
VII.	Profit/(Loss) for the period (V-VI)		(4,944)	(25,89,428)
VIII.	Net Profit/(Loss) Carried to B/Sheet		(4,944)	(25,89,428)
VIII.	Earning per equity share:			
	(1) Basic		(0.49)	(258.94)
	(2) Diluted		(0.49)	(258.94)

Significant Accounting Policies & Notes to Accounts 1 to 18

The accompanying notes are an integral part of the financial statements

As per our report of even date
For PARTH SHAH AND ASSOCIATES
Chartered Accountants
Firm Registration No.: 144251W



Proprietor (Parth N. Shah)
Membership No.: 173468




Date: 30.05.2022
Place: Ahmedabad
UDIN : 22173468AJXPX09533

For and on Behalf of Board of Directors



Director
Ashwin Kayasth

Din No. :07963719



Director
Ashok Jain

Din No. :07967734

MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

2 Share Capital	March 31, 2022	March 31, 2021
	Amount	Amount
Authorised:		
10,000 (Previous year 10,000) Equity Shares of ₹ 10/- Each	1,00,000	1,00,000
22,24,000 (Previous Year 22,40,000) 0% Non Cumulative Preference Shares of ₹ 10/- each	2,24,00,000	2,24,00,000
Issued, subscribed and fully paid up:		
10,000 (Previous Year 10,000) Equity Shares of ₹ 10/- each fully paid up	1,00,000	1,00,000
22,40,000 (Previous Year 22,40,000) 0% Non Cumulative Preference Shares of ₹ 10/- each fully paid up	2,24,00,000	2,24,00,000
Total Issued, subscribed and fully paid up Share Capital	2,25,00,000	2,25,00,000

a Reconciliation of shares outstanding at the beginning and at the end of the period

	March 31, 2022		March 31, 2021	
	No of Shares	Amount (₹)	No of Shares	Amount (₹)
Equity Shares				
Opening Balance	10,000	1,00,000	10,000	1,00,000
Issued during the period	-	-	-	-
Outstanding at the end of the period	10,000	1,00,000	10,000	1,00,000
Preference Shares				
Opening Balance	22,40,000	2,24,00,000	22,40,000	2,24,00,000
Issued during the period	-	-	-	-
Outstanding at the end of the period	22,40,000	2,24,00,000	22,40,000	2,24,00,000

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

	March 31, 2022		March 31, 2021	
	No of Shares	% of Holding	No of Shares	% of Holding
Equity Shares				
Waa Solar Limited	7,399	73.99%	7,399	73.99%
M S Khurana Engineering Limited	2,600	26.00%	2,600	26.00%
Preference Shares				
Madhav Power Private Limited	-	0.00%	22,40,000	100.00%
Waa Solar Limited	22,40,000	100.00%	-	0.00%

c Details of Rights, preferences and restrictions attaching to each class of Shares

Equity Shares:

The company has only one class of Equity Share having par value of ₹ 10/-. Each holder of equity shares is entitled to one vote per share.

Preference Shares:

The Company has issued 22,40,000 preference shares of ₹ 10/- each to Madhav Power Private Limited (Madhav Power Private Limited Transferred the share to WAA Solar Limited) at par for total of ₹ 2,24,00,000/- as 0% Non Cumulative Preference Shares convertible into equity shares between 4 to 5 years from the date of the issue and if the option of the conversion not exercised than redeem the preference shares between the years of 2020 to 2021.



FOR MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED

Ashwin Kayasth
 Director

Ashwin Kayasth
 Din No. :07963719

MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

3	Reserves and Surplus	March 31, 2022	March 31, 2021
		Amount	Amount
	<u>Surplus / (Deficit) in the Statement of Profit and Loss</u>		
	Balance as per Last financial statements	(1,26,24,499)	(1,00,35,071)
Add:	Net Profit / (Loss) during the year	(4,944)	(25,89,428)
	Total Reserves and Surplus	(1,26,29,443)	(1,26,24,499)
4	Trade Payables	March 31, 2022	March 31, 2021
		Amount	Amount
	<u>Trade Payables:</u>		
	Due to Related Parties	-	-
	Others	-	9,440
	Total Trade Payables	-	9,440
5	Other Current Liability	March 31, 2022	March 31, 2021
		Amount	Amount
	Imprest balance	-	30,000
	Total Provisions	-	30,000
6	Provisions	March 31, 2022	March 31, 2021
		Amount	Amount
	Provision for Expenses	-	86,047
	Audit Fees Payable	11,800	5,900
	Total Provisions	11,800	91,947
7	Long Term Loans & Advances	March 31, 2022	March 31, 2021
		Amount	Amount
	<u>Unsecured Consider good, unless otherwise stated</u>		
	Loans & Advances to related parties	93,35,000	93,35,000
	Other Loans & Advances		
	- Security Deposit	-	50,393
	Total Long Term Loans & Advances	93,35,000	93,85,393
8	Cash and Bank Balances	March 31, 2022	March 31, 2021
		Amount	Amount
	<u>Cash and Cash Equivalents:</u>		
	Balances with banks:		
	- in current accounts	1,33,389	1,08,967
	Cash on hand	3,93,968	3,93,968
	Other Bank Balance :		
	In Deposit Account having original maturity period of more than 3 months but less than 12 months	20,000	20,000
	Total Cash and Bank Balances	5,47,357	5,22,935



