



POWERING  
**AHEAD**

FUELING THE  
FUTURE

Asian Energy Services Limited  
Annual Report 2023-24



# ACROSS THE PAGES

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



Driving Excellence in Energy Leadership

PG- 07



Celebrating Milestones in Sustaining Progress

PG: 05



Leading with Integrity and Responsibility

PG: 15

## Investor Information

|                |  |
|----------------|--|
| Market Cap     | : ₹ 1,056.04 Crores                                  |
| CIN            | : L23200MH1992PLC318353                              |
| BSE Code       | : 530355   |
| NSE Symbol     | : ASINENE  |
| Bloomberg Code | : ASO:IN   |
| AGM Date       | : September 25, 2024                                 |
| AGM Mode       | : Video Conferencing/Other Audio-Visual Means (OAVM) |

Or Simply Scan

For more investor-related information, please visit:

<https://www.asianenergy.com/investor-relations.html#financial>







# POWERING AHEAD. FUELING THE FUTURE.

Since 2016, Asian Energy Services Limited has embraced a transformative journey, dynamically evolving to meet the shifting demands of the energy industry. This period marked a pivotal shift as we moved beyond traditional roles, seizing new opportunities, and navigating emerging challenges with agility.

Through strategic initiatives and forward-thinking investments, we have evolved into a comprehensive energy services provider. Expanding across the entire energy value

chain empowers us to deliver holistic solutions that cater to diverse customer needs—from exploration and production to distribution and beyond.

In conclusion, our proactive approach propels us forward in the energy sector, continuously adapting to address new challenges and seize emerging opportunities. Our commitment to innovation and sustainability ensures we lead the way, championing the spirit of 'Powering Ahead. Fueling the Future.'

# DISCOVERING ASIAN ENERGY

**Asian Energy Services Limited, (also referred to as 'Asian Energy,' or 'Our Company')** stands as a leading service provider in the oil & gas industry. Renowned for our steadfast reliability, we have solidified our position as a trusted entity across the energy spectrum, with a keen emphasis on the hydrocarbon and mineral sectors.

We began our journey specializing in Seismic Data Acquisition Services tailored for oil & gas operators. Through relentless innovation, technological advancements, and cutting-edge equipment, we have garnered profound expertise and earned the trust of esteemed clients, including ONGC Limited, Oil India Limited, Oil India Limited, GAIL (India) Limited, Heavy Engineering Corporation Limited and Vedanta Limited in India. Our team comprises over 350 highly skilled professionals dedicated to oil & gas services and other minerals segments.

We stand poised to initiate the next chapter of our growth trajectory. Through proactive evaluation and pursuit of emerging opportunities, we endeavour to broaden our clientele across synergistic industries and reduce dependency on seismic services. This strategic approach shapes a new era of advancement, finely attuned to the evolving demands of our clients.



## Vision

Asian Energy Services Limited aims to be recognized and respected for the quality of its services, efficacy and reliability of its operations, the satisfaction of its customers, and its resolute integrity. We have the utmost respect for our shareholders, customers, and employees, and we aim to always conduct our business, while upholding our core values.



## Core Values

### Trust

We strive to build close relationships with our customers, stakeholders, and employees and we rigorously try to uphold our commitments.

### Quality

We implement the latest and best industry wide technology and practices to ensure the utmost quality of services to our customers.

### Performance

We guarantee reliability and efficiency in meeting our customers' deliverables by employing a highly experienced team of industry experts and implementing the latest technology, systems and processes in the industry.

### Teamwork

We leverage individual strengths to deliver outstanding performance, while working in collaboration with customers and service providers.



## Strengths

### Strong Balance Sheet & Asset Base

- Strong balance sheet with healthy cash & bank balance
- Robust asset base of seismic equipment

### Experience across Challenging Terrains

- Extensive work experience across challenging terrains

### Experienced Management Team

- Highly experienced promoter group & professional management

### Technology Driven Solutions

- Focus on bringing new technology to work
- Integrated Oil & Gas Field Development, Oil & Gas - Seismic, production facility construction, operation and maintenance (O&M)
- Mineral and Other Energy Sectors: Energy infrastructure services like material handling system, and seismic, among others

### Diverse Geography & Strong Customer Base

- Operating in various geographies across markets
- Strong reputation with marquee clients in Material handling system and seismic, among others



## Our Stature

# 30

Years of Experience

# 350+

Team Strength across Projects

# Debt-Free

A Zero-Debt Company with Strong Financials

# Clients

Proud Partners with Industry Leaders: ONGC, Oil India Ltd., Vedanta, and Coal India, Among Others

# 50+

Projects Successfully Completed Since Inception

# Listed

On NSE Limited and BSE Limited

# CELEBRATING MILESTONES IN SUSTAINING PROGRESS

1992

Incorporated as Asian Oilfield Service Limited

1995

Raised public issue with an IPO and inaugurated rig operation

1997

Commenced first shot-hole drilling operations

1998

Executed first seismic survey contract

2003

Completed 2D-seismic contract for premier oil

2007

Executed 2D-seismic contract in North East India

2008

Samara Capital invested in ASIAN

2013

Set a seismic world record at the Shakal field site for Russian giant, Gazprom. A world record has been set for the number of live seismic channels recorded in real time by a cable-free seismic recording system in 2013. The data was acquired with a spread of more than 6,200 live channels and real-time transmission of all the seismic data, setting a new standard for real-time, cable-free seismic acquisition

2012

- Initiated CBM coring and drilling business
- ASIAN won its first international contract

2011

Rejuvenated under a new executive team

2010

- Executed first 3D-seismic contract successfully
- Commenced mineral coring operations
- Samara Capital bought a controlling stake in the Company





## 2014

Completed a large 3D seismic survey of 630 sq. km over the Taza Block in the Kurdistan Region of Iraq using a real-time RT System 2 seismic data acquisition system over the spread of 13,000 wireless channels

## 2015

Bagged multiple 2D/3D projects from GAZPROM and Indian Giants, ONGC and Oil India Limited

## 2016

- Oilmax Energy Private Limited bought a controlling stake in Asian Energy
- The management reigns of Asian Energy were transferred to the Oilmax Group
- First O&M contract awarded to ASIAN for a FPU in the EBOK field in Nigeria for 3 years

## 2017

- Widened portfolio service
- Won 5 new 2D-seismic orders, totaling 7,500 km line, from Oil India and ONGC in India
- Established a new seismic contract in Romania

## 2018

Forayed into the production facility construction

## 2020

Ventured into coal sector with first contract and changed the name to Asian Energy Service Limited

## 2024

- Entered O&G production enhancement
- Acquired stake in producing oilfield Indrora, Gujarat, contributing to enhance oil production

## 2023

Secured PY3 O&M and 2 more CHP contracts (Singareni and Hura)

## 2022

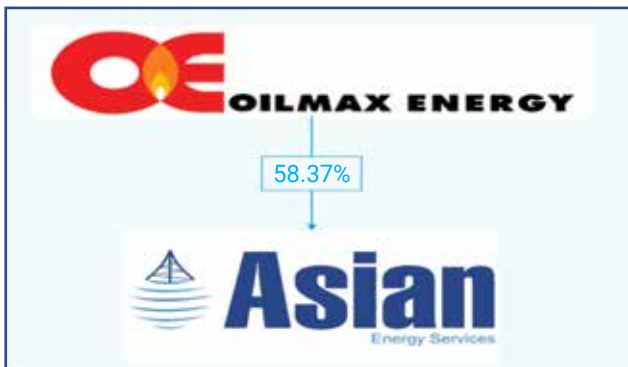
Secured Suvali O&M and Gevra CHP contracts

## 2021

Forayed into Energy Infrastructure Business

# DRIVING EXCELLENCE IN ENERGY LEADERSHIP

Since our acquisition by Oilmax Energy, we have embarked on a transformative journey of growth and innovation. Drawing on our deep-rooted expertise, we now offer a diverse range of services spanning the entire exploration and production value chain. This evolution solidifies our position as a dynamic force shaping the industry's future.



Oilmax Energy is an integrated oil & gas company with a balanced portfolio covering exploration, production, and O&M. Leveraging cutting-edge technologies, Oilmax strategically acquires and develops undervalued, high-value assets with unparalleled efficiency and minimal exploration risks. Prioritising cost-effective operations and uncompromising quality, Oilmax manages four strategically located oilfields in India—three in Assam and one in Gujarat. Through advanced methodologies and astute asset management, Oilmax is poised to deliver substantial returns and spearhead growth within the oil & gas sector.







## Overview of Established Oilfields

### Amuguri (Assam)

Upon acquiring the Amguri field, which had remained non-producing for a decade. Oilmax successfully achieved a momentous feat. With a remarkable 60 days of acquisition, Oilmax not only recommenced operations but also initiated commercial production, establishing an unprecedented milestone in the fields of Indian exploration & production history.

### Duarmara (Assam)

Discovered by Oil India between 1968 and 1973, Duarmara was initially estimated by the government to hold only 0.25 million barrels of oil equivalent (mmbœ) in reserves. However, through the

application of advanced global technologies, the Oilmax team meticulously reinterpreted and reanalysed the data. This rigorous process uncovered a substantial revision in reserves, revealing an extraordinary increase from 0.25 mmbœ to 40 mmbœ—a staggering 160-fold rise in estimated reserves.

### Indrora (Gujarat)

Previously under the ownership of Selan Oilfield, the Indrora oilfield was later surrendered and briefly managed by ONGC. Subsequently, it was included in DSF Bid Round 3, with Oilmax emerging as the winning bidder to start operations. Recently, Asian Energy acquired a 50% participating interest in this oil & gas field located in Indrora.

### Tiphuk (Assam)

Tiphuk, situated near Sivasagar, Assam, is a gas-condensate field discovered by ONGC between 2004 and 2005. Despite its current non-producing status, it boasts substantial potential to emerge as a prominent gas-condensate producer in the coming years.

# TRANSFORMING ENERGY OFFERINGS

At Asian Energy, our robust service portfolio stands as a testament to our commitment to sustainability. Crafted and executed by a team of seasoned experts, our strategy harnesses cutting-edge technology, advanced systems, and streamlined processes. This approach not only reinforces our dedication to sustainability but also ensures a formidable and forward-thinking service portfolio.

One of our core strengths lies in our ability to provide bespoke services precisely tailored to the distinct requirements of our clientele. By understanding the specific needs and challenges our customers encounter, we ensure that our solutions closely align with their objectives, thereby nurturing enduring partnerships.

## Seismic

Asian Energy is a leading provider of 2D and 3D seismic services, boasting over two decades of extensive industry expertise. We deeply embrace a customer-centric ethos that places the utmost priority on delivering exceptional value and top-notch services to our clients.

The entire spectrum of seismic services include:

- 1 2D/3D Land Seismic Acquisition
- 2 Transition Zone Acquisition
- 3 On-Site Data Processing
- 4 Seismic Consulting & Interpretation
- 5 Wireless Seismic Data Acquisition in Real Time





## Operation & Maintenance

Asian Energy commands substantial experience and specialized expertise in providing comprehensive operation & maintenance (O&M) solutions for onshore and offshore oil & gas facilities. Our Company is committed to operating efficiently, prioritizing cost-effectiveness, and maintaining the highest standards of service quality for our valued customers.

### Production Facility (EPC) & Management

With our profound expertise and robust financial capabilities, our Company stands poised to pioneer the development of cost-effective, high-quality onshore and offshore production facilities. We specialize in delivering tailored solutions through lumpsum turnkey projects and the Build Own Operate Transfer (BOOT) model, carefully crafted to meet our clients' exacting specifications. Our repertoire includes the swift production of a diverse array of facilities, ensuring agile responses to market demands.

- 1 Floating Oil Production Units (FPU)
- 2 Floating, Production, Storage, and Offloading (FPSO)
- 3 Mobile Oil Production Units (MOPU)
- 4 Onshore Oil & Gas Terminals
- 5 Energy and Mineral Infrastructure
- 6 Oil & Gas Production Segment





# ENVISIONING PROGRESS AND FUTURE SUCCESS



Our indomitable commitment to innovation, sustainability, and excellence continues to drive us towards new horizons of growth and leadership.

#### Dear Stakeholders,

Reflecting on our journey at Asian Energy Services Limited, I am pleased to share our collective achievements and strategic initiatives that have propelled us forward in the dynamic energy environment. Our indomitable commitment to innovation, sustainability, and excellence continues to drive us towards new horizons of growth and leadership. We take immense pride in our Company's robust operating and financial performance, a result of our dedication to excellence across all facets of our services.

#### Economic Overview

India's economic resilience and stability are underpinned by the Government's substantial investments in infrastructure and local manufacturing, complemented by the consistent performance of service industries. Economic momentum continues unabated, driven by strong urban demand and a gradual recovery in rural areas. The crucial role of public sector investments cannot be overstated in propelling these advancements forward.

The Interim Union Budget 2024-25 embodied the ethos of 'Sabka Saath, Sabka Vikas, and Sabka Vishwas' and was driven by the nationwide initiative of 'Sabka Prayas.' It focused on uplifting four major segments: the 'Garib' (Poor), 'Mahilayen' (Women), 'Yuva' (Youth), and 'Annadata' (Farmer). The Central Government increased the infrastructure outlay by 11.11%, raising it from ₹ 10 lakhs Crores to ₹ 11.11 lakhs Crores, amounting to 3.4% of the GDP. This initiative aims to constrain the fiscal deficit to within the 4.5% threshold by 2025-26.

#### Industry Overview

The Government has implemented several policies to address the growing demand, including allowing

100% foreign direct investment (FDI) in sectors like natural gas, petroleum products, and refineries. The FDI cap for public sector refining projects has been increased to 49%, sans any disinvestment or dilution of domestic equity in existing PSUs. This move has drawn investments from both domestic stalwarts and global enterprises, with noteworthy participation from entities like Reliance Industries Ltd. (RIL) and Cairn India.

The sector anticipates a staggering USD 25 Billion influx in exploration and production investments. With 23 refineries already established, India is solidifying its position as a key refining hub and strategizing additional expansions to capitalize on foreign investment in export-oriented infrastructure, including product pipelines and export terminals. India's crude oil production for the April-March 2024 period stood at 29.4 Million metric tons (MMT).

## Business Highlights

We are firm in elevating our performance amid a significant upswing in fulfilling our existing orders. With a confident outlook on securing new contracts across all business verticals, our goal is to fortify our order book. Our primary focus remains on delivering current projects with exceptional operating margins. In addition, we are actively strengthening our management team to spearhead our growth and achieve our ambitious objectives.

### Oil & Gas Production

We eagerly anticipate the imminent production ramp-up at Indrora, which is expected to make a significant impact in the months ahead. Launching production at Cambay and Mewad fields marks key milestones in our growth strategy. We are pursuing Production Enhancement Contracts (PEC) with ONGC and Oil India to acquire high-potential producing acreage. On the international front, we are evaluating opportunities to acquire O&M projects and PECs in producing fields, while exploring strategic partnerships with global leaders in production technology to enhance our capabilities.

### Seismic Services

Over the decades, Asian Energy has firmly established itself as a leader in the seismic exploration sector, distinguished by a legacy of excellence

and innovation that supports our continued success and future growth. Leading our innovative efforts in seismic services, I take immense pride in introducing India's first wireless seismic technology. Our extensive operations across India, Indonesia, Myanmar, and Iraq demonstrate our adeptness in managing multiple projects efficiently and effectively. Through strategic collaborations with industry giants such as Wireless Seismic, INOVA, and Sercel, we provide advanced solutions that redefine industry standards. Since 2016, we have surpassed ₹ 500 Crores in successfully executed seismic contracts, navigating complex environments, and consistently meeting stringent deadlines.

### Coal & Minerals

We are thrilled to announce our latest achievement: securing a prestigious contract worth approximately ₹ 148 Crores in the coal segment. This represents our second successful collaboration with SCCL, showcasing their confidence in our abilities and our proven track record of client satisfaction. It epitomizes our optimistic outlook on the vast opportunities within the mineral sector, particularly in coal. This accomplishment signifies a strategic shift from our traditional focus on seismic services to a more diversified approach. We are excited about the promising prospects ahead in the mineral industry and look forward to reaching new heights of success.

### Material Handling

With our proficiency in streamlined material handling and mechanized transportation, Asian Energy stands ready to support and enhance the infrastructure of India's coal industry. The emphasis on modernization and the FMC initiative offer a compelling opportunity for our Company to make a significant impact on the growth trajectory of this vital sector.

## Financial Highlights

We delivered strong operating and financial performance across the board, a result of our firm commitment to excellence in every aspect. Our consolidated net-worth (equity) as of March 31, 2024 was ₹ 276.5 Crores. Our revenue increased to ₹ 305 Crores compared to ₹ 110 Crores in the last year. Our EBIDTA stood at 46 Crores and a profit of ₹ 24 Crores was incurred as compared to a loss of ₹ (42) Crores in 2022-23.

## Embracing the Future

With advanced technological capabilities, a diverse portfolio, and extensive geographic reach, we are poised to seize upcoming opportunities. Our strategic positioning allows us to bid for high-profile seismic programs of considerable significance. Key initiatives on our radar include the prestigious National Seismic Program I by Oil India Limited and the esteemed National Seismic Program II by the Government of India. By engaging in these initiatives, we aim to further strengthen our standing as a premier player in the industry.

Furthermore, we recognize significant developments in India's coal sector, projecting a targeted supply of 780 Million tons in 2023-24, reflecting an 11% increase from the previous year. About 80% of this production is earmarked for the power sector, in line with the Government's goal to ensure seamless electricity provision across the nation.

Looking forward, our roadmap targets achieving 1 Billion tons of coal production by 2025-26, supported by substantial investments in new railway infrastructure and the optimization of existing capacities. The First Mile Connectivity (FMC) initiative, integral to our strategy, prioritizes dispatches via non-road modes such as conveyors and rail, with 61 projects in the pipeline capable of handling 763.5 Million tons per annum (MTPA). Our successful response to the soaring demand for our services in India highlights our capabilities. With ample opportunities and our business potential, we are confident of delivering stellar performance as we move ahead.

## Closing Note

I wish to extend my heartfelt appreciation and congratulations to our esteemed Board and the entire team for their persistent support and guidance during these challenging times. I am immensely grateful for their firm commitment and dedication. Moreover, I would like to thank our shareholders for their firm belief in our Company's vision and principles. Your support has played a crucial role in our journey towards success.

As we look ahead, I warmly welcome our business associates to join us on this exhilarating journey of creating new possibilities and achieving progress. Together, we will persist in our pursuit of excellence and forge ahead towards a future brimming with growth and success.

Warm regards,

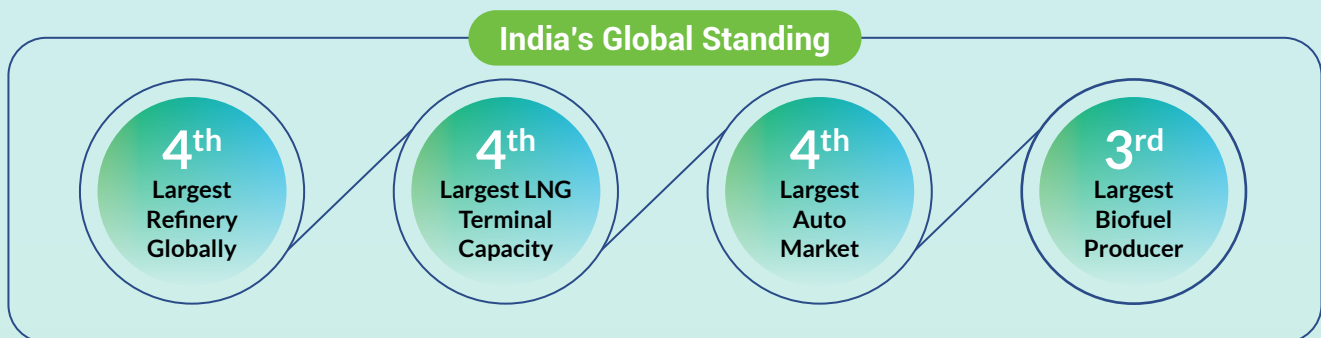
**Kapil Garg**  
Managing Director

# SHAPING THE FUTURE OF ENERGY SOLUTIONS

In the face of climate change, energy security challenges and rapid technological advancements, Asian Energy stands at the forefront, driven by a vision that harmonises sustainability and progress. We do not merely observe this transformation; we actively pioneer it, steering the industry towards a future where growth is coupled with responsibility.

## India's Energy Landscape

- India's energy demand is growing faster than that of any other major economy
- Projected growth across all sectors is anticipated due to favorable demographics, urbanization, and industrialization
- Overall petroleum product consumption in FY 2023-24 reached 233 million metric tons, indicating a 5% year-on-year growth
- High-Speed Diesel (HSD) and Motor Spirit (MS) consumption grew by 12.1% and 13.4%, respectively, reaching record-high levels in history



## India's Import Dependency

- Nearly 88% of India's crude oil demand is met through imports, highlighting the economy's heavy reliance on imports
- The nation's economy depends on imports to meet approximately 55% of its natural gas demand
- With demand increasing annually at a rate of approximately 5-7%, the country's dependency on imports continues to rise

## India's Coal Industry

- Envisioned coal supply target: 780 metric tons in 2023-24, marking 11% growth from the previous year.
- 80% of this production is earmarked for the power sector, aligning with the government's 24x7 power supply goal
- A roadmap is set to achieve 1 Bt of coal production by 2025-26

## Infrastructure & Connectivity Developments

- Significant investment in the creation of new railway infrastructure and optimization of existing capacity
- The First Mile Connectivity (FMC) initiative aims to ensure dispatches via non-road modes like conveyors and rail

## Investments & Financial Outlay

- Planned capital investment of ₹ 16,600 Crore for 2023-24 and beyond by Coal India Limited
- An additional ₹ 52,500 Crore investment in developing mechanized evacuation infrastructure
- 7 FMC projects have already been commissioned, with 17 more expected to be completed in FY 23-24

## Asian Energy's Advantage

In an ever-changing market landscape driven by innovation and efficiency, our Company emerges as a beacon of



strategic excellence and forward-thinking solutions. From cutting-edge technology to a deep commitment to quality, we harness our resources and expertise to propel growth, delivering exceptional value to stakeholders and solidifying our leadership in the industry.

### Oil & Gas Production

- Anticipating the upcoming production ramp-up at the Indrora field, which we expect will have a significant impact in the coming months
- Preparing for the launch of production at the Cambay and Mewad fields next year, which will be key milestones in our growth strategy
- Actively pursuing opportunities with ONGC and Oil India to engage in Production Enhancement Contracts (PEC), aiming to acquire producing acreage with significant growth potential
- Evaluating opportunities on the international front to acquire O&M projects and production enhancement contracts in producing fields
- Exploring and assessing potential partnerships with global leaders in production technology to enhance our current production capabilities

### Coal, Minerals and Beyond

- Strategically diversifying into the mining services sector, AESL underscores our commitment to enhancing efficiency and adaptability in the Indian energy sector
- In 2021, Asian Energy's significant ₹ 236 Crores contracting event in Chhattisgarh marked its entry into the energy infrastructure domain.
- Broadening our Company's horizons, our involvement in energy infrastructure not only establishes a foundation for further expansion into sectors like bulk material handling and efficient logistics but also positions us to capitalize on industry tailwinds

- Modernizing Coal India Limited's extensive projects and the government's emphasis on coal handling infrastructure position Asian Energy to play a pivotal role in shaping India's energy future

### Mining Services

- With significant developments in the coal logistics landscape, Asian Energy is strategically positioned to seize new opportunities and reinforce its leadership in mining services
- While we are actively engaging in new projects, we remain committed to the efficient execution of existing ones, ensuring that all projects are progressing according to schedule
- A key area of focus is the first-mile connectivity initiative, which presents numerous opportunities for growth. The National Coal Logistic Plan's development brings forth promising prospects with upcoming railway sidings and coal mine loading projects

### Seismic Services

- AESL's seismic services are poised for significant growth, anchored by ongoing projects and bolstered by upcoming opportunities
- Currently, our Company is engaged in projects with Sunpetrochemicals and the Baradih Coal Block
- With the Indian Government aiming to reduce energy import dependency, oil and gas exploration in India is expected to intensify, providing a boost to seismic services
- With these factors in play, seismic services will witness substantial opportunities in the coming years, including NSP-2 (National Seismic Programme), Carpet 3D in existing fields, and regular seismic work (DSF, OALP)



# CHARTING THE COURSE FOR FUTURE SUCCESS

**Our strategic approach is anchored in innovation, resilience, and commitment to creating a greener and more efficient energy landscape. Through the adoption of cutting-edge technologies and the adoption of progressive policies, we passionately pursue the evolving energy demands of our communities, all while upholding our environmental responsibilities.**

The seismic market's cyclical nature presents formidable challenges to securing stable revenue streams, exacerbated by the inherent risks of over-reliance on oil and gas amid a global shift towards sustainable energy alternatives. While pivotal, the seismic sector demands substantial capital investment, necessitating adaptability in the face of India's accelerating energy modernization efforts. There is an urgent imperative to diversify our portfolio and diminish dependence on seismic operations alone.

## Asian Energy's Diversified and Strategic Approach

- The acquisition by Oilmax marked a pivotal moment in Asian Energy's journey, ushering in a new era of growth and transformation
- This strategic move allowed our Company to expand our service offerings beyond traditional roles, effectively mitigating the impacts of the sector's inherent seasonality
- With this acquisition, we embarked on a path towards better revenue and cash flow predictability, transitioning to a more resilient, asset-light business model
- This shift was driven by a commitment to leverage the burgeoning energy infrastructure in India, particularly in material handling, and to capitalize on emerging opportunities

In the wake of the Oilmax era, we expanded our footprint within the oil & gas (O&G) industry, now delivering a robust array of services encompassing turnkey operations, maintenance for onshore and offshore facilities, and cutting-edge production enhancement solutions. These strategic strides position our Company not merely as a reactive player in the evolving energy landscape, but as a proactive architect of its future. With a steadfast dedication to sustainability, innovation, and enduring growth, we are paving the way forward in shaping the energy sector's trajectory.



# LEADING WITH INTEGRITY AND RESPONSIBILITY

At the core of our operations resides an unswerving commitment to Environmental, Social, and Governance (ESG) principles, shaping every decision we enact and every action we undertake. By seamlessly integrating ESG practices into our business strategy, our aim is not simply to meet regulatory obligations but to surpass them, establishing new benchmarks for excellence and accountability in our industry.

## Environmental & Safety Initiatives

We acknowledge that our success is intricately linked with the well-being of the environment and the security of our employees, communities, and stakeholders. Throughout the year, we undertook the following initiatives:

- Adoption of electrical vehicles at site
- World Environment Day celebrated with plantation drive
- Free medical camps and campaign partnerships with local NGOs
- 50<sup>th</sup> National Safety Day/Week campaign
- Outreach programs in the communities around projects

## CSR Initiatives

- Installation of RO plant and upgrading of drinking water supply
- Distribution of school accessories





# GUIDING WITH PURPOSE AND VISION



## Mr. N. M. Borah

Non-Executive Independent Director

- Formerly chaired Oil India Limited (OIL) as CMD
- Held the position of Technical Member (Petroleum & Natural Gas) at the Appellate Tribunal for Electricity (APTEL)
- Recipient of the 'SCOPE' award for Excellence and Outstanding Contribution in Public Sector Management (2009-10) from the Hon'ble Prime Minister of India and The Business Leadership award (2010- 11) from NDTV



## Dr. Kapil Garg

Managing Director

- Holds both a bachelor's and master's degree from IIT Roorkee
- Prior roles include Production Manager at ONGC, Enron and Gas India Limited, as well as Managing Director at the BG Group
- Accomplishments in corporate governance, growth strategies, multinational business development, and organizational development endorse innovative approaches to business delivery



## Mr. Brij Mohan Bansal

Non-Executive Independent Director

- With over 46 years of experience in the oil & gas sector, specializing in business development, R&D, refining and technical services
- Started his career at Indian Oil Corporation Limited in 1974 and ascended to the role of Chairman through dedication and diligence
- Holds several positions on the Boards of numerous organizations, including Lubrizol India, Engineers India, CPCL, IOTL, PLL, GPPL and JBF industries



## Mr. Anil Kumar Jha

Non-Executive Independent Director

- Anil Kumar Jha, B.Tech. in Mining from IIT (ISM), Dhanbad, and M. Tech. in Mine Planning & Design, has over three decades of extensive experience in mine planning, production, and management of underground and opencast coal mines
- He began his career in 1983 at Central Coalfields Limited, later serving as General Manager and Chairman & Managing Director of Coal India Limited (CIL)
- He has also held leadership roles at Mehanadi Coalfields Limited (MCL) and MOIL Limited before becoming Chairman at Jindal Power Limited

## Dr. Rabi Narayan Bastia

Non-Executive Director



- With a vast experience spanning three decades, he has previously led the Exploration Group at Reliance for more than 16 years
- Conferred with the 'Padma Shri Award', for a key role in the largest gas discovery of the KG Basin in 2002
- Awarded a D. Sc. for the first time in the field of petroleum research in India from ISMU, Dhanbad, which was highly applauded by Alberta University, Canada, and Oklahoma University, USA

## Mr. Mukesh Jain

Non-Executive Director



- Specializes banking and real estate law, focusing on transaction structuring and regulatory frameworks, with a track record of creating customized products for HNI clients
- Authored the initial draft of the documentation manual for Oriental Bank of Commerce in 1985

## Mrs. Anusha Mehta

Non-Executive Independent Director



- Brings over a decade of extensive experience in the financial industry, having worked with HDFC Bank & Barclays Finance
- Expertise in devising strategies aimed at fostering sustained growth, profitability, and performance enhancement
- Currently focuses on empowering entrepreneurs to leverage business for creating a value-driven and sustainable world

## Mr. Aman Garg

Non-Executive Director



- A seasoned professional in commercial and technical roles at Oilmax Energy Private Limited, specializing in project analysis, geology, and CSR management
- Previously revamped marketing strategies at Asian Energy during a 2019 internship
- Holds a B. S. in Mechanical Engineering from Rensselaer Polytechnic Institute, USA (2021)

## Mr. Nirav Talati

Chief Financial Officer



- A commerce graduate from H. R. College and a Chartered Accountant from ICAI, Mr. Talati has over 20 years of experience in accounts, taxation, MIS, and finance at listed companies
- He is well acquainted with the shipping & mining industries and is an expert in finance and taxation matters

# MANAGEMENT DISCUSSION & ANALYSIS

## Economic Overview

The global economy exhibited a resilient performance in 2023-24, maintaining a steady growth rate of 3% as per estimates by the International Monetary Fund ('IMF') and The Organization for Economic Cooperation and Development ('OECD'). This buoyancy was supported by commodity prices returning to pre Russia-Ukraine war levels, with energy supply chains realigning with new geopolitical scenarios and hydrocarbon production ramping up to boost global supply. However, geopolitical instability was worsened by the Israel-Hamas conflict, which not only disrupted energy markets, but also caused instability in the Red Sea shipping corridor, significantly affecting the merchandise trade between Europe and Asia.

The financial year began on a positive note, with the World Health Organisation ('WHO') formally declaring the end of the Covid-19 pandemic on May 5, 2023. However, advanced economies, especially in Europe, continued to grapple with inflationary pressures, leading to tight monetary policies and suppressed economic growth. Growth in China's economy remained unexpectedly sluggish, with consumer sentiment remaining low following the end of zero-Covid lockdowns. In contrast, USA's economy showed resilient growth amid inflation and tight monetary policies, supported by a strong dollar and a revival of industrial policy. Emerging economies also exhibited steady growth across Asia-Pacific region (excluding China), as revival of trade and travel alongside China+1 opportunities boosted economic activity.

India stood out among these emerging markets, asserting itself on the world stage by hosting the G20 global summit and launching the India-Middle East-Europe Economic Corridor ('IMEEC') initiative in collaboration with its western neighbours. The country also furthered its status as the world's fastest-growing major economy for the third consecutive year in a row post the Covid-19 pandemic, achieving an 8.2% growth rate for 2023-24 as stated by the Reserve Bank of India ('RBI'). This growth was fuelled by structural reforms aimed at enhancing the productivity of the economy and further investment on infrastructure growth. Much of this investment was driven by Government capital expenditure, particularly on highways, railways, ports, airports and energy projects. Significant growth was seen across a range of sectors like renewable



energy, defence, housing, and China+1 sectors like electronics, chemicals and pharma. However, agricultural growth remained subdued due to an uneven monsoon season, in turn causing food prices to remain elevated for much of the year, and monetary policy to remain bearish. Despite these challenges, the continued multiplier effect of capital expenditure and ongoing fiscal consolidation has provided enough momentum for the new Government to drive economic growth for the foreseeable future.

## Industry Overview

### The Global Scenario

The global hydrocarbon industry has faced multiple crises in recent years, including downturns driven by the Covid-19 pandemic, the shift towards green energy and sustainability, and shocks caused by wars in Ukraine and Palestine-Gaza. Despite such obstacles, the industry has demonstrated remarkable tenacity to emerge as a key driver of economic recovery. Global benchmark prices have receded to pre-war levels, with average Brent prices declining by nearly USD 19 to approximately USD 82 in CY 2023, down from the highs in CY 2022. A similar stabilization took place in the gas market, with LNG JKM spot rates normalising at USD 13.8/MMBTU, compared to the exorbitant averages of USD 34/MMBTU during the preceding year. According to EIA, the global petroleum industry saw an 11% increase in investment in 2023, reaching USD 528 bn, raising output levels to record highs. Much of this growth in production came from USA, alongside increased capacity utilization in the Middle East, and a ramp-up in production in regions such as Guyana. Global coal production also saw an increase of 1.8% in 2023, with rising production and consumption driven by the emerging economies of China, India and Indonesia.

The hydrocarbon industry must continue adapting to more change in the future, as nations pledge to curb carbon emissions and move towards net zero. This shift is driven by increasing adoption of renewable energy and green technologies. Much of this transition has already taken place post-pandemic, with major economies in Europe, Asia and the Americas scaling up renewable energy capacities to record highs and increasingly adopting electric and hybrid vehicles. Nevertheless, most global forecasts predict that hydrocarbon consumption will continue to grow in the coming decades, propelled by rapid economic growth in emerging economies of Asia.

### The National Scenario

India, the world's most populous nation, and its fastest growing major economy, has increased hydrocarbon consumption to meet the rapidly expanding energy demand. As the world's third-largest consumer of oil and the second-largest producer and consumer of coal, India continues to witness surging demand for both these resources. As per Government data, India's crude oil consumption rose by 4.6% to reach 233 Million Metric Tonnes (MMT) during the financial year, while domestic production rose 0.6% to 29.4 MMT, with import dependency marginally rising to 87.7%. With price normalization, the consumption, production and imports of natural gas saw increases across the financial year, with consumption rising by 11.1% to 66.6 BCM (Billion Cubic Meters). This demand was met by both domestic gas production, which increased by 6.1% to 35.7 BCM, while LNG imports recovered by 17.6% to reach 30.9 BCM on the back of eased prices. The growth in demand for both the hydrocarbons has been driven by increasing fuel consumption in transport and industry, while higher domestic production was met by new fields coming into production in the KG-Basin.

The country's coal industry saw an aggressive surge, with consumption rising by 10.8% to reach 1.265 Billion tons, fuelled by rising power consumption and steel production. Domestic production of coal rose by 11.6% to 997.4 MMT, and imports increased 7.7% to 268.2 MMT, with import dependency reducing due to the double-digit rise in domestic production. This increase in production has been enabled by reform initiatives allowing private producers, particularly those with captive mines, greater freedom for the production and marketing of coal. It has also improved logistics infrastructure for the production and transport of the fuel from mines to plants. With continued economic growth and capital expenditure, projections for the nation's hydrocarbon industry appear bullish for the foreseeable future.



## Future Outlook

For 2024-25, domestic and global agencies alike have forecasted robust growth exceeding 7%. This growth is anticipated to make India the world's fastest growing major economy for yet another year, driven by investment in infrastructure and the inherent structural strengths of the economy. The first year of the newly elected Government will be a crucial one, providing direction for its focus, but most indications foresee continued emphasis on capital expenditure to drive economic growth. The consumption of oil and gas is expected to rise to meet the growing demand, and domestic production is also expected to rise, fuelled by increasing production from the KG-basin fields, improved infrastructure to connect producing fields in the Northeast, and enhanced exploration of hydrocarbons, particularly in offshore regions which have only recently been cleared by the Government for exploration and production activities.

Despite rising capacities in renewable energies that have led to coal falling below the halfway mark in energy production capacity for the first time in nearly half a century, the fuel still generates 70-75% of the country's electricity and will continue to remain a key cog of India's energy security, especially as the economy endeavours to phase out imports before the end of the decade. Similar optimism prevails in the oil and gas industries, where boosting domestic production will be crucial not only for meeting future demand, but also mitigating heavy import dependency.

## Business Overview

Asian Energy Services Limited (referred to as 'AESL' or 'the Company'), founded in 1992 is a publicly listed energy services company at BSE Limited and National Stock Exchange of India Limited, specializing in the mineral sectors and acquired by Oilmax Energy Private Limited in 2016. The Company offers a range of services, from seismic data acquisition—its legacy business—to the design, construction, operation, and maintenance of facilities and infrastructure. Over the decades, AESL has served esteemed clientele such as Oil and Natural Gas Corporation (ONGC), Oil India Limited, Central Mine Planning & Design Institute Limited (CMPDIL) and Coal India Limited in the public sector, as well as private sector stalwarts like Vedanta Resources Limited and Oilmax Energy Private Limited.

The past financial year was remarkable for the Company, with a return to profitability driven by improved performances in seismic and revenue growth in the newer verticals of coal handling plants and Operations and Maintenance ('O&M') services for major oil producers. The Company successfully executed seismic projects across the nation and advanced its coal handling plants at Hura, Singareni and Gevra, located across the country's mineral belt. AESL also acquired new orders in Singareni's Open

Cast Project, CHP project in Karo and a plough feeder project in Rajmahal.

A similar impetus was observed in the O&M vertical, where continued successful execution of projects for Oilmax Energy Private Limited and Vedanta Resources Limited have led to a new work project in the PY-3 field, owned by a consortium of Hardy Oil and Gas, HOEC, Invenire Energy and ONGC. At PY-3, situated in the Cauvery basin, AESL will engage in O&M and a multitude of engineering and construction works. The Company propelled by the successes of FY 2023-24, gained significant traction on the stock market. Investors drove the Company's share prices to unforeseen highs, a major turnaround from the prior financial year.

The upcoming year is expected to further the momentum accumulated so far. AESL will execute seismic projects in Gujarat for newly onboarded major client Sun Petro, alongside engaging in more projects under the pipeline of the National Seismic Programme. The O&M vertical will commence operations at PY-3, marking a major step forward as AESL expands its O&M services offshore, alongside ongoing projects for Oilmax and Vedanta. Additionally, the Company will commission its first CHP project at Hura and continue work on existing projects, while acquiring more under multiple initiatives in the country's booming mineral and mining sectors.

## Financial Overview (Consolidated)

### Revenue from Operations

AESL's revenue from operations increased by 277% from ₹ 10,995.14 lakhs in 2022-23, to ₹ 30,506.48 lakhs in 2023-24.

### Profit after Tax (PAT)

The Company recorded a profit of ₹ 2,554.75 lakhs in 2023-24, compared to a loss of ₹ 4,444.22 lakhs in 2022-23.

### Earnings per Share (EPS)

The Company's EPS for the year was ₹ 6.64, as against ₹ (11.77) in the previous financial year.

### Debt

The Company's debt, as of March 31, 2024, stood at ₹ 323.54 lakhs, compared to ₹ 355.61 lakhs as of March 31, 2023.

| Particulars                   | 2023-24 | 2022-23  |
|-------------------------------|---------|----------|
| Debtors' Turnover Ratio       | 1.93    | 0.96     |
| Current Ratio                 | 2.19    | 1.92     |
| Operating Profit Margin       | 14%     | (22%)    |
| Net Profit/Loss Margin        | 8%      | (40%)    |
| Change in Return on Net Worth | 9%      | (22.28%) |

| Risk                                  | Description  | Mitigation   |
|---------------------------------------|--|--|
| <b>Environmental Risk</b>             | As global attention on climate change intensifies, AESL faces significant risks from non-compliance with environmental standards. The failure to meet these standards could not only harm the Company's reputation but also negatively impact long-term demand for coal, potentially leading to a decrease in coal prices. | AESL has implemented a comprehensive Health, Safety, and Environment ('HSE') policy to ensure business excellence and prioritize customer satisfaction. Understanding the industry's potential impact, the Company incorporates robust environmental protection measures alongside its coal operations to promote environmental conservation.  |
| <b>Competition Risk</b>               | AESL's ability to secure deals may get significantly affected due to the increasing number of seismic suppliers in the market  | The Company employs several strategies to thrive in this competitive environment, such as offering competitive prices, nurturing long-term client relationships, and showcasing a strong track record of successful project completions. These factors collectively enhance the Company's ability to secure contracts.   |
| <b>Regulatory Risk and Legal Risk</b> | AESL's operations are shaped by the diverse legal frameworks in different geographical locations, leading to variations in its global presentation.  | The Company's legal department diligently identifies and adheres to all regulatory obligations, demonstrating a strong commitment to compliance.   |
| <b>Operational Risk</b>               | Geopolitical factors and weather volatility pose significant risks to the energy sector. Additionally, the shift in energy consumption patterns from traditional oil and gas sources to renewable energy is another major concern.   | AESL has strategically diversified its project development to mitigate location-specific risks, ensuring robust operations across key business areas. In addition to its core oil and gas ventures, AESL has expanded into the coal and operations & maintenance (O&M) sectors. This diversification enhances the Company's resilience and positions it for sustained growth. The persistent demand for oil and gas, combined with the versatility of crude oil in industries such as plastics, pharmaceuticals, paint, chemicals, and asphalt, underpins AESL's confidence in its business model. |
| <b>Financial Risk</b>                 | AESL's financial risk is influenced by its ability and willingness to reduce debt, minimize overhead costs, improve critical ratios, and increase profitability. Additionally, the volatility of the Indian Rupee further contributes to this financial risk.  | AESL stands firmly committed to reducing debt and bolstering/strengthening reserves and surplus, leading to an improved 'expense to sales' ratio. These efforts have also strengthened the Company's balance sheet.  |
| <b>Supply Chain Risk</b>              | AESL's ability to meet clients' requirements and market demand is at risk due to supply chain disruptions causing raw material shortages.  | AESL is continuously working to enhance its supply chain to optimize business operations and improve efficiency.   |



## Human Resources

AESL considers its employees as the cornerstone of its operations, and is dedicated to empowering and motivating them throughout its operations. The Company's primary goal is to foster the personal and professional growth of its workforce, inspiring them to reach their full potential. To improve productivity and efficiency, AESL encourages the formation of cross-functional teams across all levels of the organization and emphasizes gender equality by providing equal opportunities for women. The Company prioritizes the refinement of its human resource policies and internal procedures to promote a culture of continuous improvement, accountability, and responsibility among its team members.

AESL underscores the importance of motivation and productivity by recognizing individual achievements and fostering a culture of ongoing improvement. The Company's comprehensive business and human resource strategy prioritizes employment equality as a core principle. AESL is committed to eliminating workplace discrimination at all levels, irrespective of any defining characteristics.

## Environment, Health and Safety (EHS)

AESL places a strong emphasis on complying with environmental regulations and maintaining high-quality standards to ensure the safety of all stakeholders. This commitment is integral to the Company's operations, as it strives for excellence and customer satisfaction. AESL

is dedicated to protecting the health, safety, and security of its employees and all individuals associated with its business. The Company conducts regular inspections and maintenance of equipment and assets to prevent potential disasters. AESL has implemented strict Standard Operating Procedures ('SOPs') within its facilities to ensure the well-being of workers and visitors. Additionally, the Company's employees undergo extensive training to gain comprehensive knowledge and understanding of quality, safety, and environmental standards.

## Internal Control Systems

AESL maintains a solid internal control system to ensure the adherence to and adequacy of all internal controls and mechanisms within the Company. The Audit Committee, constituted by the Board of Directors, evaluates the efficacy and sustainability of the internal control systems and suggests improvements, if necessary. The Company has adequate internal financial controls in place with regards to the financial statements. Such controls were evaluated throughout the year, with no reportable material weaknesses in design or operations were observed.

## Cautionary Statement

*Statements in this report on Management Discussion and Analysis relating to the Company's objectives, projections, estimates, expectations, or predictions may be forward-looking within the meaning of applicable securities laws and regulations. These statements are based on certain assumptions and expectations of future events. Actual results might differ materially from those expressed or implied depending upon external factors such as climatic conditions, global and domestic demand-supply conditions, raw material costs, availability, and prices of finished goods, foreign exchange market movements, changes in Government regulations, tax structure, economic and political developments within India and abroad where the Company conducts its business, and other factors such as litigation and industrial relations. The Company assumes no responsibility in respect of the forward-looking statements herein, which may undergo changes in the future on the basis of subsequent developments, information, or events.*

# BOARD'S REPORT

To the Members,

Your directors are pleased to present the 31st annual report of Asian Energy Services Limited ('AESL' or 'the Company') along with its audited financial statements for the financial year ended March 31, 2024. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

Financial Results:

The Company's financial performance, for the year ended March 31, 2024 is summarised below:

(₹ in lakhs)

| Particulars                                    | Consolidated     |                   | Standalone       |                   |
|--|------------------|-------------------|------------------|-------------------|
|  | 2023-24          | 2022-23           | 2023-24          | 2022-23           |
| Revenue from operations                        | 30,506.48        | 10,995.41         | 30,506.40        | 10,987.03         |
| Other Income                                   | 622.00           | 409.69            | 455.94           | 385.49            |
| <b>Total Revenue</b>                           | <b>31,128.48</b> | <b>11,404.83</b>  | <b>30,962.34</b> | <b>11,372.52</b>  |
| Profit/(Loss) before exceptional items and tax | 3,052.82         | (3,849.60)        | 3,180.04         | (2,736.28)        |
| Exceptional items                              | (185.10)         | (606.85)          | -                | (208.50)          |
| Profit/(Loss) before tax                       | 2,867.72         | (4,456.45)        | 3,180.04         | (2,944.78)        |
| Tax expenses                                   | 312.97           | (12.23)           | 309.74           | (16.92)           |
| <b>Net Profit/(Loss) after tax</b>             | <b>2,554.75</b>  | <b>(4,444.22)</b> | <b>2,870.30</b>  | <b>(2,927.86)</b> |

## DIVIDEND:

The Directors have not recommended any dividend for the year ended March 31, 2024.

## TRANSFER TO RESERVES:

The Company does not propose to transfer any amount to reserves out of the profits earned during the financial year 2023-24.

## REVIEW OF OPERATIONS / STATE OF AFFAIRS OF THE COMPANY:

There has been no change in the nature of business of your Company during the Financial Year 2023-24. Our Company is engaged as a service provider to the energy and mineral sectors, offering end-to-end services which extends across the value chain, including geophysical data acquisition, production facility, engineering procurement and construction ('EPC'), production facility, operation and maintenance ('O&M').

We are one amongst the few companies in India providing end-to-end services in the upstream oil segment, across the value chain. The Company specializes in servicing the value chain entirely, right from seismic data acquisition, data analysis, building oil & gas facility to undertaking the O&M of production facilities.

The Company continue to remain vigilant to capitalise on the opportunities Government of India ('GoI') may present while remaining focussed to deliver the contracts on hand.

## CONSOLIDATED FINANCIAL STATEMENTS:

Pursuant to the provisions of section 129(3) of the Companies Act, 2013 ('the Act') read with the rules framed thereunder, a Statement containing the salient features of the financial Statements of your Company's subsidiaries and associates in form AOC-1 is annexed to and forms a part of the financial statement. The statement provides the details of performance and financial position of each of the subsidiaries and associates. In accordance with section 136 of the Act, the Audited financial statements, including the consolidated financial statement, audited accounts of all the subsidiaries and other documents attached thereto.

## SUBSIDIARY COMPANIES:

The Company has 5 (Five) subsidiaries, 1 (one) step down subsidiary and 3 (three) joint ventures as on March 31, 2024. There has been no material change in the nature of business of the subsidiaries.

The consolidated financial statements reflect the operations of all the subsidiaries (including step down subsidiary) viz. Asian Oilfield & Energy Services DMCC, AOSL Petroleum Pte. Ltd., AOSL Energy Services Limited, Optimum Oil & Gas Private Limited, Cure Multitrade Private Limited and Ivorene Oil Services Nigeria Ltd (step down subsidiary) and three joint ventures viz. Zuberi Asian Joint Venture, AESL FFIL Joint Venture and Asian Indwell Joint Venture.

In terms of section 136 of the Act, the financial statements of the Company, consolidated financial statements along

## BOARD'S REPORT (Contd.)

with relevant documents and separate audited accounts in respect of subsidiaries, are also kept at the registered office of the Company and are available on the website of the Company.

### **PARTICULARS OF LOANS AND GUARANTEES GIVEN, SECURITIES PROVIDED, AND INVESTMENTS MADE:**

Particulars of loans, guarantees given and investments made during the year, as required under section 186 of the Act and schedule V of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 ('SEBI LODR' or 'Listing Regulations'), are provided in the notes 7 to 10 of the standalone financial statements.

### **RELATED PARTY TRANSACTIONS:**

Your Company has historically adopted the practice of undertaking related party transactions only in the ordinary and normal course of business and at arm's length as part of its philosophy of adhering to highest ethical standards, transparency, and accountability. In line with the provisions of the Act and SEBI LODR, the Company has a policy for related party transactions which is also available on the website of the Company ([www.asianenergy.com](http://www.asianenergy.com)).

All the related party transactions are placed before the audit committee as well as the Board for approval.

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of Company's business. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Act in form AOC-2 is not applicable.

Related party transactions under Accounting Standard – AS-18 are disclosed in the notes to the financial statements.

### **DIRECTORS' RESPONSIBILITY STATEMENT:**

To the best of their knowledge and information and based on the information and explanations provided to them by the Company, your Directors make the following statement in terms of section 134(5) of the Act:

- a. that in preparation of the annual accounts for the year ended March 31, 2024, the applicable accounting standards have been followed and there are no material departures from the same;
- b. that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year March 31, 2024 and of the profit of the Company for that period;

- c. that proper and sufficient care has been taken for the 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 fraud and other irregularities.
- d. They have prepared the annual accounts on a 'going concern' basis.
- e. They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### **DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

Mr. Ashutosh Kumar, tendered his resignation as Whole-time Director & CEO of the Company with effect from June 1, 2023. The Board places on record its deep appreciation of valuable contribution made by him during tenure on the Board and Management team.

Mr. Kapil Garg has been re-designated as Managing Director of the Company with effect from June 01, 2023.

There has been no other change in the directors and key managerial personnel during the year under review since the last report. Detailed information on the directors is provided in the Corporate Governance Report.

Mr. Aman Garg (DIN: 10415263) was appointed as Non-Executive Non-Independent Director w.e.f. May 03, 2024 and Mr. Anil Kumar Jha (DIN: 06645361) was appointed as Independent Director w.e.f. May 14, 2024.

### **DECLARATION BY INDEPENDENT DIRECTORS:**

The Company has received necessary declaration from all Independent Directors of the Company confirming that they meet the criteria of independence laid down in Section 149(6) of the Act as well as under regulation 16(1)(b) of SEBI LODR. There has been no change in the circumstances, which may affect their status as independent director during the year.

### **BOARD EVALUATION:**

The Board of directors have carried out an annual evaluation of its own performance, Board committees, and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by the SEBI LODR.

The performance of the Board was evaluated by the Board, after seeking inputs from all the directors on the basis



## BOARD'S REPORT (Contd.)

of criteria such as the board composition and structure, effectiveness of Board processes, information and functioning, etc. as provided by the guidance note on Board evaluation issued by the Securities and Exchange Board of India ('SEBI') on January 5, 2017.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the nomination and remuneration committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of independent directors, performance of non-independent directors and the Board as a whole was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the Board meeting that followed the meeting of the independent directors, at which the performance of the Board, its committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

### **FAMILIARIZATION PROGRAMME FOR THE INDEPENDENT DIRECTORS:**

In compliance with the requirements of SEBI LODR, the Company has put in place a familiarization programme for the independent directors to familiarize them with their role, rights and responsibilities as directors, the working of the Company, nature of the industry in which the Company operates, business model etc. The details of the familiarization programme are explained in corporate governance report.

The familiarization programme for the independent directors is placed on the website of the Company [www.asianenergy.com](http://www.asianenergy.com).

### **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS:**

The current policy is to have an appropriate mix of executive, non-executive and independent directors to maintain the independence of the Board and separate its functions of governance and management. The details of Board and committee composition, tenure of directors, areas of expertise and other details are available in the corporate governance report that forms part of this Annual Report.

The policy of the Company on directors' appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of Section 178 of the Act, is available on our website at [www.asianenergy.com](http://www.asianenergy.com).

### **MEETINGS OF THE BOARD OF DIRECTORS AND ITS COMMITTEES**

The Board of Directors of the Company met 6 (six) times during the year to deliberate on various matters. The details of the meetings of the Board and its committees held during the year are stated in the corporate governance report forming part of this Annual Report.

### **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT:**

There have been no material changes and commitments which affect the financial position of the Company that have occurred between the end of the financial year to which the financial statements relate and the date of this report.

### **MANAGEMENT DISCUSSION AND ANALYSIS:**

In terms of the provisions of Regulation 34 of the SEBI LODR, the management Discussion and analysis has been given separately and forms part of this report.

### **RISK MANAGEMENT:**

The Company has in place a Risk Management Policy pursuant to Section 134 of the Act and Regulation 21 of SEBI LODR. It establishes various levels of accountability and overview within the Company, while vesting identified managers with responsibility for each significant risk.

The internal audit facilitates the execution of risk management practices in the Company, in the areas of risk identification, assessment, monitoring, mitigation and reporting. Through this program, each function carried on project sites, addresses opportunities and risks through a comprehensive approach aligned to the Company's objectives. The Company has laid down procedures, to inform the audit committee as well as the Board of directors about risk assessment and management procedures and status.

This risk management process, which is facilitated by internal audit, covers risk identification, assessment, analysis

## BOARD'S REPORT (Contd.)

and mitigation. Incorporating sustainability in the process also helps to align potential exposures with the risk appetite and highlights risks associated with chosen strategies. The major risks forming part of risk management process are linked to the audit.

The audit committee of the Company has been entrusted with the task to frame, implement and monitor the risk management plan for the Company and it is responsible for reviewing the risk management plan and ensuring its effectiveness with an additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The risk management policy of the Company is placed on the website of the Company [www.asianenergy.com](http://www.asianenergy.com).

### INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company's Internal Financial Controls ('IFC') is commensurate with the size and operations of the business and is in line with the requirements of the Act. This framework includes well-documented policies, procedures and Standard Operating Procedures ('SOP'), specific to respective processes. Regular management review processes evaluate various policies for the dynamic and evolving business environment. Furthermore, our internal auditors undertake rigorous testing of the control environment of the Company.

### CORPORATE SOCIAL RESPONSIBILITY ('CSR'):

In terms of the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, ('CSR Rules') the Board of Directors of your Company has constituted a Corporate Social Responsibility committee chaired by Mr. Nayan Mani Borah, Independent Director. Other Members of the Committee are Mr. Mukesh Jain, Non-executive Director and Dr. Rabi Narayan Bastia, Non-Executive Director. Your Company also has in place a CSR Policy which is available at [www.asianenergy.com](http://www.asianenergy.com).

The statutory provisions of Section 135 of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014 were not applicable to the Company for the FY 2023-24.

### SAFETY, ENVIRONMENT AND HEALTH:

The Company's commitment to excellence in health and safety is embedded in the Company's core values. The Company has a stringent policy of 'safety for all', which drives all employees to continuously break new ground in safety management for the benefit of people, property, environment and the communities where we operate on sites.

The Company respects human rights, values its employees and the communities that it interfaces with. The Company is aware of the environmental impact of its operations, and it continually strives to reduce such impact by investing in technologies and solutions for economic growth.

The Company considers safety, environment and health as the management responsibility. Regular employee training programmes are in place throughout the Company on safety, environment and health and has well identified and widely covered safety management system in place for ensuring, not only the safety of employees but surrounding population of the project sites as well.

### POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE:

The Company has zero tolerance for sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at the workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The policy aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure.

The Company has not received any complaint of sexual harassment during the financial year 2023-24.

### VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

We have embodied the mechanism in the code of conduct of the Company for employees to report concerns about unethical behaviour, actual or suspected fraud or violation of our code of conduct. This mechanism also provides for adequate safeguards against victimization of employees who avail of the mechanism and also provide for direct access to the chairman of the audit committee in exceptional cases and no personnel have been denied access to the audit committee. The Board and audit committee are informed periodically on the cases reported, if any, and the status of resolution of such cases.

### SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

No significant material orders have been passed by the regulators or courts or tribunals which would impact the going concern status of the Company and its future operations.

### DISCLOSURE REQUIREMENTS:

As per SEBI LODR, corporate governance report with a certificate from Practicing Company Secretary ('PCS')

## BOARD'S REPORT (Contd.)

thereon and management discussion and analysis are attached, which form part of this report.

### HUMAN RESOURCES:

The human resource plays a vital role in the growth and success of an organization. The Company has maintained cordial and harmonious relations with employees across various locations.

The Company continuously invest in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company's thrust is on the promotion of talent internally through job rotation and job enlargement.

### DEPOSITS FROM PUBLIC:

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public, was outstanding or unpaid as on the date of the balance sheet.

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

The particulars as prescribed under section 134(3)(m) of the Act read with Rule 8 of The Companies (Accounts) Rules, 2014, are:

- a. Conservation of Energy : NIL
- b. Technology Absorption : NIL
- c. Foreign exchange earning & outgo :

| (₹ in lakhs) |                                       |         |         |
|--------------|---------------------------------------|---------|---------|
| Sr. No.      | Particulars                           | 2023-24 | 2022-23 |
| <b>a.</b>    | <b>Foreign Exchange earnings</b>      |         |         |
|              | Consultancy Services                  | --      | --      |
|              | Dividend                              | --      | --      |
|              | Interest on loan to Subsidiary        | --      | --      |
| <b>b.</b>    | <b>Foreign Exchange outgo towards</b> |         |         |
|              | Repairs and Maintenance               | 133.94  | 141.10  |
|              | Rent                                  | --      | --      |
|              | Machinery Hire Charges                | --      | --      |
|              | Capital goods                         | --      | --      |
|              | Consumable Items                      | 604.73  | --      |
|              | License Expenses                      | 5.05    | --      |
|              | Membership and subscription charges   | 2.72    | --      |
|              | Consultancy                           | 32.05   | --      |
|              | Custom Clearance charges              | 7.29    | --      |

### PARTICULARS OF EMPLOYEES AND REMUNERATION:

The information required under section 197(12) of the Act read with Rule 5 (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in the **Annexure B** forming part of the Report.

In terms of the second proviso to section 136 of the Act, the report and accounts are being sent to the shareholders excluding the aforesaid annexure. Any shareholder interested in obtaining the same may write to the Company Secretary at the registered office of the Company. None of the employees listed in the said annexure is related to any Director of the Company.

### AUDITORS AND AUDITORS' REPORT

#### (1) Statutory Auditors:

Walker Chandiook & Co. LLP, ('WCC'), Chartered Accountants, were appointed as the statutory auditors of the Company for a period of five years and hold office till the conclusion of the 32nd Annual General Meeting ('AGM') to be held in the year 2025.

Pursuant to section 141 of the Act, the statutory auditors have represented that they are not disqualified and continue to be eligible to act as the auditor of the Company.

#### Auditors' Report:

The Statutory Auditors have issued an Audit Report with unmodified opinion on Standalone and Consolidated Results for the period ended March 31, 2024:

#### (2) Secretarial Auditors:

Pursuant to the provisions of section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of directors of the Company had appointed Mr. Hemanshu Kapadia of Hemanshu Kapadia & Associates, Practicing Company Secretaries to undertake the secretarial audit of the Company for the year ended March 31, 2024. The secretarial audit Report is annexed as **Annexure C**.

#### Secretarial auditors' observation(s) in secretarial audit report and directors' explanation thereto –

| Observation of the Secretarial Auditors  | Management's Reply  |
|--|---|
| The listed entity has filed XBRL intimations for few events with a delay. However, intimation in PDF mode for all those events were filed in due time. | All the required intimations and submissions were made in PDF format in due time. However, for inadvertent reasons, submission for few events in XBRL mode, were made with delay. |



## BOARD'S REPORT (Contd.)

| Observation of the Secretarial Auditors   | Management's Reply                          |
|---|---|
| The Board of Directors, has re-appointed Mr. Nayan Mani Borah (DIN: 00489006) as an Independent Director of the listed entity. However, no intimation was filed with both the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited | Inadvertently, PDF submission was not done. |

### COST RECORDS AND COST AUDIT:

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of section 148 of the Act are not applicable for the business activities carried out by the Company.

### REPORTING OF FRAUDS BY AUDITORS:

During the year under review, neither the statutory auditors nor the secretarial auditor has reported to the audit committee, under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's report.

### SHARE CAPITAL:

The paid-up equity share capital as on March 31, 2024 was ₹ 40.92 crores. During the year under review, 28,50,000 convertible warrants were converted into equity shares. Accordingly, the paid-up equity share capital increased from 38.07 crores to ₹ 40.92 crores. The Company has not issued shares with differential voting rights.

### EMPLOYEES' STOCK OPTION PLAN:

Your Company has instituted various employees' stock options plans from time to time to motivate and reward employees. The ESOP compensation committee administers these plans. The stock option plans are in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time. ('Employee Benefits Regulations').

The members at their meeting held on September 27, 2021 and through Postal Ballot passed on 16th March, 2024 had approved the Asian Energy Services Limited - Employee Stock Option Plan – 2021 ("**AESL ESOP 2021**") & Asian Energy Services Limited - Employee Stock Option Plan –

2024 ("**AESL ESOP 2024**") respectively ("**together referred to as "ESOP Plans"**") authorising grant of not exceeding 3,80,744 (Three Lakh Eighty Thousand Seven Hundred Forty-four) options to the eligible employees under each plan.

Under AESL ESOP 2021, the Company granted 3,80,000 (Three Lakh Eighty Thousand) stock options to the eligible employees during FY 2022-23. During the financial year under review, 1,09,183 (One Lakh Nine Thousand One Hundred Eighty-Three) stock options were exercised by the eligible employees.

Further, no stock options have been granted under AESL ESOP 2024 to any employee during the year under review. However, 3,80,744 Options were granted by the ESOP Compensation Committee in its meeting held on 3rd May, 2024.

Appropriate disclosure prescribed under the said Regulations with regard to the ESOP Plan is available on the Company's website [www.asianenergy.com](http://www.asianenergy.com)

### COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company has complied with all the applicable provisions of secretarial standards – 1 and secretarial standards – 2 relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively issued by the Institute of Company Secretaries of India. ('ICSI')

### ANNUAL RETURN:

Pursuant to section 92(3) and section 134(3)(a) of the Act, the Company has placed a copy of the annual return as at March 31, 2024 on its website at [www.asianenergy.com](http://www.asianenergy.com).

### OTHER DISCLOSURES:

Your directors state that disclosure or reporting is not required in respect of the following items as there were no transactions relating to these items during the year under review:

- issue of equity shares with differential rights as to dividend, voting or otherwise.
- details relating to deposits covered under chapter V of the Act.
- voting rights which are not directly exercised by the employees in respect of shares for the subscription / purchase of which loan was given by the Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under section 67(3)(c) of the Act).

## BOARD'S REPORT (Contd.)

- d) the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year.
- e) the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof.

suppliers and technical partners, bankers, government authorities, employees at all levels and stakeholders, in furthering the interest of the Company.

On behalf of the Board of Directors of  
**Asian Energy Services Limited**

### ACKNOWLEDGEMENT:

The Board places on record its deep appreciation for the continued support received from various clients, vendors,

Place: Mumbai  
Date: August 12, 2024

**Nayan Mani Borah**  
Chairman  
DIN: 00489006

# ANNEXURE A TO THE BOARD'S REPORT

## FORM AOC-1

**Statement containing salient features of the financial statement of subsidiaries / associate companies / joint ventures.  
[Pursuant to first proviso to sub-section (3) of section 129 of the Act read with Rule 5 of Companies  
(Accounts) Rules, 2014]  
Part "A": Subsidiaries**

(Amount in ₹)

| Sl. No. | Particulars  | Name of the Subsidiary                             |  |                              |                                   |                                 |  |
|---------|--|--|--|------------------------------|-----------------------------------|---------------------------------|--|
|         |  | Asian Oilfield & Energy Services DMCC              | AOSL Petroleum Pte. Ltd.                           | AOSL Energy Services Limited | Optimum Oil & Gas Private Limited | Cure Multitrade Private Limited | Ivorene Oil Services Nigeria Limited                         |
| 1.      | Kind of Subsidiary   | Wholly Owned Subsidiary                            | Wholly Owned Subsidiary                            | Wholly Owned Subsidiary      | Subsidiary                        | Subsidiary                      | Subsidiary's Subsidiary                                      |
| 2.      | The date since when subsidiary was acquired  | 30th July, 2012                                    | 23rd July, 2008                                    | 29th September, 2018         | 30th November, 2019               | 3rd October, 2022               | 3rd October, 2022  |
| 3.      | Reporting period for the subsidiary concerned, if different from the holding company's reporting period                      | NA   | NA   | NA                           | NA                                | NA                              | NA   |
| 4.      | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | Reporting Currency US\$ Exchange rate <sup>3</sup> | Reporting Currency US\$ Exchange rate <sup>3</sup> | Reporting Currency INR       | Reporting Currency INR            | Reporting Currency INR          | Reporting Currency Nigerian Naira Exchange rate <sup>4</sup> |
| 5.      | Share capital  | 8,33,70,000  | 61,277   | 1,00,000                     | 1,00,000                          | 40,00,000                       | 64,00,000  |
| 6.      | Reserves & surplus   | (4,03,82,761)                                      | (20,20,20,100)                                     | (7,83,577)                   | (41,45,000)                       | 14,47,740                       | 12,31,492  |
| 7.      | Total assets   | 12,56,26,251                                       | 15,91,700  | 77,140                       | 3,53,990                          | 57,79,150                       | 90,34,11,486   |
| 8.      | Total liabilities  | 10,92,83,230                                       | 20,35,50,523                                       | 7,60,717                     | 3,83,990                          | 3,31,410                        | 89,57,79,994   |
| 9.      | Investments  | NIL  | NIL  | NIL                          | NIL                               | NIL                             | NIL  |
| 10.     | Turnover   | NIL  | NIL  | NIL                          | NIL                               | NIL                             | NIL  |
| 11.     | Profit / (Loss) before taxation  | (4,73,18,542)                                      | (1,31,39,518)                                      | (1,60,198)                   | (30,000)                          | 8,74,660                        | 95,45,427  |
| 12.     | Provision for taxation   | NIL  | 2,11,197   | Nil                          | Nil                               | 89,970                          | (2,38,636)   |
| 13.     | Profit / (Loss) after taxation   | (4,73,18,542)                                      | (1,33,50,715)                                      | (1,60,198)                   | (30,000)                          | 7,84,690                        | 93,06,791  |
| 14.     | Proposed Dividend  | NA   | NA   | NA                           | NA                                | NA                              | NA   |
| 15.     | % of shareholding  | 100%   | 100%   | 100%                         | 74%                               | 51%                             | 51%  |

### Notes:

1. Reporting period and reporting currency of the above subsidiaries is the same as that of the Company.
2. Investments exclude investments in subsidiaries.
3. Exchange rate for Balance Sheet items is US\$ = INR 83.37 and for Profit & Loss Account items is US\$=INR 82.79
4. Exchange rate for Naira= INR 0.64



# ANNEXURE A TO THE BOARD'S REPORT (Contd.)

**Part B: Associates and Joint Ventures**  
**Statement pursuant to Section 129 (3) of the Act related to**  
**Associate Companies and Joint Ventures:**

| Sl. No. | Particulars   | Name of Joint Ventures/Associates |                         |                             |
|---------|---|-----------------------------------|-------------------------|-----------------------------|
|         |   | Zuberi Asian Joint Venture        | AESL FFIL Joint Venture | Asian Indwell Joint Venture |
| 1.      | Description of how there is influence                                   | Joint Venture                     | Joint Venture           | Joint Venture               |
| 2.      | Date on which the Associate or Joint Venture was associated or acquired | 4th May, 2022                     | 20th October, 2022      | 13th March, 2024            |
| 3.      | Extent of Holding %   | 49%                               | 49%                     | 80%                         |
| 4.      | Latest Audited Balance sheet date                                       | 31st March, 2024                  | 31st March, 2024        | 31st March, 2024            |
| 5.      | Revenue   | INR 38,11,34,000                  | 28,01,51,000            | NIL                         |
| 6.      | Profit/(Loss) for the year  | INR 1,77,65,000                   | 1,43,97,000             | (58,360)                    |

- Names of associates or joint ventures which are yet to commence operations. – N.A.
- Names of associates or joint ventures which have been liquidated or sold during the year. – N.A.

**On behalf of the Board of Directors of**  
**Asian Energy Services Limited**

**Nayan Mani Borah**  
Chairman  
DIN: 00489006

**Kapil Garg**  
Managing Director  
DIN: 01360843

**Nirav Talati**  
Chief Financial Officer

**Shweta Jain**  
Company Secretary  
ACS - 23368

Place: Mumbai  
Date: August 12, 2024

## ANNEXURE B TO THE BOARD'S REPORT

### Disclosures required with respect to section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

**a. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.**

| Name of the Directors   | Ratio to median Remuneration |
|---|------------------------------|
| <b>Non-executive Directors* :</b>                               |                              |
| Mr. Nayan Mani Borah  | --                           |
| Dr. Rabi Narayan Bastia   | --                           |
| Ms. Anusha Mehta  | --                           |
| Mr. Kapil Garg  | --                           |
| Mr. Mukesh Jain   | --                           |
| Mr. Brij Mohan Bansal   | --                           |
| <b>Executive Directors:</b>                                     |                              |
| Mr. Ashutosh Kumar (WTD & CEO)@ (resigned w.e.f. June 01, 2023) | --                           |
| Mr. Kapil Garg# (appointed w.e.f. June 01, 2023)                | --                           |

\* Only sitting fees is paid to Non-executive Directors and Independent Directors, hence no ratio is worked out.

@ As the remuneration is paid for only part of the year, data is not provided.

# No remuneration was paid during the Financial Year 2023-24.

**b. The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year.**

| Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary | % Increase in remuneration in the financial year |
|---|--|
| Mr. Nayan Mani Borah*   | --   |
| Dr. Rabi Narayan Bastia*  | --   |
| Ms. Anusha Mehta*   | --   |
| Mr. Ashutosh Kumar, WTD & CEO (Resigned w.e.f. June 01, 2023) @                   | --   |
| Mr. Kapil Garg (Designated as Managing Director w.e.f. June 01, 2023)#            | --   |
| Mr. Brij Mohan Bansal*  | --   |
| Mr. Mukesh Jain*  | --   |
| Mr. Nirav Talati, Chief Financial Officer   | 7.00%  |
| Ms. Shweta Jain, Company Secretary  | 11.00%   |

\* The disclosures with respect to increase in salary and median are not given as there is no increase in the sitting fees for the meetings attended by the Directors.

@ The disclosures with respect to increase in salary and median are not given as the concerned directors/key managerial personnel were only for the part of the year.

# The disclosures with respect to increase in salary and median are not given as no remuneration was paid to the director during the Financial Year.

**c. The percentage increase in the median remuneration of employees in the financial year: 9.00%**

**d. The number of permanent employees on the rolls of Company: 307**

**e. Average percentiles increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: There were no such employees who are not Directors but received remuneration in excess of highest paid Director during FY 2023-24.**

**f. Affirmation that the remuneration is as per the remuneration policy of the Company: The Company affirms remuneration is as per the remuneration policy of the Company.**

# ANNEXURE C TO THE BOARD'S REPORT

## Form No. MR-3

### SECRETARIAL AUDIT REPORT

For the Financial year ended 31st March 2024

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule

No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members

#### Asian Energy Services Limited,

CIN L23200MH1992PLC318353

3B, 3rd Floor, Omkar Esquare,

Chunabhathi Signal, Eastern Express Highway,

Sion (East), Mumbai 400022

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Asian Energy Services Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March 2024** ("the Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance - mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March 2024**, according to the provisions of:

- (i) The Companies Act, 2013 ("the Act") and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not Applicable to the Company during the Audit Period);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (Not Applicable to the Company during the Audit Period);
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with the client (Not Applicable to the Company during the Audit Period);
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Not Applicable to the Company during the Audit Period); and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not Applicable to the Company during the Audit Period).
- (vi) And the following industry specific laws as informed by the Management of the Company:
- a. Oil Industry Safety Directorate (OISD) guidelines;
  - b. Explosive Act, 1884; Explosive Rules, 2008;
  - c. Inter-state migrant workmen (Regulation of Employment & Condition of Service) Act 1979 and central rules framed thereof

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.



## ANNEXURE C TO THE BOARD'S REPORT (Contd.)

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the following observations in relation to disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- a) *The listed entity has filed XBRL intimations for few events with a delay. However, intimation in PDF mode for all those events were filed in due time*
- b) *The Board of Directors, has re-appointed Mr. Nayan Mani Borah (DIN: 00489006) as an Independent Director of the listed entity. However, no intimation was filed with both the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited*

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

**We further report that** the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information

and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were carried through with requisite majority and no dissenting views have been recorded.

**We further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report that** during the Audit Period, there were no instances of:

- (i) Public/Rights issue of shares / debentures/sweat equity;
- (ii) Redemption / buy-back of securities;
- (iii) Merger /amalgamation /reconstruction, etc;
- (iv) Foreign technical collaborations.

For **Hemanshu Kapadia & Associates**  
Practicing Company Secretaries

**Hemanshu Kapadia**

Proprietor

C.P. No.: 2285; Mem No.: F3477

UDIN: F003477F000950225

P/R no: 1620/2021

Place: Mumbai

Date: August 12, 2024

This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

# ANNEXURE A

To,

The Members,

**Asian Energy Services Limited,**

CIN L23200MH1992PLC318353

3B, 3rd Floor, Omkar Esquare,

Chunabhatti Signal, Eastern Express Highway,

Sion (East), Mumbai 400022

Our report of even date is to be read along with the letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required we have obtained the Management representation about the compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Hemanshu Kapadia & Associates**  
Practicing Company Secretaries

**Hemanshu Kapadia**

Proprietor

C.P. No.: 2285; Mem No.: F3477

UDIN: F003477F000950225

P/R no: 1620/2021

Place: Mumbai

Date: August 12, 2024

# REPORT ON CORPORATE GOVERNANCE

[As per regulation 34(3) read along with Schedule V(C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")]

## 1. Company's philosophy on Code of Governance

The Company's philosophy on Corporate Governance envisages working towards high levels of transparency, accountability, consistent value systems, delegation, across all facets of its operations leading to sharply focused and operationally efficient growth.

The Company emphasizes the need for highest level of transparency and accountability in all its transactions in order to protect the interests of all its stakeholders. The Board considers itself as a trustee of its shareholders and acknowledges its responsibilities towards them for creation and safeguarding their wealth on sustainable basis.

The Management promotes honest and ethical conduct of the business along with complying with applicable laws, rules and regulations.

The Management's commitment to these principles is reinforced through the adherence of all Corporate Governance practices which forms part of the Regulation Nos. 17 to 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ['Listing Regulations'].

## 2. Board of Directors

- i. The Board of Directors have ultimate responsibility for the management, general affairs, direction, performance and long-term success of business as a whole.
- ii. The Board of your Company has a good and diverse mix of executive and non-executive directors including Independent Directors and the same is also in line with the applicable provisions of Companies Act, 2013 ('the Act') and Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The profile of the Directors can be accessed on our website at [www.asianenergy.com](http://www.asianenergy.com).
- iii. The Board as part of its succession planning exercise, periodically reviews its composition to

ensure that the same is closely aligned with the strategy and long-term needs of the Company.

- iv. As on March 31, 2024, the Board comprised of 6 (six) directors consisting of a non-executive independent chairperson, one Managing Director, two non-executive non-independent directors and two independent directors including one-woman director. The composition of the Board is in conformity with Regulation 17 of the SEBI (LODR) Regulations, 2015 read with Section 149 of the Companies Act, 2013 ("the Act").
- v. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 read with Section 149(6) of the Act. None of the Independent Directors have any other material pecuniary relationship or transaction with the Company, its Promoters, or Directors, or Senior Management which, in their judgment, would affect their independence.
- vi. There are no inter-se relationships between the Board members.
- vii. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships/Memberships held by them in other public companies as on March 31, 2024 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies under Section 8 of the Act. Chairmanships/Memberships of Board Committees only include Audit Committee and Stakeholders' Relationship Committee.



**REPORT ON CORPORATE GOVERNANCE (Contd.)**

| Name of Director                                | Category of Director       | Attendance at Board Meeting | Attendance at the last AGM (28-09-2023) | No. of Directorship in other public companies |          | No. of Committee positions held in other public companies |        | Directorship in other listed entities                    |
|---|----------------------------|-----------------------------|---|---|----------|---|--------|--|
|   |                            |                             |   | Chairman                                      | Director | Chairman  | Member |  |
| Mr. Nayan Mani Borah, Chairman<br>DIN: 00489006 | Independent Non-Executive  | 6/6                         | Yes                                     | ---   | ---      | ---   | ---    | ---  |
| Rabi Narayan Bastia<br>DIN: 05233577            | Non-Executive Professional | 4/6                         | Yes                                     | ---   | 2        | ---   | ---    | 1. MAN Industries (India) Limited – Independent Director |
| Anusha Mehta<br>DIN: 07648883                   | Non-Executive Independent  | 6/6                         | Yes                                     | ---   | ---      | ---   | ---    | ---  |
| Ashutosh Kumar*<br>DIN: 06918508                | Whole-time Director & CEO  | 1/1                         | NA                                      | ---   | ---      | ---   | ---    | ---  |
| Mukesh Jain<br>DIN: 01316027                    | Non-Executive Professional | 5/6                         | Yes                                     | ---   | 5        | 1   | 1      | 1. Sunteck Realty Limited – Independent Director         |
| Kapil Garg**<br>DIN: 01360843                   | Managing Director          | 6/6                         | Yes                                     | ---   | ---      | ---   | ---    | ---  |
| Brij Mohan Bansal<br>DIN: 00261063              | Non-Executive Independent  | 5/6                         | Yes                                     | ---   | 1        | ---   | 1      | 1. Kothari Petrochemicals Limited – Independent Director |

\*Resigned as a Director w.e.f. June 01, 2023

\*\* Designated as Managing Director w.e.f. June 01, 2023

- viii. The Company annually obtains from each Director, details of the Board and Board Committee positions he/ she occupies in other Companies, and changes if any regarding their Directorships.
- ix. Six (6) Board meetings were held during the year and the gap between two meetings did not exceed one hundred twenty days. The dates on which the said meetings were held:  
May 24, 2023; June 30, 2023; August 07, 2023; November 06, 2023; January 29, 2024; and March 09, 2024.  
The necessary quorum was present for all the meetings.
- x. Skills/ expertise/ competencies of the Board:  
The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board and the details of Directors who have such skills/expertise/ competency are as under:

| Sr. No. | Skills/expertise/competencies required in context of the Company's business   | Directors possessing such skill/ expertise/competencies                                    |
|---------|---|--|
| i.      | Knowledge on Company's businesses, policies and culture major risks/threats and potential opportunities and knowledge of the industry in which the Company operates | Mr. Nayan Mani Borah<br>Dr. Rabi Narayan Bastia<br>Mr. Kapil Garg<br>Mr. Brij Mohan Bansal |
| ii.     | Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company                           | Mr. Nayan Mani Borah<br>Dr. Rabi Narayan Bastia<br>Mrs. Anusha Mehta                       |
| iii.    | Business Strategy, Corporate Governance, Administration, Decision Making  | Mr. Mukesh Jain<br>Mr. Kapil Garg<br>Mr. Brij Mohan Bansal                                 |

## REPORT ON CORPORATE GOVERNANCE (Contd.)

| Sr. No. | Skills/expertise/competencies required in context of the Company's business   | Directors possessing such skill/expertise/competencies                                     |
|---------|---|--|
| iv.     | Financial and Management skills, knowledge of law, Insurance, Project management, human resource management, CSR etc. | Mr. Nayan Mani Borah<br>Mrs. Anusha Mehta<br>Mr. Mukesh Jain<br>Mr. Brij Mohan Bansal      |
| v.      | Technical/Professional skills and specialized knowledge in relation to Company's business                             | Mr. Nayan Mani Borah<br>Dr. Rabi Narayan Bastia<br>Mr. Kapil Garg<br>Mr. Brij Mohan Bansal |

xi. Confirmation regarding Independent Directors:

Based on the annual declaration of independence received from the Independent Directors, all the Independent Directors fulfil the conditions specified in the SEBI (LODR) Regulations, 2015 and are independent of the management of the Company.

During the year, Mr. Ashutosh Kumar resigned as Wholetime Director & CEO of the Company w.e.f. June 01, 2023 due to personal reasons.

xii. During the year 2023-24, information as mentioned in Schedule II Part A of the SEBI (LODR) Regulations, 2015 to the extent it is applicable and relevant, has been placed before the Board for its consideration.

xiii. The terms and conditions of appointment of the independent directors are disclosed on the website of the Company at <https://www.asianenergy.com/investor-relations.html#corporate-governance>.

xiv. During the year, one meeting of the Independent Directors was held on January 29, 2024. The Independent Directors, inter-alia, reviewed the performance of non-independent directors, Chairman of the Company and the Board as a whole and assessed the quality, quantity and timeliness of flow of information to the Board for its effective performance of duties.

xv. The Board periodically reviews Compliance Reports in respect of various laws and regulations applicable to the Company.

xvi. The Company has conducted familiarisation programmes for the Independent Directors with regard to their roles, rights and responsibilities as Independent Directors and updated from time to time. The Independent Directors are also regularly briefed about the energy and mineral sectors and Oilfield industry as a whole, nature and scope of the activities of the Company, competition prevailing therein and the Company's future forward looking plans with briefing on

future prospect of the Company. The details of the familiarisation programs held during the year under review have been uploaded in the Corporate Governance section on the website of the Company at <https://www.asianenergy.com/investor-relations.html#corporate-governance>.

xvii. As on March 31, 2024, Mr. Brij Mohan Bansal holds 5,000 (0.012%) equity shares of the Company. No other Director holds any shares in the Company.

### 3. Committees of the Board

#### A. Audit Committee:

i. The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI (LODR) Regulations, 2015, read with Section 177 of the Act.

ii. The terms of reference of the Audit Committee are broadly as under:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommend the appointment, remuneration and terms of appointment of auditors of the Company;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the board for approval.
- Review the management discussion and analysis of financial condition and results of operations, statement of significant related party transactions, internal control weakness as reported by statutory auditors, internal audit reports, appointment, removal and

## REPORT ON CORPORATE GOVERNANCE (Contd.)

- terms of remuneration of internal auditor, statement of deviations.
- Reviewing, with the Management, the quarterly financial statements before submission to the Board for approval.
  - Reviewing, with the Management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
  - Review and monitor the auditors' independence and performance, nature and scope of audit and post-audit discussion on any areas of concern and effectiveness of audit process;
  - Approval or any subsequent modification of transactions of the Company with related parties;
  - Scrutiny of inter-corporate loans and investments;
  - Valuation of undertakings or assets of the Company, wherever it is necessary;
  - Evaluation of internal financial controls and risk management systems;
  - Review with the Management the performance of statutory and internal auditors, adequacy of internal control systems;
  - Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as
- v. The composition of the Audit Committee and the details of meetings attended by its members are given below:

| Sr. No. | Name                  | Category of Director           | Number of meetings during the year 2023-24 |          |
|---------|-----------------------|--------------------------------|--|----------|
|         |                       |                                | Held                                       | Attended |
| 1.      | Mr. Nayan Mani Borah  | Chairman, Independent Director | 4  | 4        |
| 2.      | Mrs. Anusha Mehta     | Independent Director           | 4  | 3        |
| 3.      | Mr. Brij Mohan Bansal | Independent Director           | 4  | 3        |



## REPORT ON CORPORATE GOVERNANCE (Contd.)

- vi. Four Audit Committee meetings were held during the year and the gap between two meetings did not exceed 120 days. The dates on which the said meetings were held are as follows:

May 24, 2023; August 07, 2023; November 06, 2023; and January 29, 2024.

The necessary quorum was present for all the meetings.

### B. Nomination and Remuneration Committee

- i. The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI (LODR) Regulations, 2015, read with Section 178 of the Act.
- ii. The broad terms of reference of the Nomination and Remuneration Committee are as under:
- Recommend to the Board the set up and composition of the Board and its Committees including the "formulation of the criteria for determining qualifications, positive attributes and independence of a director". The Committee will consider periodically reviewing the composition of the Board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
  - Recommend to the Board the appointment or reappointment of directors.
  - Devise a policy on Board diversity.
  - Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.
  - Carry out evaluation of every director's performance and support the board

and independent directors in evaluation of the performance of the board, its committees and individual directors. This shall include "formulation of criteria for evaluation of independent directors and the board".

- Whether to extend or continue the term of appointment of the independent director, based on the report of performance evaluation of independent directors.
- Recommend to the Board the remuneration policy for directors, executive team or key managerial personnel as well as the rest of the employees.
- Oversee familiarization programs for directors.
- On an annual basis, recommend to the Board all remuneration, in whatever form, payable to the directors and senior management and oversee the remuneration to executive team or key managerial personnel of the Company.
- Oversee the human resource philosophy, human resource and people strategy and human resource practices including those for leadership development, rewards and recognition, talent management and succession planning (specifically for the board, key managerial personnel and executive team).
- Provide guidelines for remuneration of directors on material subsidiaries.
- Recommend to the Board on voting pattern for appointment and remuneration of directors on the board of its material subsidiary companies.
- Performing such other duties and responsibilities as may be consistent with the provisions of the Committee charter.

## REPORT ON CORPORATE GOVERNANCE (Contd.)

- iii. The composition of the Nomination and Remuneration Committee and the details of meetings attended by its members are given below:

| Sr. No. | Name                  | Category of Director                   | Number of Meetings during the year 2023-24 |          |
|---------|-----------------------|--|--|----------|
|         |                       |  | Held                                       | Attended |
| 1.      | Mr. Brij Mohan Bansal | Chairman, Independent Director         | 2  | 2        |
| 2.      | Mr. Nayan Mani Borah  | Independent Director                   | 2  | 2        |
| 3.      | Mrs. Anusha Mehta     | Independent Director                   | 2  | 2        |
| 4.      | Mr. Kapil Garg*       | Managing Director                      | 2  | 1        |
| 5.      | Mr. Mukesh Jain**     | Non-executive Non-independent Director | 2  | 1        |

\*Resigned w.e.f. June 01, 2023

\*\* appointed w.e.f. June 01, 2023

During the year, two meetings of the Nomination and Remuneration Committee were held on May 24, 2023 and August 07, 2023.