FOR MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED

Ashwin Kayasth
 Director
 - Ashwin Kayasth
 Din No. :07963719

MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

9 Short Term Loans & Advances

	March 31, 2022	March 31, 2021
	Amount	Amount
<u>Unsecured Consider good, unless otherwise stated</u>		
Loans & Advances to Supplier / Contractors	-	-
Loans & Advances to Employees	-	98,560
Loans & Advances to Associate Concerns	-	-
Total Short Term Loans & Advances	-	98,560

10 Revenue from operation

	March 31, 2022	March 31, 2021
	Amount	Amount
Toll Collection	-	28,27,090
Total Revenue from operation	-	28,27,090

11 Other Income

	March 31, 2022	March 31, 2021
	Amount	Amount
Interest Income on FDR	1,932	1,163
Sundry Balance Written off	5,094	-
Interest on Income Tax refund	-	373
Total Other Income	7,026	1,536

12 Employee Benefit Expenses

	March 31, 2022	March 31, 2021
	Amount	Amount
Salary and Wages	-	3,83,550
Bonus	-	2,69,742
Total Employees Benefit Expenses	-	6,53,292



FOR MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED

Ashwin Kayasth
 Director
 Ashwin Kayasth
 Din No. :07963719

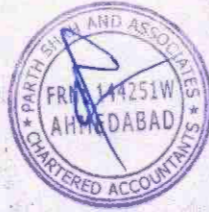
MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

13 Finance Cost

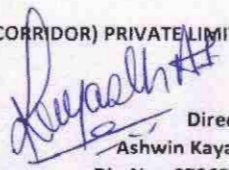
	<u>March 31, 2022</u>	<u>March 31, 2021</u>
	<u>Amount</u>	<u>Amount</u>
Interest Expenses on		
- Term Loan	-	-
Bank Charges & Other Finance Cost	3,670	23,898
Total Finance Cost	3,670	23,898

14 Others Expenses

	<u>March 31, 2022</u>	<u>March 31, 2021</u>
	<u>Amount</u>	<u>Amount</u>
Auditor's Remuneration		
- Audit Fees	5,900	5,900
- Tax Audit Fees	-	-
- Other Fees	-	-
Bad Debts	-	19,71,962
Insurance Expense	-	55,087
Misc Expenses	2,400	11,852
Professional Fees	-	67,000
Repairs & Maintenance	-	2,65,005
Travelling & Vehicle Hire Charges	-	8,280
Total Others Expenses	8,300	23,85,085



FOR MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED


Director
Ashwin Kayasth

Din No. :07963715

MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

15 Related Party Transactions:

Disclosures as required by Accounting Standard 18 are given below:

Name of Related Party	Nature of Relationship
1 Waa Solar Limited	Holding Company
2 Madhav Power Private Limited	
3 Madhav Infra Projects Limited	Associate Concern

Sr No	Transaction During the year	₹ in Lacs		
		Holding Company	Associate Concern	KMP
1	Repairs & Maintenance Expenses	-	-	-
2	Loan Received	-	-	-
3	Repayment of Loan Received	-	-	-
4	Loan Given	-	0.60	-
		(31.20)	(35.42)	-
5	Repayment of Loan Given	-	0.60	-
		-	(35.42)	-
6	Payable as at 31-03-2022	-	-	-
		-	-	-
7	Receivable as at 31-03-2022	93.35	-	-
		(93.35)	-	-

(Figure in bracket represent previous year figure)



FOR MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED

Ashwin Kayasth

Director

Ashwin Kayasth

Din No. :07963719

MADHAV INFRACON (ASHTHA KANNOD CORRIDOR) PRIVATE LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022


16	EARNING PER SHARE	March 31, 2022	March 31, 2021
		Amount	Amount
	a Net Profit after Tax available for equity shareholders	(4,944)	(25,89,428)
	b Weighted average number of Equity Shares outstanding during the year	10,000	10,000
	c Basic Earning Per Share	(0.49)	(258.94)
	d Diluted Earning Per Share	(0.49)	(258.94)

17 In the opinion of the Board of Directors, Current Assets, Loans & Advances have value at which they are stated in the Balance Sheet, if realized in the ordinary course of business. The provision for depreciation and for all know liabilities is adequate and not in excess of the amount reasonably necessary.

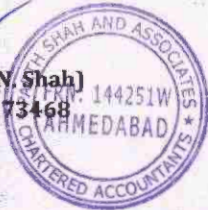
18 The Previous year's figures, wherever necessary, have been regrouped/reclassified to conform to the current year's presentation.

As per our report of even date


For PARTH SHAH AND ASSOCIATES
Chartered Accountants
Firm Registration No.: 144251W



Proprietor (Parth N. Shah)
Membership No.: 173468

Date: 30.05.2022
Place: Ahmedabad
UDIN : 22173468AJXPX09533



For and on Behalf of Board of Directors


Director
Ashwin Kayasth
Din No. :07963719


Director
Ashok Jain
Din No. :07967734