- iv. The Members at their meeting held on September 27, 2021 and through Postal Ballot passed on March 16, 2024 had approved the Asian Energy Services Limited - Employee Stock Option Plan – 2021 (**"AESL ESOP 2021"**) & Asian Energy Services Limited - Employee Stock Option Plan – 2024 (**"AESL ESOP 2024"**) respectively (**"together referred to as "ESOP Plans"**) authorising grant of not exceeding 3,80,744 (Three Lakh Eighty Thousand Seven Hundred Forty-four) options to the eligible employees under each plan.

Under AESL ESOP 2021, the Company granted 3,80,000 (Three Lakh Eighty Thousand) stock options to the eligible employees during 2022-23. During the financial year under review, 1,09,183 (One Lakh Nine Thousand One Hundred Eighty-Three) stock options were exercised by the eligible employees.

Further, no stock options have been granted under AESL ESOP 2024 to any employee in the financial year ended March 31, 2024.

- v. **Performance Evaluation Criteria for Independent Directors:**

The performance evaluation criteria for Independent Directors is determined by the Nomination and Remuneration Committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of

relationship with stakeholders, integrity and maintenance of confidentiality and independence of behaviour and judgement.

- vi. **Nomination and Remuneration Policy:**

Nomination and Remuneration Policy in the Company is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. Our business model promotes customer focus and requires employee mobility to address project's requirement. The Nomination and Remuneration Policy supports such mobility through pay models that are compliant to local regulations. In each country where the Company operates, the remuneration structure is tailored to the regulations, practices and benchmarks prevalent in the industry. The Nomination and Remuneration Policy is placed on the Company's website at <https://www.asianenergy.com/investor-relations.html#corporate-governance>.

Annual increments are decided by the Board on the basis of the recommendation of the Nomination and Remuneration Committee (NRC) within the salary scale approved by the members of the Company.

During the year 2023-24, the Company paid sitting fees of ₹ 20,000/- per meeting to its non-executive directors for attending meetings of the Board and Audit Committee; ₹ 10,000 per meeting for Nomination & Remuneration Committee and Stakeholders Relationship Committee; and ₹ 5,000/- for all other Committees of the Board except the Borrowing Committee. The Company also reimburses the out-of-pocket expenses

## REPORT ON CORPORATE GOVERNANCE (Contd.)

incurred by the directors for attending the meetings.

### vii. Details of sitting fees for the year ended March 31, 2024:

#### a. Non-Executive Directors:

| Names of Non-Executive Directors | Sitting Fees paid (₹) |
|----------------------------------|-----------------------|
| Mr. Nayan Mani Borah             | 2,45,000              |
| Dr. Rabi Narayan Bastia          | 90,000                |
| Mrs. Anusha Mehta                | 2,35,000              |
| Mr. Mukesh Jain                  | 1,25,000              |
| Mr. Kapil Garg                   | --                    |
| Mr. Brij Mohan Bansal            | 1,85,000              |

During the financial year under report, the Non-Executive Directors had no pecuniary relationship or transactions with the Company except Mr. Mukesh Jain.

Rupees 69,30,000/- was paid to Mr. Mukesh Jain (Non-Executive Director) as compensation for rendering professional services during the reporting period.

#### b. Whole-time Director:

| Name of director and period of appointment                                 | (₹ in lakhs)  |   |
|--|---|---|
|  | Salary, Allowances / Perquisites, Performance Bonus |   |
| Mr. Ashutosh Kumar*<br>Whole-time Director & CEO<br>Financial year 2023-24 |   | — |

\*No data on remuneration has been provided as Mr. Ashutosh Kumar resigned w.e.f. June 01, 2023

#### c. Managing Director:

| Name of director and period of appointment                     | (₹ in lakhs)  |   |
|--|---|---|
|  | Salary, Allowances / Perquisites, Performance Bonus |   |
| Mr. Kapil Garg@<br>Managing Director<br>Financial year 2023-24 |   | — |

@ No data on remuneration has been provided as no remuneration was paid to Mr. Kapil Garg for the financial year 2023-24.

### C. STAKEHOLDERS' RELATIONSHIP COMMITTEE

- i. The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI (LODR) Regulations, 2015 read with section 178 of the Act.
- ii. The broad terms of reference of the Stakeholders' Relationship Committee are as under:
  - Resolve the grievances of security holders of the Company including complaints such as transfer/transmission of shares, non-receipt of notice/annual reports etc. and all other shareholder related matters.
  - Consider and approve issue of share certificates (including issue of renewed or duplicate share certificates), transfer and transmission of securities, etc.
  - Review of measures taken for effective exercise of voting rights by shareholders.
  - Review of adherence to the services standards adopted in respect of various services rendered by the Registrar and Share Transfer Agent and ensure setting of proper controls and oversee performance of the Registrar and Share Transfer Agent and recommends measures for overall improvement in the quality of services to the investors.
  - Review of the measures and initiatives taken by the Company to ensure timely receipt of annual reports, statutory notices, dividend warrants by the shareholders.
- iii. One meeting of the Stakeholders' Relationship Committee was held during the year on January 29, 2024.



## REPORT ON CORPORATE GOVERNANCE (Contd.)

iv. **The composition of the Stakeholders' Relationship Committee and the details of meetings attended by its members are given below:**

| Sr. No. | Name                    | Category of Director                   | Number of Meetings during the year 2023-24 |          |
|---------|-------------------------|--|--|----------|
|         |                         |  | Held                                       | Attended |
| 1.      | Mr. Nayan Mani Borah    | Chairman, Independent Director         | 1  | 1        |
| 2.      | Mr. Mukesh Jain         | Non-Executive Non-Independent Director | 1  | 1        |
| 3.      | Dr. Rabi Narayan Bastia | Non-Executive Non-Independent Director | 1  | 1        |

v. **Name, designation and address of Compliance Officer:**

Ms. Shweta Jain  
 Company Secretary  
 3B, 3rd Floor, Omkar Esquare, Chunabhathi Signal,  
 Eastern Express Highway, Sion (East),  
 Mumbai – 400022 Maharashtra, India  
 Tel. No.: +91-22-42441169  
 Email: secretarial@asianenergy.com

vi. **Details of investor complaints received and redressed during the year 2023-24 are as follows:**

| Opening balance | Received during the year | Resolved during the year | number of complaints not solved to the satisfaction of shareholders | Closing balance |
|-----------------|--------------------------|--------------------------|---|-----------------|
| Nil             | 4                        | 4                        | Nil   | Nil             |

No request for transfer or dematerialization of shares were pending as on March 31, 2024.

**D. Other Committees**

**i. Corporate Social Responsibility (CSR) Committee**

CSR Committee of the Company is constituted in line with the provisions of Section 135 of the Act. Currently the CSR Committee comprises of Mr. N. M. Borah (Chairman), Dr. Rabi Bastia and Mr. Mukesh Jain.

The broad terms of reference of CSR committee are as follows:

- Formulate and recommend to the Board, a Corporate Social Responsibility (CSR) policy;
- Recommend the amount of expenditure to be incurred on the CSR activities;
- Monitor the CSR policy of the Company from time to time;

One meeting of the CSR Committee were held during the financial year 2023-24 on August 07, 2023

The CSR policy of the Company is placed on the website of the Company at <https://www.asianenergy.com/investor-relations.html#corporate-governance>.

**ii. Allotment Committee:**

The Board has delegated powers to allot the shares of the Company to the Allotment Committee of Directors. Currently the Allotment Committee comprises of Mr. Kapil Garg, Dr. Rabi Bastia and Mr. Mukesh Jain.

During the year, three (3) meetings of the Allotment Committee were held on August 21, 2023; September 18, 2023; and March 24, 2024.

**iii. Borrowing Committee:**

The Board has delegated the power to borrow funds /avail various facilities from banks, financial institutions and other persons, firms, bodies corporate not exceeding an aggregate amount of Rs. 200 Crores, to open bank account and change

## REPORT ON CORPORATE GOVERNANCE (Contd.)

operations/ internet banking facilities, to create/ modify mortgage/ pledge/ hypothecation/ security on the present and future moveable, immovable properties, tangible, intangible assets, or the whole of the undertakings of the Company to secure the borrowings to be availed by the Company from banks/ financial institutions and/or any other lender(s), agent(s) or trustee(s) to the Borrowing Committee.

Currently, the Borrowing Committee comprises of Mr. Kapil Garg, Dr. Rabi Bastia and Mr. Mukesh Jain.

Four (4) meetings of the Borrowing Committee were held during the financial

year on July 12, 2023; October 16, 2023; December 22, 2023; and January 16, 2024.

#### iv. ESOP Compensation Committee:

The Board has constituted an ESOP Compensation Committee for granting employees stock options to reward and enable the employees to participate in the future growth of the Company. The ESOP Compensation Committee comprises of Mrs. Anusha Mehta (Chairperson), Mr. Mukesh Jain and Mr. Nayan Mani Borah as members.

Two meetings of the ESOP Compensation Committee were held during the financial year 2023-24 on May 24, 2023; and January 29, 2024.

## 4. GENERAL BODY MEETINGS

### a) Particulars of AGM / EGM for the last three years:

The details of the last three Annual General Meetings/ Extra Ordinary General Meetings are as follows:

| AGM for the financial year ended | Day, Date & Time of AGM                    | Place of AGM   | Special Resolutions passed  |
|----------------------------------|--|--|---|
| 31-03-2023                       | Thursday, September 28, 2023 at 11.00 a.m. | Through Video Conferencing ("VC")/Other Audio-Visual Mode ("OAVM").<br>3B, 3rd Floor, Omkar Esquare, Chunabhatti Signal, Eastern Express Highway, Sion (East), Mumbai-400022 | 1) Amendment in Asian Energy Services Limited – Employee Stock Option Plan ("AESL ESOP 2021).                                     |
| 31-03-2022                       | Tuesday, September 27, 2022 at 11.00 a.m.  | Through Video Conferencing ("VC")/Other Audio-Visual Mode ("OAVM").<br>3B, 3rd Floor, Omkar Esquare, Chunabhatti Signal, Eastern Express Highway, Sion (East), Mumbai-400022 | 1) To approve revision in remuneration structure of Mr. Ashutosh Kumar (DIN: 06918508), Whole Time Director & CEO of the Company. |

## REPORT ON CORPORATE GOVERNANCE (Contd.)

| AGM for the financial year ended | Day, Date & Time of AGM                  | Place of AGM   | Special Resolutions passed   |
|----------------------------------|--|--|--|
| 31-03-2021                       | Monday, September 27, 2021 at 11.00 a.m. | Through Video Conferencing ("VC")/Other Audio-Visual Mode ("OAVM").<br>3B, 3rd Floor, Omkar Esquare, Chunabhatti Signal, Eastern Express Highway, Sion (East), Mumbai-400022 | <ol style="list-style-type: none"> <li>1) To re-appoint Mr. Ashutosh Kumar (DIN 06918508) as the Whole Time Director of the Company</li> <li>2) To re-appoint Mrs. Anusha Mehta (DIN 07648883) as an Independent Director of the Company</li> <li>3) To approve contract/ arrangement for material related party transactions with related party</li> <li>4) To approve provisions of money to the Asian Oilfield Services Limited Employees Welfare Trust ("ESOP Trust") by the Company for purchase of its own shares for Asian Energy Services Limited - Employee Stock Option Plan 2021 ("AESL ESOP 2021")</li> <li>5) To approve extension of Asian Energy Services Limited - Employee Stock Option Plan 2021 ("AESL ESOP 2021") to the employees of group company including existing and future subsidiary company(ies), of associate company and of holding company, whether in India or outside India</li> <li>6) To approve Implementation of Asian Energy Services Limited - Employee Stock Option Plan 2021 ("AESL ESOP 2021") through Trust route</li> <li>7) To approve acquisition of equity shares from secondary market through Trust route for implementation of Asian Energy Services Limited - Employee Stock Option Plan 2021 ("AESL ESOP 2021")</li> <li>8) Approval of provisions of money to the Asian Oilfield Services Limited Employees Welfare Trust ("ESOP Trust") by the Company for purchase of its own shares for Asian Energy Services Limited - Employee Stock Option Plan 2021 ("AESL ESOP 2021")</li> </ol> |

All the resolutions including special resolutions set out in the respective notices calling the AGM / EGM were passed by the shareholders with requisite majority.



## REPORT ON CORPORATE GOVERNANCE (Contd.)

### b) Postal Ballot:

During the financial year, the following special resolutions were passed by the shareholders by the requisite majority by way of postal ballot through e-voting:

| <b>Date of postal ballot notice</b> | <b>Resolution(s) passed</b>   | <b>Approval Date</b> | <b>Scrutinizer</b>  | <b>Link for postal ballot notice and results</b>  |
|-------------------------------------|---|----------------------|---|---|
| 30.06.2023                          | Issue of Convertible Equity warrants, convertible into equity shares on preferential basis to promoter and certain identified non-promoter persons / entities   | July 30, 2023        | Mr. Hemanshu Kapadia, proprietor, Hemanshu Kapadia & Associates, Practicing Company Secretary or failing him Mrs. Pooja Jain, Partner, VPP & Associates, Practicing Company Secretary | <a href="https://www.asianenergy.com/investor-relations.html#company-announcements">https://www.asianenergy.com/investor-relations.html#company-announcements</a> |
| 30.06.2023                          | Re-designation of Mr. Kapil Garg (DIN: 01360843) as Managing Director of the Company.   | July 30, 2023        | Mr. Hemanshu Kapadia, proprietor, Hemanshu Kapadia & Associates, Practicing Company Secretary or failing him Mrs. Pooja Jain, Partner, VPP & Associates, Practicing Company Secretary | <a href="https://www.asianenergy.com/investor-relations.html#company-announcements">https://www.asianenergy.com/investor-relations.html#company-announcements</a> |
| 09.02.2024                          | Approval of Asian Energy Services Limited - Employee Stock Option Plan 2024 ("AESL ESOP 2024")  | March 16, 2024       | Mr. Hemanshu Kapadia, proprietor, Hemanshu Kapadia & Associates, Practicing Company Secretary or failing him Mrs. Pooja Jain, Partner, VPP & Associates, Practicing Company Secretary | <a href="https://www.asianenergy.com/investor-relations.html#company-announcements">https://www.asianenergy.com/investor-relations.html#company-announcements</a> |
| 09.02.2024                          | Approval for extension of Asian Energy Services Limited - Employee Stock Option Plan 2024 ("AESL ESOP 2024") to the employees of group company including existing and future subsidiary company(ies), of associate company and of holding company, whether in India or outside India. | March 16, 2024       | Mr. Hemanshu Kapadia, proprietor, Hemanshu Kapadia & Associates, Practicing Company Secretary or failing him Mrs. Pooja Jain, Partner, VPP & Associates, Practicing Company Secretary | <a href="https://www.asianenergy.com/investor-relations.html#company-announcements">https://www.asianenergy.com/investor-relations.html#company-announcements</a> |

#### **Procedure for postal ballot:**

The postal ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, read with the Rules framed thereunder and applicable circulars issued by the Ministry of Corporate Affairs from time to time.

#### **Details of special resolution proposed to be transacted through postal ballot**

None of the businesses proposed to be transacted at the ensuing AGM requires passing of a special resolution through postal ballot.

## REPORT ON CORPORATE GOVERNANCE (Contd.)

### 5. OTHER DISCLOSURES:

#### i. Related Party transactions:

There have been no materially significant related party transactions of the Company which have potential conflict with the interests of the Company at large. The Company has formulated a Related Party Transactions Policy and the same is displayed on the Company's website at <https://www.asianenergy.com/investor-relations.html#corporate-governance>.

Transactions with the related parties are disclosed in the notes to the accounts forming part of this Annual Report.

- ii. Details of non-compliance by the Company, penalties, strictures imposed on the Company by the Stock Exchange or the Securities and Exchange Board of India or any statutory authority, on any matter related to capital markets, during the last three years 2023-24, 2022-23 and 2021-22 respectively:

During the financial years 2023-24, 2022-23 and 2021-22, there were no instances of non-compliance, penalties, strictures imposed on the Company by the Stock Exchanges, SEBI or any statutory authority, on any matter related to capital markets.

- iii. The Company has adopted a whistle blower policy and has established the necessary vigil mechanism for employees and directors to report concerns about unethical behaviour. No person has been denied access to the Chairman of the Audit Committee. The said policy has been also put up on the website of the Company at <https://www.asianenergy.com/investor-relations.html#corporate-governance>.
- iv. The Company is in compliance with all the mandatory requirements of Regulations 17 to 27 of SEBI (LODR) Regulations, 2015.
- v. The Company has also adopted Policy for determining 'material' subsidiaries for Disclosures (Policy for determining Material Subsidiaries) and Policy for Preservation of Documents (Policy for preservation of documents).
- vi. The Company has adequate risk assessment and minimization system in place. The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out.

#### vii. Reconciliation of Share Capital Audit:

A qualified Practicing Company Secretary carries out the Reconciliation of Share Capital Audit as mandated by SEBI and reports on the reconciliation of total issued and listed Capital with that of total share capital admitted / held in dematerialized form with NSDL and CDSL and those held in physical form. This audit is carried out on quarterly basis and the report thereof is submitted to the Stock Exchanges, where the Company's shares are listed.

- viii. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) –

During the year 2023-24, the Company had raised funds through issue of 67,00,000 Convertible Warrants via preferential allotment at issue price of Rs. 127.50. The Company will receive a total sum of ₹85,42,50,000/- (Rupees Eighty-five Crores Forty-two Lakhs Fifty Thousand Only) on application and pursuant to conversion of the entire convertible warrants into equity shares.

Out of the above, the Company has received ₹48,60,93,750/- (Rupees Forty-eight Crores Sixty Lakhs Ninety-three Thousand Seven Hundred Fifty Only) towards application money and upon conversion of 28,50,000 warrants into equity shares. The pending amount will be realized on conversion of balance 38,50,000 convertible warrants.

The use/ application of proceeds/funds raised from the preferential issue are reviewed by Audit Committee as part of quarterly review of financial results and the details are also filed with the Stock Exchanges on a quarterly basis, pursuant to Regulation 32 of the SEBI Listing Regulations.

During the year under review, the Company has fully utilized ₹48,60,93,750/- (Rupees Forty-eight Crores Sixty Lakhs Ninety-three Thousand Seven Hundred Fifty Only) received during the Financial Year.

- ix. A certificate from a Company Secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority.

## REPORT ON CORPORATE GOVERNANCE (Contd.)

The Certificate of Company Secretary in Practice is annexed herewith as a part of the report.

- x. Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year - **Not Applicable**
- xi. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

Details relating to fees paid to the Statutory Auditors are given in Note 35 to the Standalone Financial Statements.

- xii. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

- a. Reporting of Internal Auditor - In accordance with the provisions of Section 138 of the Companies Act, 2013, the Company has appointed an Internal Auditor who reports to the Audit Committee. Quarterly internal audit reports are submitted to the Audit Committee which reviews the audit reports and suggests necessary action.

The disclosures for the 2023-24 are as under: -

|  |     |
|--|-----|
| Number of complaints filed during the FY             | Nil |
| Number of complaints disposed of during the FY       | Nil |
| Number of complaints pending as on the end of the FY | Nil |

- xiii. There are no shares in demat suspense account/unclaimed suspense account as on end of the reporting period. However, Suspense Escrow Demat Account was opened after March 31, 2024 for holding unclaimed shares arising in the process of dematerialization of the Company shares.

- xiv. Details of adoption of non-mandatory (discretionary) requirements:

The status of compliance with the non-mandatory requirements of the SEBI (LODR) Regulations, 2015 is provided below:

### The disclosure of the compliance with Corporate Governance requirements specified in Regulation 17 to 27 and Regulation 46(2)

| Sr. No. | Particulars        | Regulations | Brief Descriptions of the Regulations  | Compliance Status (Yes/No/N.A.) |
|---------|--------------------|-------------|--|---------------------------------|
| 1       | Board of Directors | 17(1)       | Board composition  | Yes                             |
|         |                    | 17(2)       | Meeting of Board of directors  | Yes                             |
|         |                    | 17(3)       | Review of Compliance Reports   | Yes                             |
|         |                    | 17(4)       | Plans for orderly succession for appointments  | Yes                             |
|         |                    | 17(5)       | Code of Conduct for the Board members and senior management                                  | Yes                             |
|         |                    | 17(6)       | Fees/compensation to non-executive directors   | Yes                             |
|         |                    | 17(7)       | Minimum Information to be placed before the Board  | Yes                             |
|         |                    | 17(8)       | Compliance Certificate by the CEO & CFO  | Yes                             |
|         |                    | 17(9)       | Risk assessment and minimization procedures  | Yes                             |
|         |                    | 17(10)      | Performance Evaluation of Independent Directors  | Yes                             |
|         |                    | 17(11)      | Recommendation of the Board to the shareholders for each Special Business at General Meeting | Yes                             |
| 2       | Audit Committee    | 17A         | Maximum number of Directorships  | Yes                             |
|         |                    | 18(1)       | Composition of Audit Committee   | Yes                             |
|         |                    | 18(2)       | Meeting of Audit Committee   | Yes                             |
|         |                    | 18(3)       | Role of the Committee and Review of information by the Committee                             | Yes                             |

**REPORT ON CORPORATE GOVERNANCE (Contd.)**

| <b>Sr. No.</b> | <b>Particulars</b>  | <b>Regulations</b>      | <b>Brief Descriptions of the Regulations</b>   | <b>Compliance Status (Yes/No/N.A.)</b> |
|----------------|---|-------------------------|--|--|
| 3              | Nomination and Remuneration Committee                       | 19(1) & (2)             | Composition of Nomination and Remuneration Committee   | Yes                                    |
|                |   | 19(3)                   | Presence of the Chairman of the Committee at the Annual General Meeting  | Yes                                    |
|                |   | 19(3A)                  | Meeting of the Committee   | Yes                                    |
|                |   | 19(4)                   | Role of the Committee  | Yes                                    |
| 4              | Stakeholders Relationship Committee                         | 20(1), (2) & (3)        | Composition of Stakeholder Relationship Committee  | Yes                                    |
|                |   | 20(3A)                  | Meeting of the Committee   | Yes                                    |
|                |   | 20(4)                   | Role of the Committee  | Yes                                    |
| 5              | Risk Management Committee                                   | 21(1), (2) & (3)        | Composition of Risk Management Committee   | N.A.                                   |
|                |   | 21(4)                   | Role of the Committee  | N.A.                                   |
| 6              | Vigil Mechanism   | 22(1) & (2)             | Formulation of Vigil Mechanism for Directors and Employee  | Yes                                    |
| 7              | Related Party Transaction                                   | 23(1), (5), (6) & (8)   | Policy and compliances for Related Party Transaction   | Yes                                    |
|                |   | 23(2) & (3)             | Prior approval including omnibus approval of Audit Committee for all Related Party Transactions and review of transaction by the Committee | Yes                                    |
|                |   | 23(4)                   | Prior approval for Material Related Party Transactions and subsequent Material Modifications thereof.                                      | Yes                                    |
|                |   | 23(5)                   | Non-applicability of Regulations 23(2), (3) & (4)  | Yes                                    |
|                |   | 23(9)                   | Disclosures of related party transactions to the stock exchanges.  | Yes                                    |
| 8              | Secretarial Audit and Secretarial Compliance Report         | 24A                     | Submission of Secretarial Compliance Report and Secretarial Audit Report.  | Yes                                    |
| 9              | Subsidiaries of the Company                                 | 24(1)                   | Composition of Board of Directors of Unlisted Material Subsidiary  | Yes                                    |
|                |   | 24(2),(3),(4),(5) & (6) | Other Corporate Governance requirements with respect to Subsidiary including Material Subsidiary of listed entity                          | Yes                                    |
| 10             | Obligations with respect to Independent Directors           | 25(1)&(2)               | Maximum Directorship & Tenure  | Yes                                    |
|                |   | 25(3)                   | Meeting of Independent Directors   | Yes                                    |
|                |   | 25(4)                   | Review of Performance by the Independent Directors   | Yes                                    |
|                |   | 25(7)                   | Familiarization of Independent Directors   | Yes                                    |
|                |   | 25(8)                   | Declaration by Independent Director  | Yes                                    |
| 11             | Obligations with respect to Directors and Senior Management | 26(1)&(2)               | Memberships & Chairmanship in Committees   | Yes                                    |
|                |   | 26(3)                   | Affirmation with compliance to code of conduct from members of the Board and Senior Management Personnel                                   | Yes                                    |
|                |   | 26(5)                   | Disclosures by Senior Management about potential conflicts of Interest   | Yes                                    |



## REPORT ON CORPORATE GOVERNANCE (Contd.)

| Sr. No. | Particulars                             | Regulations | Brief Descriptions of the Regulations                                   | Compliance Status (Yes/No/N.A.) |
|---------|---|-------------|---|---------------------------------|
| 12      | Other Corporate Governance Requirements | 27(1)       | Compliance of Discretionary Requirements                                | Yes                             |
|         |   | 27(2)       | Filing of Quarterly Compliance Report on Corporate Governance           | Yes                             |
| 13      | Disclosures on Website of the Company   | 46(2)(b)    | Terms and conditions of appointment of Independent Directors            | Yes                             |
|         |   | 46(2)(c)    | Composition of various committees of Board of Directors                 | Yes                             |
|         |   | 46(2)(d)    | Code of Conduct of Board of Directors and Senior Management Personnel   | Yes                             |
|         |   | 46(2)(e)    | Details of establishment of Vigil Mechanism / Whistle Blower policy     | Yes                             |
|         |   | 46(2)(f)    | Criteria of making payments to Non-Executive Directors                  | N.A.                            |
|         |   | 46(2)(g)    | Policy on dealing with Related Party Transactions                       | Yes                             |
|         |   | 46(2)(h)    | Policy for determining Material Subsidiaries                            | Yes                             |
|         |   | 46(2)(i)    | Details of familiarization programmes imparted to Independent Directors | Yes                             |

### 6. SUBSIDIARY COMPANIES:

The Audit Committee reviews the consolidated financial statements of the Company and the investments made by its unlisted subsidiary companies. The minutes of the board meetings along with a report on significant developments of the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company.

The Company does not have any material subsidiary for the reporting period.

### 7. MEANS OF COMMUNICATION:

The quarterly, half-yearly and annual results of the Company are normally published in Financial Express, national daily newspaper in English and Loksatta, regional daily newspaper in Marathi. The financial results are also displayed on the Company's website viz. [www.asianenergy.com](http://www.asianenergy.com) and posted on the BSE Corporate Compliance & Listing Centre (the Listing Centre) & National Stock Exchange of India Limited (Listing Department). Official news releases and presentations made to Institutional Investors and Analysts are posted on the Company's website.

### 8. GENERAL SHAREHOLDER INFORMATION

#### i. Annual General Meeting:

##### Date and Time

: Wednesday, September 25, 2024 at 11.00 a.m.

##### Venue

: Meeting is being conducted through VC/OAVM pursuant to the MCA Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09-2023 dated September 25, 2023 (collectively referred to as "MCA Circulars").

#### ii. Financial Calendar

: April to March

#### iii. Date of book closure

: Wednesday, September 19, 2024 to Wednesday, September 25, 2024 (both days inclusive)

#### iv. Dividend payment date

: Not applicable

#### v. Listing on Stock Exchange

: **BSE Limited**

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001

#### **National Stock Exchange of India Limited (NSE)**

Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051

## REPORT ON CORPORATE GOVERNANCE (Contd.)

- vi. **Stock Code on BSE Limited** : 530355
- vii. **Trading Symbol on NSE** ASIANENE  
Annual listing fees for the financial year 2024-25 has been paid to both the stock exchanges i.e. BSE and NSE.
- vii. **ISIN Code in NSDL and CDSL for Equity Shares** : INE276G01015
- viii. **Corporate Identity Number (CIN) of the Company** : L23200MH1992PLC318353

### 9. MARKET PRICE DATA:

High, low (based on daily closing prices) and number of equity shares traded during each month in the year 2023-24 on BSE & NSE:

| Month & Year   | BSE            |               |                                    | NSE            |               |                                    |
|----------------|----------------|---------------|------------------------------------|----------------|---------------|------------------------------------|
|                | High Price (₹) | Low Price (₹) | Total No. of Shares traded (lakhs) | High Price (₹) | Low Price (₹) | Total No. of Shares traded (lakhs) |
| April 2023     | 115.30         | 90.55         | 1.84                               | 115.85         | 90.00         | 6.72                               |
| May 2023       | 106.00         | 90.50         | 1.94                               | 106.30         | 89.90         | 12.49                              |
| June 2023      | 144.10         | 102.70        | 2.61                               | 144.75         | 102.30        | 27.55                              |
| July 2023      | 151.30         | 128.40        | 0.45                               | 151.85         | 124.00        | 3.46                               |
| August 2023    | 150.00         | 120.25        | 3.64                               | 152.00         | 119.05        | 13.14                              |
| September 2023 | 186.95         | 136.00        | 7.98                               | 187.00         | 141.00        | 16.48                              |
| October 2023   | 208.50         | 175.60        | 3.32                               | 208.50         | 173.35        | 24.67                              |
| November 2023  | 208.75         | 168.50        | 4.48                               | 208.00         | 168.60        | 18.53                              |
| December 2023  | 297.00         | 209.10        | 12.99                              | 297.00         | 207.10        | 46.68                              |
| January 2024   | 344.50         | 258.30        | 3.45                               | 344.25         | 257.90        | 18.03                              |
| February 2024  | 332.25         | 283.05        | 2.49                               | 335.95         | 280.55        | 13.15                              |
| March 2024     | 313.00         | 229.70        | 1.67                               | 303.05         | 230.25        | 11.06                              |

### 10. REGISTRAR AND SHARE TRANSFER AGENT:

Link Intime India Private Limited.  
C 101, 247 Park, L.B.S. Marg,  
Vikhroli (West), Mumbai – 400083,  
Maharashtra, India  
Phone No. 022 - 4918 6000  
E-mail: mumbai@linkintime.co.in  
Website: www.linkintime.co.in

### 11. SHARE TRANSFER SYSTEM:

As on March 31, 2024, 98.54% of the equity shares of the Company are in electronic form. Transfers of these shares are done through the depositories with no involvement of the Company. The shares of the Company can be held in physical form however as per SEBI Notification dated June 08, 2018, with effect from April 01, 2019 the shares can be transferred in demat form only.

REPORT ON CORPORATE GOVERNANCE (Contd.)

**12. SHAREHOLDING AS ON MARCH 31, 2024:**

**a. Distribution of equity shareholding as on March 31, 2024:**

| No. of Shares   | No. of Share holders | Percentage to shareholders | Total No. of Shares | Percentage to Capital |
|-----------------|----------------------|----------------------------|---------------------|-----------------------|
| Up to – 500     | 14719                | 87.8379                    | 1693889             | 4.1391                |
| 501 - 1000      | 957                  | 5.711                      | 777198              | 1.8991                |
| 1001 – 2000     | 412                  | 2.4587                     | 633112              | 1.5470                |
| 2001 – 3000     | 174                  | 1.0384                     | 451242              | 1.1026                |
| 3001 – 4000     | 84                   | 0.5013                     | 303266              | 0.7410                |
| 4001 - 5000     | 82                   | 0.4893                     | 394797              | 0.9647                |
| 5001 - 10000    | 154                  | 0.919                      | 1175697             | 2.8728                |
| 10001 and above | 175                  | 1.0443                     | 35495243            | 86.7336               |
| <b>Total</b>    | <b>16757</b>         | <b>100</b>                 | <b>40924444</b>     | <b>100</b>            |

**b. Categories of equity shareholders as on March 31, 2024:**

| Category                                  | No. of Shares      | % of Total Capital |
|---|--------------------|--------------------|
| <b>A. Promoters Holding</b>               |                    |                    |
| a. Indian Promoters (PAC)                 | 23949861           | 58.5221            |
| b. Foreign Promoter                       | --                 | --                 |
| <b>B. Non Promoters Holding</b>           |                    |                    |
| a. Mutual Funds                           | --                 | --                 |
| b. Foreign Portfolio Investors            | 1748109            | 4.2715             |
| c. Bodies Corporate (including LLPs)      | 4948258            | 12.09              |
| d. Indian Public                          | 9065242            | 22.15              |
| e. Clearing Members                       | 160                | 0.0004             |
| f. Non Residents Indians                  | 376743             | 0.92               |
| g. Director or Director's Relative        | 5000               | 0.01               |
| h. HUF                                    | 547593             | 1.34               |
| i. Key Managerial Personnel               | 11917              | 0.03               |
| <b>C. Non-Promoter Non-Public Holding</b> |                    |                    |
| a. Employee Benefit Trust                 | 271561             | 0.66               |
| <b>Total</b>                              | <b>4,09,24,444</b> | <b>100.00</b>      |

**c. Dematerialization of shares and liquidity:**

The Company's shares are compulsorily traded in dematerialized form and are available for trading on both the depositories, viz. National Securities Depository Limited. (NSDL) and Central Depository Services (India) Limited. (CDSL).

## REPORT ON CORPORATE GOVERNANCE (Contd.)

Percentage of shares held in physical and dematerialized form as on March 31, 2024:

| Sr. No.      | Electronic / Physical | Mode of Holding % |
|--------------|-----------------------|-------------------|
| 1.           | NSDL                  | 16.98             |
| 2.           | CDSL                  | 81.56             |
| 3.           | Physical              | 1.46              |
| <b>Total</b> |                       | <b>100.00</b>     |

**d. The Company has not issued any GDRs / ADRs or any convertible instrument.**

**e. Plant locations: The Company has no plant.**

**f. Address for Correspondence**

| <b>Link Intime India Pvt. Ltd.</b>  | <b>Secretarial Dept.</b>  |
|---|---|
| Unit : Asian Energy Services Limited<br>C 101, 247 Park, L.B.S. Marg,<br>Vikhroli (West), Mumbai – 400083<br>Maharashtra, India<br>Phone No. 022 - 4918 6000<br>E-mail: mumbai@linkintime.co.in | Asian Energy Services Ltd.<br>3B, 3rd Floor, Omkar Esquare,<br>Chunabhatti Signal, Eastern Express Highway, Sion<br>(East), Mumbai – 400022<br>Maharashtra, India<br>Phone No. +91-22-4244-1100<br>Email: secretarial@asianenergy.com |

**g.** During the year under review, India Ratings and Research (Ind-Ra) affirmed Asian Energy Services Limited's (AESL) Long-Term Issuer Rating to 'IND BBB-' from 'IND BBB'. The Outlook was revised from stable to Negative.

**On behalf of the Board of Directors of  
Asian Energy Services Limited**

**Nayan Mani Borah**  
Chairman  
DIN 00489006

Place: Mumbai  
Date: August 12, 2024

### **DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has in respect of the year ended March 31, 2024, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

**Kapil Garg**  
Managing Director  
DIN: 01360843

Place: Mumbai  
Date: May 3, 2024



REPORT ON CORPORATE GOVERNANCE (Contd.)

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(Pursuant to Regulation 34(3) and Schedule V, Para C, Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members

**ASIAN ENERGY SERVICES LIMITED**

3B, 3rd Floor, Omkar Esquare,  
Chunabhathi Signal, Eastern Express Highway,  
Sion (East), Mumbai 400022.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **ASIAN ENERGY SERVICES LIMITED** having CIN L23200MH1992PLC318353 and having registered office at 3B, 3rd Floor, Omkar Esquare, Chunabhathi Signal, Eastern Express Highway, Sion (East), Mumbai 400022 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V, Para-C, Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **March 31, 2024** have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

| S r .<br>No. | Name of Director        | DIN      | Date of appointment in Company |
|--------------|-------------------------|----------|--------------------------------|
| 1            | Mr. Brij Mohan Bansal   | 00261063 | 12/02/2021                     |
| 2            | Mr. Rabi Narayan Bastia | 05233577 | 04/03/2013                     |
| 3            | Ms. Anusha Mehta        | 07648883 | 03/11/2016                     |
| 4            | Mr. Nayan Mani Borah    | 00489006 | 19/03/2019                     |
| 5            | Mr. Mukesh Jain         | 01316027 | 29/05/2019                     |
| 6            | Mr. Kapil Garg          | 01360843 | 07/07/2020                     |

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

For **Hemanshu Kapadia & Associates**  
Practicing Company Secretaries

**Hemanshu Kapadia**  
Proprietor

C.P. No.: 2285; Mem. No.: F3477  
UDIN: F003477F000956761  
PR no. 1620/2021

Place: Mumbai

Date: August 12, 2024

# MD & CFO CERTIFICATION

To,  
**The Board of Directors of  
Asian Energy Services Limited  
(CIN: L23200MH1992PLC318353)**

We hereby certify that:

- A. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2024 and that to the best of our knowledge and belief;
- 1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - 2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. No transaction is entered into by the Company during the year which is fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
- 1) significant changes in internal control over financial reporting during the year;
  - 2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - 3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For **Asian Energy Services Limited**

Place: Mumbai  
Date: May 3, 2024

**Kapil Garg**  
Managing Director  
(DIN: 01360843)

**Nirav Talati**  
Chief Financial Officer

# COMPLIANCE CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To the Members of **ASIAN ENERGY SERVICES LIMITED**

We have examined the compliance of conditions of Corporate Governance, as stipulated in Regulations 17 to 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'] by **ASIAN ENERGY SERVICES LIMITED** ("the Company") for the financial year ended **March 31, 2024**.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of Corporate Governance as stipulated under the above mentioned Listing Regulations, as applicable. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated under the Listing Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **Hemanshu Kapadia & Associates**  
Practicing Company Secretaries

**Hemanshu Kapadia**

Proprietor

C.P. No.:2285; Mem. No.:F3477

UDIN:F003477F000956715

P/R no:1620/2021

Place: Mumbai

Date: August 12, 2024

# INDEPENDENT AUDITOR'S REPORT

## TO THE MEMBERS OF ASIAN ENERGY SERVICES LIMITED

### Report on the Audit of the Standalone Financial Statements

#### Opinion

- We have audited the accompanying standalone financial statements of **Asian Energy Services Limited** ('the Company'), which comprise the Balance Sheet as at **31 March 2024**, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.
- In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.
- We have determined the matters described below to be the key audit matters to be communicated in our report.

#### Basis for Opinion

- We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics issued by the ICAI. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

- Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

| Key audit matter   | How our audit addressed the key audit matter   |
|--|--|
| <p><b>(i) Revenue recognition</b></p> <p>Revenue for the Company consists primarily of oilfield and related services provided in the energy sector and sale of crude oil.</p> <p>Refer Note 28 and Note 50 to the accompanying standalone financial statements for details of revenue recorded during the current year and Note 1(b) for the related accounting policies.</p> <p>Ind AS 115, Revenue from Contracts with Customers, ('Ind AS 115') requires management to make certain key judgments relating to identifying contracts with customers, performance obligations involved in contracts and revisions thereto, determining transaction price which involves variable consideration elements including estimation of levy of liquidated damages or penalty or warranty claims by its customers, allocation of the transaction price to such performance obligations and satisfaction of performance obligations.</p> | <p>Our audit procedures around revenue recognition included, but were not restricted to, the following:</p> <ol style="list-style-type: none"> <li>Obtained the understanding of the revenue and receivable business process and assessed the appropriateness of the accounting policy adopted by the Company for revenue recognition in accordance with Ind AS 115;</li> <li>Evaluated the design and tested the operating effectiveness of the key internal financial controls around revenue recognition including controls around contract approvals, invoice approval, determining the amount of variable consideration, estimation of budgeted contract costs and recording of receipt;</li> <li>Performed substantive testing by selecting a sample of continuing and new contracts entered with customers during the year and performed following procedures:                     <ol style="list-style-type: none"> <li>Analyzed the contracts and identified distinct performance obligations in such contracts.</li> <li>Compared these performance obligations with those identified and recorded by the Company.</li> </ol> </li> </ol> |



## INDEPENDENT AUDITOR'S REPORT (Contd.)

| Key audit matter   | How our audit addressed the key audit matter  |
|--|---|
| <p>We have identified recognition of revenue as key audit matter for the current year audit considering:</p> <ul style="list-style-type: none"> <li>- Significance of management judgement and estimate involved as mentioned above, and the materiality of amounts involved; and</li> <li>- Significant auditor attention required to audit revenue recognised during the year which has been identified as a significant risk as per the requirements of Standards of Auditing.</li> </ul>   | <ul style="list-style-type: none"> <li>iii. Considered the terms of the contracts to determine the transaction price and any variable consideration elements including levy of liquidated damages, penalty and warranty claims;</li> <li>d) Reviewed the allowance/ provision for expected liquidated damages, penalty and warranty obligation created by the management on the invoicing done for the various projects from time-to-time, where contract milestones were not met;</li> <li>e) Performed test of details on a sample of revenue transactions recorded during the year, including specific periods before and after the year-end. For the samples selected, inspected supporting documents, including contracts and related amendments for revisions to performance obligations or price terms, daily progress reports, invoices and delivery documents to ensure that the correct amount of revenue is recorded in the correct period; and</li> <li>f) Evaluated the appropriateness and adequacy of the disclosures made in the financial statements for revenue recognized during the year in accordance with applicable accounting standards.</li> </ul>   |
| <p><b>(ii) Acquisition of a Participating Interest in an oilfield</b></p> <p>Refer Note 1(p) for accounting policy and Note 55 for relevant disclosure in the accompanying standalone financial statements.</p> <p>During the current year, pursuant to a farmout agreement and a joint operating agreement, the Company has acquired 50% Participating Interest ('PI') in an oilfield situated in Gujarat for a purchase consideration of INR 1,770 lakhs. The acquisition of such PI in an oilfield has been accounted for as a business combination using acquisition method in accordance with Ind AS 103 – Business Combinations ('Ind AS 103').</p> <p>In accordance with the requirement of Ind AS 103, the identified asset has been recognized at fair value and the excess of the fair value of the identified assets acquired over the consideration paid is recognised as capital reserve amounting to INR 411.00 lakhs.</p> <p>Accounting for this acquisition involved significant judgements to determine whether such acquisition of PI in an oilfield constitute a business in accordance with Ind AS 103. Further, the management involved an independent valuation expert to determine the fair value of the PI in the oil field acquired using discounted cash flow valuation model which required significant estimates and judgements such as future projection and discount rate, for valuation of identified assets i.e., oil asset.</p> | <p>Our audit procedures around acquisition of Participatory Interest in an oilfield included, but were not restricted to, the following:</p> <ul style="list-style-type: none"> <li>a) Obtained an understanding of the key terms and conditions of the relevant agreements entered into by the Company with respect to acquisition of PI in an oilfield;</li> <li>b) Assessed appropriateness of the accounting policy adopted by the Company for the business combination in terms of the requirements of Ind AS 103;</li> <li>c) Assessed management's judgement applied in determining whether such acquisition constitute a business in accordance with Ind AS 103;</li> <li>d) Evaluated the design and tested the operating effectiveness of the key controls around business combination accounting and the fair valuation exercise performed by management; and</li> <li>e) Assessed the Company's determination of fair value of asset acquired by performing following procedures: <ul style="list-style-type: none"> <li>i) Obtained the valuation report prepared by the management's valuation expert and ensured mathematical accuracy of the workings.</li> <li>ii) Evaluated the competence and objectivity of the management's expert.</li> </ul> </li> </ul> |

## INDEPENDENT AUDITOR'S REPORT (Contd.)

| Key audit matter   | How our audit addressed the key audit matter   |
|--|--|
| <p>Considering the significance of the amount, and significance of management judgements involved, we have considered accounting for acquisition of a participating interest in the said oilfield to be a key audit matter for the current year audit.</p> | <p>iii) Involved auditor's valuation expert in assessing appropriateness of the valuation methodology and key valuation assumptions used by the management's expert to compute the fair value of the asset acquired.</p> <p>iv) Traced the future projections used by the management to the approved business plans; and</p> <p>f) Evaluated the appropriateness and adequacy of disclosures made by the Company in accordance with the applicable accounting standards.</p> |

### Information other than the Financial Statements and Auditor's Report thereon

6. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Management discussion and Analysis Report and Director's Report, but does not include the standalone financial statements and our auditor's report thereon. The Management Discussion and Analysis Report and Director's Report are expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

### Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

7. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone 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 specified under section

133 of the Act 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

10. 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 Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or

## INDEPENDENT AUDITOR'S REPORT (Contd.)

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.

11. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
  - Conclude on the appropriateness of Board of Directors' 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; and
  - 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.

12. 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.
13. 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.
14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

15. As required by section 197(16) of the Act, based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
16. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
17. Further to our comments in **Annexure A**, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as

## INDEPENDENT AUDITOR'S REPORT (Contd.)

- it appears from our examination of those books except for the matter stated in paragraph 17(h) (vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
- c) The standalone financial statements dealt with by this report are in agreement with the books of account;
  - d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
  - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act;
  - f) The qualification relating to the maintenance of accounts and other matters connected therewith is as stated in paragraph 17(b) above on reporting under section 143(3)(b) of the Act and paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
  - g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2024 and the operating effectiveness of such controls, refer to our separate report in **Annexure B**, wherein we have expressed an unmodified opinion; and
  - 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, as detailed in Note 38 to the accompanying standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2024;
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024;
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2024.;
    - iv.
      - a. The management has represented that, to the best of its knowledge and belief, as disclosed in Note 53(v) to the accompanying standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the 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 ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
      - b. The management has represented that, to the best of its knowledge and belief, as disclosed in Note 53(vi) to the accompanying standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party



INDEPENDENT AUDITOR'S REPORT (Contd.)

- (‘Ultimate Beneficiaries’) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
  - v. The Company has not declared or paid any dividend during the year ended 31 March 2024; and
  - vi. As stated in Note 57 to the accompanying standalone financial statements and based on our examination which included test checks, except for the instance mentioned below, the Company, in respect of financial year commencing on 01 April 2023, has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year, for all relevant transactions recorded in the software. Further, during the course of our

audit we did not come across any instance of audit trail feature being tampered with.

| Nature of exception noted   | Details of exception noted   |
|---|--|
| Instances of accounting software for maintaining books of account for which the feature of recording audit trail (edit log) facility was not operated throughout the year for all relevant transactions recorded in the software. | The Company has used an accounting software (Tally.ERP 9) for maintaining its books of account, which did not have a feature of recording audit trail (edit log) from 01 April 2023 to 29 July 2023. |

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Registration No.: 001076N/N500013

**Rakesh R. Agarwal**  
Partner  
Membership No.: 109632  
UDIN:  
24109632BKFBHR9025

Place: Mumbai  
Date: 03 May 2024

## ANNEXURE A

### Annexure A referred to in paragraph 16 of the Independent Auditor's Report of even date to the members of Asian Energy Services Limited on the standalone financial statements for the year ended 31 March 2024

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

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a regular programme of physical verification of its property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets under which the assets are physically verified in a phased manner over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets were verified during the year and no material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 3(ii) to the accompanying standalone financial statements are held in the name of the Company.
- (d) The Company has not revalued its property, plant and equipment including right-of-use assets or intangible assets during the year.
- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) The management has conducted physical verification of inventories at reasonable intervals during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate were noticed as compared to book records.
- (b) As disclosed in Note 21(b)(iii) to the accompanying standalone financial statements, the Company has a working capital limit in excess of INR 500.00 lakhs sanctioned by banks based on the security of current assets. The quarterly returns/statements, in respect of the working capital limits have been filed by the Company with such bank and such returns/statements are in agreement with the books of account of the Company for the respective periods which were subjected to audit/review, except for the following:

(Amount in INR lakhs)

| Name of the Bank    | Working capital limit sanctioned | Nature of current assets offered as security  | Quarter ended  | Information disclosed as per return | Information as per books of accounts | Difference |
|---------------------|----------------------------------|---|----------------|-------------------------------------|--------------------------------------|------------|
| Union Bank of India | 7,000.00                         | Lien on fixed deposits and counter indemnity, hypothecation of stock and book debts | June 2023      | 8,024.61                            | 7,940.05                             | 84.56      |
|                     |                                  |   | September 2023 | 6,546.28                            | 6,276.14                             | 270.15     |
|                     |                                  |   | December 2023  | 8,955.48                            | 11,402.32                            | (2,446.84) |
|                     |                                  |   | March 2024     | 12,517.87                           | 12,869.21                            | (351.34)   |

## ANNEXURE A (Contd.)

- (iii) (a) The Company has not provided any guarantee or given any security to companies, firms, limited liability partnerships or any other parties during the year. Further, the Company has provided loan to one (1) subsidiary company during the year, as per the details given below:

| Particulars   | Loans (INR in lakhs) |
|---|----------------------|
| Aggregate amount provided during the year to a subsidiary                   | 1.79                 |
| Balance outstanding as at balance sheet date in respect of above subsidiary | 1.79                 |

- (b) In our opinion, and according to the information and explanations given to us, the investments made and terms and conditions of the grant of the loan provided are, prima facie, not prejudicial to the interest of the Company. The Company has not provided any guarantee or given any security during the year.
- (c) In respect of loans granted to one (1) subsidiary, the schedule of repayment of principal and payment of interest has been stipulated which are not due for payment currently.

In respect of loan granted to one (1) party by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal and interest are regular.

In respect of loans granted by the Company to one (1) subsidiary, the schedule of repayment of principal and payment of interest has been stipulated and principal amount is not due for repayment currently, however the receipts of interest is not regular for the following instances:

| Name of the subsidiary     | Amount due (Gross) | Due date                                   | Extent of delay                                     |
|----------------------------|--------------------|--|---|
| AOSL Petroleum Pte Limited | INR 68.84 lakhs    | Within 7 days from the end of each quarter | No payment received by the Company during the year. |

- (d) The total amount which is overdue for more than 90 days as at 31 March 2024 in respect of loans granted to one (1) subsidiary is as follows:

| Particulars  | Amount due (Gross) (INR in lakhs) | No. of cases |
|--------------|-----------------------------------|--------------|
| Principal    | Nil                               | Nil          |
| Interest     | 64.54                             | 17           |
| <b>Total</b> | <b>64.54</b>                      | <b>17</b>    |

Reasonable steps have not been taken by the Company for recovery of such interest.

- (e) The Company had granted loans which had fallen due during the year and were repaid on or before the due date. Further, no fresh loans were granted to any party to settle the overdue loans.
- (f) The Company has granted loans which are repayable on demand, as per details below:

| Particulars   | Subsidiary (INR in lakhs) |
|---|---------------------------|
| Outstanding loans (net of allowance):                     | 6.45                      |
| - Repayable on demand                                     |                           |
| Percentage of loans to the total loans (net of allowance) | 100%                      |

- (iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 186 of the Act in respect of loans granted and investments made, as applicable. Further, the Company has not entered into any transaction covered under section 185 and section 186 of the Act in respect of guarantees and security.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's business activity. Accordingly, reporting under clause 3(vi) of the Order is not applicable.
- (vii) (a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, cess and other

## ANNEXURE A (Contd.)

material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no statutory dues referred to in sub-clause (a) above that have not been deposited with the appropriate authorities on account of any dispute, except for the following:

| Name of the statute                          | Nature of dues         | Gross Amount (INR in lakhs) | Amount paid under protest (INR in lakhs) | Period to which the amount relates | Forum where dispute is pending                          |
|--|------------------------|-----------------------------|--|------------------------------------|---|
| The Central Goods and Services Tax Act, 2017 | Goods and Services Tax | 150.34                      | Nil                                      | FY 2018-19                         | Assistant Commissioner of State Tax, Guwahati           |
| The Central Goods and Services Tax Act, 2017 | Goods and Services Tax | 80.39                       | 8.04                                     | FY 2018-19                         | Joint/Additional Commissioner (Appeals), CGST, Gurugram |

- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or joint ventures.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) As disclosed in Note 20(h) to the accompanying standalone financial statements, during the year, the Company has made preferential allotment on a private placement basis of equity shares upon conversion of share warrants. In our opinion and according to the information and explanations given to us, the Company has complied with the requirements of section 42 and section 62 of the Act and the rules framed thereunder with respect to the same. Further, the amounts so raised have been utilised by the Company for the purposes for which these funds were raised.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the period covered by our audit.

## ANNEXURE A (Contd.)

- (b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT- 4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.
- (xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system which is commensurate with the size and nature of its business as required under the provisions of section 138 of the Act.
- (b) We have considered the reports issued by the internal auditors of the Company till date for the period under audit.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi) (a) and 3(xvi)(b) of the Order are not applicable to the Company.
- (c) According to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.
- (xvii) The Company has not incurred cash losses in the current financial year but had incurred cash losses amounting to INR 1,118.91 lakhs in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information in the standalone financial statements, our knowledge of the plans of the Board of Directors and management 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



## ANNEXURE A (Contd.)

the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- (xx) According to the information and explanations given to us, the Company does not meet the criteria as specified under sub-section (1) of section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial

statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Registration No.: 001076N/N500013

**Rakesh R. Agarwal**  
Partner  
Membership No.: 109632  
UDIN:  
24109632BKFBHR9025

Place: Mumbai  
Date: 03 May 2024

## ANNEXURE B

### **Annexure B to the Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

1. In conjunction with our audit of the standalone financial statements of **Asian Energy Services Limited** ('the Company') as at and for the year ended **31 March 2024**, we have audited the internal financial controls with reference to standalone financial statements of the Company as at that date.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, 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.

#### **Responsibilities of Management and Those Charged with Governance for Internal Financial Controls**

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

#### **Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Standalone Financial Statements**

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

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 with reference to standalone financial statements.

#### **Meaning of Internal Financial Controls with Reference to Financial Statements**

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

#### **Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including

## ANNEXURE B (Contd.)

the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements 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, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established

by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Registration No.: 001076N/N500013

**Rakesh R. Agarwal**

Partner  
Membership No.: 109632  
UDIN:  
24109632BKFBHR9025

Place: Mumbai  
Date: 03 May 2024

# STANDALONE BALANCE SHEET

as at March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Notes | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------|-------------------------|-------------------------|
| <b>ASSETS</b>   |       |                         |                         |
| <b>Non-current assets</b>   |       |                         |                         |
| Property, plant and equipment   | 3     | 10,715.52               | 8,720.90                |
| Capital work in progress  | 4     | 115.72                  | -                       |
| Intangible assets   | 5A    | 0.06                    | 3.30                    |
| Intangible assets under development   | 5B    | 23.75                   | -                       |
| Right of use assets   | 6     | 161.17                  | 299.13                  |
| <b>Financial assets</b>   |       |                         |                         |
| Investment in subsidiaries  | 7     | 673.95                  | 673.95                  |
| Investment in joint ventures  | 7     | -                       | -                       |
| Investment other than above   | 8     | 623.42                  | 623.42                  |
| Loans   | 9     | 6.45                    | 4.65                    |
| Other financial assets  | 10    | 3,197.78                | 1,143.09                |
| Income tax assets (net)   | 11    | 443.34                  | 287.08                  |
| Other non-current assets  | 12    | 392.63                  | 253.00                  |
|   |       | <b>16,353.79</b>        | <b>12,008.52</b>        |
| <b>Current assets</b>   |       |                         |                         |
| Inventories   | 13    | 29.01                   | -                       |
| <b>Financial assets</b>   |       |                         |                         |
| Current investments   | 14    | 340.93                  | 1,314.93                |
| Trade receivables   | 15    | 12,869.21               | 6,558.66                |
| Cash and cash equivalents   | 16    | 757.98                  | 1,663.82                |
| Bank balances other than above  | 17    | 3,031.91                | 964.98                  |
| Loans   | 9     | -                       | 916.43                  |
| Other financial assets  | 10    | 518.75                  | 254.18                  |
| Contract assets (unbilled work in progress)                                       | 18    | 2,575.02                | -                       |
| Other current assets  | 19    | 1,221.44                | 1,525.64                |
|   |       | <b>21,344.25</b>        | <b>13,198.64</b>        |
|   |       | <b>37,698.04</b>        | <b>25,207.16</b>        |
| <b>EQUITY AND LIABILITIES</b>   |       |                         |                         |
| <b>Equity</b>   |       |                         |                         |
| Equity share capital  | 20    | 4,065.29                | 3,769.37                |
| Other equity  |       | 23,584.91               | 15,587.17               |
| Total equity  |       | <b>27,650.20</b>        | <b>19,356.54</b>        |
| <b>Liabilities</b>  |       |                         |                         |
| <b>Non-current liabilities</b>  |       |                         |                         |
| <b>Financial liabilities</b>  |       |                         |                         |
| Borrowings  | 21    | 94.19                   | 259.47                  |
| Lease liabilities   | 22    | 32.50                   | 104.29                  |
| Provisions  | 25    | 99.56                   | 35.77                   |
| Deferred tax liabilities (net)  | 26    | 241.50                  | -                       |
|   |       | <b>467.75</b>           | <b>399.53</b>           |
| <b>Current liabilities</b>  |       |                         |                         |
| <b>Financial liabilities</b>  |       |                         |                         |
| Borrowings  | 21    | 2,030.17                | 1,653.28                |
| Lease liabilities   | 22    | 345.15                  | 659.47                  |
| Trade payables  | 27    |                         |                         |
| - total outstanding dues of micro and small enterprises                           |       | 375.54                  | 396.90                  |
| - total outstanding dues of trade payables other than micro and small enterprises |       | 6,074.40                | 1,034.25                |
| Other financial liabilities   | 23    | 149.53                  | 194.12                  |
| Other current liabilities   | 24    | 604.09                  | 1,511.05                |
| Provisions  | 25    | 1.21                    | 2.02                    |
|   |       | <b>9,580.09</b>         | <b>5,451.09</b>         |
|   |       | <b>37,698.04</b>        | <b>25,207.16</b>        |

The accompanying notes forms an integral part of these standalone financial statements

This is the Standalone Balance Sheet referred to in our report of even date.

## For Walker Chandio & Co LLP

Chartered Accountants

Firm Registration No. 001076N / N500013

## Rakesh R. Agarwal

Partner

Membership No.: 109632

## For and on behalf of the Board of Directors

## Kapil Garg

Managing Director  
(DIN-01360843)

## Shweta Jain

Company Secretary  
(ACS-23368)

## Nayan Mani Borah

Chairman  
(DIN-00489006)

## Nirav Talati

Chief Financial Officer

Place: Mumbai

Date: May 03, 2024

Place: Mumbai

Date: May 03, 2024

# STANDALONE STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Notes | For the year ended<br>March 31, 2024 | For the year ended<br>March 31, 2023 |
|---|-------|--------------------------------------|--------------------------------------|
| <b>INCOME :</b>   |       |                                      |                                      |
| Revenue from operations   | 28    | 30,506.40                            | 10,987.03                            |
| Other income  | 29    | 455.94                               | 385.49                               |
| <b>Total income</b>   |       | <b>30,962.34</b>                     | <b>11,372.52</b>                     |
| <b>EXPENSES :</b>   |       |                                      |                                      |
| Project related expense   | 30    | 22,091.59                            | 7,499.03                             |
| Changes in inventories of finished goods  | 31    | (29.01)                              | -                                    |
| Employee benefits expense   | 32    | 2,623.23                             | 2,821.13                             |
| Finance costs   | 33    | 178.39                               | 247.77                               |
| Depreciation, depletion and amortization expense                                    | 34    | 1,443.49                             | 1,776.30                             |
| Other expenses  | 35    | 1,474.61                             | 1,764.57                             |
| <b>Total expenses</b>   |       | <b>27,782.30</b>                     | <b>14,108.80</b>                     |
| <b>Profit/ (loss) before exceptional item and tax</b>                               |       | <b>3,180.04</b>                      | <b>(2,736.29)</b>                    |
| Exceptional item - loss   | 36    | -                                    | (208.50)                             |
| <b>Profit/ (loss) before tax</b>  |       | <b>3,180.04</b>                      | <b>(2,944.78)</b>                    |
| <b>Tax expense/ (credit)</b>  |       |                                      |                                      |
| (a) Current tax   | 11.2  | <b>68.24</b>                         | -                                    |
| (b) Deferred tax charge/ (credit)   | 26    | 241.50                               | (16.92)                              |
| <b>Total tax expense/ (credit) (a+b)</b>  |       | <b>309.74</b>                        | <b>(16.92)</b>                       |
| <b>Net profit/ (loss) for the year (A)</b>  |       | <b>2,870.30</b>                      | <b>(2,927.86)</b>                    |
| <b>Other comprehensive income/ (loss) :</b>   |       |                                      |                                      |
| <b>Items not to be re-classified subsequently to profit &amp; loss (net of tax)</b> |       |                                      |                                      |
| - Remeasurement gain/ (loss) of defined benefit liability                           |       | 13.10                                | 59.74                                |
| - Changes in fair value of investments through other comprehensive income           |       | -                                    | <b>23.42</b>                         |
| <b>Other comprehensive income/ (loss) for the year, net of tax (B)</b>              |       | <b>13.10</b>                         | <b>83.16</b>                         |
| <b>Total comprehensive income/ (loss) for the year, net of tax (A+B)</b>            |       | <b>2,883.40</b>                      | <b>(2,844.70)</b>                    |
| <b>Earnings/ (loss) per equity share of face value of ₹ 10 each</b>                 |       |                                      |                                      |
| Basic (in ₹)  | 37    | 7.48                                 | (7.77)                               |
| Diluted (in ₹)  |       | 7.30                                 | (7.77)                               |

The accompanying notes forms an integral part of these standalone financial statements

This is the Standalone Statement of Profit and Loss referred to in our report of even date.

**For Walker Chandiok & Co LLP**

Chartered Accountants

Firm Registration No. 001076N / N500013

**Rakesh R. Agarwal**

Partner

Membership No.: 109632

Place: Mumbai

Date: May 03, 2024

**For and on behalf of the Board of Directors**

**Kapil Garg**

Managing Director  
(DIN-01360843)

**Shweta Jain**

Company Secretary  
(ACS-23368)

Place: Mumbai

Date: May 03, 2024

**Nayan Mani Borah**

Chairman  
(DIN-00489006)

**Nirav Talati**

Chief Financial Officer



# STANDALONE STATEMENT OF CASH FLOWS

for the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 |                   | Year ended<br>March 31, 2023 |                   |
|--|------------------------------|-------------------|------------------------------|-------------------|
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>  |                              |                   |                              |                   |
| <b>Profit/ (loss) before tax</b>   |                              | <b>3,180.04</b>   |                              | <b>(2,944.78)</b> |
| <b>Adjustments for non cash items and items considered separately:</b>   |                              |                   |                              |                   |
| Depreciation, depletion and amortization expense   | 1,443.49                     |                   | 1,776.30                     |                   |
| Interest expense   | 95.00                        |                   | 97.77                        |                   |
| Interest income  | (222.79)                     |                   | (348.91)                     |                   |
| Liabilities/ provision written back  | (4.81)                       |                   | (91.78)                      |                   |
| Exceptional item - loss (Refer note 36)  | -                            |                   | 208.50                       |                   |
| Provision towards doubtful assets  | 6.87                         |                   | 61.92                        |                   |
| Trade receivables written off  | 42.11                        |                   | -                            |                   |
| Unrealized (gain)/ loss on foreign currency transactions   | (183.21)                     |                   | 32.65                        |                   |
| Gain on mutual fund investments (net)  | (49.95)                      |                   | (14.93)                      |                   |
| Sundry balances written off  | 6.03                         |                   | <b>151.44</b>                |                   |
| Employee stock option expense  | 13.85                        | 1,146.59          | 3.23                         | 1,876.19          |
| Operating profit/ (loss) before working capital changes  |                              | <b>4,326.63</b>   |                              | <b>(1,068.59)</b> |
| <b>Adjustments for changes in working capital:</b>   |                              |                   |                              |                   |
| (Increase)/ Decrease in trade receivables  | (6,359.53)                   |                   | (1,444.00)                   |                   |
| (Increase)/ Decrease in inventories  | (29.01)                      |                   | -                            |                   |
| (Increase)/ Decrease in other assets   | 166.37                       |                   | (601.46)                     |                   |
| (Increase)/ Decrease in other financial assets   | (2,240.38)                   |                   | (73.14)                      |                   |
| (Increase)/ Decrease in contract assets  | (2,575.02)                   |                   | 2,099.70                     |                   |
| (Investment in)/ redemption of fixed deposits not considered as cash and cash equivalents  | (2,066.93)                   |                   | 1,261.57                     |                   |
| Increase/ (Decrease) in trade and other payables   | 5,012.42                     |                   | (1,382.58)                   |                   |
| Increase/ (Decrease) in provisions   | 76.08                        |                   | 20.00                        |                   |
| Increase/ (Decrease) in other liabilities  | (1,064.62)                   |                   | 1,434.69                     |                   |
|  |                              | <b>(9,080.62)</b> |                              | <b>1,314.77</b>   |
| <b>Cash generated from operating activities</b>  |                              | <b>(4,753.99)</b> |                              | <b>246.18</b>     |
| Refund / (payment) of direct taxes (net)   |                              | (222.08)          |                              | 53.33             |
| <b>Net cash generated from/ (used in) operating activities</b>   |                              | <b>(4,976.07)</b> |                              | <b>299.51</b>     |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>  |                              |                   |                              |                   |
| Purchase of property, plant and equipment and capital work in progress (including oil asset, capital creditors and capital advances) | (2,832.97)                   |                   | (129.49)                     |                   |
| Purchase of intangible assets (including intangible assets under development)  | (23.75)                      |                   | -                            |                   |
| Investment in a subsidiary   | -                            |                   | (20.40)                      |                   |
| Inter-corporate deposits given   | -                            |                   | (1,200.00)                   |                   |
| Inter-corporate deposits repayment received  | 949.26                       |                   | 532.83                       |                   |
| Investment in mutual funds   | (4,700.53)                   |                   | (1,400.00)                   |                   |
| Proceeds from redemption of mutual funds   | 5,675.47                     |                   | 100.00                       |                   |
| Loan to a subsidiary   | 1.79                         |                   | 1.43                         |                   |
| Interest income received   | 155.76                       |                   | 179.12                       |                   |
| <b>Net cash used in investing activities</b>   |                              | <b>(774.97)</b>   |                              | <b>(1,936.51)</b> |

## Standalone Statement of Cash Flows for the year ended March 31, 2024 (Contd.)

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>                           |                              |                              |
| Repayment of long-term borrowings                                       | (69.08)                      | (55.26)                      |
| Proceeds from long-term borrowings                                      | 37.00                        | 80.00                        |
| Proceeds from short-term borrowings (net)                               | 242.86                       | 1,155.97                     |
| Proceeds from issue of equity shares (including securities premium)     | 3,758.22                     | -                            |
| Proceeds from issue of convertible share warrants                       | 1,227.19                     | -                            |
| Payment of lease liabilities  | (261.14)                     | (477.57)                     |
| Interest paid on borrowings   | (75.51)                      | (79.17)                      |
| Interest paid on lease liabilities                                      | (14.34)                      | (18.60)                      |
| <b>Net cash generated from financing activities</b>                     | <b>4,845.20</b>              | <b>605.37</b>                |
| <b>Net decrease in cash and cash equivalents (A+B+C)</b>                | <b>(905.84)</b>              | <b>(1,031.63)</b>            |
| Cash and cash equivalents at the beginning of the year                  | 1,663.82                     | 2,695.45                     |
| <b>Cash and cash equivalents at the end of the year (Refer note 16)</b> | <b>757.98</b>                | <b>1,663.82</b>              |

**Note:** The statement of cash flows has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) "Statement of Cash Flows".

The accompanying notes forms an integral part of these standalone financial statements

This is the Standalone Statement of Cash Flows referred to in our report of even date.

### For Walker Chandiok & Co LLP

Chartered Accountants

Firm Registration No. 001076N / N500013

### Rakesh R. Agarwal

Partner

Membership No.: 109632

Place: Mumbai

Date: May 03, 2024

### For and on behalf of the Board of Directors

### Kapil Garg

Managing Director

(DIN-01360843)

### Shweta Jain

Company Secretary

(ACS-23368)

Place: Mumbai

Date: May 03, 2024

### Nayan Mani Borah

Chairman

(DIN-00489006)

### Nirav Talati

Chief Financial Officer

# STANDALONE STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2024

## A. Equity share capital

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Number of shares  | Amount          |
|---|-------------------|-----------------|
| Equity shares (face value of ₹ 10 each) as at March 31, 2022        | 37,693,700        | 3,769.37        |
| Increase/ (decrease) during the year (net)                          | -                 | -               |
| Equity shares (face value of ₹ 10 each) as at March 31, 2023        | 37,693,700        | 3,769.37        |
| Increase/ (decrease) during the year (net)                          | 2,959,183         | 295.92          |
| <b>Equity shares (face value of ₹ 10 each) as at March 31, 2024</b> | <b>40,652,883</b> | <b>4,065.29</b> |

## B. Other equity

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Reserves and surplus |                            |                                    |                   | Money received against share warrants | Equity instruments through other comprehensive income | Total            |
|---|----------------------|----------------------------|------------------------------------|-------------------|---------------------------------------|---|------------------|
|   | Capital reserve      | Securities premium reserve | Outstanding employee stock options | Retained earnings |                                       |   |                  |
| <b>As at April 01, 2022</b>   | <b>445.78</b>        | <b>18,407.00</b>           | -                                  | <b>(424.14)</b>   | -                                     | -   | <b>18,428.64</b> |
| Loss for the year   | -                    | -                          | -                                  | (2,927.86)        | -                                     | -   | (2,927.86)       |
| Other comprehensive income for the year                                     | -                    | -                          | -                                  | 59.74             | -                                     | 23.42   | 83.16            |
| Recognition of share based payment expenses for the year                    | -                    | -                          | 3.23                               | -                 | -                                     | -   | 3.23             |
| Share based payments to employees of Parent Company                         | -                    | -                          | 3.38                               | (3.38)            | -                                     | -   | -                |
| <b>As at March 31, 2023</b>   | <b>445.78</b>        | <b>18,407.00</b>           | <b>6.61</b>                        | <b>(3,295.64)</b> | -                                     | <b>23.42</b>  | <b>15,587.17</b> |
| Profit for the year   | -                    | -                          | -                                  | 2,870.30          | -                                     | -   | 2,870.30         |
| Securities premium on shares issued upon exercise of stock options          | -                    | <b>113.55</b>              | -                                  | -                 | -                                     | -   | <b>113.55</b>    |
| Securities premium on shares issued upon conversion of share warrants       | -                    | 3,348.75                   | -                                  | -                 | -                                     | -   | 3,348.75         |
| Money received on allotment of convertible share warrants                   | -                    | -                          | -                                  | -                 | 1,227.19                              | -   | 1,227.19         |
| Other comprehensive income for the year                                     | -                    | -                          | -                                  | 13.10             | -                                     | -   | 13.10            |
| Recognition of share based payment expenses for the year                    | -                    | -                          | 13.85                              | -                 | -                                     | -   | 13.85            |
| Share based payments to employees of Parent Company                         | -                    | -                          | 24.08                              | (24.08)           | -                                     | -   | -                |
| Transfer of employees to Parent Company to whom stock options were granted  | -                    | -                          | (5.41)                             | 5.41              | -                                     | -   | -                |
| Transfer to securities premium on exercise of stock options during the year | -                    | 13.60                      | (13.60)                            | -                 | -                                     | -   | -                |
| Capital reserve arising on business combination (Refer note 55)             | 411.00               | -                          | -                                  | -                 | -                                     | -   | 411.00           |
| <b>As at March 31, 2024</b>   | <b>856.78</b>        | <b>21,882.90</b>           | <b>25.53</b>                       | <b>(430.92)</b>   | <b>1,227.19</b>                       | <b>23.42</b>  | <b>23,584.91</b> |

### Nature and purpose of reserves

#### (i) Capital reserve

The Company recognises profit or loss on purchase or cancellation (including forfeiture) of its own equity instruments to capital reserve. It also includes gain arising from business combination transactions.

## Standalone Statement of Changes in Equity for the year ended March 31, 2024 (Contd.)

### (ii) Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. These reserve is utilised in accordance with the provisions of the Companies Act, 2013. In line with Ind AS 32 - Financial Instruments: Presentation, the shares of the Company held by the Asian Oilfield Services Limited Employees Welfare Trust (ESOP Trust), are deducted from the equity component.

### (iii) Outstanding employee stock options

The Company has stock option schemes under which options to subscribe for the Company's shares have been granted to certain employees including key management personnel. This reserve is used to recognise the value of equity-settled share-based payments provided to employees, as part of their remuneration. The unutilised balance at the end of exercise period, is transferred to retained earnings.

### (iv) Retained earnings

Retained earnings represents the accumulated profits / losses made by the Company over the years as reduced by dividends or other distributions paid to the shareholders and remeasurement gains/ loss on defined benefit plan.

### (v) Money received against share warrants

Represents money received on allotment of convertible share warrants against which equity shares are yet to be allotted by the Company.

### (vi) Equity instruments through other comprehensive income

Represents changes in the fair value of certain investments measured in other comprehensive income.

The accompanying notes forms an integral part of these standalone financial statements

This is the Standalone Statement of Changes in Equity referred to in our report of even date.

#### For Walker Chandiook & Co LLP

Chartered Accountants

Firm Registration No. 001076N / N500013

#### Rakesh R. Agarwal

Partner

Membership No.: 109632

Place: Mumbai

Date: May 03, 2024

#### For and on behalf of the Board of Directors

#### Kapil Garg

Managing Director

(DIN-01360843)

#### Shweta Jain

Company Secretary

(ACS-23368)

Place: Mumbai

Date: May 03, 2024

#### Nayan Mani Borah

Chairman

(DIN-00489006)

#### Nirav Talati

Chief Financial Officer

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 3. PROPERTY, PLANT AND EQUIPMENT

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Freehold land | Building | Oilfield equipment | Furniture and fixtures | Office equipment | Computer equipment | Vehicles | Vessels | Oil assets | Total     |
|--|---------------|----------|--------------------|------------------------|------------------|--------------------|----------|---------|------------|-----------|
| <b>Gross carrying value (at deemed cost)</b>             |               |          |                    |                        |                  |                    |          |         |            |           |
| <b>As at March 31, 2022</b>                              | 7.95          | 167.32   | 16,396.32          | 22.12                  | 38.93            | 2,543.73           | 546.76   | 3.27    | -          | 19,726.40 |
| Additions  | -             | -        | 4.60               | -                      | -                | 7.53               | 117.36   | -       | -          | 129.49    |
| Disposals  | -             | -        | -                  | -                      | -                | -                  | -        | -       | -          | -         |
| <b>As at March 31, 2023</b>                              | 7.95          | 167.32   | 16,400.92          | 22.12                  | 38.93            | 2,551.26           | 664.12   | 3.27    | -          | 19,855.89 |
| Acquisition through business combination (Refer note 55) |               |          |                    | -                      | -                | -                  | -        | -       | 2,181.00   | 2,181.00  |
| Additions (Refer note (iii) below)                       | -             | 26.53    | 539.54             | 0.53                   | 67.52            | 9.29               | 97.99    | -       | 374.85     | 1,116.25  |
| Disposals  | -             | -        | -                  | -                      | -                | -                  | -        | -       | -          | -         |
| <b>As at March 31, 2024</b>                              | 7.95          | 193.85   | 16,940.46          | 22.65                  | 106.45           | 2,560.55           | 762.11   | 3.27    | 2,555.85   | 23,153.14 |
| <b>Accumulated depreciation/depletion</b>                |               |          |                    |                        |                  |                    |          |         |            |           |
| <b>As at March 31, 2022</b>                              | -             | 100.91   | 7,056.44           | 19.32                  | 36.06            | 2,479.78           | 107.17   | 2.64    | -          | 9,802.32  |
| Additions  | -             | 49.72    | 1,172.73           | 0.45                   | 0.88             | 37.79              | 70.84    | 0.26    | -          | 1,332.67  |
| Deductions   | -             | -        | -                  | -                      | -                | -                  | -        | -       | -          | -         |
| <b>As at March 31, 2023</b>                              | -             | 150.63   | 8,229.17           | 19.77                  | 36.94            | 2,517.57           | 178.01   | 2.90    | -          | 11,134.99 |
| Additions  | -             | 10.39    | 1,148.24           | 0.44                   | 5.42             | 28.40              | 86.07    | 0.26    | 23.41      | 1,302.63  |
| Deductions   | -             | -        | -                  | -                      | -                | -                  | -        | -       | -          | -         |
| <b>As at March 31, 2024</b>                              | -             | 161.02   | 9,377.41           | 20.21                  | 42.36            | 2,545.97           | 264.08   | 3.16    | 23.41      | 12,437.62 |
| <b>Net carrying value</b>                                |               |          |                    |                        |                  |                    |          |         |            |           |
| As at March 31, 2023                                     | 7.95          | 16.69    | 8,171.75           | 2.35                   | 1.99             | 33.69              | 486.11   | 0.37    | -          | 8,720.90  |
| <b>As at March 31, 2024</b>                              | 7.95          | 32.83    | 7,563.05           | 2.44                   | 64.09            | 14.58              | 498.03   | 0.11    | 2,532.44   | 10,715.52 |

#### Notes:

- The vehicles purchased through borrowing arrangement are hypothecated towards such borrowings.
- The title deeds of all the immovable properties included in property, plant and equipment, are held in the name of the Company as at the balance sheet date.
- Addition to oil asset for the year ended March 31, 2024 includes provision made for decommissioning liabilities amounting to ₹ 55.94 lakhs.

### 4. CAPITAL WORK-IN-PROGRESS (CWIP)

| Particulars           | As at March 31, 2023 | Additions during the year | Capitalizations during the year | As at March 31, 2024 |
|-----------------------|----------------------|---------------------------|---------------------------------|----------------------|
| Oil wells in progress | -                    | 115.72                    | -                               | 115.72               |
| <b>Total</b>          | -                    | 115.72                    | -                               | 115.72               |

| Particulars           | As at March 31, 2022 | Additions during the year | Capitalizations during the year | As at March 31, 2023 |
|-----------------------|----------------------|---------------------------|---------------------------------|----------------------|
| Oil wells in progress | -                    | -                         | -                               | -                    |
| <b>Total</b>          | -                    | -                         | -                               | -                    |

#### CWIP ageing schedule

| Particulars                    | 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           | 115.72                         | -         | -         | -                 | 115.72 |
| Projects temporarily suspended | -                              | -         | -         | -                 | -      |

**Note:** There were no projects whose completion is overdue or has exceeded its cost compared to its original plan.



## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 5A. Intangible Assets

(All amounts in lakhs, unless otherwise stated)

| Particulars                                  | Computer software | Total         |
|--|-------------------|---------------|
| <b>Gross carrying value (at deemed cost)</b> |                   |               |
| <b>As at March 31, 2022</b>                  | <b>160.94</b>     | <b>160.94</b> |
| Additions                                    | -                 | -             |
| <b>As at March 31, 2023</b>                  | <b>160.94</b>     | <b>160.94</b> |
| Additions                                    | -                 | -             |
| <b>As at March 31, 2024</b>                  | <b>160.94</b>     | <b>160.94</b> |
| Accumulated amortization:                    |                   |               |
| <b>As at March 31, 2022</b>                  | <b>132.84</b>     | <b>132.84</b> |
| Amortization                                 | 24.81             | 24.81         |
| <b>As at March 31, 2023</b>                  | <b>157.65</b>     | <b>157.65</b> |
| Amortization                                 | 2.90              | 2.90          |
| <b>Other adjustments</b>                     | <b>0.32</b>       | <b>0.32</b>   |
| <b>As at March 31, 2024</b>                  | <b>160.88</b>     | <b>160.88</b> |
| Net carrying value:                          |                   |               |
| <b>As at March 31, 2023</b>                  | <b>3.30</b>       | <b>3.30</b>   |
| <b>As at March 31, 2024</b>                  | <b>0.06</b>       | <b>0.06</b>   |

### 5B. Intangible Assets under Development

| Particulars      | As at<br>March 31, 2023 | Additions<br>during the year | Capitalizations<br>during the year | As at<br>March 31, 2024 |
|------------------|-------------------------|------------------------------|------------------------------------|-------------------------|
| Compute software | -                       | 23.75                        | -                                  | 23.75                   |
| <b>Total</b>     | <b>-</b>                | <b>23.75</b>                 | <b>-</b>                           | <b>23.75</b>            |

| Particulars      | As at<br>March 31, 2022 | Additions<br>during the year | Capitalizations<br>during the year | As at<br>March 31, 2023 |
|------------------|-------------------------|------------------------------|------------------------------------|-------------------------|
| Compute software | -                       | -                            | -                                  | -                       |
| <b>Total</b>     | <b>-</b>                | <b>-</b>                     | <b>-</b>                           | <b>-</b>                |

### Intangible assets under development ageing schedule

| Particulars                    | Amount in Intangible assets under development for a period of |           |           |                      | Total        |
|--------------------------------|---|-----------|-----------|----------------------|--------------|
|                                | Less than 1<br>year   | 1-2 years | 2-3 years | More than 3<br>years |              |
| Projects in progress           | 23.75   | -         | -         | -                    | <b>23.75</b> |
| Projects temporarily suspended | -   | -         | -         | -                    | -            |

**Note:** There were no projects whose completion is overdue or has exceeded its cost compared to its original plan.

### 6. RIGHT OF USE ASSETS

(All amounts in lakhs, unless otherwise stated)

| Particulars                  | Office premise | Oilfield equipment | Total           |
|------------------------------|----------------|--------------------|-----------------|
| <b>Gross carrying value:</b> |                |                    |                 |
| <b>As at March 31, 2022</b>  | <b>447.87</b>  | <b>1,086.24</b>    | <b>1,534.11</b> |
| Additions                    | 352.93         | -                  | 352.92          |
| Disposals/ adjustments       | -              | (1,086.24)         | (1,086.24)      |
| <b>As at March 31, 2023</b>  | <b>800.80</b>  | <b>-</b>           | <b>800.80</b>   |
| Additions                    | -              | -                  | -               |
| Disposals/ adjustments       | -              | -                  | -               |
| <b>As at March 31, 2024</b>  | <b>800.80</b>  | <b>-</b>           | <b>800.80</b>   |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars                 | Office premise | Oilfield equipment | Total         |
|-----------------------------|----------------|--------------------|---------------|
| Accumulated depreciation:   |                |                    |               |
| <b>As at March 31, 2022</b> | 361.26         | 807.83             | 1,169.09      |
| Additions                   | 140.41         | 278.41             | 418.82        |
| Deductions/ adjustments     | -              | (1,086.24)         | (1,086.24)    |
| <b>As at March 31, 2023</b> | <b>501.67</b>  | <b>-</b>           | <b>501.67</b> |
| Additions                   | 137.96         | -                  | 137.96        |
| Deductions/ adjustments     | -              | -                  | -             |
| <b>As at March 31, 2024</b> | <b>639.63</b>  | <b>-</b>           | <b>639.63</b> |
| Net carrying value:         |                |                    |               |
| <b>As at March 31, 2023</b> | <b>299.13</b>  | <b>-</b>           | <b>299.13</b> |
| <b>As at March 31, 2024</b> | <b>161.17</b>  | <b>-</b>           | <b>161.17</b> |

Also refer note 39 for additional details in relation to right of use assets.

### 7. INVESTMENTS IN SUBSIDIARIES AND JOINT VENTURES

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| <b>Non-current</b>   |                         |                         |
| <b>Investments in unquoted equity shares, fully paid up (carried at deemed cost) (trade)</b>                             |                         |                         |
| <b>i) In subsidiary companies outside India</b>  |                         |                         |
| 1,000 (March 31, 2023: 1,000) : Equity shares of AOSL Petroleum Pte Limited of USD 0.735 each                            | 0.31                    | 0.31                    |
| 3,675 (March 31, 2023: 3,675) : Equity shares of Asian Oilfield & Energy Services DMCC of AED 1,000 each (Refer note 49) | 620.23                  | 620.23                  |
| <b>ii) In subsidiary companies in India</b>  |                         |                         |
| 10,000 (March 31, 2023: 10,000) : Equity shares of AOSL Energy Services Limited of ₹ 10 each                             | 1.00                    | 1.00                    |
| 7,400 (March 31, 2023: 7,400) : Equity shares of Optimum Oil & Gas Private Limited of ₹ 10 each                          | 0.74                    | 0.74                    |
| 204,000 (March 31, 2023: 204,000) : Equity shares of Cure Multitrade Private Limited of ₹ 10 each ^                      | 20.40                   | 20.40                   |
| <b>iii) In joint ventures in India*</b>  |                         |                         |
| 49% Share in profit/(loss) in Zuberi Asian Joint Venture   | -                       | -                       |
| 49% Share in profit/(loss) in AESL FFIL Joint Venture  | -                       | -                       |
| 80% Share in profit/(loss) in Asian Indwell Joint Venture  | -                       | -                       |
|  | <b>642.68</b>           | <b>642.68</b>           |
| <b>Investment in subsidiaries, other than in shares</b>  |                         |                         |
| Corporate guarantee given in favour of Asian Oilfield & Energy Services DMCC (Refer note 49)                             | 31.27                   | 31.27                   |
|  | 673.95                  | 673.95                  |
| Aggregate amount of quoted investments and market value thereof  | -                       | -                       |
| Aggregate amount of unquoted investments   | 673.95                  | 673.95                  |
| Aggregate amount of impairment allowance in the value of investments   | -                       | -                       |
| Investments carried at cost  | 673.95                  | 673.95                  |
| Investments carried at amortized cost  | -                       | -                       |
| Investments carried at fair value through profit and loss  | -                       | -                       |

\* The Company is not required to have any investment in these entities as per the respective joint venture agreements.

^ During the previous year, the Company had acquired 204,000 equity shares having face value of ₹ 10 each (equivalent to 51% stake) of Cure Multitrade Private Limited ('CMPL'). Accordingly CMPL is treated as a subsidiary of the Company w.e.f. October 03, 2022.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 8. INVESTMENTS - OTHERS

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| <b>Non-current</b>  |                         |                         |
| <b>Investments in unquoted instruments (carried at FVTOCI):</b>                                   |                         |                         |
| Investments in convertible notes of Vaan Electric Moto Private Limited* <sup>^</sup>              | 22.50                   | 22.50                   |
|   | <b>22.50</b>            | <b>22.50</b>            |
| <b>Investments in unquoted equity shares, fully paid up:</b>                                      |                         |                         |
| <b>In private companies in India</b>  |                         |                         |
| 21,500 (March 31, 2023: 21,500) equity shares of Vaan Electric Moto Private Limited of ₹ 10 each* | 600.92                  | 600.92                  |
|   | <b>600.92</b>           | <b>600.92</b>           |
|   | <b>623.42</b>           | <b>623.42</b>           |
| Aggregate amount of quoted investments and market value thereof                                   | -                       | -                       |
| Aggregate amount of unquoted investments  | 623.42                  | 623.42                  |
| Aggregate amount of impairment allowance in the value of investments                              | -                       | -                       |
| Investments carried at amortized cost   | -                       | -                       |
| Investments carried at fair value through other comprehensive income (FVTOCI)                     | 623.42                  | 623.42                  |
| Investments carried at fair value through profit and loss (FVTPL)                                 | -                       | -                       |

<sup>^</sup> These notes are convertible into fixed number of equity shares as specified in the terms of agreement.

\* These are designated as FVTOCI as they are not held for trading purpose and are not in similar line of business as the Company, thus disclosing their fair value change in profit and loss will not reflect the purpose of holding. During the previous year, investments in convertible notes amounting to ₹ 578.35 lakhs were converted into equity shares.

### 9. LOANS

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| <b>Non-current</b>   |                         |                         |
| Unsecured, considered good:                                    |                         |                         |
| Loans to a related party (Refer note 44)                       | 6.45                    | 4.65                    |
| Unsecured, credit impaired:                                    |                         |                         |
| Loans to a related party (Refer note 44)                       | 208.50                  | 208.50                  |
| Less : Loss allowance  | (208.50)                | (208.50)                |
|  | <b>6.45</b>             | <b>4.65</b>             |
| <b>Current</b>   |                         |                         |
| (Unsecured, considered good)                                   |                         |                         |
| Loan to other party (Refer note 4 below)                       | -                       | 916.43                  |
|  | -                       | <b>916.43</b>           |
| <b>Sub-classification of loans (current and non current) :</b> |                         |                         |
| Loans considered good - Secured                                | -                       | -                       |
| Loans considered good - Unsecured                              | 6.45                    | 921.08                  |
| Loans which have significant increase in credit risk           | -                       | -                       |
| Loans - credit impaired  | 208.50                  | 208.50                  |
| Less: Loss allowance   | (208.50)                | (208.50)                |
| <b>Total</b>   | <b>6.45</b>             | <b>921.08</b>           |

#### Notes:

- Disclosure pursuant to the Regulation 34(3) read with para A of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 186 (4) of the Companies Act, 2013:

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

| Subsidiary companies:        | Purpose                   | Amount outstanding   |                      | Maximum outstanding balance |                           |
|------------------------------|---------------------------|----------------------|----------------------|-----------------------------|---------------------------|
|                              |                           | As at March 31, 2024 | As at March 31, 2023 | Year ended March 31, 2024   | Year ended March 31, 2023 |
| AOSL Petroleum Pte Limited   | Working capital           | 208.50               | 208.50               | 208.50                      | 208.50                    |
| AOSL Energy Services Limited | General corporate purpose | 6.45                 | 4.65                 | 6.45                        | 4.65                      |
|                              |                           | <b>214.95</b>        | <b>213.15</b>        | <b>214.95</b>               | <b>213.15</b>             |

2. Details of loans repayable on demand:

| Type of borrower | Amount of loan outstanding (net of allowance) |                      | % to the total loans |                      |
|------------------|---|----------------------|----------------------|----------------------|
|                  | As at March 31, 2024                          | As at March 31, 2023 | As at March 31, 2024 | As at March 31, 2023 |
| Related parties  | 6.45  | 4.65                 | 100.00%              | 0.51%                |

Also, interest on loan receivable from one of the subsidiaries has not been accrued in books of account considering the financial position of such subsidiary.

- Loan to a related party (considered good) carries an interest rate of 10.00% p.a. (March 31, 2023 : 10.00% p.a.) and it is repayable on demand.
- Amount for both the reporting years represent funds deposited with a financial institution for short duration and carries fixed rate of interest of 7.00% p.a. (March 31, 2023 : 7.00 % p.a.)
- There are no loans due from any director or any officer of the Company, either severally or jointly with any other person, or from any firms or private companies in which any director is a partner, a director or a member.

### 10. OTHER FINANCIAL ASSETS

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at March 31, 2024 | As at March 31, 2023 |
|---|----------------------|----------------------|
| <b>Non-current (Unsecured, considered good)</b>         |                      |                      |
| In fixed deposit - with maturity of more than 12 months | 2,609.28             | 628.95               |
| Security deposits*                                      | 545.62               | 502.20               |
| Interest accrued on fixed deposits                      | 42.88                | 11.94                |
|   | <b>3,197.78</b>      | <b>1,143.09</b>      |
| <b>Current (Unsecured, considered good)</b>             |                      |                      |
| Interest accrued on fixed deposits                      | 27.81                | 32.42                |
| Security deposits*                                      | 211.09               | 3.04                 |
| Other receivable from related parties (Refer note 44)   | 279.85               | 218.72               |
|   | <b>518.75</b>        | <b>254.18</b>        |

**Note:** For details of fixed deposits held as security, refer note 17.

\* Security deposits are interest free non-derivative financial assets carried at amortized cost. These primarily includes deposits given against rented premises and for tender bidding.

### 11. INCOME TAX ASSETS (NET)

(All amounts in lakhs, unless otherwise stated)

| Particulars           | As at March 31, 2024 | As at March 31, 2023 |
|-----------------------|----------------------|----------------------|
| Income tax receivable | 443.34               | 287.08               |
|                       | <b>443.34</b>        | <b>287.08</b>        |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 11.1: Movement in income tax assets (net) is as follows:

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| <b>Net income tax asset at the beginning of the year</b> | 287.08                  | 291.26                  |
| Income tax paid/ (refund)*                               | 224.47                  | (4.18)                  |
| Income tax expense for current year                      | (68.24)                 | -                       |
| Other change   | 0.03                    | -                       |
| <b>Net income tax asset at the end of the year</b>       | <b>443.34</b>           | <b>287.08</b>           |

\* Includes ₹ 2.39 lakhs (March 31, 2023: ₹ 49.15 lakhs) representing refund and interest thereon received by the Company.

### Note 11.2: Income tax related to items directly recognized in the statement of profit and loss

(All amounts in lakhs, unless otherwise stated)

| Particulars                                      | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| <b>Current tax</b>                               |                         |                         |
| - Current year                                   | 68.24                   | -                       |
|  | <b>68.24</b>            | -                       |
| <b>Deferred tax</b>                              |                         |                         |
| Origination/ (reversal) of temporary differences | 241.50                  | (16.92)                 |
| <b>Total tax expense/ (credit)</b>               | <b>309.74</b>           | <b>(16.92)</b>          |

### Note 11.3: Reconciliation of tax expense and the profit/ (loss) before tax multiplied by tax rate

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| Profit/ (loss) before tax  | 3,180.04                | (2,944.78)              |
| Applicable tax rate  | 25.17%                  | 25.17%                  |
| <b>Expected income tax expense/ (credit)</b>                                 | <b>800.35</b>           | <b>(741.14)</b>         |
| Tax effect of:   |                         |                         |
| Expenses not deductible in determining taxable profit                        | 383.66                  | 541.88                  |
| Expenses deductible in determining taxable profit                            | (471.31)                | (381.76)                |
| Income not taxable under Income tax act, 1961                                | (57.58)                 | (14.71)                 |
| Losses carried forward/(adjusted) on which deferred tax asset is not created | -                       | 595.73                  |
| Effect of setting off brought forward losses against current year profit     | (586.88)                | -                       |
| Original/ (reversal) of temporary differences                                | 241.50                  | (16.92)                 |
| <b>Tax expense/ (credit) for the year</b>                                    | <b>309.74</b>           | <b>(16.92)</b>          |

**Note 11.4: The Company, on the basis of prudence, did not to recognize deferred tax assets (net of liabilities) amounting to ₹ 617.86 lakhs as at March 31, 2023.**

**11.5:** During the year, the Company has not surrendered or disclosed any income 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). Accordingly, there are no transaction which are not recorded in the books of accounts.

## 12. OTHER NON-CURRENT ASSETS

(All amounts in lakhs, unless otherwise stated)

| Particulars                          | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--------------------------------------|-------------------------|-------------------------|
| Prepaid expenses                     | 84.82                   | 53.23                   |
| Balances with government authorities | 307.81                  | 199.77                  |
|                                      | <b>392.63</b>           | <b>253.00</b>           |



## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 13. INVENTORIES

(All amounts in lakhs, unless otherwise stated)

| Particulars            | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|------------------------|-------------------------|-------------------------|
| <b>Finished goods:</b> |                         |                         |
| - Crude oil            | 29.01                   | -                       |
|                        | <b>29.01</b>            | -                       |

### 14. CURRENT INVESTMENTS

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| <b>Unquoted and valued at fair value through profit and loss</b>              |                         |                         |
| - Units of mutual funds   | 340.93                  | 1,314.93                |
|   | <b>340.93</b>           | <b>1,314.93</b>         |
| Aggregate amount of quoted investments and market value thereof               | -                       | -                       |
| Aggregate amount of unquoted investments                                      | 340.93                  | 1,314.93                |
| Aggregate amount of impairment allowance in the value of investments          | -                       | -                       |
| Investments carried at amortized cost   | -                       | -                       |
| Investments carried at fair value through other comprehensive income (FVTOCI) | -                       | -                       |
| Investments carried at fair value through profit and loss                     | 340.93                  | 1,314.93                |

### 15. TRADE RECEIVABLES

(All amounts in lakhs, unless otherwise stated)

| Particulars                                       | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| <b>Unsecured :</b>                                |                         |                         |
| Considered good:                                  |                         |                         |
| - Receivable from related parties (Refer note 44) | 3,468.15                | 3,271.75                |
| - Others  | 9,401.06                | 3,286.91                |
| Credit impaired                                   | 328.61                  | 321.76                  |
|   | <b>13,197.82</b>        | <b>6,880.42</b>         |
| Less: Expected credit loss allowance              | (328.61)                | (321.76)                |
|   | <b>12,869.21</b>        | <b>6,558.66</b>         |
| <u>Sub-classification of trade receivables</u>    |                         |                         |
| Considered good - Secured                         | -                       | -                       |
| Considered good - Unsecured                       | 12,869.21               | 6,558.66                |
| Significant increase in credit risk               | -                       | -                       |
| Credit impaired                                   | 328.61                  | 321.76                  |
| Less: Expected credit loss allowance              | (328.61)                | (321.76)                |
| <b>Total</b>                                      | <b>12,869.21</b>        | <b>6,558.66</b>         |

#### Note 15.1: Movement in expected credit loss allowance:

(All amounts in lakhs, unless otherwise stated)

| Particulars                                      | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| Balance at the beginning                         | 321.76                  | 259.84                  |
| Add: Allowance made during the year              | 48.96                   | 61.92                   |
| Less: Reversal of allowance/ amounts written off | (42.11)                 | -                       |
| <b>Balance at the end</b>                        | <b>328.61</b>           | <b>321.76</b>           |

#### Notes:

- There are no trade receivables due from any director or any officer of the Company, either severally or jointly with any other person.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

- Trade receivables due from a private company in which director of the Company is a director amounts to ₹ 1,130.86 lakhs (March 31, 2023: ₹ 2,523.52 lakhs).
- Trade receivables includes retention money amounting to ₹ 2,303.49 lakhs (March 31, 2023 : ₹ 765.60 lakhs).

### Trade receivables ageing (excluding expected credit loss allowance)

As at March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars                                       | Not Due          | Outstanding for following periods from due date of payment |                   |              |          |                   | Total            |
|---|------------------|--|-------------------|--------------|----------|-------------------|------------------|
|   |                  | Less than 6 months   | 6 months - 1 year | 1-2 year     | 2-3 year | More than 3 years |                  |
| (i) Undisputed trade receivables considered good* | 10,280.19        | 2,538.32   | 31.93             | 18.77        | -        | -                 | 12,867.21        |
| (ii) Undisputed trade receivables credit impaired | -                | 47.74  | 8.17              | 79.83        | -        | -                 | 135.74           |
| (iii) Disputed trade receivables considered good  | -                | -  | -                 | -            | -        | -                 | -                |
| (iv) Disputed trade receivables credit impaired   | -                | -  | -                 | -            | -        | 192.87            | 192.87           |
| <b>Total</b>                                      | <b>10,280.19</b> | <b>2,586.06</b>  | <b>40.10</b>      | <b>98.60</b> | <b>-</b> | <b>192.87</b>     | <b>13,197.82</b> |

\* Includes unbilled trade receivables amounting to ₹ 1,864.88 lakhs within the category - not due.

As at March 31, 2023

(All amounts in lakhs, unless otherwise stated)

| Particulars                                       | Not Due        | Outstanding for following periods from due date of payment |                   |             |              |                   | Total           |
|---|----------------|--|-------------------|-------------|--------------|-------------------|-----------------|
|   |                | Less than 6 months   | 6 months - 1 year | 1-2 year    | 2-3 year     | More than 3 years |                 |
| (i) Undisputed trade receivables considered good* | 3,861.27       | 1,664.80   | 1,031.09          | 1.50        | -            | -                 | 6,558.66        |
| (ii) Undisputed trade receivables credit impaired | -              | 26.88  | 62.98             | 3.03        | 36.00        | -                 | 128.89          |
| (iii) Disputed trade receivables considered good  | -              | -  | -                 | -           | -            | -                 | -               |
| (iv) Disputed trade receivables credit impaired   | -              | -  | -                 | -           | -            | 192.87            | 192.87          |
| <b>Total</b>                                      | <b>3861.27</b> | <b>1,691.68</b>  | <b>1,094.07</b>   | <b>4.53</b> | <b>36.00</b> | <b>192.87</b>     | <b>6,880.42</b> |

\* Includes unbilled trade receivables amounting to ₹ 586.75 lakhs within the category - not due.

### 16. CASH AND CASH EQUIVALENTS

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at March 31, 2024 | As at March 31, 2023 |
|--|----------------------|----------------------|
| <b>Balances with banks:</b>                                      |                      |                      |
| In current accounts  | 734.55               | 1,535.94             |
| In deposits account with original maturity of less than 3 months | -                    | 106.55               |
| In cash credit account (debit balances) [Refer note 21(b)(i)]    | 1.79                 | -                    |
| Cash on hand   | 21.64                | 21.33                |
|  | <b>757.98</b>        | <b>1,663.82</b>      |

**Note:** There are no repatriation restriction with regard to cash and cash equivalents as at the end of respective reporting periods.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 17. BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(All amounts in lakhs, unless otherwise stated)

| Particulars  | (All amounts in lakhs, unless otherwise stated) |                         |
|--|---|-------------------------|
|  | As at<br>March 31, 2024                         | As at<br>March 31, 2023 |
| In deposit accounts - with original maturity of more than 3 months less than 12 months*  | 3,031.91  | 964.98                  |
|  | <b>3,031.91</b>                                 | <b>964.98</b>           |
| * Deposits (current and non current) held as margin money or collateral against the borrowings, guarantees and other commitment. | 5,211.88  | 1,689.19                |

### 18. CONTRACT ASSETS (UNBILLED WORK-IN-PROGRESS)

(All amounts in lakhs, unless otherwise stated)

| Particulars  | (All amounts in lakhs, unless otherwise stated) |                         |
|--|---|-------------------------|
|  | As at<br>March 31, 2024                         | As at<br>March 31, 2023 |
| <b>Unsecured, considered good:-</b>                            |   |                         |
| Contract assets (Unbilled work-in-progress) [Refer note 50(d)] | 2,575.02  | -                       |
|  | <b>2,575.02</b>                                 | <b>-</b>                |

### 19. OTHER CURRENT ASSETS

(All amounts in lakhs, unless otherwise stated)

| Particulars                                | (All amounts in lakhs, unless otherwise stated) |                         |
|--|---|-------------------------|
|  | As at<br>March 31, 2024                         | As at<br>March 31, 2023 |
| Balances with government authorities (net) | 794.99  | 690.24                  |
| Prepaid expenses                           | 132.02  | 102.28                  |
| <b>Advance to suppliers:</b>               |   |                         |
| - Unsecured, considered good               | 294.27  | 730.46                  |
| <b>Employee advances:</b>                  |   |                         |
| - Unsecured, considered good               | 0.16  | 2.66                    |
|  | <b>1,221.44</b>                                 | <b>1,525.64</b>         |

### 20. EQUITY SHARE CAPITAL

(All amounts in lakhs, unless otherwise stated)

| Particulars  | (All amounts in lakhs, unless otherwise stated) |                         |
|--|---|-------------------------|
|  | As at<br>March 31, 2024                         | As at<br>March 31, 2023 |
| <b>(a) Authorized :</b>  |   |                         |
| 50,000,000 (March 31, 2023: 50,000,000) equity shares ₹ 10 each  | 5,000.00  | 5,000.00                |
| <b>(b) Issued</b>  |   |                         |
| Equity shares of ₹ 10 each   |   |                         |
| 40,924,444 (March 31, 2023 : 38,074,444) equity shares ₹ 10 each   | 4,092.44  | 3,807.44                |
| <b>(c) Subscribed and fully paid-up</b>  |   |                         |
| 40,924,444 (March 31, 2023 : 38,074,444) equity shares ₹ 10 each   | 4,092.44  | 3,807.44                |
| Less : 271,561 (March 31, 2023 : 380,744) equity shares held in trust for employees under ESOP scheme [Refer note (g) below] | (27.15)   | (38.07)                 |
|  | <b>4,065.29</b>                                 | <b>3,769.37</b>         |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### (a) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period.

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Number of shares  | Amount          |
|---|-------------------|-----------------|
| <b>Equity shares as at March 31, 2022</b>                             | <b>37,693,700</b> | <b>3,769.37</b> |
| Movement during the year  | -                 | -               |
| <b>Equity shares as at March 31, 2023</b>                             | <b>37,693,700</b> | <b>3,769.37</b> |
| Add : Issued by ESOP trust on exercise of stock options               | 109,183           | 10.92           |
| Add : Issued upon conversion of share warrants (Refer note (h) below) | 2,850,000         | 285.00          |
| <b>Equity shares as at March 31, 2024</b>                             | <b>40,652,883</b> | <b>4,065.29</b> |

**Note:** Number of equity shares are presented net off 271,561 and 380,744 equity shares as on March 31, 2024 and March 31, 2023, respectively, held in trust for employees under ESOP scheme.

### (b) Terms and rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting except for interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.

### (c) Details of equity shareholders holding more than 5% shares in the Company:

(All amounts in lakhs, unless otherwise stated)

| Name of shareholder           | As at March 31, 2024     |               | As at March 31, 2023     |               |
|-------------------------------|--------------------------|---------------|--------------------------|---------------|
|                               | No. of shares (in lakhs) | % of holding* | No. of shares (in lakhs) | % of holding* |
| Oilmax Energy Private Limited | 238.88                   | 58.37%        | 232.71                   | 61.12%        |

The above information is furnished as per the shareholders register as at March 31, 2024 and March 31, 2023 respectively.

### (d) Details of equity shares held by the Holding Company

(All amounts in lakhs, unless otherwise stated)

| Name of shareholder           | As at March 31, 2024     |               | As at March 31, 2023     |               |
|-------------------------------|--------------------------|---------------|--------------------------|---------------|
|                               | No. of shares (in lakhs) | % of holding* | No. of shares (in lakhs) | % of holding* |
| Oilmax Energy Private Limited | 238.88                   | 58.37%        | 232.71                   | 61.12%        |

### (e) Details of equity shares held by promoters

(All amounts in lakhs, unless otherwise stated)

| Name of shareholder           | As at March 31, 2024     |               | As at March 31, 2023     |               | % change during the year ended March 31, 2024 <sup>^</sup> |
|-------------------------------|--------------------------|---------------|--------------------------|---------------|--|
|                               | No. of shares (in lakhs) | % of holding* | No. of shares (in lakhs) | % of holding* |  |
| Oilmax Energy Private Limited | 238.88                   | 58.37%        | 232.71                   | 61.12%        | 2.65%  |
| Ritu Garg                     | 0.62                     | 0.15%         | 1.25                     | 0.33%         | (50.65%)   |

<sup>^</sup> (i) There is an increase in the percentage holding of Oilmax Energy Private Limited by 2.65% (March 31, 2023: 3.09%) as additional shares were purchased vide open market transaction during the respective reporting periods.

(ii) There is a reduction in the percentage holding of Ritu Garg by 50.65% (March 31, 2023: Nil) as shares were sold vide open market transaction during the year.

\*Computed excluding the equity shares held in trust for the employees under the ESOP scheme.

### (f) No additional shares were allotted as fully paid up by way of bonus shares or for consideration other than cash and also no shares have been bought back during the last five years.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### (g) Employee Stock Option Plan

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at          | As at          |
|---|----------------|----------------|
|   | March 31, 2024 | March 31, 2023 |
| Balance stock options - available with ESOP trust towards AESL ESOP 2021 scheme (Refer notes below) | 271,561        | 380,744        |

#### Notes:

- (i) The balance unexercised equity shares held by the ESOP Trust at the end of the year had been reduced against the share capital as if the trust is administered by the Company itself. The securities premium related to the unexercised equity shares held by the trust at the close of the year amounting to ₹ 228.44 lakhs (March 31, 2023: ₹ 355.60 lakhs) has been reduced from securities premium account and adjusted against the loan outstanding from the ESOP Trust.
- (ii) The shareholders of the Company, at their meeting held on September 27, 2021 had approved the "Asian Energy Services Limited - Employee Stock Option Plan – 2021" ("AESL ESOP 2021") authorising grant of maximum 380,744 stock options to the eligible employees. During the current year, the Company has granted Nil (March 31, 2023: 380,000) employee stock options to the eligible employees including that of group company pursuant to such scheme.
- (iii) During the current year, 109,183 stock options were exercised by the employees (March 31, 2023: Nil).
- (iv) During the current year, no equity shares of the Company were purchased by the ESOP trust (March 31, 2023: Nil).

### (h) Share warrants

The Allotment Committee of the Board of Directors of the Company, on August 21, 2023, considered and approved the allotment of 67,00,000 convertible share warrants on preferential basis to certain persons/ entities each carrying right upon being fully paid up, to subscribe one equity share of face value of ₹ 10 each at an issue price of ₹ 127.50 per share. Out of these warrants, the Company has allotted 28,50,000 equity shares during the year ended March 31, 2024. The Company has complied with the provisions of section 42 and section 62 of the Companies Act, 2013 and the rules framed thereunder in relation to such preferential allotment on a private placement basis.

## 21. BORROWINGS

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at           | As at           |
|---|-----------------|-----------------|
|   | March 31, 2024  | March 31, 2023  |
| <b>Non-current - at amortized cost</b>                      |                 |                 |
| <b>Secured</b>  |                 |                 |
| Vehicle loan (Refer note (a) below)                         | 323.54          | 355.61          |
| Less: Current maturities of long-term borrowings            | (229.35)        | (96.14)         |
|   | <b>94.19</b>    | <b>259.47</b>   |
| <b>Current - at amortized cost</b>                          |                 |                 |
| <b>Secured</b>  |                 |                 |
| Working capital facilities from bank (Refer note (b) below) | 1,800.82        | 1,557.14        |
| Current maturities of long term borrowings                  | 229.35          | 96.14           |
|   | <b>2,030.17</b> | <b>1,653.28</b> |

### (a) Nature of security and terms of repayment of long term borrowings

The Company has availed vehicle loans. Interest rate charged ranges from 8.75% p.a. to 10% p.a. The vehicles financed through such borrowing are forming part of the property, plant and equipment and have been hypothecated for the said borrowings. The borrowings will be repaid by the Company in equal predetermined instalments over a period ranging from 39 to 48 months from the borrowings origination date with the last instalment repayable in F.Y. 2026-27.



## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### (b) Working capital facilities from bank :

- (i) Cash credit facility is secured by way of exclusive charge on certain fixed deposits and counter indemnity, hypothecation of stock and book debts of the Company. The facility is also secured by way of personal security of Mr. Kapil Garg (Managing Director), Mrs. Ritu Garg (Promoter) and Mr. Aman Garg (relative of promoter and managing director). The interest rate applicable to the facility is computed using prevailing MCLR plus spread (9.80% p.a. as on March 31, 2024). These are repayable on demand.
- (ii) During the current year, the Company has availed overdraft facilities which is secured by way of exclusive charge on certain fixed deposits of the Company. The interest rate applicable to the facility is computed using prevailing fixed deposits rate + 1% (3.75% as on March 31, 2024). These are repayable within a period of 1 year.
- (iii) The quarterly returns/statements of current assets filed by the Company with bank is in agreement with the books of accounts for all the quarters except for following instance:

| Name of the bank    | Nature of current assets offered as security  | Quarter ended  | Amount disclosed as per return | Amount as per books of accounts | Difference* |
|---------------------|---|----------------|--------------------------------|---------------------------------|-------------|
| Union Bank of India | Lien on fixed deposits and counter indemnity, hypothecation of stock and book debts | June 2023      | 8,024.61                       | 7,940.05                        | 84.56       |
| Union Bank of India | Lien on fixed deposits and counter indemnity, hypothecation of stock and book debts | September 2023 | 6,546.28                       | 6,276.14                        | 270.14      |
| Union Bank of India | Lien on fixed deposits and counter indemnity, hypothecation of stock and book debts | December 2023  | 8,955.48                       | 11,402.32                       | (2,446.84)  |
| Union Bank of India | Lien on fixed deposits and counter indemnity, hypothecation of stock and book debts | March 2024     | 12,517.87                      | 12,869.21                       | (351.34)    |

\*The differences are due to submissions being made basis provisional financial information by the Company.

### (c) The Company has utilized the borrowings for the specific purpose for which it was obtained.

- (d) The Company is not declared willful defaulter by any bank or financial institution or lender during the year and it has complied with the applicable debt covenants, prescribed in the terms of borrowing.

### (e) Net debt reconciliation\*

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at March 31, 2024 | As at March 31, 2023 |
|---|----------------------|----------------------|
| Cash and cash equivalents                             | 757.98               | 1,663.82             |
| Current borrowings                                    | (1,800.82)           | (1,557.14)           |
| Non-current borrowings (including current maturities) | (323.54)             | (355.61)             |
| <b>Net debt</b>                                       | <b>(1,366.38)</b>    | <b>(248.93)</b>      |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

| Particulars  | Cash and cash equivalents | Non-current borrowings (including current maturities) | Current borrowings | Total             |
|--|---------------------------|---|--------------------|-------------------|
| <b>Excess liquidity/ (net debt) as at March 31, 2022</b> | <b>2,695.45</b>           | <b>(331.89)</b>                                       | <b>(401.17)</b>    | <b>1,962.39</b>   |
| Cash flow (net)  | (1,031.62)                | -   | -                  | (1,031.62)        |
| Borrowings taken   | -                         | (80.00)   | (13,970.85)        | (14,050.85)       |
| Borrowings repaid  | -                         | 55.26   | 12,814.88          | 12,870.14         |
| Interest expense   | -                         | (36.41)   | (42.76)            | (79.17)           |
| Interest paid  | -                         | 36.41   | 42.76              | 79.17             |
| Other adjustments  | -                         | 1.02  | -                  | 1.02              |
| <b>Net debt as at March 31, 2023</b>                     | <b>1,663.83</b>           | <b>(355.61)</b>                                       | <b>(1,557.14)</b>  | <b>(248.93)</b>   |
| Cash flow (net)  | (905.84)                  | -   | -                  | (905.84)          |
| Borrowings taken   | -                         | (37.00)   | (40,161.45)        | (40,198.45)       |
| Borrowings repaid  | -                         | 69.08   | 39,918.59          | 39,987.67         |
| Interest expense   | -                         | (34.46)   | (41.88)            | (76.34)           |
| Interest paid  | -                         | 34.45   | 41.06              | 75.51             |
| Other adjustments  | -                         | -   | -                  | -                 |
| <b>Net debt as at March 31, 2024</b>                     | <b>757.99</b>             | <b>(323.54)</b>                                       | <b>(1,800.82)</b>  | <b>(1,366.38)</b> |

\* Reconciliation of opening and closing balance of lease liabilities has been presented under note 39.

### 22. LEASE LIABILITIES

(All amounts in lakhs, unless otherwise stated)

| Particulars                       | As at March 31, 2024 | As at March 31, 2023 |
|-----------------------------------|----------------------|----------------------|
| <b>Non-current</b>                |                      |                      |
| Lease liabilities (Refer note 39) | 32.50                | 104.29               |
|                                   | <b>32.50</b>         | <b>104.29</b>        |
| <b>Current</b>                    |                      |                      |
| Lease liabilities (Refer note 39) | 345.15               | 659.47               |
|                                   | <b>345.15</b>        | <b>659.47</b>        |

### 23. OTHER FINANCIAL LIABILITIES

(All amounts in lakhs, unless otherwise stated)

| Particulars                 | As at March 31, 2024 | As at March 31, 2023 |
|-----------------------------|----------------------|----------------------|
| <b>Current</b>              |                      |                      |
| Security deposits           | 19.62                | 19.62                |
| Liability for capital goods | 113.07               | -                    |
| Employee related payables   | 16.84                | 174.50               |
|                             | <b>149.53</b>        | <b>194.12</b>        |

**Note:** There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the respective reporting periods.

### 24. OTHER CURRENT LIABILITIES

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at March 31, 2024 | As at March 31, 2023 |
|--|----------------------|----------------------|
| Contract liability - revenue received in advance [Refer note 50(d)]      | 174.83               | 921.91               |
| Advances from customers - revenue received in advance [Refer note 50(d)] | 306.34               | 528.96               |
| Statutory dues payable   | 122.92               | 60.18                |
|  | <b>604.09</b>        | <b>1,511.05</b>      |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 25. PROVISIONS

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| <b>Non-current</b>   |                         |                         |
| Provision for decommissioning liabilities (Refer note below) | 61.08                   | -                       |
| Gratuity (Refer note 43)                                     | 38.48                   | 35.77                   |
|  | <b>99.56</b>            | <b>35.77</b>            |
| <b>Current</b>   |                         |                         |
| Gratuity (Refer note 43)                                     | 1.21                    | 2.02                    |
|  | <b>1.21</b>             | <b>2.02</b>             |

#### 25.1 : Movement in provision for decommissioning liabilities :

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| Balance at the beginning of the year               | -                       | -                       |
| Recognized during the year (Refer note 25.2 below) | 55.94                   | -                       |
| Unwinding of discount                              | 5.14                    | -                       |
| <b>Balance at the end of the year</b>              | <b>61.08</b>            | <b>-</b>                |

**25.2 :** The Company has acquired an oil asset during the year for which the Company has estimated provision towards decommissioning as per the principles of Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets' for the future decommissioning of oil asset at the end of its economic life. The economic life of the oil asset is estimated on the basis of long-term production profile of the relevant oil asset. The decommissioning activity would be in the future for which the exact requirements that may have to be met when the removal event occur is uncertain.

### 26. DEFERRED TAX LIABILITIES (NET)

(All amounts in lakhs, unless otherwise stated)

| Particulars                                | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| Deferred tax liabilities (Refer note 11.4) | 241.50                  | -                       |
|  | <b>241.50</b>           | <b>-</b>                |

#### Movement during the year ended March 31, 2024

| Particulars   | As at<br>March 31, 2023 | Credit/ (charge)<br>in the<br>statement of<br>profit and loss | Credit/(charge)<br>in other<br>Comprehensive<br>Income | As at<br>March 31, 2024 |
|---|-------------------------|---|--|-------------------------|
| <b>(i) Deductible temporary difference:</b>         |                         |   |  |                         |
| Provision towards employee liabilities and others   | -                       | (77.84)   | -  | (77.84)                 |
| Allowance towards expected credit loss              | -                       | (82.71)   | -  | (82.71)                 |
| Impact of right of use asset and lease liabilities  | -                       | (54.48)   | -  | (54.48)                 |
| Others  | -                       | (1.84)  | -  | (1.84)                  |
| <b>(ii) Taxable temporary difference:</b>           |                         |   |  |                         |
| Property, plant and equipment and intangible assets | -                       | 449.18  | -  | 449.18                  |
| Others  | -                       | 9.19  | -  | 9.19                    |
| <b>Deferred tax liabilities (net) (ii)-(i)</b>      | <b>-</b>                | <b>241.50</b>   | <b>-</b>   | <b>241.50</b>           |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### Movement during the year ended March 31, 2023

| Particulars  | As at<br>March 31, 2022 | Credit/ (charge)<br>in the<br>statement of<br>profit and loss | Credit/(charge)<br>in other<br>Comprehensive<br>Income | As at<br>March 31, 2023 |
|--|-------------------------|---|--|-------------------------|
| <b>(i) Deductible temporary difference:</b>              |                         |   |  |                         |
| Provision towards employee liabilities and others        | 13.43                   | (13.43)   | -  | -                       |
| Allowance towards expected credit loss                   | 20.10                   | (20.10)   | -  | -                       |
| Impact of right of use asset and lease liabilities       | 151.56                  | (151.56)  | -  | -                       |
| <b>(ii) Taxable temporary difference:</b>                |                         |   |  |                         |
| Property, plant and equipment and intangible assets      | (202.01)                | 202.01  | -  | -                       |
| <b>Deferred tax assets/ (liabilities) (net) (i)-(ii)</b> | <b>(16.92)</b>          | <b>16.92</b>  | -  | -                       |

### 27. TRADE PAYABLES

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| Dues to micro and small enterprises (refer note below) | 375.54                  | 396.90                  |
|  | <b>375.54</b>           | <b>396.90</b>           |
| Dues to others   | 6,074.40                | 1,034.25                |
|  | <b>6,074.40</b>         | <b>1,034.25</b>         |
| <b>Total</b>   | <b>6,449.94</b>         | <b>1,431.15</b>         |

**Note:** Micro and Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) have been determined based on the information as available with the Company and the details of amount outstanding due to them are as given below:

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| (a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year  |                         |                         |
| Principal amount due to micro and small enterprises   | 374.50                  | 395.30                  |
| Interest due on above   | 1.04                    | 1.60                    |
| (b) The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.   | -                       | -                       |
| (c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.   | -                       | -                       |
| (d) The amount of interest accrued and remaining unpaid at the end of each accounting year.   | 1.04                    | 1.60                    |
| (e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act, 2006. | -                       | -                       |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### Trade payables ageing:

#### As at March 31, 2024

| Particulars                    | Not Due         | Outstanding for following periods from due date of payment |              |              |                   | Total           |
|--------------------------------|-----------------|--|--------------|--------------|-------------------|-----------------|
|                                |                 | Less than 1 year   | 1-2 year     | 2-3 year     | More than 3 years |                 |
| (i) Undisputed dues - MSME     | 244.77          | 130.30   | 0.47         | -            | -                 | 375.54          |
| (ii) Undisputed dues - Others* | 4,681.24        | 1,334.62   | 32.74        | 11.44        | 14.36             | 6,074.40        |
| (iii) Disputed dues - MSME     | -               | -  | -            | -            | -                 | -               |
| (iv) Disputed dues - Others    | -               | -  | -            | -            | -                 | -               |
| <b>Total</b>                   | <b>4,926.01</b> | <b>1,464.92</b>  | <b>33.21</b> | <b>11.44</b> | <b>14.36</b>      | <b>6,449.94</b> |

\* Includes unbilled trade payables of ₹ 3,227.43 lakhs in the category - not due.

#### As at March 31, 2023

| Particulars                    | Not Due       | Outstanding for following periods from due date of payment |              |          |                   | Total           |
|--------------------------------|---------------|--|--------------|----------|-------------------|-----------------|
|                                |               | Less than 1 year   | 1-2 year     | 2-3 year | More than 3 years |                 |
| (i) Undisputed dues - MSME*    | 103.70        | 286.40   | 6.80         | -        | -                 | 396.90          |
| (ii) Undisputed dues - Others* | 877.72        | 133.37   | 23.16        | -        | -                 | 1,034.25        |
| (iii) Disputed dues - MSME     | -             | -  | -            | -        | -                 | -               |
| (iv) Disputed dues - Others    | -             | -  | -            | -        | -                 | -               |
| <b>Total</b>                   | <b>981.42</b> | <b>419.77</b>  | <b>29.96</b> | <b>-</b> | <b>-</b>          | <b>1,431.15</b> |

\* Includes unbilled trade payables of ₹ 530.51 lakhs in the category - not due.

### 28. REVENUE FROM OPERATIONS

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| <b>Sale of services:</b>                                   |                              |                              |
| Revenue from energy services                               | 30,076.48                    | 10,895.25                    |
| <b>Sale of goods:</b>                                      |                              |                              |
| Sale of crude oil  | 414.48                       | -                            |
| Less: Government's share in revenue from sale of crude oil | (34.98)                      | -                            |
|  | 379.50                       | -                            |
| <b>Other operating income :</b>                            |                              |                              |
| Liabilities/ provisions written back                       | 4.81                         | 91.78                        |
| Scrap sales  | 4.88                         | -                            |
| Rental income [Refer note 39(2)(iv)]                       | 40.73                        | -                            |
|  | <b>30,506.40</b>             | <b>10,987.03</b>             |

### 29. OTHER INCOME

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| <b>Interest income on:</b>                              |                              |                              |
| Financial assets measured at amortized cost             | 194.25                       | 221.94                       |
| Income tax refund                                       | 2.39                         | 49.16                        |
| Overdue trade receivables                               | 26.15                        | 77.81                        |
| Gain on mutual fund investments measured at FVTPL (net) | 49.95                        | 14.93                        |
| Net gain on foreign currency transactions               | 183.20                       | -                            |
| Miscellaneous income                                    | -                            | 21.65                        |
|   | <b>455.94</b>                | <b>385.49</b>                |



## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 30. PROJECT RELATED EXPENSE

(All amounts in lakhs, unless otherwise stated)

| Particulars                             | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Sub-contracting charges                 | 6,314.48                     | 2,461.82                     |
| Stores and consumables consumed         | 11,111.49                    | 2,468.24                     |
| Camp establishment and maintenance      | 163.71                       | 174.82                       |
| Share of expense in producing crude oil | 313.79                       | -                            |
| Machinery hire charges (Refer note 39)  | 74.90                        | 16.92                        |
| Vehicle hire charges (Refer note 39)    | 876.01                       | 890.60                       |
| Labour charges                          | 1,812.59                     | 441.01                       |
| Freight expenses                        | 140.53                       | 87.18                        |
| Power and fuel                          | 145.11                       | 133.28                       |
| License expenses                        | 17.16                        | 17.00                        |
| <b>Repairs and maintenance:</b>         |                              |                              |
| - plant and machinery                   | 394.08                       | 301.10                       |
| Technical consultancy charges           | 596.68                       | 392.11                       |
| Other project expenses                  | 131.06                       | 114.95                       |
|   | <b>22,091.59</b>             | <b>7,499.03</b>              |

### 31. CHANGES IN INVENTORIES OF FINISHED GOODS

(All amounts in lakhs, unless otherwise stated)

| Particulars                                | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| <b>Changes in inventories of crude oil</b> |                              |                              |
| Inventories at the beginning of the year   | -                            | -                            |
| Inventories at the end of the year         | 29.01                        | -                            |
|  | <b>(29.01)</b>               | <b>-</b>                     |

### 32. EMPLOYEE BENEFIT EXPENSE

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| Salaries, wages and bonus (including managerial remuneration)  | 2,399.92                     | 2,614.05                     |
| Directors sitting fees (Refer note 44)                         | 8.95                         | 8.35                         |
| Contribution to provident and other funds (Refer note 43.2.ii) | 122.90                       | 132.76                       |
| Gratuity expense (Refer note 43.2.i)                           | 20.68                        | 21.14                        |
| Share based payment expenses (Refer note 43.2.iii)             | 13.85                        | 3.23                         |
| Staff welfare expenses   | 56.93                        | 41.60                        |
|  | <b>2,623.23</b>              | <b>2,821.13</b>              |

### 33. FINANCE COSTS

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| Interest expense on:                                     |                              |                              |
| - borrowings carried at amortized cost                   | 80.67                        | 79.17                        |
| - delayed payment of statutory dues                      | 0.36                         | 5.36                         |
| - lease liabilities (Refer note 39)                      | 14.34                        | 18.60                        |
| - delayed payment to micro and small enterprises vendors | 1.04                         | 1.60                         |
| Bank charges*  | 81.98                        | 143.04                       |
|  | <b>178.39</b>                | <b>247.77</b>                |

\* primarily includes guarantee commission and other charges.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 34. DEPRECIATION, DEPLETION AND AMORTIZATION EXPENSE

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| Depreciation and depletion on property, plant and equipment (Refer note 3) | 1,302.63                     | 1,332.67                     |
| Amortization on intangible assets (Refer note 5A)                          | 2.90                         | 24.81                        |
| Depreciation on right of use assets (Refer note 6)                         | 137.96                       | 418.82                       |
|  | <b>1,443.49</b>              | <b>1,776.30</b>              |

### 35. OTHER EXPENSES

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| Advertisement and business promotion expenses            | 5.02                         | 55.68                        |
| Rent (Refer note 39)                                     | 180.79                       | 128.08                       |
| Rates and taxes  | 67.52                        | 168.37                       |
| Travelling and conveyance                                | 177.81                       | 283.97                       |
| Printing and stationery                                  | 17.69                        | 16.51                        |
| Membership and subscription charges                      | 3.27                         | 1.58                         |
| Telephone and internet expenses                          | 6.79                         | 8.80                         |
| Insurance  | 65.84                        | 66.19                        |
| Security expenses  | 44.25                        | 54.91                        |
| Legal and professional charges (Refer note below)        | 701.39                       | 694.96                       |
| <b>Repairs and maintenance</b>                           |                              |                              |
| - building   | -                            | 10.65                        |
| - others   | 17.36                        | 16.82                        |
| Expected credit loss on trade receivables                | 6.85                         | 61.92                        |
| Trade receivables written off (Refer note 15.1)          | 42.11                        | -                            |
| Net loss on foreign currency transactions                | -                            | 53.50                        |
| Corporate social responsibility expenses (Refer note 46) | -                            | 60.72                        |
| Miscellaneous expenses                                   | 137.92                       | 81.91                        |
|  | <b>1,474.61</b>              | <b>1,764.57</b>              |

#### Note:

(All amounts in lakhs, unless otherwise stated)

| Details of payments to auditors (excluding indirect taxes) | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| <b>As auditor:</b>   |                              |                              |
| Statutory audit including limited reviews                  | 45.00                        | 34.00                        |
| Certification and other matters                            | 14.65                        | 3.52                         |
| Re-imbursement of expenses                                 | 2.32                         | 1.64                         |
|  | <b>61.97</b>                 | <b>39.16</b>                 |

### 36. EXCEPTIONAL ITEM - LOSS

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Provision created towards loan given to a subsidiary including accrued interest thereon | -                            | (208.50)                     |
|   | -                            | <b>(208.50)</b>              |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 37. EARNINGS PER SHARE (EPS)

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Profit/(loss) attributable to equity holders of the Company for basic and diluted earnings used as numerator - (A) (in lakhs)   | 2,870.30                     | (2,927.86)                   |
| Weighted average number of equity shares outstanding during the year for Basic EPS - (B)  | 38,356,735                   | 37,693,700                   |
| Add: Effect of potential equity shares which are dilutive (pertaining to employee stock options and convertible share warrants) | 971,910                      | -                            |
| Weighted average number of equity shares outstanding during the year for Diluted EPS - (C)                                      | 39,328,645                   | 37,693,700                   |
| Basic earnings/(losses) per share (₹) - (A)/(B) (face value ₹ 10 each)  | 7.48                         | (7.77)                       |
| Diluted earnings/(losses) per share (₹) - (A)/(C) (face value ₹ 10 each)  | 7.30                         | (7.77)                       |

### 38. CONTINGENT LIABILITIES

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| 1. Claims against the Company not acknowledged as debt: |                              |                              |
| (a) Labour law matter*                                  | 7.78                         | 7.78                         |
|   | 7.78                         | 7.78                         |

\* In relation to termination of services of an employee in earlier year.

2. Other monies for which the Company is contingently liable:

(b) The Hon'ble Supreme Court of India ("SC") by their order dated February 28, 2019, in the case of Surya Roshani Limited & others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. Due to numerous interpretation issues relating to the applicability of SC judgement for the past period, if any, the impact is not ascertainable at present and consequently no effect has been given in the financial statements.

It is not practicable for the Company to estimate the timing of cash outflows, if any, in respect of pending resolution of the respective proceedings, as it is determined only on receipt of judgements/decisions pending with various authorities.

### 39. DISCLOSURES PERTAINING TO IND AS 116 - LEASES

The Company has lease contracts for its office premises and oilfield equipment. Generally, the Company is restricted from assigning the leased assets. The Company's obligation under its leases are secured by the lessor's title to leased assets.

#### 1. Recognition and derecognition

##### Right-of-use assets:

(i) The net carrying value of right-of-use assets as at March 31, 2024 amounts to ₹ 161.17 lakhs (March 31, 2023: ₹ 299.13 lakhs) and has been disclosed separately in note 6 to the standalone financial statements.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### Lease liabilities:

- (i) The movement in lease liabilities is as follows :

(All amounts in lakhs, unless otherwise stated)

| Particulars                         | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|-------------------------------------|-------------------------|-------------------------|
| Opening balance                     | 763.76                  | 967.21                  |
| Add : Addition during the year      | -                       | 218.30                  |
| Add : Interest on lease liabilities | 14.34                   | 18.60                   |
| Less : Payment of lease liabilities | (275.48)                | (496.17)                |
| Add : Other adjustments             | (124.97)                | 55.82                   |
| <b>Closing balance</b>              | <b>377.65</b>           | <b>763.76</b>           |
| Non current                         | 32.50                   | 104.29                  |
| Current                             | 345.15                  | 659.47                  |

- (ii) The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2024:

(All amounts in lakhs, unless otherwise stated)

| Particulars       | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|-------------------|-------------------------|-------------------------|
| 0-1 year          | 350.45                  | 662.67                  |
| 1-5 years         | 35.00                   | 119.00                  |
| 5 years and above | -                       | -                       |
| <b>Total</b>      | <b>385.45</b>           | <b>781.67</b>           |

2. The Company has recognised the following in the statement of profit and loss:
- Depreciation expense from right-of-use assets of ₹ 137.96 lakhs (March 31, 2023: ₹ 418.82 lakhs) (Refer note 6).
  - Interest on lease liabilities of ₹ 14.34 lakhs (March 31, 2023: ₹ 18.60 lakhs) (Refer note 33).
  - Expense amounting to ₹ 1,131.70 lakhs (March 31, 2023: ₹ 1,035.60 lakhs) related to leases of low-value assets and leases with less than twelve months of lease term. These have been included under machine hire charges, vehicle hire charges and rent expenses (Refer note 30 and note 35).
  - Rental income amounting to ₹ 40.73 lakhs (March 31, 2023: Nil) related to assets given on lease with less than twelve months of lease term. It has been included other operating income (Refer note 28).
3. The total net cash outflow for the payment of lease liability and interest is ₹ 275.48 lakhs (March 31, 2023: ₹ 496.17 lakhs).

### 40. FAIR VALUE MEASUREMENTS

The fair value of financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

#### Fair value hierarchy:

Financial assets and financial liabilities measured at fair value in the Balance sheet are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1:** Prices (unadjusted) in active markets for financial instruments.

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

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

Table showing carrying amount and fair values of financial assets and financial liabilities by category:

(All amounts in lakhs, unless otherwise stated)

| As at March 31, 2023          | Financial instruments by category |               |                  |                      | Fair value hierarchy |
|-------------------------------|-----------------------------------|---------------|------------------|----------------------|----------------------|
|                               | FVTPL                             | FVTOCI        | Amortized cost   | Total carrying value |                      |
| <b>Financial assets:</b>      |                                   |               |                  |                      |                      |
| Investment in subsidiaries    | -                                 | -             | 673.95           | <b>673.95</b>        |                      |
| Investment in mutual funds    | 340.93                            | -             | -                | <b>340.93</b>        | Level 1              |
| Investments other than above  | -                                 | 623.42        | -                | <b>623.42</b>        | Level 3              |
| Trade receivables             | -                                 | -             | 12,869.21        | <b>12,869.21</b>     |                      |
| Cash and cash equivalents     | -                                 | -             | 757.98           | <b>757.98</b>        |                      |
| Other bank balances           | -                                 | -             | 3,031.91         | <b>3,031.91</b>      |                      |
| Loans                         | -                                 | -             | 6.45             | <b>6.45</b>          |                      |
| Other financial assets        | -                                 | -             | 3,716.53         | <b>3,716.53</b>      |                      |
| <b>Total</b>                  | <b>340.93</b>                     | <b>623.42</b> | <b>21,056.03</b> | <b>22,020.38</b>     |                      |
| <b>Financial liabilities:</b> |                                   |               |                  |                      |                      |
| Borrowings                    | -                                 | -             | 2,124.36         | <b>2,124.36</b>      |                      |
| Lease liabilities             | -                                 | -             | 377.65           | <b>377.65</b>        |                      |
| Trade payables                | -                                 | -             | 6,449.94         | <b>6,449.94</b>      |                      |
| Other financial liabilities   | -                                 | -             | 149.53           | <b>149.53</b>        |                      |
| <b>Total</b>                  | <b>-</b>                          | <b>-</b>      | <b>9,101.48</b>  | <b>9,101.48</b>      |                      |

(All amounts in lakhs, unless otherwise stated)

| As at March 31, 2023          | Financial instruments by category |               |                  |                      | Fair value hierarchy |
|-------------------------------|-----------------------------------|---------------|------------------|----------------------|----------------------|
|                               | FVTPL                             | FVTOCI        | Amortized cost   | Total carrying value |                      |
| <b>Financial assets:</b>      |                                   |               |                  |                      |                      |
| Investment in subsidiaries    | -                                 | -             | 673.95           | <b>673.95</b>        |                      |
| Investment in mutual funds    | 1,314.93                          | -             | -                | <b>1,314.93</b>      | Level 1              |
| Investments other than above  | -                                 | 623.42        | -                | <b>623.42</b>        | Level 3              |
| Trade receivables             | -                                 | -             | 6,558.66         | <b>6,558.66</b>      |                      |
| Cash and cash equivalents     | -                                 | -             | 1,663.82         | <b>1,663.82</b>      |                      |
| Other bank balances           | -                                 | -             | 964.98           | <b>964.98</b>        |                      |
| Loans                         | -                                 | -             | 921.08           | <b>921.08</b>        |                      |
| Other financial assets        | -                                 | -             | 1,397.27         | <b>1,397.27</b>      |                      |
| <b>Total</b>                  | <b>1,314.93</b>                   | <b>623.42</b> | <b>12,179.76</b> | <b>14,118.11</b>     |                      |
| <b>Financial liabilities:</b> |                                   |               |                  |                      |                      |
| Borrowings                    | -                                 | -             | 1,912.75         | <b>1,912.75</b>      |                      |
| Lease liabilities             | -                                 | -             | 763.76           | <b>763.76</b>        |                      |
| Trade payables                | -                                 | -             | 1,431.15         | <b>1,431.15</b>      |                      |
| Other financial liabilities   | -                                 | -             | 194.12           | <b>194.12</b>        |                      |
| <b>Total</b>                  | <b>-</b>                          | <b>-</b>      | <b>4,301.78</b>  | <b>4,301.78</b>      |                      |

### Fair value of financial assets and liabilities measured at amortized cost

The carrying amounts of trade receivable, cash and cash equivalents, other bank balances, loans, current security deposit, trade payables and other current financial liabilities are considered to be the same as their fair values, due to their short term nature. The fair value of security deposit has been calculated based on the cash flows discounted using an estimate of current lending rate.

The fixed deposit and non-current borrowing are with highly rated banks and financial institution at fair interest rate, and their carrying values approximates fair value.



## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### Fair value of financial assets measured at FVTPL

The fair values of investments in mutual fund units is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at reporting date.

### Fair value of financial assets at FVTOCI

The fair value of investments carried at FVTOCI is determined, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. The fair value of these investments is categorized as Level 3 because the shares are neither listed on an exchange and there were no recent observable arm's length transactions in the shares.

There are no transfers in either level during the reporting periods.

## 41. FINANCIAL RISK MANAGEMENT

The Company's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements. The Company's risk management is done in close co-ordination with the board of directors and focuses on actively securing the Company's short, medium and long-term cash flows by minimizing the exposure to volatile financial markets. Long-term financial investments are managed to generate lasting returns. The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below:

### Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. The Company is exposed to credit risk from loans and advances to related parties, trade receivables, bank deposits and other financial assets.

Bank deposits are placed with reputed banks / financial institutions. Hence, there is no significant credit risk on such fixed deposits.

The Company does not have significant credit risk from loans given considering these are provided to related parties or to financial institution for shorter duration. Mutual fund investments are made in liquid and overnight plans of renowned asset management company only. The credit risk associated with bank, security deposits and mutual fund investments is relatively low.

The Company trades with recognised and credit worthy third parties. The Company periodically assesses the financial reliability of the counter party, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

Credit risk on trade receivables is limited as the Company's customer base majorly includes reputed and large corporate groups and public sector enterprises. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. Also, generally the Company does not enter into sales transaction with customers having credit loss history. In addition, trade receivable balances are monitored on an on-going basis with the result that the Company's exposure to bad debts is not significant. In case of trade receivables due from related parties and in case of disputed trade receivables, the Company performs individual credit risk assessment and creates expected credit loss allowance (ECL) based on internal assessment. Further, the Company computes ECL on undisputed trade receivables (including those where ultimate customer is a non-related party) at each reporting date, based on provision matrix which is prepared considering historically observed overdue rate over expected life of trade receivables and is adjusted for forward-looking estimates.

The following table provides information about the exposure to credit risk and expected credit loss rate for trade receivables:

| Ageing bucket      | Expected credit loss rate |                  | Gross carrying amount * |                |
|--------------------|---------------------------|------------------|-------------------------|----------------|
|                    | March 31, 2024            | March 31, 2023   | March 31, 2024          | March 31, 2023 |
| Less than 180 days | 0.83% to 2.04%            | 0.67% to 4.24%   | 12,866.25               | 5,552.95       |
| 180 to 365 days    | 10.53% to 33.50%          | 11.45% to 33.50% | 40.10                   | 1,094.07       |
| 365 to 545 days    | 67.00%                    | 67.00%           | 56.90                   | 4.53           |
| More than 545 days | 100.00%                   | 100.00%          | 234.57                  | 228.87         |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

a) **Movement in the loss allowances on financial and other assets (excluding trade receivables) is as under:**

**Reconciliation of loss allowance on loans, other financial assets and other assets:**

| Particulars                                | Amount        |
|--|---------------|
| <b>Loss allowance as at March 31, 2022</b> | -             |
| Add: Additional provision during the year* | 208.50        |
| Less: Write - off                          | -             |
| <b>Loss allowance as at March 31, 2023</b> | 208.50        |
| Add: Additional provision during the year  | -             |
| Less: Write - off                          | -             |
| <b>Loss allowance as at March 31, 2024</b> | <b>208.50</b> |

\* The same has been disclosed as an exceptional item in the statement of profit and loss, refer note 36.

b) **For reconciliation of loss allowance on trade receivables, refer note 15.1.**

### Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of financial liabilities – borrowings, trade payables, lease liabilities and other financial liabilities.

The Company's principal sources of liquidity are cash and cash equivalents, current investments and the cash flow that is generated from operations. The Company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived. The Company closely monitors its liquidity position and maintains adequate source of funding.

### Maturities of financial liabilities :

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on the maturities for all non-derivative financial liabilities. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant. For contractual maturities of lease liabilities, refer note 39.

| As at March 31, 2024        | on demand | less than 12 months | 1-2 years    | 2-4 years    | Total           |
|-----------------------------|-----------|---------------------|--------------|--------------|-----------------|
| Borrowings                  | -         | 2,030.17            | 62.54        | 31.65        | <b>2,124.36</b> |
| Trade payables              | -         | 6,449.94            | -            | -            | <b>6,449.94</b> |
| Other financial liabilities | -         | 149.53              | -            | -            | <b>149.53</b>   |
|                             | -         | <b>8,629.64</b>     | <b>62.54</b> | <b>31.65</b> | <b>8,723.83</b> |

| As at March 31, 2023        | on demand       | less than 12 months | 1-2 years    | 2-4 years     | Total           |
|-----------------------------|-----------------|---------------------|--------------|---------------|-----------------|
| Borrowings                  | 1,557.14        | 96.14               | 85.28        | 174.19        | <b>1,912.75</b> |
| Trade payables              | -               | 1,431.15            | -            | -             | <b>1,431.15</b> |
| Other financial liabilities | -               | 194.12              | -            | -             | <b>194.12</b>   |
|                             | <b>1,557.14</b> | <b>1,721.41</b>     | <b>85.28</b> | <b>174.19</b> | <b>3,538.02</b> |

### Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and net asset value (NAV) of mutual fund units will affect the Company's income or the value of its holdings of financial instruments.

### Mutual fund price risk

The value of unquoted mutual fund investments measured at fair value through profit and loss as at March 31, 2024 is ₹ 340.93 lakhs (March 31, 2023: ₹ 1,314.93 lakhs). A 10% change in value for year ended March 31, 2024 would result in an impact of ₹ 34.09 lakhs (March 31, 2023: ₹ 131.49 lakhs) on profit/ (loss) before tax and other equity (holding all other variables constant).

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the Companies functional currency. The Companies operations in foreign currency creates natural foreign currency hedge. This results in insignificant net open foreign currency exposures considering the volumes and operations of the Company.

**The Companies exposure to foreign currency risk at the end of the reporting period expressed in functional currency, are as follows:**

| Particulars             | Currency unit | As at March 31, 2024 |               | As at March 31, 2023 |               |
|-------------------------|---------------|----------------------|---------------|----------------------|---------------|
|                         |               | Foreign Currency     | ₹             | Foreign Currency     | ₹             |
| <b>Financial assets</b> |               |                      |               |                      |               |
| Trade payables          | USD           | -                    | -             | 0.45                 | 37.26         |
| Lease liabilities       | USD           | 3.20                 | 266.45        | 6.84                 | 562.67        |
|                         |               |                      | 266.45        |                      | 599.93        |
| <b>Exposure</b>         |               |                      | <b>266.45</b> |                      | <b>599.93</b> |

**Note:** The Company has not entered into any hedging contract for the above exposure.

### Sensitivity:

The sensitivity of profit or loss and equity to changes in the exchange rates arises mainly from financial instruments denominated in USD:

| Particulars | Year ended March 31, 2024 |                                    |                         | Year ended March 31, 2023 |                                    |                         |
|-------------|---------------------------|------------------------------------|-------------------------|---------------------------|------------------------------------|-------------------------|
|             | Movement in rate          | Impact on profit/ loss before tax* | Impact on Other Equity* | Movement in rate          | Impact on profit/ loss before tax* | Impact on Other Equity* |
| USD         | 1.41%                     | 3.75                               | 3.75                    | 8.46%                     | 50.73                              | 50.73                   |

\*Holding all other variables constant

An equal and opposite impact would be experienced in the event of decrease by a similar percentage.

### Interest rate risk

This refers to risk to Company's cash flow and profits on account of movement in market interest rates.

For the Company the interest risk arises mainly from interest bearing borrowings which are at floating interest rates. To mitigate interest rate risk, the Company closely monitors market interest and as appropriate makes use of hedged products and optimise borrowing mix / composition.

### Interest rate risk exposure

(All amounts in lakhs, unless otherwise stated)

| Particulars              | As at March 31, 2024 | As at March 31, 2023 |
|--------------------------|----------------------|----------------------|
| Variable rate borrowings | 1,800.82             | 1,557.14             |
| Fixed rate borrowings    | 323.54               | 355.61               |
| Total                    | 2,124.36             | 1,912.75             |

**Note:** The above amounts are based on contractual liabilities as at balance sheet date.

Below is the sensitivity of profit/ (loss) before tax and other equity to change in interest rates:

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Movement in rate | Year ended March 31, 2024 | Year ended March 31, 2023 |
|---|------------------|---------------------------|---------------------------|
| Impact in statement of profit and loss before tax and other equity (holding all other variables constant) | 2.40%            | 43.22                     | 42.04                     |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

An equal and opposite impact would be experienced in the event of an opposite change in interest rate by a similar percentage.

The above calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

### 42. CAPITAL MANAGEMENT

The Company objectives when managing capital are to safeguard their ability to continue as a going concern so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal structure to reduce the cost of capital. In order to maintain or adjust the Capital structure, the Company may adjust the amounts of dividends paid to shareholders, return capital to shareholders, issue new shares or sell new assets to reduce debt. The Company does not have externally imposed capital requirements.

(All amounts in lakhs, unless otherwise stated)

| Particulars                            | As at          | As at          |
|--|----------------|----------------|
|  | March 31, 2024 | March 31, 2023 |
| Total borrowings                       | 2,124.36       | 1,912.75       |
| Total equity                           | 27,650.20      | 19,356.54      |
| <b>Debt to equity ratio (in times)</b> | <b>0.08</b>    | <b>0.10</b>    |

**Note:** In the long run, the Company's strategy is to maintain a gearing ratio within acceptable range as deemed appropriate by board of directors, which at present is to have less than 0.50.

### 43. EMPLOYEE BENEFITS

#### 1. Short term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, incentives and allowances, short terms compensated absences, etc., and the expected cost of bonus, ex-gratia are recognized in the year in which the employee renders the related service.

#### 2. Long term employee benefits

##### (i) Defined benefit plan

##### Gratuity (funded) :

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

#### A. Obligations and assets

##### Movement in the present value of projected benefit obligation for gratuity:

(All amounts in lakhs, unless otherwise stated)

| Particulars  | March 31, 2024               | March 31, 2023 |
|--|------------------------------|----------------|
|  | At the beginning of the year | 46.79          |
| Interest cost  | 3.44                         | 6.10           |
| Current service cost   | 17.90                        | 15.66          |
| Benefit paid   | (5.68)                       | (0.17)         |
| Actuarial (gains)/losses on obligations - due to change in demographic assumptions | -                            | 1.84           |
| Actuarial (gains)/losses on obligations - due to change in financial assumptions   | 1.18                         | (0.18)         |
| Actuarial (gains)/losses on obligations - due to experience adjustment             | (14.46)                      | (61.45)        |
| <b>At the end of the year</b>  | <b>49.17</b>                 | <b>46.79</b>   |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars                                     | March 31, 2024 | March 31, 2023 |
|---|----------------|----------------|
| <b>Movement in the fair value plan assets :</b> |                |                |
| Opening fair value of plan assets               | 9.00           | 8.60           |
| Expected return on plan assets                  | 0.66           | 0.62           |
| Benefits paid                                   | (4.46)         | (0.17)         |
| Actuarial gains /(losses)                       | (0.18)         | (0.05)         |
| <b>Closing fair value of plan assets</b>        | <b>5.02</b>    | <b>9.00</b>    |
| <b>Actual return on plan assets:</b>            |                |                |
| Expected return on plan assets                  | 0.66           | 0.62           |
| Actuarial (losses)/ gains on plan assets        | (0.18)         | (0.05)         |
| <b>Actual return on plan assets</b>             | <b>0.48</b>    | <b>0.57</b>    |

### B. Amount recognized in the statement of profit and loss

(All amounts in lakhs, unless otherwise stated)

| Particulars  | March 31, 2024 | March 31, 2023 |
|--|----------------|----------------|
| Interest cost (net of actual return on plan assets)                              | 2.78           | 5.48           |
| Current service cost   | 17.90          | 15.66          |
| <b>Net impact as employee benefit expenses in profit and loss</b>                | <b>20.68</b>   | <b>21.14</b>   |
| Actuarial (gains)/losses on obligations - due to change in financial assumptions | 1.18           | (0.18)         |
| Actuarial (gains)/losses on obligations - due to experience                      | (14.46)        | (61.45)        |
| Actuarial (gains)/losses on obligations - due to demographic assumption          | -              | 1.84           |
| Actuarial (gains)/ losses on plan assets   | 0.18           | (0.05)         |
| Others   | -              | 0.10           |
| <b>Net impact as other comprehensive (income)/ loss</b>                          | <b>(13.10)</b> | <b>(59.74)</b> |

### C. Amount recognized in the balance sheet

(All amounts in lakhs, unless otherwise stated)

| Particulars  | March 31, 2024 | March 31, 2023 |
|--|----------------|----------------|
| Present value of obligations as at year end                                | 49.17          | 46.79          |
| Fair value of plan assets as at year end                                   | (5.02)         | (9.00)         |
| Variation on account of opening balances of plan assets                    | (4.46)         | -              |
| <b>Net liability recognized</b>  | <b>39.69</b>   | <b>37.79</b>   |
| Current asset/(liability)  | (1.21)         | (2.02)         |
| Non-current asset/(liability)  | (38.48)        | (35.77)        |
| <b>Asset information</b>   |                |                |
| Group scheme of Life Insurance Corporation of India                        | 100%           | 100%           |
| Expected employer's Contribution for the next year                         | 26.99          | 22.38          |
| <b>Other information</b>   |                |                |
| Number of active members   | 316            | 295            |
| Weighted average duration of the projected benefit obligation for gratuity | 13.16 years    | 13.25 years    |

### D. The defined benefit obligations shall mature after year end as follows:

(All amounts in lakhs, unless otherwise stated)

| Particulars         | March 31, 2024 | March 31, 2023 |
|---------------------|----------------|----------------|
| 1st following year  | 1.21           | 17.65          |
| 2nd following year  | 1.54           | 0.88           |
| 3rd following year  | 2.42           | 1.04           |
| 4th following year  | 2.25           | 1.42           |
| 5th following year  | 2.11           | 1.23           |
| 6 years and onwards | 38.43          | 22.54          |



## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### E. Assumptions

The actuarial calculations used to estimate commitments and expenses in respect of gratuity is based on the following assumptions which if changed, would affect the commitment's size, funding requirements and expense:

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024                            | Year ended<br>March 31, 2023                            |
|--|---|---|
| Rate of discounting - Indicative Government security referenced rate of interest | 7.11%   | 7.36%   |
| Rate of salary increase  | 5.00%   | 5.00%   |
| Rate of employee turnover  | 5.00%   | 5.00%   |
| Mortality rate during employment   | Indian Assured Lives Mortality (2012-14) Ultimate table | Indian Assured Lives Mortality (2012-14) Ultimate table |

### F. Sensitivity

The sensitivity of the defined benefit obligation to changes in the weighted key assumptions are:

(All amounts in lakhs, unless otherwise stated)

| Particulars                                   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Discount rate (0.5% Movement Increase)        | (2.51)                       | (1.57)                       |
| Discount rate (0.5% Movement Decrease)        | 2.71                         | 1.69                         |
| Future salary growth (0.5% Movement Increase) | 2.76                         | 1.72                         |
| Future salary growth (0.5% Movement Decrease) | (2.57)                       | (1.61)                       |

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the method (Projected Unit Credit Method) used to calculate the liability recognised in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period. Sensitivities due to mortality and turnover are not material and hence impact of change due to these not calculated.

### G. Risk exposure

The Company is exposed to a number of risks, the most significant of which are actual salary growth rate and reduction in discount rate in future, which can increase the obligation.

#### (ii) Defined contribution plan

##### Provident fund and employee's state insurance corporation

The Company pays fixed contribution to the provident fund, employee's state insurance corporation entities and labour welfare fund in relation to several state plans and insurances for individual employees. This fund is administered by the respective Government authorities, and the Company has no legal or constructive obligations to pay contributions in addition to its fixed contributions, which are recognized as an expense in the year that related employee services are received.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

Company's contribution to defined contribution plan recognized as employee benefit expenses is as below:

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Employer's contribution towards Provident Fund (PF)                           | 99.88                        | 113.26                       |
| Additional contribution towards PF  | 11.42                        | 11.16                        |
| Employer's contribution towards Employee's State Insurance Corporation (ESIC) | 11.52                        | 8.31                         |
| Employers contribution towards Labour welfare fund (LWF)                      | 0.08                         | 0.03                         |
|   | <b>122.90</b>                | <b>132.76</b>                |

### (iii) Share-based payment transactions

The shareholders of the Company, at their meeting held on September 27, 2021 had approved the "Asian Energy Services Limited - Employee Stock Option Plan – 2021" ("AESL ESOP 2021") authorising grant of not exceeding 380,744 stock options to the eligible employees. The scheme is designed to provide long term incentives for certain employees to deliver long term shareholders return. During the current year, the Company has granted Nil (March 31, 2023: 380,000) employee stock options convertible into equivalent equity shares to the eligible employees including that of group company pursuant to such scheme. The details of activity under the ESOP schemes are summarized below:

(All amounts in lakhs, unless otherwise stated)

| Particulars                                    | AESL ESOP 2021   |
|--|--|
| Date of approval of scheme by the shareholders | September 27, 2021   |
| Options granted                                | 380,000  |
| Exercise price per share                       | 114.00   |
| <b>Conditions attached:</b>                    |  |
| - Vesting period                               | 1 year from the grant date   |
| - Other conditions                             | Exercise of vested options would be done any time before the termination of the services of the employee through resignation, retirement or otherwise. |

The expense recognized for employee services received during the year is shown in the following table:

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Total expense arising from equity-settled share-based payment transactions                  | 37.93                        | 6.61                         |
|   | <b>37.93</b>                 | <b>6.61</b>                  |
| <b>- Out of the above</b>   |                              |                              |
| Recognized in statement of profit and loss  | 13.85                        | 3.23                         |
| Recognized in other equity in relation to stock options given to employees of group company | 24.08                        | 3.38                         |
| <b>Total</b>  | <b>37.93</b>                 | <b>6.61</b>                  |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### Movements during the year in stock options:

(All amounts in lakhs, unless otherwise stated)

| Particulars                             | AESL ESOP 2021<br>(Numbers in lakhs) |
|---|--------------------------------------|
| Outstanding as at March 31, 2022        | -                                    |
| Add: Options granted during the year    | 3.80                                 |
| Less: Options lapsed during the year    | -                                    |
| Less: Options exercised during the year | -                                    |
| <b>Outstanding as at March 31, 2023</b> | <b>3.80</b>                          |
| Less: Options lapsed during the year*   | (0.65)                               |
| Less: Options exercised during the year | (1.09)                               |
| <b>Outstanding as at March 31, 2024</b> | <b>2.06</b>                          |

\* Lapsed on account of employees resigned without exercising.

**Aggregate number of share options available with Key Management Personnel:** 29,314 (March 31, 2023: 72,736).

The following tables list the inputs to the models used for the employees' stock option plan

(All amounts in lakhs, unless otherwise stated)

| Particulars                            | AESL ESOP 2021    |
|--|-------------------|
| Exercise price (₹)                     | 114.00            |
| Fair value per option                  | 12.46             |
| Grant date                             | February 08, 2023 |
| Vesting date                           | February 08, 2024 |
| Expiry date                            | February 08, 2025 |
| Dividend yield (%)                     | -                 |
| Expected price volatility (%)          | 48.65%            |
| Risk-free interest rate (%)            | 7.12%             |
| Expected life of share options (years) | 2.00              |
| Share price at grant date (₹)          | 73.35             |
| Model used                             | Black Scholes     |

Expected volatility has been based on an evaluation of the historical volatility of the Company's share price, particularly over the historical period commensurate with the expected term. The expected term of the instruments has been based on historical experience and general option holder behaviour.

### Expiry date and exercise prices of the share options vested and exercisable at the end of the year:

| Grant date        | Expiry date       | As at March 31, 2024 |                | As at March 31, 2023 |                |
|-------------------|-------------------|----------------------|----------------|----------------------|----------------|
|                   |                   | No of options        | Exercise price | No of options        | Exercise price |
| February 08, 2023 | February 08, 2025 | 205,673              | 114.00         | -                    | -              |

Weighted average share price at the date of exercise of stock options exercised during the year was ₹ 313.83 per share (March 31, 2023: Not applicable).

Weighted average remaining contractual life of options is 0.72 year as on March 31, 2024 (March 31, 2023: 1.93 years).

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 44. RELATED PARTY DISCLOSURES

#### A. Name of related parties

##### a) Holding Company

Oilmax Energy Private Limited

##### b) Subsidiary Company

AOSL Petroleum Pte Limited

Asian Oilfield & Energy Services DMCC ('ADMCC')

AOSL Energy Service Limited

Optimum Oil & Gas Private Limited

Cure Multitrade Private Limited (from October 03, 2022)

Ivorene Oil Services Nigeria Limited (from October 03, 2022) (Step-down subsidiary)

##### c) Joint Ventures

Zuberi Asian Joint Venture (operations commenced from May 04, 2022)

AESL FFIL Joint Venture (operations commenced from October 20, 2022)

Asian Indwell Joint Venture (operations commenced from March 13, 2024)

##### d) Individuals having significant influence over the Company by virtue of owning indirect interest in the voting power

Ms. Ritu Garg - Promoter of the Company

##### e) Key Management Personnel (KMP)/ Directors

Mr. Ashutosh Kumar - Chief Executive Officer and Whole Time Director (upto May 31, 2023)

Mr. Nayan Mani Borah - Independent Director (Chairman)

Mr. Rabi Narayan Bastia - Non Executive Director

Mr. Kadayam Ramanathan Bharat - Independent Director (upto May 06, 2022)

Ms. Anusha Mehta - Independent Director

Mr. Mukesh Jain - Non Executive Director

Mr. Nirav Talati - Chief Financial Officer

Mr. Kapil Garg - Managing Director (w.e.f. June 01, 2023)

Mr. Kapil Garg - Non-executive Director (upto May 31, 2023)

Mr. Brij Mohan Bansal - Independent Director

Ms. Shweta Jain - Company Secretary

##### f) Entities on which KMP & its relative have significant influence

Anirit Agro Hub LLP

Anirit Agritech Private Limited

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### B. Transactions with related parties :

| S. No.   | Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|----------|--|------------------------------|------------------------------|
| <b>1</b> | <b>Holding Company - Oilmax Energy Private Limited</b>   |                              |                              |
|          | Sale of services   | 1,974.95                     | 1,408.98                     |
|          | Interest income on overdue trade receivables   | 26.15                        | 77.81                        |
|          | Acquisition of participatory interest in an oil field  | 1,770.00                     | -                            |
|          | <u>Reimbursement towards:</u>  |                              |                              |
|          | Sharing of expense in producing crude oil (Refer note (ii) below)                                    | 313.79                       | -                            |
|          | Government's share in revenue from sale of crude oil (Refer note (ii) below)                         | 34.98                        | -                            |
|          | Purchase of property, plant and equipment including capital work in progress (Refer note (ii) below) | 566.44                       | -                            |
| <b>2</b> | <b>Subsidiaries</b>  |                              |                              |
|          | <b>i. Asian Oilfield &amp; Energy Services DMCC</b>  |                              |                              |
|          | Other operating income   | 1.27                         | -                            |
|          | <b>ii. AOSL Energy Service Limited</b>   |                              |                              |
|          | Loan advanced  | 1.36                         | 1.43                         |
|          | Interest on loan advanced  | 0.43                         | 0.30                         |
|          | <b>iii. Cure Multitrade Private Limited</b>  |                              |                              |
|          | Investment in equity shares  | -                            | 20.40                        |
| <b>3</b> | <b>Joint Ventures</b>  |                              |                              |
|          | <b>i. Zuberi Asian Joint Venture</b>   |                              |                              |
|          | Sale of services (including revenue received in advance)   | 3,477.91                     | 2,718.25                     |
|          | Amount paid on behalf of related party   | 0.28                         | 140.40                       |
|          | <b>ii. AESL FFIL Joint Venture</b>   |                              |                              |
|          | Sale of services (including revenue received in advance)   | 2,455.79                     | -                            |
|          | Amount paid on behalf of related party   | 108.77                       | 2.06                         |
|          | <b>iii. Asian Indwell Joint Venture</b>  |                              |                              |
|          | Amount paid on behalf of related party   | 28.35                        | -                            |
| <b>4</b> | <b>Entities on which KMP &amp; its relative have significant influence</b>                           |                              |                              |
|          | <b>i. Anirit Agro Hub LLP</b>  |                              |                              |
|          | Amount paid on behalf of related party and its reimbursement   | -                            | 1.20                         |
|          | <b>ii. Anirit Agritech Private Limited</b>   |                              |                              |
|          | Amount paid on behalf of related party and its reimbursement   | -                            | 1.34                         |
|          | Purchase of property, plant and equipment  | 5.00                         | -                            |
| <b>5</b> | <b>i. Remuneration to KMP<sup>^</sup></b>  |                              |                              |
|          | Ashutosh Kumar   | 33.74                        | 212.98                       |
|          | Kapil Garg   | 0.00                         | -                            |
|          | Shweta Vaibhav Jain  | 16.65                        | 15.06                        |
|          | Nirav Talati   | 65.81                        | 66.07                        |
|          |  | <b>116.20</b>                | <b>294.11</b>                |
|          | <b>ii. Directors sitting fees :</b>  |                              |                              |
|          | Nayan Borah  | 2.50                         | 2.30                         |
|          | Anusha Mehta   | 2.30                         | 1.60                         |
|          | Rabi Bastia  | 1.00                         | 1.20                         |
|          | Mukesh Jain  | 1.35                         | 1.20                         |
|          | Brij Mohan Bansal  | 1.80                         | 2.05                         |
|          |  | <b>8.95</b>                  | <b>8.35</b>                  |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

| S. No. | Particulars                             | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--------|---|------------------------------|------------------------------|
|        | <b>iii. Reimbursement of expenses :</b> |                              |                              |
|        | Ashutosh Kumar                          | 4.42                         | 2.84                         |
|        | Rabi Bastia                             | -                            | 0.40                         |
|        | Nirav Talati                            | 0.97                         | 1.26                         |
|        | Shweta Jain                             | 1.36                         | -                            |
|        |   | <b>6.75</b>                  | <b>4.50</b>                  |
|        | <b>iv. Professional fees:</b>           |                              |                              |
|        | Mukesh Jain                             | 72.00                        | 62.00                        |
|        | <b>v. Rent expense*</b>                 |                              |                              |
|        | Kapil Garg                              | 42.00                        | 42.00                        |
|        | Ritu Garg                               | 42.00                        | 42.00                        |

### C. Balances with related parties:

| S. No.    | Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|-----------|--|------------------------------|------------------------------|
| <b>1</b>  | <b>Holding Company - Oilmax Energy Private Limited</b>   |                              |                              |
|           | Trade receivables  | 1,130.86                     | 2,523.52                     |
|           | Other current financial assets   | -                            | 76.26                        |
|           | Other current assets   | -                            | 1.00                         |
|           | Other financial liabilities  | 70.83                        | -                            |
| <b>2</b>  | <b>Subsidiary - AOSL Petroleum Pte Ltd</b>   |                              |                              |
|           | Unsecured loans given and interest thereon**   | 208.50                       | 208.50                       |
| <b>3</b>  | <b>Subsidiary - Asian Oilfield &amp; Energy Services DMCC</b>  |                              |                              |
|           | Payable towards lease liability*   | 266.46                       | 436.89                       |
| <b>4</b>  | <b>Subsidiary - AOSL Energy Services Limited</b>   |                              |                              |
|           | Unsecured loan given and interest thereon  | 6.45                         | 4.65                         |
| <b>5</b>  | <b>Joint venture - Zuberi Asian Joint Venture</b>  |                              |                              |
|           | Trade receivables  | 1,748.27                     | 748.23                       |
|           | Other current financial assets   | 140.68                       | 140.40                       |
| <b>6</b>  | <b>Joint venture - AESL FFIL Joint Venture</b>   |                              |                              |
|           | Trade receivables  | 589.02                       | -                            |
|           | Other current financial assets   | 110.82                       | 2.06                         |
| <b>7</b>  | <b>Joint venture - Asian Indwell Joint Venture</b>   |                              |                              |
|           | Other current financial assets   | 28.35                        | -                            |
| <b>8</b>  | <b>Entities on which KMP &amp; its relative have significant influence - Anirit Agritech Private Limited</b> |                              |                              |
|           | Other financial liabilities  | 0.90                         | -                            |
| <b>9</b>  | <b>Payable to KMP</b>  |                              |                              |
|           | Ashutosh Kumar   | 0.31                         | 0.31                         |
|           | Mukesh Jain  | -                            | 4.50                         |
|           | Nirav Talati   | 0.82                         | -                            |
| <b>10</b> | <b>Security deposits given by the Company towards premises taken on lease*</b>                               |                              |                              |
|           | Kapil Garg   | 300.00                       | 300.00                       |
|           | Ritu Garg  | 300.00                       | 300.00                       |



## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### D. Other outstanding arrangements:

Kapil Garg and Ritu Garg have provided personal security towards cash credit facility availed by the Company.

The Holding Company has also provided a Corporate Guarantee to the bankers towards cash credit facilities availed by the Company. Such facility has a debit balance amounting to ₹ 1.79 lakhs as on March 31, 2024 (March 31, 2023 - credit balance of ₹ 1,557.14 lakhs).

^The figures does not include provision for gratuity since it is actuarially determined for the Company as a whole. Further, no stock options were granted to KMP during the current year (March 31, 2023: 72,736). Further, 29,314 stock options are available with KMP's as on March 31, 2024 (March 31, 2023: 72,736).

\*The figures are based on contractual arrangement executed and does not include the impact of Ind AS.

\*\* Provision towards outstanding loan and interest accrued thereon aggregating ₹ 208.50 lakhs was made during the previous year. Also, interest on loan receivable from such subsidiary has not been accrued in books of account considering the financial position of such subsidiary.

#### Notes:

- (i) The closing amount pertaining to investment made in subsidiaries and joint ventures is not considered as a part of disclosure on outstanding balance due.
- (ii) Represents Company's share of expenses in joint operation at Indrora oilfield.
- (iii) The closing balance with related parties are unsecured in nature. The settlement of receivable/ payable balances would be done through cash or other financial asset.

### 45. UN-HEDGED FOREIGN CURRENCY EXPOSURES

For un-hedged foreign currency exposure, refer section 'Foreign currency risk' under note 41 - Financial Risk Management.

### 46. CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENDITURE

As per Section 135 of the Companies Act, 2013, a Company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The Board of Directors of the Company had constituted CSR Committee.

During the current year, since the Company has not met the applicability criteria and hence, the Company has not carried out any CSR activities during the current year.

The details for CSR activities carried out in previous year are as follows:

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2023 |
|---|------------------------------|
| i) Gross amount required to be spent by the Company during the year | 60.72                        |
| ii) Amount spent during the year on:                                |                              |
| a) Construction/acquisition of any asset                            | -                            |
| b) On purposes other than (a) above                                 | 60.72                        |

iii) Nature of CSR activities includes promoting education, healthcare, eradicating hunger, poverty and malnutrition, empowering women and rural development projects.

iv) The Company did not wish to carry forward the excess amount spent during the previous year.

v) The Company does not have any ongoing projects as at March 31, 2023.

vi) There is no unspent amount of CSR activities as at March 31, 2023 and March 31, 2024.

vii) There is no related party transaction in relation to CSR expenditure.

### 47. EVENTS OCCURRING AFTER THE REPORTING PERIOD

No adjusting or significant non-adjusting events have occurred between March 31, 2024 and the date of authorization of these standalone financial statements.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 48. SEGMENT INFORMATION

(a) The Company publishes standalone financial statements along with the consolidated financial statements. Accordingly, as per Ind AS 108 'Operating Segments', no disclosures related to the segments are presented in these standalone financial statements.

(b) **Revenue from external customers i.e., outside Group entities:**

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---------------|------------------------------|------------------------------|
| India         | 19,308.89                    | 7,587.92                     |
| Outside India | -                            | -                            |
| <b>Total</b>  | <b>19,308.89</b>             | <b>7,587.92</b>              |

(c) **Revenue from sale of services and goods derived from the major external customers is as follows:**

(All amounts in lakhs, unless otherwise stated)

| Particulars                      | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|----------------------------------|------------------------------|------------------------------|
| Revenue from top customer        | 9,568.33                     | 4,735.72                     |
| Revenue from top three customers | 17,085.96                    | 8,418.14                     |

(d) **For the year ended March 31, 2024 - four (March 31, 2023: four) customer, individually accounted for more than 10% of the revenue.**

(e) **Non-current assets\***

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---------------|------------------------------|------------------------------|
| India         | 11,408.85                    | 9,276.33                     |
| Outside India | -                            | -                            |

\* Excluding financial assets and tax assets.

### 49. EXPLANATION IN RELATION TO INVESTMENT IN A SUBSIDIARY - ADMCC

As at March 31, 2024, the Company has an investment of ₹ 651.50 lakhs in its wholly owned subsidiary company, Asian Oilfield and Energy Services DMCC ('ADMCC'). Also, the Company has payable of ₹ 266.46 lakhs to ADMCC. The contract with a major customer of ADMCC was terminated during the previous year and in the current year, ADMCC has incurred losses amounting to ₹ 476.52 lakhs. While the discussion with the aforesaid customer is still on and ADMCC has legal rights available for claiming its receivables, ADMCC on prudent basis has recognized loss allowance of ₹ 166.89 lakhs on its net receivables towards such customer during the current year. As at March 31, 2024, the reported net worth of ADMCC is positive however it is not adequate to cover the exposure in terms of investment which the Company is carrying as on that date. ADMCC is in process of entering into new revenue generating contracts which is expected to generate sufficient profits and cash flows in the forthcoming years. Also, ADMCC has certain capital assets that are completely depreciated but because of their utility, these assets have a value that is higher than the salvage amount. Basis above facts along with other relevant assessment carried out by the management of ADMCC, the Company believes that the reported net worth of ADMCC as at March 31, 2024 is not reflective of its future financial position as the execution of new contracts and recovery of receivables shall further enhance ADMCC's net worth. The Company's management is confident of realizing the value of its investments in ADMCC and accordingly no impairment has been recognised in these standalone financial statements.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### 50. DISCLOSURE AS PER IND AS 115 - REVENUE FROM CONTRACTS WITH CUSTOMERS

#### a) Reconciliation of revenue from sale of goods and services with the contracted price

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| Contracted price   | 30,563.80                    | 10,907.24                    |
| Less: Variable consideration                               | -                            | -                            |
| Less: Government's share in revenue from sale of crude oil | (34.98)                      | -                            |
| Less: Warranty obligation included in the supply           | (72.84)                      | (11.99)                      |
| <b>Sale of goods and services</b>                          | <b>30,455.98</b>             | <b>10,895.25</b>             |

#### b) Revenue based on performance obligations

##### For the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars                                | Sale of goods | Sale of services | Total            |
|--|---------------|------------------|------------------|
| Revenue recognized over the period of time | -             | 30,076.48        | 30,076.48        |
| Revenue recognized at a point in time      | 379.50        | -                | 379.50           |
|  | <b>379.50</b> | <b>30,076.48</b> | <b>30,455.98</b> |

##### For the year ended March 31, 2023

(All amounts in lakhs, unless otherwise stated)

| Particulars                                | Sale of goods | Sale of services | Total            |
|--|---------------|------------------|------------------|
| Revenue recognized over the period of time | -             | 10,895.25        | 10,895.25        |
| Revenue recognized at a point in time      | -             | -                | -                |
|  | -             | <b>10,895.25</b> | <b>10,895.25</b> |

#### c) Recognized revenue earned from:

(All amounts in lakhs, unless otherwise stated)

| Particulars      | Sale of goods    | Sale of services |
|------------------|------------------|------------------|
| Related parties* | 11,197.51        | 3,307.33         |
| Others           | 19,258.47        | 7,587.92         |
|                  | <b>30,455.98</b> | <b>10,895.25</b> |

\* As per contractual arrangement, billing is done amounting to ₹ 7,908.65 lakhs for the year ended March 31, 2024 (March 31, 2023: ₹ 4,127.23 lakhs) which has been disclosed as transactions with related parties under note 44.

#### d) Contract balances

(All amounts in lakhs, unless otherwise stated)

| Particulars                                 | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Trade receivables (net carrying value)      | 12,869.21                    | 6,558.66                     |
| Contract assets (unbilled work in progress) | 2,575.02                     | -                            |
| Advance from customer                       | 306.34                       | 528.96                       |
| Contract liability*                         | 174.83                       | 921.91                       |

\*Revenue recognized during the year from contract liability is Nil (March 31, 2023: Nil).

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### e) Movement in contract assets and contract liability

(All amounts in lakhs, unless otherwise stated)

| Particulars                         | Contract assets | Contract liability and customer advances |
|-------------------------------------|-----------------|--|
| <b>Balance as on April 01, 2022</b> | <b>2,099.70</b> | <b>90.00</b>                             |
| Net increase/ (decrease)            | (2,099.70)      | 1,360.87                                 |
| <b>Balance as on March 31, 2023</b> | <b>-</b>        | <b>1,450.87</b>                          |
| Net increase/ (decrease)            | 2,575.02        | (969.70)                                 |
| <b>Balance as on March 31, 2024</b> | <b>2,575.02</b> | <b>481.17</b>                            |

**Note:** During the current year, increase in contract assets is primarily due to lower progress billing as compared to revenue recognition during the year in certain projects which has also resulted in decrease in contract liability in the current year.

### f) Cost to obtain or fulfil the contract:

- (i) Amount of amortization recognized in Statement of Profit and Loss during the year : Nil (March 31, 2023: Nil)
- (ii) Amount recognized as contract assets in relation to cost incurred for obtaining contract as at March 31, 2024 : Nil (March 31, 2023: Nil)

### g) In the normal course of business, the payment terms given to majority of the customers ranges from 30 to 60 days except retention monies which are due after the completion of the project as per the terms of contract.

#### 51. CODE ON SOCIAL SECURITY, 2020

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period in which the Code becomes effective.

#### 52. INVESTMENT IN JOINT VENTURES

(All amounts in lakhs, unless otherwise stated)

| Name of the joint venture             | Location | Ownership interest | Activity commenced from |
|---------------------------------------|----------|--------------------|-------------------------|
| Zuberi Asian Joint Venture ('ZA JV')  | India    | 49.00%             | May 04, 2022            |
| AESL FFIL Joint Venture ('AF JV')     | India    | 49.00%             | October 20, 2022        |
| Asian Indwell Joint Venture ('AI JV') | India    | 80.00%             | March 13, 2024          |

Above joint ventures are engaged in the business of providing engineering, procurement and construction services, and related services. It has been established as a separate entity (Association of Persons) and the Company has a proportionate residual interest in the net assets of the joint ventures. The Company is not required to have any investment in these entities as per the joint venture agreement. The summarized financial information of the joint ventures is given below:

### i) Zuberi Asian Joint Venture ('ZA JV') :-

(All amounts in lakhs, unless otherwise stated)

| Particulars                       | March 31, 2024 | March 31, 2023 |
|-----------------------------------|----------------|----------------|
| Total assets                      | 2,129.44       | 1,040.97       |
| Total equity                      | 149.87         | 54.70          |
| Total liabilities                 | 1,979.57       | 986.27         |
| Total revenue                     | 3,811.34       | 2,995.71       |
| Profit before tax for the period  | 280.97         | 217.01         |
| Profit after tax for the period   | 177.65         | 123.77         |
| Dividends received by the Company | -              | -              |

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

### ii) AESL FFIL Joint Venture ('AF JV') :-

(All amounts in lakhs, unless otherwise stated)

| Particulars                       | March 31, 2024 | March 31, 2023 |
|-----------------------------------|----------------|----------------|
| Total assets                      | 1,043.52       | 2.07           |
| Total equity                      | 256.38         | -              |
| Total liabilities                 | 787.14         | 2.07           |
| Total revenue                     | 2,801.51       | -              |
| Profit before tax for the period  | 251.56         | -              |
| Profit after tax for the period   | 143.97         | -              |
| Dividends received by the Company | -              | -              |

### iii) Asian Indwell Joint Venture ('AI JV') :-

(All amounts in lakhs, unless otherwise stated)

| Particulars                              | March 31, 2024 | March 31, 2023 |
|--|----------------|----------------|
| Total assets                             | 28.93          | -              |
| Total equity                             | (0.58)         | -              |
| Total liabilities                        | 29.52          | -              |
| Total revenue                            | -              | -              |
| Profit/ (loss) before tax for the period | (0.58)         | -              |
| Tax expense                              | -              | -              |
| Profit/ (loss) after tax for the period  | (0.58)         | -              |
| Dividends received by the Company        | -              | -              |

**Note:** As the activities of Asian Indwell Joint Venture commenced during the current year, figures for previous year are Nil.

### 53. OTHER STATUTORY INFORMATION AS PER SCHEDULE III TO THE ACT

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company does not have any transactions with Companies whose name has been struck off from the register of Companies.
- The Company does not have any charges or satisfaction which is yet to be registered with registrar of companies (ROC) beyond the statutory period except the below cases :

| Brief description of the charges   | Date of creation of charge   | Period by which charge had to be registered | Location of the registrar | Reason for delay in registration   |
|--|--|---|---------------------------|--|
| Vehicle loans and overdraft facility availed by the Company towards security of certain assets | Not applicable as the charge is not created and registered by the Company. | Within 30 days from creation of charge      | ROC - Mumbai              | Not applicable as the charge is not created and registered by the Company. |

- The Company has not traded or invested in Crypto currency or Virtual currency during the year.
- 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:
  - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries); or
  - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or
  - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

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

### 54. ANALYTICAL RATIOS

(All amounts in lakhs, unless otherwise stated)

| Sr. No | Ratio                                      | Numerator   | Denominator  | March 31, 2024 | March 31, 2023 | % Variance | Explanation for variance in ratio by more than 25%  |
|--------|--|---|--|----------------|----------------|------------|---|
| 1      | Current ratio (in times)                   | Current assets  | Current liabilities                                      | 2.23           | 2.42           | (7.98%)    | Not applicable.   |
| 2      | Debt - equity ratio (in times)             | Borrowings  | Total equity   | 0.08           | 0.10           | (22.25%)   | Not applicable.   |
| 3      | Debt service coverage ratio (in times)     | Net profit/ (loss) before tax + depreciation, depletion and amortization + interest expense on borrowings carried at amortized cost | Principal and interest repayment of long-term borrowings | 45.45          | 0.00           | 100.00%    | Increase is primarily because in current year, the Company has earned profits whereas in previous year, the Company had incurred losses.                                    |
| 4      | Return on equity ratio (%)                 | Net profit/(loss) after taxes   | Average total equity                                     | 12.21%         | (14.09%)       | 186.66%    | Increase is primarily because in current year, the Company has earned profits whereas in the previous year, the Company had incurred losses.                                |
| 5      | Inventory Turnover ratio                   | Revenue from operations   | Average inventory  | 2,103.01       | Not applicable | 100.00%    | The Company did not hold any inventory during the previous year and hence the variance.   |
| 6      | Trade receivable turnover ratio (in times) | Revenue from operations   | Average trade receivable                                 | 3.14           | 1.87           | 67.72%     | Increase is because of increase in revenue from operations in the current year.   |
| 7      | "Trade payable turnover ratio (in times)"  | Project related expenses  | Average trade payables                                   | 5.61           | 3.48           | 60.87%     | Increase is because of increase in project related expenses in the current year.  |
| 8      | "Net capital turnover ratio (in times)"    | Revenue from operations   | Current assets – Current liabilities                     | 3.13           | 1.25           | 150.83%    | Increase is because of increase in revenue from operations in the current year.   |
| 9      | Net profit/ (loss) ratio (%)               | Net profit/ (loss) after taxes  | Revenue from operations                                  | 0.09           | (0.27)         | 135.31%    | Increase is because of increase in revenue from operations in the current year and the Company has earned profits in the current year as compared to loss in previous year. |



## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Sr. No | Ratio                          | Numerator  | Denominator  | March 31, 2024 | March 31, 2023 | % Variance | Explanation for variance in ratio by more than 25%   |
|--------|--------------------------------|--|--|----------------|----------------|------------|--|
| 10     | Return on capital employed (%) | Earnings/ (losses) before finance cost and taxes | Tangible net worth + total borrowings + deferred tax liability | 11.20%         | (11.70%)       | 195.69%    | Increase is primarily because in current year, the Company has earned profits whereas in the previous year, the Company had incurred losses. |
| 11     | Return on investment (%)       | Net profit/(loss) after taxes                    | Total assets   | 7.61%          | (11.62%)       | 165.55%    | Increase is primarily because in current year, the Company has earned profits whereas in the previous year, the Company had incurred losses. |

### 55. ACQUISITION OF A PARTICIPATORY INTEREST IN AN OILFIELD

#### (i) Background

Government of India (GOI) had awarded an oil field in the Cambay basin having surface coverage of 150.77 sq.km to Oilmax Energy Private Limited (Holding Company) for a period of 20 years. Pursuant to such award, a revenue sharing contract (RSC) was entered into between GOI and the Holding Company in September 2022. Such RSC allows for assignment of Participatory Interest ('PI') to other parties with the prior consent of GOI.

Subsequently, a Farmout agreement and a joint operating agreement (JOA) were entered between the Company and Oilmax on April 08, 2023. Under this agreement, the Holding Company sold 50% of PI to the Company in this oilfield for a consideration of ₹ 1,770 lakhs (including indirect taxes). This agreement also provides for rights and obligations concerning operations and activities under the contract.

Post that, an application was filed with GOI for approval of such sale of PI to the Company. The GOI approved the sale of PI which was effective from June 30, 2023. As a result, an amendment was made to RSC which also included the Company in it.

As per joint operating agreement, the parties have rights to assets and obligation for the liabilities pertaining to the assets of a joint arrangement in their respective PI.

The above acquisition of PI is in a producing oil field which already had proved reserves (inputs) on which the operational process will be applied to achieve the sale of crude oil (output) and hence such acquisition constitute a business as per Ind AS 103 - "Business Combinations".

As a result of above acquisition, the Company will further strengthen its position in the oil and gas segment.

#### (ii) Fair value of assets acquired as at 30 June 2023:

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Amount          |
|--|-----------------|
| Oil asset - property, plant and equipment          | 2,181.00        |
| <b>Total value of assets (A)</b>                   | <b>2,181.00</b> |
| <b>Total value of liabilities (B)</b>              | <b>-</b>        |
| <b>Net identifiable asset acquired (C) = [A-B]</b> | <b>2,181.00</b> |
| <b>Purchase consideration</b>                      | <b>1,770.00</b> |
| <b>Capital reserve (E) = [C-D]</b>                 | <b>411.00</b>   |

For the purpose of the valuation, the basis of value was fair value. Fair value is the amount at which an asset (or liability) could be bought (or incurred) or sold (or settled) in a current transaction between willing parties, that is, other than in a forced or liquidation sale.

In the present scenario, the Company has acquired the rights towards reserves of crude oil and hydrocarbons (natural resource) after purchasing 50% PI in a producing oil field. The underlying value of PI is derived from the reserves of such natural resources. The transaction was done by the Company for having access to such natural resource and the related well facility. The operations in such PI has been purchased are located in a specified region of Indrora, Gujarat. As on acquisition date, no brand that is acquired by the Company. No material customer contracts/ relationships exists as on the acquisition date. The business utilizes its own resource for supplying goods to customers and deploys its own sales force to interface with them. Further, there is no material assembled workforce acquired.

## Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended March 31, 2024

Basis the facts mentioned above, fair value of entire purchase consideration has been attributable towards a single class of asset which is an oil asset under property, plant and equipment.

### Notes :

- (i) Ind AS 103 requires the identifiable assets and liabilities to be fair valued in order to ascertain the net fair value of identifiable assets, liabilities and contingent liabilities. These valuations are conducted by external valuation experts. These measurements are based on information available at the acquisition date and are based on expectations and assumptions that have been deemed reasonable by the management.
- (ii) Discount rate of 20.62% has been used to determine free cash flows to the equity.
- (iii) Tax rate of 25.17%, based on prevailing corporate tax rate in India, has been considered by the Company.
- (iv) The acquisition contributed revenue from operations of ₹ 379.50 lakhs and profit before tax of ₹ 71.31 lakhs during the current financial year.
- (v) The consideration of ₹ 1,770 lakhs (including indirect taxes) has been paid in cash by the Company.
- (vi) Capital reserve arising on acquisition has been recognized directly in equity.

### 56. DISCLOSURE UNDER GUIDANCE NOTE ON ACCOUNTING FOR "OIL AND GAS PRODUCING ACTIVITIES" (REVISED)

During the current year, the Company has acquired 50% Participatory Interest in Indrora oilfield situated in Gujarat, India. The Company's share of reserves under this oilfield is as under :

(All amounts in lakhs, unless otherwise stated)

| Particulars                            | Details        | Crude oil (in million barrels) |                |
|--|----------------|--------------------------------|----------------|
|  |                | March 31, 2024                 | March 31, 2023 |
| Proved reserves of crude oil - onshore | Opening        | -                              | -              |
|  | Addition       | 0.838                          | -              |
|  | Production     | 0.017                          | -              |
|  | <b>Closing</b> | <b>0.821</b>                   | -              |

Proved reserves are those quantities of petroleum that, by analysis of geological and engineering data, can be estimated with reasonable certainty to be commercially recoverable, from a given date forward, from known reservoirs and under current economic conditions, operating methods, and government regulations.

### 57. AUDIT TRAIL (EDIT LOG) FEATURE IN THE ACCOUNTING SOFTWARE

The Ministry of Corporate Affairs (MCA) introduced a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules, 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

From April 01, 2023 to July 29, 2023, the Company used Tally.ERP 9 accounting software for maintaining its books of account. However, this software version did not have an audit trail (edit log) feature. To address this, the Company has migrated to TallyPrime Edit Log 2.1 version of the accounting software from July 29, 2023, which includes an audit trail (edit log) feature for recording all the relevant transactions.

These are the notes to the standalone financial statements referred to in our report of even date.

#### For Walker Chandio & Co LLP

Chartered Accountants

Firm Registration No. 001076N / N500013

#### Rakesh R. Agarwal

Partner

Membership No.: 109632

Place: Mumbai

Date: May 03, 2024

#### For and on behalf of the Board of Directors

#### Kapil Garg

Managing Director

(DIN-01360843)

#### Shweta Jain

Company Secretary

(ACS-23368)

Place: Mumbai

Date: May 03, 2024

#### Nayan Mani Borah

Chairman

(DIN-00489006)

#### Nirav Talati

Chief Financial Officer

# INDEPENDENT AUDITOR'S REPORT

## TO THE MEMBERS OF ASIAN ENERGY SERVICES LIMITED

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

1. We have audited the accompanying consolidated financial statements of Asian Energy Services Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') and its joint ventures, as listed in Annexure 1, which comprise the Consolidated Balance Sheet as at 31 March 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a material accounting policy information and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries and joint ventures, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India of the consolidated state of affairs of the Group and its joint ventures, as at 31 March 2024, and their consolidated profit (including other

comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

#### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its joint ventures 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 consolidated financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics issued by the ICAI. We believe that the audit evidence we have obtained together with the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 15 of the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

## INDEPENDENT AUDITOR'S REPORT (Contd.)

5. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Key audit matter   | How our audit addressed the key audit matter   |
|--|--|
| <p><b>(i) Revenue recognition by the Holding Company</b></p> <p>Revenue for the Holding Company consists primarily of oilfield and related services provided in the energy sector and sale of crude oil.</p> <p>Refer Note 29 and Note 51 to the accompanying consolidated financial statements for details of revenue recorded during the current year and Note 1(c) for the related accounting policies.</p> <p>Ind AS 115, Revenue from Contracts with Customers, ('Ind AS 115') requires management to make certain key judgments relating to identifying contracts with customers, performance obligations involved in contracts and revisions thereto, determining transaction price which involves variable consideration elements including estimation of levy of liquidated damages or penalty or warranty claims by its customers, allocation of the transaction price to such performance obligations and satisfaction of performance obligations.</p> <p>We have identified recognition of revenue as key audit matter for the current year audit considering:</p> <ul style="list-style-type: none"> <li>- Significance of management judgement and estimate involved as mentioned above, and the materiality of amounts involved; and</li> <li>- Significant auditor attention required to audit revenue recognised during the year which has been identified as a significant risk as per the requirements of Standards of Auditing.</li> </ul> | <p>Our audit procedures around revenue recognition included, but were not restricted to, the following:</p> <ol style="list-style-type: none"> <li>a) Obtained the understanding of the revenue and receivable business process and assessed the appropriateness of the accounting policy adopted by the Holding Company for revenue recognition in accordance with Ind AS 115;</li> <li>b) Evaluated the design and tested the operating effectiveness of the key internal financial controls around revenue recognition including controls around contract approvals, invoice approval, determining the amount of variable consideration, estimation of budgeted contract costs and recording of receipt;</li> <li>c) Performed substantive testing by selecting a sample of continuing and new contracts entered with customers during the year and performed following procedures: <ol style="list-style-type: none"> <li>i. Analyzed the contracts and identified distinct performance obligations in such contracts.</li> <li>ii. Compared these performance obligations with those identified and recorded by the Holding Company.</li> <li>iii. Considered the terms of the contracts to determine the transaction price and any variable consideration elements including levy of liquidated damages, penalty and warranty claims;</li> </ol> </li> <li>d) Reviewed the allowance/ provision for expected liquidated damages, penalty and warranty obligation created by the management on the invoicing done for the various projects from time-to-time, where contract milestones were not met;</li> <li>e) Performed test of details on a sample of revenue transactions recorded during the year, including specific periods before and after the year-end. For the samples selected, inspected supporting documents, including contracts and related amendments for revisions to performance obligations or price terms, daily progress reports, invoices and delivery documents to ensure that the correct amount of revenue is recorded in the correct period; and</li> <li>f) Evaluated the appropriateness and adequacy of the disclosures made in the financial statements for revenue recognized during the year in accordance with applicable accounting standard.</li> </ol> |

## INDEPENDENT AUDITOR'S REPORT (Contd.)

| Key audit matter  | How our audit addressed the key audit matter   |
|---|--|
| <p><b>(ii) Acquisition of a Participating Interest in an oilfield by the Holding Company</b></p> <p>Refer Note 1(o) for accounting policy and Note 57 for relevant disclosure in the accompanying consolidated financial statements.</p> <p>During the current year, pursuant to a farmout agreement and a joint operating agreement, the Holding Company has acquired 50% Participating Interest ('PI') in an oilfield situated in Gujarat for a purchase consideration of INR 1,770.00 lakhs. The acquisition of such PI in an oilfield has been accounted for as a business combination using acquisition method in accordance with Ind AS 103 – Business Combinations ('Ind AS 103').</p> <p>In accordance with the requirement of Ind AS 103, the identified asset has been recognized at fair value and the excess of the fair value of the identified assets acquired over the consideration paid is recognised as capital reserve amounting to INR 411.00 lakhs.</p> <p>Accounting for this acquisition involved significant judgements to determine whether such acquisition of PI in an oilfield constitute a business in accordance with Ind AS 103. Further, the management involved an independent valuation expert to determine the fair value of the PI in the oil field acquired using discounted cash flow valuation model which required significant estimates and judgements such as future projection and discount rate, for valuation of identified assets i.e., oil asset.</p> <p>Considering the significance of the amount, and significance of management judgements involved, we have considered accounting for acquisition of a participating interest in the said oilfield to be a key audit matter for the current year audit.</p> | <p>Our audit procedures around acquisition of Participatory Interest in an oilfield included, but were not restricted to, the following:</p> <ul style="list-style-type: none"> <li>a) Obtained an understanding of the key terms and conditions of the relevant agreements entered into by the Holding Company with respect to acquisition of PI in an oilfield;</li> <li>b) Assessed appropriateness of the accounting policy adopted by the Holding Company for the business combination in terms of the requirements of Ind AS 103;</li> <li>c) Assessed management's judgement applied in determining whether such acquisition constitute a business in accordance with Ind AS 103;</li> <li>d) Evaluated the design and tested the operating effectiveness of the key controls around business combination accounting and the fair valuation exercise performed by management;</li> <li>e) Assessed the Holding Company's determination of fair value of asset acquired by performing following procedures: <ul style="list-style-type: none"> <li>i) Obtained the valuation report prepared by the management's valuation expert and ensured mathematical accuracy of the workings.</li> <li>ii) Evaluated the competence and objectivity of the management's expert.</li> <li>iii) Involved auditor's valuation expert in assessing appropriateness of the valuation methodology and key valuation assumptions used by the management's expert to compute the fair value of the asset acquired.</li> <li>iv) Traced the future projections used by the management to the approved business plans; and</li> </ul> </li> <li>f) Evaluated the appropriateness and adequacy of disclosures made by the Holding Company in accordance with the applicable accounting standards.</li> </ul> |

### Information other than the Consolidated Financial Statements and Auditor's Report thereon

6. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis Report and Director's Report, but does not include the consolidated financial statements and our auditor's report thereon. The Management Discussion and Analysis Report and

Director's Report are expected to be made available to us after the date of this auditors' report.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the

## INDEPENDENT AUDITOR'S REPORT (Contd.)

other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

### Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

7. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its joint ventures in accordance with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. The Holding Company's Board of Directors are also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated Ind AS financial statements. Further, in terms of the provisions of the Act, the respective Board of Directors/ management of the companies included in the Group and its joint ventures, covered under the Act are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of their respective entities 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. These financial statements have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

8. In preparing the consolidated financial statements, the respective Board of Directors/ management of the companies included in the Group and of its joint ventures are responsible for assessing the ability of their respective entities, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors/ management of such companies either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.
9. Those respective Board of Directors/ management of the companies included in the Group and of its joint ventures are also responsible for overseeing the financial reporting process of their respective entities.

### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

10. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.
11. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under



## INDEPENDENT AUDITOR'S REPORT (Contd.)

section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors of the Holding Company;
  - Conclude on the appropriateness of Holding Company's Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint ventures, 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 Group and its joint ventures 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; and
  - Obtain sufficient appropriate audit evidence regarding the financial information/ financial statements of the entities or business activities within the Group and its joint ventures, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the financial statements, of which we are the independent auditors. For the other entities included in the financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
12. 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.

13. 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.
14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matters

15. We did not audit the annual financial statements / financial information of five (5) subsidiaries included in the consolidated financial statements, whose annual financial statements / financial information (before eliminating inter-company transactions and balances) reflects total assets of INR 2,163.86 lakhs as at 31 March 2024, total revenues of INR 27.01 lakhs, total net loss after tax of INR 590.64 lakhs, total comprehensive loss of INR 590.64 lakhs, and net cash outflows amounting to INR 37.23 lakhs, for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit (including other comprehensive income) of INR 157.60 lakhs for the year ended 31 March 2024, as considered in the consolidated financial statements, in respect of two (2) joint ventures, whose annual financial statements / financial information have not been audited by us. These annual financial statements/ financial information have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint ventures, and our report in terms of sub-section (3) of section 143 of the Act in so far as it relates to the aforesaid subsidiaries and joint ventures, are based solely on the reports of the other auditors.

## INDEPENDENT AUDITOR'S REPORT (Contd.)

Further, of these subsidiaries, three (3) subsidiaries are located outside India whose annual financial statements/ financial information and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of such subsidiaries located outside India, is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditors.

16. The consolidated financial statements also include the Group's share of net loss after tax of INR 0.47 lakhs and total comprehensive loss of INR 0.47 lakhs for the year ended 31 March 2024, as considered in the consolidated financial statements, in respect of one (1) joint venture, whose annual financial information has not been audited by us. This financial information is unaudited and has been furnished to us by the Holding Company's management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this joint venture, is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the management, this financial information is not material to the Group.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of

the above matter with respect to our reliance on the financial information certified by the management of the Holding Company.

### Report on Other Legal and Regulatory Requirements

17. As required by section 197(16) of the Act based on our audit and on the consideration of the reports of the other auditors, referred to in paragraph 15 above, on separate financial statements of the subsidiaries, we report that the Holding Company, incorporated in India whose financial statements have been audited under the Act, has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that one (1) subsidiary company incorporated in India whose financial statements have been audited under the Act, has not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable in respect of such subsidiary company. Further, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to five (5) subsidiary companies and three (3) joint ventures since none of such entities is a public company as defined under section 2(71) of the Act.
18. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued by us and by the respective other auditors as mentioned in paragraph 15 above, of companies included in the consolidated financial statements and covered under the Act, we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies.
19. As required by section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiaries incorporated in India whose financial statements have been audited under the Act, we report, to the extent applicable, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated

## INDEPENDENT AUDITOR'S REPORT (Contd.)

- financial statements;
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors, except for the matters stated in paragraph 19(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
  - c) The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
  - d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015;
  - e) On the basis of the written representations received from the directors of the Holding Company and its subsidiary companies and taken on record by the Board of Directors of the Holding Company and its subsidiary companies and the reports of the statutory auditors of its subsidiaries covered under the Act, none of the directors of the Group companies covered under the Act, are disqualified as on 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act;
  - f) The qualification relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are as stated in paragraph 19(b) above on reporting under section 143(3)(b) of the Act and paragraph 19(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
  - g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiaries covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure 2' wherein we have expressed an unmodified opinion; and
  - 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 and based on the consideration of the report of the other auditors on separate financial statements and other financial information of the subsidiaries incorporated in India whose financial statements have been audited under the Act:
    - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group as detailed in Note 39 to the accompanying consolidated financial statements;
    - ii. The Holding Company and its subsidiary companies covered under the Act, did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024;
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies covered under the Act, during the year ended 31 March 2024;
    - iv. a. The respective managements of the Holding Company and its subsidiary companies, incorporated in India whose financial statements have been audited under the Act, have represented to us and the other auditors of such subsidiary companies respectively that, to the best of their knowledge and belief, as disclosed in Note 53(iv) to the accompanying consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiary companies to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other

## INDEPENDENT AUDITOR'S REPORT (Contd.)

- persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or any such subsidiary companies ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
- iv. b. The respective managements of the Holding Company and its subsidiary companies, incorporated in India whose financial statements have been audited under the Act, have represented to us and the other auditors of such subsidiary companies respectively that, to the best of their knowledge and belief, as disclosed in the Note 53(v) to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiary companies, from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such subsidiary companies shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- iv. c. Based on such audit procedures performed by us and that performed by the respective auditors of the subsidiary companies, as considered reasonable and appropriate in the circumstances, nothing has come to our or other auditors' notice that has caused us or the other auditors to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- v. The Holding Company and its subsidiary companies have not declared or paid any dividend during the year ended 31 March 2024;
- vi. As stated in Note 58 to the accompanying consolidated financial statements and based on our examination which included test checks that performed by us on the Holding Company, its one subsidiary, and by the respective auditors of other subsidiary companies which are companies incorporated in India and audited under the Act, except for the instances mentioned below, the Holding Company and its subsidiaries, in respect of financial year commencing on 01 April 2023, have used an accounting software for maintaining their books of account which have a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail being tampered with.

| Nature of exception noted   | Details of exception   |
|---|--|
| Instances of accounting software for maintaining books of account for which the feature of recording audit trail (edit log) facility was not operated throughout the year for all relevant transactions recorded in the software. | <p>The Holding Company and its subsidiary companies have used an accounting software (Tally.ERP 9) to maintain their respective books of account, which did not have a feature of recording audit trail (edit log) for the below mentioned periods:</p> <ol style="list-style-type: none"> <li>1) For Holding Company and one (1) subsidiary company from 01 April 2023 to 29 July 2023</li> <li>2) For one (1) subsidiary company from 01 April 2023 to 03 August 2023</li> <li>3) For one (1) subsidiary company from 01 April 2023 to 28 July 2023</li> </ol> |

For **Walker Chandio & Co LLP**  
Chartered Accountants  
Firm's Registration No.: 001076N/N500013

**Rakesh R. Agarwal**  
Partner  
Membership No.: 109632  
UDIN: 24109632BKFBHS2623

Place: Mumbai  
Date: 03 May 2024

# ANNEXURE 1

**List of subsidiaries included in the consolidated financial statements:**

1. Asian Oilfield & Energy Services DMCC
2. AOSL Petroleum Pte Limited
3. AOSL Energy Services Limited
4. Optimum Oil & Gas Private Limited
5. Cure Multitrade Private Limited (from 03 October 2022)
6. Ivorene Oil Services Nigeria Limited (from 03 October 2022) [step down subsidiary]

**List of joint ventures included in the consolidated financial statements:**

1. Zuberi - Asian Joint Venture (from 04 May 2022)
2. AESL FFIL Joint Venture (from 20 October 2022)
3. Asian Indwell Joint Venture (from 13 March 2024)



## ANNEXURE 2

### Annexure 2 to the Independent Auditor's Report of even date to the members of Asian Energy Services Limited on the consolidated financial statements for the year ended 31 March 2024

Independent Auditor's Report on the internal financial controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the consolidated financial statements of Asian Energy Services Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') and its joint ventures, as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, which are companies covered under the Act, as at that date.

#### Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

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

#### Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Consolidated Financial Statements

3. Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with

reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, as aforesaid.

#### Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

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

being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements**

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements 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 and based on the consideration of the reports of the other auditors on internal financial controls with reference to financial statements of the subsidiary companies, the Holding Company and its subsidiary companies, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to consolidated financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Holding Company and its subsidiary companies, as aforesaid, considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

#### **Other Matter**

9. We did not audit the internal financial controls with reference to financial statements insofar as it relates to two (2) subsidiary companies, which are companies covered under the Act, whose financial statements (before eliminating inter-company transactions and balances) reflect total assets of INR 57.79 lakhs as at 31 March 2024, total revenues of INR 11.00 lakhs and net cash outflows amounting to INR 4.34 lakhs for the year ended on that date, as considered in the consolidated financial statements. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary companies, have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company and its subsidiary companies, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary companies, is based solely on the reports of the auditors of such companies. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

For **Walker Chandiok & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013

**Rakesh R. Agarwal**

Partner

Membership No.: 109632

UDIN: 24109632BKFBHS2623

Place: Mumbai

Date: 03 May 2024

# CONSOLIDATED BALANCE SHEET

as at March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Notes | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------|-------------------------|-------------------------|
| <b>ASSETS</b>   |       |                         |                         |
| <b>Non-current assets</b>   |       |                         |                         |
| Property, plant and equipment   | 3     | 11,015.18               | 9,268.26                |
| Capital work in progress  | 4     | 115.72                  | -                       |
| Intangibles assets  | 5A    | 0.06                    | 6.67                    |
| Intangibles assets under development  | 5B    | 23.75                   | -                       |
| Right of use assets   | 6     | 161.17                  | 299.13                  |
| Investment in joint ventures accounted for using equity method                    | 7     | 218.23                  | 61.10                   |
| Financial assets  |       |                         |                         |
| Investments   | 8     | 623.42                  | 623.42                  |
| Other financial assets  | 10    | 3,197.98                | 1,143.29                |
| Income tax assets (net)   | 11    | 443.34                  | 287.08                  |
| Other non-current assets  | 12    | 392.63                  | 253.00                  |
|   |       | <b>16,191.48</b>        | <b>11,941.95</b>        |
| <b>Current assets</b>   |       |                         |                         |
| Inventories   | 13    | 29.01                   | -                       |
| Financial assets  |       |                         |                         |
| Current investments   | 14    | 340.93                  | 1,314.93                |
| Trade receivables   | 15    | 13,587.81               | 10,672.56               |
| Cash and cash equivalents   | 16    | 858.84                  | 1,726.65                |
| Bank balances other than above  | 17    | 3,031.91                | 964.98                  |
| Loans   | 9     | -                       | 916.43                  |
| Other financial assets  | 10    | 525.14                  | 260.87                  |
| Contract assets (unbilled work in progress)                                       | 18    | 2,575.02                | -                       |
| Other current assets  | 19    | 1,304.88                | 1,873.51                |
|   |       | <b>22,253.54</b>        | <b>17,729.93</b>        |
| <b>Total assets</b>   |       | <b>38,445.02</b>        | <b>29,671.88</b>        |
| <b>EQUITY AND LIABILITIES</b>   |       |                         |                         |
| <b>Equity</b>   |       |                         |                         |
| Equity share capital  | 20    | 4,065.29                | 3,769.37                |
| Other equity  |       | 23,722.72               | 16,175.88               |
| Equity attributable to the owners of the Holding Company                          |       | <b>27,788.01</b>        | <b>19,945.25</b>        |
| Non-controlling interest  | 54    | 10.11                   | 2.09                    |
|   |       | <b>27,798.12</b>        | <b>19,947.34</b>        |
| <b>Liabilities</b>  |       |                         |                         |
| <b>Non-current liabilities</b>  |       |                         |                         |
| Financial liabilities   |       |                         |                         |
| Borrowings  | 21    | 94.19                   | 259.47                  |
| Lease liabilities   | 22    | 32.50                   | 104.29                  |
| Provisions  | 25    | 99.56                   | 35.77                   |
| Deferred tax liabilities (net)  | 26    | 241.50                  | -                       |
|   |       | <b>467.75</b>           | <b>399.53</b>           |
| <b>Current liabilities</b>  |       |                         |                         |
| Financial liabilities   |       |                         |                         |
| Borrowings  | 21    | 2,031.27                | 1,654.38                |
| Lease liabilities   | 22    | 78.70                   | 96.81                   |
| Trade payables  | 27    |                         |                         |
| - total outstanding dues of micro and small enterprises                           |       | 375.64                  | 397.00                  |
| - total outstanding dues of trade payables other than micro and small enterprises |       | 6,902.48                | 4,009.88                |
| Other financial liabilities   | 23    | 177.71                  | 195.63                  |
| Provisions  | 25    | 1.21                    | 120.24                  |
| Current tax liabilities   | 28    | 7.92                    | 1,339.26                |
| Other current liabilities   | 24    | 604.22                  | 1,511.81                |
|   |       | <b>10,179.15</b>        | <b>9,325.01</b>         |
| <b>Total equity and liabilities</b>   |       | <b>38,445.02</b>        | <b>29,671.88</b>        |

The accompanying notes forms an integral part of these Consolidated Financial Statements.

This is the Consolidated Balance Sheet referred to in our report of even date

**For Walker Chandio & Co LLP**

Chartered Accountants

Firm Registration No. 001076N / N500013

**Rakesh R. Agarwal**

Partner

Membership No.: 109632

**For and on behalf of the Board of Directors**

**Kapil Garg**

Managing Director  
(DIN-01360843)

**Shweta Jain**

Company Secretary  
(ACS-23368)

**Nayan Mani Borah**

Chairman  
(DIN-00489006)

**Nirav Talati**

Chief Financial Officer

Place: Mumbai

Date: May 03, 2024

Place: Mumbai

Date: May 03, 2024

# CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Notes | For the year ended<br>March 31, 2024 | For the year ended<br>March 31, 2023 |
|---|-------|--------------------------------------|--------------------------------------|
| <b>INCOME :</b>   |       |                                      |                                      |
| Revenue from operations   | 29    | 30,506.48                            | 10,995.14                            |
| Other income  | 30    | 622.00                               | 409.69                               |
| <b>Total income</b>   |       | <b>31,128.48</b>                     | <b>11,404.83</b>                     |
| <b>EXPENSES :</b>   |       |                                      |                                      |
| Project related expense   | 31    | 22,100.18                            | 8,122.17                             |
| Changes in inventories of finished goods  | 32    | (29.01)                              | -                                    |
| Employee benefits expense   | 33    | 2,652.81                             | 2,867.68                             |
| Finance costs   | 34    | 206.13                               | 246.36                               |
| Depreciation, depletion and amortization expense  | 35    | 1,701.87                             | 2,197.04                             |
| Other expenses  | 36    | 1,600.81                             | 1,882.28                             |
| <b>Total expenses</b>   |       | <b>28,232.79</b>                     | <b>15,315.53</b>                     |
| <b>Profit/ (loss) before share of profit/ (loss) from joint ventures, exceptional items and tax</b> |       | <b>2,895.69</b>                      | <b>(3,910.70)</b>                    |
| Share of profit from joint ventures   |       | 157.13                               | 61.10                                |
| <b>Profit/(loss) before exceptional items and tax</b>   |       | <b>3,052.82</b>                      | <b>(3,849.60)</b>                    |
| Exceptional items - net loss  | 37    | (185.10)                             | (606.85)                             |
| <b>Profit/ (loss) before tax</b>  |       | <b>2,867.72</b>                      | <b>(4,456.45)</b>                    |
| <b>Tax expense/ (credit)</b>  |       |                                      |                                      |
| (a) Current tax   | 11.2  | <b>71.47</b>                         | <b>4.69</b>                          |
| (b) Deferred tax charge/ (credit)   | 26    | 241.50                               | (16.92)                              |
| <b>Total tax expense/ (credit) (a+b)</b>  |       | <b>312.97</b>                        | <b>(12.23)</b>                       |
| <b>Net profit/ (loss) for the year (A)</b>  |       | <b>2,554.75</b>                      | <b>(4,444.22)</b>                    |
| <b>Other comprehensive income</b>   |       |                                      |                                      |
| <b>Items not to be re-classified subsequently to statement of profit and loss</b>                   |       |                                      |                                      |
| (a) Items not to be re-classified subsequently to statement profit and loss (net of tax):           |       |                                      |                                      |
| - Remeasurement gain/ (loss) of defined benefit liability   |       | 13.10                                | 59.74                                |
| - Changes in fair value of investments through other comprehensive income                           |       | -                                    | 23.42                                |
| (b) Items to be re-classified subsequently to statement of profit and loss (net of tax):            |       |                                      |                                      |
| - Exchange differences on translation of financial statements of foreign operations                 |       | (127.32)                             | 118.30                               |
| <b>Other comprehensive income for the year, net of tax (B)</b>                                      |       | <b>(114.22)</b>                      | <b>201.46</b>                        |
| <b>Total comprehensive income/ (loss) for the year, net of tax (A+B)</b>                            |       | <b>2,440.53</b>                      | <b>(4,242.76)</b>                    |
| <b>Net profit/ (loss) for the year attributable to:-</b>  |       |                                      |                                      |
| (a) Owners of the Holding Company   |       | 2,546.73                             | (4,435.70)                           |
| (b) Non-controlling interest  |       | 8.02                                 | (8.52)                               |
| <b>Other comprehensive income/ (loss) attributable to:</b>  |       |                                      |                                      |
| (a) Owners of the Holding Company   |       | (114.22)                             | 201.46                               |
| (b) Non-controlling interest  |       | -                                    | -                                    |
| <b>Total comprehensive income/ (loss) attributable to</b>   |       |                                      |                                      |
| (a) Owners of the Holding Company   |       | 2,432.51                             | (4,234.24)                           |
| (b) Non-controlling interest  |       | 8.02                                 | (8.52)                               |
| <b>Earnings/ (loss) per equity share of face value of ₹ 10 each</b>                                 |       |                                      |                                      |
| Basic (in ₹)  | 38    | 6.64                                 | (11.77)                              |
| Diluted (in ₹)  |       | 6.48                                 | (11.77)                              |

The accompanying notes forms an integral part of these Consolidated Financial Statements.

This is the Consolidated Statement of Profit and Loss referred to in our report of even date.

## For Walker Chandio & Co LLP

Chartered Accountants

Firm Registration No. 001076N / N500013

### Rakesh R. Agarwal

Partner

Membership No.: 109632

Place: Mumbai

Date: May 03, 2024

## For and on behalf of the Board of Directors

### Kapil Garg

Managing Director

(DIN-01360843)

### Shweta Jain

Company Secretary

(ACS-23368)

Place: Mumbai

Date: May 03, 2024

### Nayan Mani Borah

Chairman

(DIN-00489006)

### Nirav Talati

Chief Financial Officer

# CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |          |
|---|------------------------------|------------------------------|----------|
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>   |                              |                              |          |
| <b>Profit/ (loss) before tax</b>  | <b>2,867.72</b>              | <b>(4,456.45)</b>            |          |
| <b>Adjustments for non cash items and items considered separately:</b>  |                              |                              |          |
| Depreciation, depletion and amortization expense  | 1,701.87                     | 2,197.04                     |          |
| Interest expense  | 121.65                       | 93.62                        |          |
| Interest income   | (222.79)                     | (348.91)                     |          |
| Liabilities/ provision written back   | (128.07)                     | (99.89)                      |          |
| Exceptional items   | 185.10                       | 606.85                       |          |
| Share of profit from joint ventures   | (157.13)                     | (61.10)                      |          |
| Trade receivables written off   | 42.11                        | -                            |          |
| Provision towards doubtful assets   | 6.87                         | 61.92                        |          |
| Unrealized loss/ (gain) on foreign currency transactions  | (57.43)                      | 2.20                         |          |
| Gain on mutual fund investments (net)   | (49.95)                      | <b>(14.93)</b>               |          |
| Sundry balances written off   | 6.03                         | 151.44                       |          |
| Employee stock option expense   | 13.85                        | 3.23                         | 2,591.47 |
| <b>Operating profit/ (loss) before working capital changes</b>  | <b>4,329.83</b>              | <b>(1,864.98)</b>            |          |
| <b>Adjustments for changes in working capital:</b>  |                              |                              |          |
| (Increase)/ Decrease in trade receivables   | (4,456.23)                   | 6.03                         |          |
| (Increase)/ Decrease in inventories   | (29.01)                      | -                            |          |
| (Increase)/ Decrease in other assets  | 430.80                       | (574.71)                     |          |
| (Increase)/ Decrease in other financial assets  | (2,325.56)                   | (74.44)                      |          |
| (Increase) /Decrease in contract assets   | (2,575.02)                   | 2,097.60                     |          |
| (Investment in)/ Redemption of fixed deposits not considered as cash and cash equivalents   | (2,066.93)                   | 1,261.57                     |          |
| Increase/ (Decrease) in trade and other payables  | 2,876.07                     | (2,621.63)                   |          |
| Increase/ (Decrease) in provisions  | 81.09                        | 27.36                        |          |
| Increase/ (Decrease) in other liabilities   | (1,036.49)                   | 1,425.73                     |          |
|   | <b>(9,101.28)</b>            | <b>1,547.51</b>              |          |
| <b>Cash used in operating activities</b>  | <b>(4,771.45)</b>            | <b>(317.47)</b>              |          |
| Refund / (payment) of direct taxes (net)  | (222.08)                     | 53.33                        |          |
| <b>Net cash used in operating activities</b>  | <b>(4,993.53)</b>            | <b>(264.14)</b>              |          |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>   |                              |                              |          |
| Purchase of property, plant and equipment and capital work in progress (including oil assets, capital creditors and capital advances) | (2,832.97)                   | (129.49)                     |          |
| Purchase of intangible assets (including intangible assets under development)   | (23.75)                      | -                            |          |
| Inter-corporate deposits given  | -                            | (1,200.00)                   |          |
| Inter-corporate deposits repayment received   | 961.09                       | 532.83                       |          |
| Investment in mutual funds  | (4,700.53)                   | (1,400.00)                   |          |
| Proceeds from redemption of mutual funds  | 5,675.27                     | 100.00                       |          |
| Interest income received  | 181.91                       | 179.12                       |          |
| <b>Net cash used in investing activities</b>  | <b>(738.98)</b>              | <b>(1,917.54)</b>            |          |

## Standalone Statement of Cash Flows for the year ended March 31, 2024 (Contd.)

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>                           |                              |                              |
| Repayment of long-term borrowings                                       | (69.08)                      | (55.26)                      |
| Proceeds from long-term borrowings                                      | 37.00                        | 80.00                        |
| Proceeds from short-term borrowings (net)                               | 242.86                       | 1,155.97                     |
| Proceeds from issue of equity shares (including securities premium)     | 3,758.22                     | -                            |
| Proceeds from issue of convertible share warrants                       | 1,227.19                     | -                            |
| Payment of lease liabilities  | (87.66)                      | (92.55)                      |
| Interest paid on lease liabilities                                      | (14.34)                      | (14.45)                      |
| Interest paid on borrowings and others                                  | (102.17)                     | (79.16)                      |
| <b>Net cash generated from financing activities</b>                     | <b>4,992.02</b>              | <b>994.55</b>                |
| <b>Net decrease in cash and cash equivalents (A+B+C)</b>                | <b>(740.49)</b>              | <b>(1,187.13)</b>            |
| Cash and cash equivalents at the beginning of the year                  | 1,726.65                     | 2,795.48                     |
| Effect of foreign exchange difference                                   | (127.32)                     | 118.30                       |
| <b>Cash and cash equivalents at the end of the year (Refer note 16)</b> | <b>858.84</b>                | <b>1,726.65</b>              |

**Note:** The statement of cash flows has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) "Statement of Cash Flows"

The accompanying notes forms an integral part of these standalone financial statements

This is the Standalone Statement of Cash Flows referred to in our report of even date.

### For Walker Chandio & Co LLP

Chartered Accountants

Firm Registration No. 001076N / N500013

### Rakesh R. Agarwal

Partner

Membership No.: 109632

Place: Mumbai

Date: May 03, 2024

### For and on behalf of the Board of Directors

### Kapil Garg

Managing Director

(DIN-01360843)

### Shweta Jain

Company Secretary

(ACS-23368)

Place: Mumbai

Date: May 03, 2024

### Nayan Mani Borah

Chairman

(DIN-00489006)

### Nirav Talati

Chief Financial Officer



# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2024

## A. Equity share capital

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Number of shares  | Amount          |
|---|-------------------|-----------------|
| Equity shares (face value of ₹ 10 each) as at April 01, 2022        | 37,693,700        | 3,769.37        |
| Increase/ (decrease) during the year (net)                          | -                 | -               |
| Equity shares (face value of ₹ 10 each) as at March 31, 2023        | 37,693,700        | 3,769.37        |
| Increase/ (decrease) during the year (net)                          | 2,959,183         | 295.92          |
| <b>Equity shares (face value of ₹ 10 each) as at March 31, 2024</b> | <b>40,652,883</b> | <b>4,065.29</b> |

## B. Other equity

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Reserves and surplus |                            |                                    |                   | Money received against share warrants | Equity instruments through other comprehensive income | Exchange differences on translating the financial statements of foreign operations | Total            | Non-controlling interest (NCI) |
|---|----------------------|----------------------------|------------------------------------|-------------------|---------------------------------------|---|--|------------------|--------------------------------|
|   | Capital reserve      | Securities premium reserve | Outstanding employee stock options | Retained earnings |                                       |   |  |                  |                                |
| <b>Equity attributable to the owners of the Holding Company</b>                   |                      |                            |                                    |                   |                                       |   |  |                  |                                |
| <b>As at March 31, 2022</b>   | <b>445.78</b>        | <b>18,407.00</b>           | -                                  | <b>1,024.06</b>   | -                                     | -   | <b>530.05</b>  | <b>20,406.89</b> | -                              |
| Loss for the period   | -                    | -                          | -                                  | (4,435.70)        | -                                     | -   | -  | (4,435.70)       | (8.52)                         |
| Pre-acquisition profit on acquisition of a subsidiary                             | -                    | -                          | -                                  | -                 | -                                     | -   | -  | -                | 10.61                          |
| Other comprehensive income for the year   | -                    | -                          | -                                  | 59.74             | -                                     | 23.42   | -  | 83.16            | -                              |
| Recognition of share based payment expenses for the year                          | -                    | -                          | 3.23                               | -                 | -                                     | -   | -  | 3.23             | -                              |
| Share based payments to employees of Parent Company                               | -                    | -                          | 3.38                               | (3.38)            | -                                     | -   | -  | -                | -                              |
| Exchange differences on translation of financial statements of foreign operations | -                    | -                          | -                                  | -                 | -                                     | -   | 118.30   | 118.30           | -                              |
| <b>As at March 31, 2023</b>   | <b>445.78</b>        | <b>18,407.00</b>           | <b>6.61</b>                        | <b>(3,355.28)</b> | -                                     | <b>23.42</b>  | <b>648.35</b>  | <b>16,175.88</b> | <b>2.09</b>                    |
| Profit for the year   | -                    | -                          | -                                  | 2,546.73          | -                                     | -   | -  | 2,546.73         | 8.02                           |
| Securities premium on shares issued upon exercise of stock options                | -                    | <b>113.55</b>              | -                                  | -                 | -                                     | -   | -  | <b>113.55</b>    | -                              |
| Securities premium on shares issued upon conversion of share warrants             | -                    | 3,348.75                   | -                                  | -                 | -                                     | -   | -  | 3,348.75         | -                              |
| Money received on allotment of convertible share warrants                         | -                    | -                          | -                                  | -                 | 1,227.19                              | -   | -  | 1,227.19         | -                              |
| Other comprehensive income for the year   | -                    | -                          | -                                  | 13.10             | -                                     | -   | -  | 13.10            | -                              |
| Recognition of share based payment expenses for the year                          | -                    | -                          | 13.85                              | -                 | -                                     | -   | -  | 13.85            | -                              |
| Share based payments to employees of Parent Company                               | -                    | -                          | 24.08                              | (24.08)           | -                                     | -   | -  | -                | -                              |
| Transfer of employees to Parent Company to whom stock options were granted        | -                    | -                          | (5.41)                             | 5.41              | -                                     | -   | -  | -                | -                              |
| Transfer to securities premium on exercise of stock options during the year       | -                    | 13.60                      | (13.60)                            | -                 | -                                     | -   | -  | -                | -                              |
| Capital reserve arising on business combination (Refer note 57)                   | 411.00               | -                          | -                                  | -                 | -                                     | -   | -  | 411.00           | -                              |
| Exchange differences on translation of financial statements of foreign operations | -                    | -                          | -                                  | -                 | -                                     | -   | (127.32)   | (127.32)         | -                              |
| <b>As at March 31, 2024</b>   | <b>856.78</b>        | <b>21,882.90</b>           | <b>25.53</b>                       | <b>(814.11)</b>   | <b>1,227.19</b>                       | <b>23.42</b>  | <b>521.03</b>  | <b>23,722.72</b> | <b>10.11</b>                   |

## Consolidated Statement of Changes in Equity for the year ended March 31, 2024 (Contd.)

### Nature and purpose of reserves

#### (i) Capital reserve

The Holding Company recognizes profit or loss on purchase or cancellation (including forfeiture) of its own equity instruments to capital reserve. It also includes gain arising from business combination transactions.

#### (ii) Securities premium

Securities premium reserve is used to record the premium on issue of shares. These reserve is utilized in accordance with the provisions of the Companies Act, 2013. In line with Ind AS 32 - Financial Instruments: Presentation, the shares of the Holding Company held by the Asian Oilfield Services Limited Employees Welfare Trust (ESOP Trust), are deducted from the equity component.

#### (iii) Outstanding employee stock options

The Holding Company has stock option schemes under which options to subscribe for the Holding Company's shares have been granted to certain employees including key management personnel. This reserve is used to recognize the value of equity-settled share-based payments provided to employees, as part of their remuneration. The unutilized balance at the end of exercise period, is transferred to retained earnings.

#### (iv) Retained earnings

Retained earnings represents the accumulated profits / losses made by the Group over the years as reduced by dividends or other distributions paid to the shareholders and remeasurement gains/ loss on defined benefit plan.

#### (v) Money received against share warrants

Represents money received on allotment of convertible share warrants against which equity shares are yet to be allotted.

#### (vi) Equity instruments through other comprehensive income

Represents changes in fair value of certain investments measured in other comprehensive income.

#### (vii) Exchange differences on translating the financial statements of foreign operations

Represents the unrealised gains and losses on account of translation of foreign subsidiaries into the presentation currency of the Holding Company.

The accompanying notes forms an integral part of these Consolidated Financial Statements.

This is the Consolidated Statement of changes in equity referred to in our report of even date

#### For Walker Chandiok & Co LLP

Chartered Accountants

Firm Registration No. 001076N / N500013

#### Rakesh R. Agarwal

Partner

Membership No.: 109632

Place: Mumbai

Date: May 03, 2024

#### For and on behalf of the Board of Directors

#### Kapil Garg

Managing Director

(DIN-01360843)

#### Shweta Jain

Company Secretary

(ACS-23368)

Place: Mumbai

Date: May 03, 2024

#### Nayan Mani Borah

Chairman

(DIN-00489006)

#### Nirav Talati

Chief Financial Officer

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 3. PROPERTY, PLANT AND EQUIPMENT

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Freehold land | Building      | Oilfield equipment | Furniture and fixtures | Office equipment | Computer equipment | Vehicles      | Vessels     | Oil assets      | Total            |
|--|---------------|---------------|--------------------|------------------------|------------------|--------------------|---------------|-------------|-----------------|------------------|
| <b>Gross carrying value (at deemed cost)</b>             |               |               |                    |                        |                  |                    |               |             |                 |                  |
| <b>As at March 31, 2022</b>                              | <b>7.95</b>   | <b>167.32</b> | <b>23,018.03</b>   | <b>40.58</b>           | <b>49.89</b>     | <b>2,626.98</b>    | <b>649.80</b> | <b>3.49</b> | -               | <b>26,564.04</b> |
| Additions  | -             | -             | 4.60               | -                      | -                | 7.52               | 117.36        | -           | -               | 129.48           |
| Disposals  | -             | -             | -                  | -                      | -                | -                  | -             | -           | -               | -                |
| Adjustments (foreign exchange difference)                | -             | -             | 102.89             | -                      | -                | -                  | -             | -           | -               | 102.89           |
| <b>As at March 31, 2023</b>                              | <b>7.95</b>   | <b>167.32</b> | <b>23,125.52</b>   | <b>40.58</b>           | <b>49.89</b>     | <b>2,634.50</b>    | <b>767.16</b> | <b>3.49</b> | -               | <b>26,796.41</b> |
| Acquisition through business combination (Refer note 57) | -             | -             | -                  | -                      | -                | -                  | -             | -           | 2,181.00        | 2,181.00         |
| Additions (Refer note (iii) below)                       | -             | 26.53         | 539.54             | 0.53                   | 67.52            | 9.29               | 97.99         | -           | 374.85          | 1,116.25         |
| Disposals  | -             | -             | -                  | -                      | -                | -                  | -             | -           | -               | -                |
| Adjustments (foreign exchange difference)                | -             | -             | -                  | -                      | -                | -                  | -             | -           | -               | -                |
| <b>As at March 31, 2024</b>                              | <b>7.95</b>   | <b>193.85</b> | <b>23,665.06</b>   | <b>41.11</b>           | <b>117.41</b>    | <b>2,643.79</b>    | <b>865.15</b> | <b>3.49</b> | <b>2,555.85</b> | <b>30,093.66</b> |
| <b>Accumulated depreciation/depletion</b>                |               |               |                    |                        |                  |                    |               |             |                 |                  |
| <b>As at March 31, 2022</b>                              | -             | <b>100.85</b> | <b>12,553.34</b>   | <b>37.84</b>           | <b>46.96</b>     | <b>2,563.71</b>    | <b>215.32</b> | <b>2.84</b> | -               | <b>15,520.86</b> |
| Additions  | -             | 49.72         | 1,832.37           | 0.45                   | 0.88             | 37.79              | 70.84         | 0.26        | -               | 1,992.31         |
| Deductions   | -             | -             | -                  | -                      | -                | -                  | -             | -           | -               | -                |
| Adjustments (foreign exchange difference)                | -             | -             | 14.98              | -                      | -                | -                  | -             | -           | -               | 14.98            |
| <b>As at March 31, 2023</b>                              | -             | <b>150.57</b> | <b>14,400.69</b>   | <b>38.29</b>           | <b>47.84</b>     | <b>2,601.50</b>    | <b>286.16</b> | <b>3.10</b> | -               | <b>17,528.15</b> |
| Additions  | -             | 10.39         | 1,403.23           | 0.44                   | 5.42             | 28.40              | 86.07         | 0.26        | 23.41           | 1,557.62         |
| Deductions   | -             | -             | -                  | -                      | -                | -                  | -             | -           | -               | -                |
| Adjustments (foreign exchange difference)                | -             | -             | (7.29)             | -                      | -                | -                  | -             | -           | -               | (7.29)           |
| <b>As at March 31, 2024</b>                              | -             | <b>160.96</b> | <b>15,796.63</b>   | <b>38.73</b>           | <b>53.26</b>     | <b>2,629.90</b>    | <b>372.23</b> | <b>3.36</b> | <b>23.41</b>    | <b>19,078.48</b> |
| Net carrying value                                       |               |               |                    |                        |                  |                    |               |             |                 |                  |
| As at March 31, 2023                                     | 7.95          | 16.75         | 8,724.83           | 2.29                   | 2.05             | 33.00              | 481.00        | 0.39        | -               | 9,268.26         |
| <b>As at March 31, 2024</b>                              | <b>7.95</b>   | <b>32.89</b>  | <b>7,868.43</b>    | <b>2.38</b>            | <b>64.15</b>     | <b>13.89</b>       | <b>492.92</b> | <b>0.13</b> | <b>2,532.44</b> | <b>11,015.18</b> |

#### Notes :

- The vehicles purchased through borrowing arrangement are hypothecated towards such borrowings availed by the Holding Company.
- The title deeds of all the immovable properties included in property, plant and equipment, are held in the name of the Company as at the balance sheet date.
- Addition to oil asset for the year ended March 31, 2024 includes provision made for decommissioning liabilities amounting to ₹ 55.94 lakhs.

### 4. CAPITAL WORK-IN-PROGRESS (CWIP)

| Particulars           | As at March 31, 2023 | Additions during the year | Capitalizations during the year | As at March 31, 2024 |
|-----------------------|----------------------|---------------------------|---------------------------------|----------------------|
| Oil wells in progress | -                    | 115.72                    | -                               | 115.72               |
| <b>Total</b>          | <b>-</b>             | <b>115.72</b>             | <b>-</b>                        | <b>115.72</b>        |

| Particulars           | As at March 31, 2022 | Additions during the year | Capitalizations during the year | As at March 31, 2023 |
|-----------------------|----------------------|---------------------------|---------------------------------|----------------------|
| Oil wells in progress | -                    | -                         | -                               | -                    |
| <b>Total</b>          | <b>-</b>             | <b>-</b>                  | <b>-</b>                        | <b>-</b>             |

#### CWIP ageing schedule as on March 31, 2024

| Particulars                    | 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           | 115.72                         | -         | -         | -                 | 115.72 |
| Projects temporarily suspended | -                              | -         | -         | -                 | -      |

**Note:** There were no projects whose completion is overdue or has exceeded its cost compared to its original plan

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 5A. Intangible Assets

(All amounts in lakhs, unless otherwise stated)

| Particulars                                  | Computer software | Total         |
|--|-------------------|---------------|
| <b>Gross carrying value (at deemed cost)</b> |                   |               |
| <b>As at March 31, 2022</b>                  | <b>479.22</b>     | <b>479.22</b> |
| Additions                                    | -                 | -             |
| Adjustments                                  | -                 | -             |
| <b>As at March 31, 2023</b>                  | <b>479.22</b>     | <b>479.22</b> |
| Additions                                    | -                 | -             |
| Adjustments                                  | (0.02)            | (0.02)        |
| <b>As at March 31, 2024</b>                  | <b>479.20</b>     | <b>479.20</b> |
| <b>Accumulated amortization</b>              |                   |               |
| <b>As at March 31, 2022</b>                  | <b>410.85</b>     | <b>410.85</b> |
| Amortization                                 | 64.32             | 64.32         |
| Adjustments                                  | (2.62)            | (2.62)        |
| <b>As at March 31, 2023</b>                  | <b>472.55</b>     | <b>472.55</b> |
| Amortization                                 | 6.29              | 6.29          |
| Adjustments                                  | 0.30              | 0.30          |
| <b>As at March 31, 2024</b>                  | <b>479.14</b>     | <b>479.14</b> |
| <b>Net carrying value</b>                    |                   |               |
| <b>As at March 31, 2023</b>                  | <b>6.67</b>       | <b>6.67</b>   |
| <b>As at March 31, 2024</b>                  | <b>0.06</b>       | <b>0.06</b>   |

### 5B. Intangible assets under development (IUD)

| Particulars      | As at March 31, 2023 | Additions during the year | Capitalizations during the year | As at March 31, 2024 |
|------------------|----------------------|---------------------------|---------------------------------|----------------------|
| Compute software | -                    | 23.75                     | -                               | 23.75                |
| <b>Total</b>     | <b>-</b>             | <b>23.75</b>              | <b>-</b>                        | <b>23.75</b>         |

| Particulars      | As at March 31, 2022 | Additions during the year | Capitalizations during the year | As at March 31, 2023 |
|------------------|----------------------|---------------------------|---------------------------------|----------------------|
| Compute software | -                    | -                         | -                               | -                    |
| <b>Total</b>     | <b>-</b>             | <b>-</b>                  | <b>-</b>                        | <b>-</b>             |

#### Intangible assets under development ageing schedule as on March 31, 2024:

| Particulars                    | Amount in Intangible assets under development for a period of |           |           |                   | Total        |
|--------------------------------|---|-----------|-----------|-------------------|--------------|
|                                | Less than 1 year  | 1-2 years | 2-3 years | More than 3 years |              |
| Projects in progress           | 23.75   | -         | -         | -                 | <b>23.75</b> |
| Projects temporarily suspended | -   | -         | -         | -                 | -            |

**Note:** There were no projects whose completion is overdue or has exceeded its cost compared to its original plan.

### 6. RIGHT OF USE ASSETS

(All amounts in lakhs, unless otherwise stated)

| Particulars                   | Office premise | Total         |
|-------------------------------|----------------|---------------|
| <b>Gross carrying value:-</b> |                |               |
| <b>As at March 31, 2022</b>   | <b>466.69</b>  | <b>466.69</b> |
| Additions                     | 352.93         | 352.93        |
| Disposals/ adjustments        | -              | -             |
| <b>As at March 31, 2023</b>   | <b>819.62</b>  | <b>819.62</b> |
| Additions                     | -              | -             |
| Deductions/ adjustments       | -              | -             |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars                        | Office premise | Total         |
|------------------------------------|----------------|---------------|
| <b>As at March 31, 2024</b>        | <b>819.62</b>  | <b>819.62</b> |
| <b>Accumulated depreciation :-</b> |                |               |
| <b>As at March 31, 2022</b>        | 380.08         | 380.08        |
| Additions                          | 140.41         | 140.41        |
| Deductions/ adjustments            | -              | -             |
| <b>As at March 31, 2023</b>        | <b>520.49</b>  | <b>520.49</b> |
| Additions                          | 137.96         | 137.96        |
| Deductions/ adjustments            | -              | -             |
| <b>As at March, 2024</b>           | <b>658.45</b>  | <b>658.45</b> |
| <b>Net carrying value :-</b>       |                |               |
| <b>As at March 31, 2023</b>        | <b>299.13</b>  | <b>299.13</b> |
| <b>As at March 31, 2024</b>        | <b>161.17</b>  | <b>161.17</b> |

Also refer note 40 for additional details in relation to right of use assets.

### 7. INVESTMENT IN JOINT VENTURES ACCOUNTED FOR USING EQUITY METHOD

| Particulars   | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| <b>Non-current (At cost and unquoted)</b>                                     |                         |                         |
| <b>Investments in joint ventures *</b>  |                         |                         |
| 49% Share in profit/(loss) in Zuberi Asian Joint Venture                      | -                       | -                       |
| 49% Share in profit/(loss) in AESL FFIL Joint Venture                         | -                       | -                       |
| 80% Share in profit/(loss) in Asian Indwell Joint Venture                     | -                       | -                       |
|   | -                       | -                       |
| <b>Share in profit/ (loss) from joint ventures</b>                            |                         |                         |
| Zuberi Asian Joint Venture  | 148.15                  | 61.10                   |
| AESL FFIL Joint Venture   | 70.55                   | -                       |
| Asian Indwell Joint Venture   | (0.47)                  | -                       |
|   | <b>218.23</b>           | <b>61.10</b>            |
| Aggregate amount of quoted investments and market value thereof               | -                       | -                       |
| Aggregate amount of unquoted investments                                      | 218.23                  | 61.10                   |
| Aggregate amount of impairment allowance in the value of investments          | -                       | -                       |
| Investments carried at cost   | 218.23                  | 61.10                   |
| Investments carried at fair value through other comprehensive income (FVTOCI) | -                       | -                       |
| Investments carried at fair value through profit and loss                     | -                       | -                       |

\* The Holding Company is not required to have any investment in these entities as per the respective joint venture agreements. Also refer note 52 for additional details.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 8. NON-CURRENT INVESTMENTS

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| <b>Non-current</b>  |                         |                         |
| <b>Investments in unquoted instruments (carried at FVTOCI):</b>                                       |                         |                         |
| Investments in convertible notes of Vaan Electric Moto Private Limited* <sup>^</sup>                  | 22.50                   | 22.50                   |
|   | <b>22.50</b>            | <b>22.50</b>            |
| <b>Investments in unquoted equity shares, fully paid up (carried at FVTOCI)</b>                       |                         |                         |
| 21,500 (March 31, 2023: 21,500) equity shares of Vaan Electric Moto Private Limited of ₹ 10 each*     | 600.92                  | 600.92                  |
| 1,00,000 (March 31, 2023: 1,00,000) equity shares of Vaan Group and Holding Limited of USD 0.13 each* | 10.00                   | 10.00                   |
| Less: Impairment allowance on investments in Vaan Group and Holding Limited                           | (10.00)                 | (10.00)                 |
|   | <b>600.92</b>           | <b>600.92</b>           |
|   | <b>623.42</b>           | <b>623.42</b>           |
| Aggregate amount of quoted investments and market value thereof                                       | -                       | -                       |
| Aggregate amount of unquoted investments  | 623.42                  | 623.42                  |
| Aggregate amount of impairment allowance in the value of investments                                  | 10.00                   | 10.00                   |
| Investments carried at amortized cost   | -                       | -                       |
| Investments carried at fair value through other comprehensive income (FVTOCI)                         | 623.42                  | 623.42                  |
| Investments carried at fair value through profit and loss (FVTPL)                                     | -                       | -                       |

<sup>^</sup> These notes are convertible into fixed number of equity shares as specified in the terms of agreement.

\* These are designated as FVTOCI as they are not held for trading purpose and are not in similar line of business as the Group, thus disclosing their fair value change in profit and loss will not reflect the purpose of holding. During the previous year, investment in convertible notes amounting to ₹ 578.35 lakhs were converted into equity shares.

### 9. LOANS

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| <b>Current (Unsecured, considered good)</b>             |                         |                         |
| Loan to other party (refer note below)                  | -                       | 916.43                  |
|   | -                       | 916.43                  |
| Sub-classification of loans (current and non current):- |                         |                         |
| Loans considered good - Secured                         | -                       | -                       |
| Loans considered good - Unsecured                       | -                       | 916.43                  |
| Loans which have significant increase in credit risk    | -                       | -                       |
| Loans - credit impaired                                 | -                       | -                       |

#### Notes:

- Amount for both the reporting years represent funds deposited with a financial institution for short duration and carries fixed rate of interest of 7.00% p.a. (March 31, 2023 : 7.00 % p.a).
- There are no loans due from any director or any officer of the Group, either severally or jointly with any other person, or from any firms or private companies in which any director is a partner, a director or a member.



## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 10. OTHER FINANCIAL ASSETS

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| <b>Non-current (Unsecured, considered good)</b>                   |                         |                         |
| In fixed deposit - with remaining maturity of more than 12 months | 2,609.28                | 628.95                  |
| Security deposits*  | 545.82                  | 502.40                  |
| Interest accrued on deposits                                      | 42.88                   | 11.94                   |
|   | <b>3,197.98</b>         | <b>1,143.29</b>         |
| <b>Current (Unsecured, considered good)</b>                       |                         |                         |
| Interest accrued on fixed deposits                                | 27.81                   | 32.42                   |
| Security deposits*  | 217.48                  | 9.73                    |
| Other receivable from related parties (refer note 47)^            | 279.85                  | 218.72                  |
|   | <b>525.14</b>           | <b>260.87</b>           |

**Note:** For details of fixed deposits held as security, refer note 17.

^ Towards reimbursement of expenses and interest on overdue trade receivables.

\* Security deposits are interest free non-derivative financial assets carried at amortized cost. These primarily includes deposits given against rented premises and for tender bidding.

### 11. INCOME TAX ASSETS (NET)

(All amounts in lakhs, unless otherwise stated)

| Particulars           | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|-----------------------|-------------------------|-------------------------|
| Income tax receivable | 443.34                  | 287.08                  |
|                       | <b>443.34</b>           | <b>287.08</b>           |

The following table provides the details of income tax assets and liabilities:

(All amounts in lakhs, unless otherwise stated)

| Particulars                           | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---------------------------------------|-------------------------|-------------------------|
| Income tax receivable                 | 443.34                  | 287.08                  |
| Current tax liability (refer note 28) | 7.92                    | 1,339.26                |
| <b>Net balance</b>                    | <b>435.42</b>           | <b>(1,052.18)</b>       |

**Note 11.1 Movement in income tax assets/(liability) for the year is as follows:**

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| <b>Net income tax assets/ (liability) at the beginning of the year</b> | (1,052.18)              | (924.38)                |
| Income tax (paid)/ refund *  | 224.47                  | (4.18)                  |
| Income tax expense for current year                                    | (71.47)                 | (4.69)                  |
| Exchange difference adjustment   | 9.49                    | (118.93)                |
| Write back of income tax liability [refer note 37(iv)]                 | 1,325.11                | -                       |
| <b>Net income tax assets/ (liability) at the end of the year</b>       | <b>435.42</b>           | <b>(1,052.18)</b>       |

\* Includes ₹ 2.39 lakhs (March 31, 2023: ₹ 49.15 lakhs) representing refund and interest thereon received by the Group.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### Note 11.2 Income tax related to items directly recognized in the statement of profit and loss

(All amounts in lakhs, unless otherwise stated)

| Particulars                                      | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| <b>Current tax (a)</b>                           |                         |                         |
| -Current year                                    | 71.47                   | 4.69                    |
|  | <b>71.47</b>            | <b>4.69</b>             |
| <b>Deferred tax (b)</b>                          |                         |                         |
| Origination/ (reversal) of temporary differences | 241.50                  | (16.92)                 |
| <b>Total tax expense/ (credit) (a+b)</b>         | <b>312.97</b>           | <b>(12.23)</b>          |

### Note 11.3: Reconciliation of tax expense and the profit/ (loss) before tax multiplied by tax rate

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| Profit/ (loss) before tax  | 2,867.72                | (4,456.45)              |
| Applicable tax rate  | 25.17%                  | 25.17%                  |
| <b>Expected income tax expense/ (credit)</b>                             | <b>721.75</b>           | <b>(1,121.60)</b>       |
| <b>Tax effect of:</b>  |                         |                         |
| Expenses not deductible in determining taxable profit                    | 383.66                  | 541.88                  |
| Expenses deductible in determining taxable profit                        | (471.31)                | 2.85                    |
| Income not taxable under Income tax act, 1961                            | (57.58)                 | (14.71)                 |
| Losses carried forward/(adjusted) on which deferred tax is not created   | -                       | 596.27                  |
| Effect of setting off brought forward losses against current year profit | (586.87)                | -                       |
| Origination/ (reversal) of temporary differences                         | 323.32                  | (16.92)                 |
| <b>Tax expense/ (credit) for the year</b>                                | <b>312.97</b>           | <b>(12.23)</b>          |

**11.4 : On the basis of prudence, the Group did not recognize deferred tax assets (net of liabilities) amounting to ₹ 618.40 lakhs as at March 31, 2023.**

**11.5 :** During the year, Group has not surrendered or disclosed any income 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). Accordingly, there are no transaction which are not recorded in the books of account.

## 12. OTHER NON-CURRENT ASSETS

(All amounts in lakhs, unless otherwise stated)

| Particulars                         | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|-------------------------------------|-------------------------|-------------------------|
| Prepaid expenses                    | 84.82                   | 53.23                   |
| Balance with government authorities | 307.81                  | 199.77                  |
|                                     | <b>392.63</b>           | <b>253.00</b>           |

## 13. INVENTORIES

(All amounts in lakhs, unless otherwise stated)

| Particulars            | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|------------------------|-------------------------|-------------------------|
| <b>Finished goods:</b> |                         |                         |
| - Crude oil            | 29.01                   | -                       |
|                        | <b>29.01</b>            | <b>-</b>                |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 14. CURRENT INVESTMENTS

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| <b>Unquoted and valued at fair value through profit and loss</b>              |                         |                         |
| - Units of mutual funds   | 340.93                  | 1,314.93                |
|   | <b>340.93</b>           | <b>1,314.93</b>         |
| Aggregate amount of quoted investments and market value thereof               | -                       | -                       |
| Aggregate amount of unquoted investments                                      | 340.93                  | 1,314.93                |
| Aggregate amount of impairment allowance in the value of investments          | -                       | -                       |
| Investments carried at amortized cost   | -                       | -                       |
| Investments carried at fair value through other comprehensive income (FVTOCI) | -                       | -                       |
| Investments carried at fair value through profit and loss                     | 340.93                  | 1,314.93                |

### 15. TRADE RECEIVABLES

(All amounts in lakhs, unless otherwise stated)

| Particulars                                       | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| <b>Unsecured :</b>                                |                         |                         |
| Considered good                                   |                         |                         |
| - Receivable from related parties (refer note 47) | 3,468.15                | 3,271.75                |
| - Others  | 10,119.66               | 7,400.81                |
| Credit impaired                                   | 2,213.41                | 714.56                  |
|   | <b>15,801.22</b>        | <b>11,387.12</b>        |
| Less: Expected credit loss allowance              | (2,213.41)              | (714.56)                |
|   | <b>13,587.81</b>        | <b>10,672.56</b>        |
| <u>Sub-classification of trade receivables:</u>   |                         |                         |
| Considered good - Secured                         | -                       | -                       |
| Considered good - Unsecured                       | 13,587.81               | 10,672.57               |
| Significant increase in credit risk               | -                       | -                       |
| Credit impaired                                   | 2,213.41                | 714.56                  |
| Less: Expected credit loss allowance              | (2,213.41)              | (714.56)                |
| <b>Total</b>                                      | <b>13,587.81</b>        | <b>10,672.57</b>        |

#### Note 15.1: Movement in expected credit loss allowance:

(All amounts in lakhs, unless otherwise stated)

| Particulars                                      | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| Balance at the beginning                         | 714.56                  | 259.84                  |
| Add: Provision made during the year*             | 1,540.96                | 454.72                  |
| Less: Reversal of allowance/ amounts written off | (42.11)                 | -                       |
| <b>Balance at the end</b>                        | <b>2,213.41</b>         | <b>714.56</b>           |

\* Out of this, ₹ 1,492.00 lakhs (March 31, 2023: ₹ 392.80 lakhs) has been disclosed as an exceptional item. Refer note 37(ii).

#### Notes :

- There are no trade receivables due from any director or any officer of the Group, either severally or jointly with any other person.
- Trade receivables due from a private company in which director of the Group is a director amounts to ₹ 1,130.86 lakhs (March 31, 2023: ₹ 2,523.52 lakhs).
- Trade receivables includes retention money amounting to ₹ 2,303.49 lakhs (March 31, 2023 : ₹ 765.60 lakhs)

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### Trade receivables ageing (excluding expected credit loss allowance)

As at March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars                                       | Not Due          | Outstanding for following periods from due date of payment |                   |              |               |                   | Total            |
|---|------------------|--|-------------------|--------------|---------------|-------------------|------------------|
|   |                  | Less than 6 months   | 6 months - 1 year | 1-2 year     | 2-3 year      | More than 3 years |                  |
| (i) Undisputed trade receivables considered good* | 10,280.19        | 2,548.22   | 31.93             | 18.77        | 708.70        | -                 | 13,587.81        |
| (ii) Undisputed trade receivables credit impaired | -                | 47.74  | 8.17              | 79.83        | -             | -                 | 135.74           |
| (iii) Disputed trade receivables considered good  | -                | -  | -                 | -            | -             | -                 | -                |
| (iv) Disputed trade receivables credit impaired   | -                | -  | -                 | -            | -             | 2,077.67          | 2,077.67         |
| <b>Total</b>                                      | <b>10,280.19</b> | <b>2,595.96</b>  | <b>40.10</b>      | <b>98.60</b> | <b>708.70</b> | <b>2,077.67</b>   | <b>15,801.22</b> |

\* Includes unbilled trade receivables amounting to ₹ 1,864.88 lakhs within the category - not due.

As at March 31, 2023

(All amounts in lakhs, unless otherwise stated)

| Particulars                                       | Not Due         | Outstanding for following periods from due date of payment |                   |               |                 |                   | Total            |
|---|-----------------|--|-------------------|---------------|-----------------|-------------------|------------------|
|   |                 | Less than 6 months   | 6 months - 1 year | 1-2 year      | 2-3 year        | More than 3 years |                  |
| (i) Undisputed trade receivables considered good* | 3,861.27        | 1,664.80   | 1,031.09          | 733.33        | 3,382.07        | -                 | 10,672.56        |
| (ii) Undisputed trade receivables credit impaired | -               | 26.88  | 62.98             | 3.03          | 428.80          | -                 | 521.69           |
| (iii) Disputed trade receivables considered good  | -               | -  | -                 | -             | -               | -                 | -                |
| (iv) Disputed trade receivables credit impaired   | -               | -  | -                 | -             | -               | 192.87            | 192.87           |
| <b>Total</b>                                      | <b>3,861.27</b> | <b>1,691.68</b>  | <b>1,094.07</b>   | <b>736.36</b> | <b>3,810.87</b> | <b>192.87</b>     | <b>11,387.12</b> |

\* Includes unbilled trade receivables amounting to ₹ 586.75 lakhs within the category - not due.

### 16. CASH AND CASH EQUIVALENTS

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at March 31, 2024 | As at March 31, 2023 |
|--|----------------------|----------------------|
| <b>Balances with banks:</b>                                      |                      |                      |
| In current accounts  | 834.03               | 1,597.39             |
| In deposits account with original maturity of less than 3 months | -                    | 106.55               |
| In cash credit account (debit balances) [Refer note 21(b)(i)]    | 1.79                 | -                    |
| Cash on hand   | 23.02                | 22.71                |
|  | <b>858.84</b>        | <b>1,726.65</b>      |

**Note:** There are no repatriation restriction with regard to cash and cash equivalents as at the end of respective reporting periods.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 17. BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| In deposit accounts - with original maturity of more than 3 months less than 12 months*  | 3,031.91                | 964.98                  |
|  | <b>3,031.91</b>         | <b>964.98</b>           |
| * Deposits (current and non current) held as margin money or collateral against the borrowings, guarantees and other commitment. | 5,211.88                | 1,689.19                |

### 18. CONTRACT ASSETS (UNBILLED WORK-IN-PROGRESS)

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| <b>Unsecured, considered good:-</b>                            |                         |                         |
| Contract assets (Unbilled work-in-progress) [Refer note 51(d)] | 2,634.85                | 59.83                   |
| Less: Impairment allowance                                     | (59.83)                 | (59.83)                 |
|  | <b>2,575.02</b>         | <b>-</b>                |

### 19. OTHER CURRENT ASSETS

(All amounts in lakhs, unless otherwise stated)

| Particulars                               | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| Balance with government authorities (net) | 796.83                  | 721.79                  |
| Prepaid expenses                          | 211.45                  | 227.59                  |
| <b>Advance to suppliers:</b>              |                         |                         |
| Unsecured, considered good                | 295.92                  | 919.91                  |
| Unsecured, considered doubtful            | 154.22                  | 154.22                  |
| Less: Impairment allowance                | (154.22)                | (154.22)                |
|   | 295.92                  | 919.91                  |
| <b>Employee advances</b>                  |                         |                         |
| Unsecured, considered good                | 0.68                    | 4.22                    |
|   | <b>1,304.88</b>         | <b>1,873.51</b>         |

### 20. EQUITY SHARE CAPITAL

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| <b>(a) Authorized :</b>  |                         |                         |
| 50,000,000 (March 31, 2023: 50,000,000) equity shares ₹ 10 each  | 5,000.00                | 5,000.00                |
| <b>(b) Issued</b>  |                         |                         |
| Equity shares of ₹ 10 each   |                         |                         |
| 40,924,444 (March 31, 2023 : 38,074,444) equity shares ₹ 10 each   | 4,092.44                | 3,807.44                |
| <b>(c) Subscribed and fully paid-up</b>  |                         |                         |
| Equity shares of ₹ 10 each   |                         |                         |
| 40,924,444 (March 31, 2023 : 38,074,444) equity shares ₹ 10 each   | 4,092.44                | 3,807.44                |
| Less : 271,561 (March 31, 2023 : 380,744) equity shares held in trust for employees under ESOP scheme [Refer note (g) below] | (27.15)                 | (38.07)                 |
|  | <b>4,065.29</b>         | <b>3,769.37</b>         |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### (a) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the reporting period

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Number of shares  | Amount          |
|---|-------------------|-----------------|
| <b>Equity shares as at March 31, 2022</b>                             | <b>37,693,700</b> | <b>3,769.37</b> |
| Movement during the year  | -                 | -               |
| <b>Equity shares as at March 31, 2023</b>                             | <b>37,693,700</b> | <b>3,769.37</b> |
| Add : Issued by ESOP trust on exercise of stock options               | 109,183           | 10.92           |
| Add : Issued upon conversion of share warrants (Refer note (h) below) | 2,850,000         | 285.00          |
| <b>Equity shares as at March 31, 2024</b>                             | <b>40,652,883</b> | <b>4,065.29</b> |

**Note:** Number of equity shares are presented net off 271,561 and 380,744 equity shares as on March 31, 2024 and March 31, 2023, respectively, held in trust for employees under ESOP scheme.

### (b) Terms and rights attached to equity shares

The Holding Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. The Holding Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except for interim dividend. In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive remaining assets of the Holding Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.

### (c) Details of equity shareholders holding more than 5% equity shares in the Holding Company:

(All amounts in lakhs, unless otherwise stated)

| Name of shareholder           | As at March 31, 2024     |               | As at March 31, 2023     |               |
|-------------------------------|--------------------------|---------------|--------------------------|---------------|
|                               | No. of shares (in lakhs) | % of holding* | No. of shares (in lakhs) | % of holding* |
| Oilmax Energy Private Limited | 238.88                   | 58.37%        | 232.71                   | 61.12%        |

The above information is furnished as per the shareholders register as at March 31, 2024 and March 31, 2023 respectively.

### (d) Details of equity shares held by the Parent Company

(All amounts in lakhs, unless otherwise stated)

| Name of shareholder           | As at March 31, 2024     |               | As at March 31, 2023     |               |
|-------------------------------|--------------------------|---------------|--------------------------|---------------|
|                               | No. of shares (in lakhs) | % of holding* | No. of shares (in lakhs) | % of holding* |
| Oilmax Energy Private Limited | 238.88                   | 58.37%        | 232.71                   | 61.12%        |

### (e) Details of equity shares held by promoters of the Holding Company

(All amounts in lakhs, unless otherwise stated)

| Name of shareholder           | As at March 31, 2024     |               | As at March 31, 2023     |               | % change during the year ended March 31, 2024 <sup>^</sup> |
|-------------------------------|--------------------------|---------------|--------------------------|---------------|--|
|                               | No. of shares (in lakhs) | % of holding* | No. of shares (in lakhs) | % of holding* |  |
| Oilmax Energy Private Limited | 238.88                   | 58.37%        | 232.71                   | 61.12%        | 2.65%  |
| Ritu Garg                     | 0.62                     | 0.15%         | 1.25                     | 0.33%         | (50.65%)   |

<sup>^</sup> (i) There is an increase in the percentage holding of Oilmax Energy Private Limited by 2.65% (March 31, 2023: 3.09%) as additional shares were purchased vide open market transaction during the respective reporting periods.

(ii) There is a reduction in the percentage holding of Ritu Garg by 50.65% (March 31, 2023: Nil) as shares were sold vide open market transaction during the year.

\* Computed excluding the equity shares held in trust for the employees under the ESOP scheme.



## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

(f) No additional shares were allotted as fully paid up by way of bonus shares or for consideration other than cash and also no shares have been bought back during the last five years.

### (g) Employee Stock Option Plan

| Particulars   | (in numbers)            |                         |
|---|-------------------------|-------------------------|
|   | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
| Balance stock options - available with ESOP Trust towards ESOP scheme 2021 (refer note below) | 271,561                 | 380,744                 |

#### Notes:

- (i) The balance unexercised equity shares held by the ESOP Trust at the end of the year had been reduced against the share capital as if the trust is administered by the Holding Company itself. The securities premium related to the unexercised equity shares held by the trust at the close of the year amounting to ₹ 228.44 lakhs (March 31, 2023: ₹ 355.60 lakhs) has been reduced from securities premium account and adjusted against the loan outstanding from the ESOP Trust.
- (ii) The shareholders of the Holding Company, at their meeting held on September 27, 2021 had approved the "Asian Energy Services Limited - Employee Stock Option Plan – 2021" ("AESL ESOP 2021") authorizing grant of not exceeding 380,744 stock options to the eligible employees. During the current year, the Holding Company has granted Nil (March 31, 2023 : 380,000) employee stock options to the eligible employees including that of group company pursuant to such scheme.
- (iii) During the current year, 109,183 stock options were exercised by the employees (March 31, 2023: Nil).
- (iv) During the current year, no equity shares of the Holding Company were purchased by the ESOP trust (March 31, 2023: Nil).

### (h) Share warrants

"The Allotment Committee of the Board of Directors of the Holding Company, on August 21, 2023, considered and approved the allotment of 67,00,000 convertible share warrants on preferential basis to certain persons/ entities each carrying right upon being fully paid up, to subscribe one equity share of face value of ₹ 10 each at an issue price of ₹ 127.50 per share. Out of these warrants, the Holding Company has allotted 28,50,000 equity shares during the year ended March 31, 2024.

The Holding Company has complied with the provisions of section 42 and section 62 of the Companies Act, 2013 and the rules framed thereunder in relation to such preferential allotment on a private placement basis.

## 21. BORROWINGS

(All amounts in lakhs, unless otherwise stated)

| Particulars   | (All amounts in lakhs, unless otherwise stated) |                         |
|---|---|-------------------------|
|   | As at<br>March 31, 2024                         | As at<br>March 31, 2023 |
| <b>Non-current - at amortized cost</b>                |   |                         |
| <b>Secured</b>  |   |                         |
| Vehicle loan (Refer note (a) below)                   | 323.54  | 355.61                  |
| Less: Current maturities of long-term borrowings      | (229.35)  | (96.14)                 |
|   | <b>94.19</b>                                    | <b>259.47</b>           |
| <b>Current - at amortized cost</b>                    |   |                         |
| <b>Secured</b>  |   |                         |
| Working capital loan from bank (Refer note (b) below) | 1,801.92  | 1,558.24                |
| Current maturities of long term borrowings            | 229.35  | 96.14                   |
|   | <b>2,031.27</b>                                 | <b>1,654.38</b>         |

### (a) Nature of security and terms of repayment of long term borrowings

The Holding Company has availed vehicle loans. Interest rate charged ranges from 8.75% p.a. to 10% p.a. The vehicles financed through such borrowing are forming part of the property, plant and equipment and have been hypothecated for the said borrowings. The borrowings will be repaid by the Holding Company in equal predetermined instalments over a period of ranging from 39 to 48 months from the borrowings origination date with the last instalment repayable in F.Y. 2026-27.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### (b) Working capital facilities from bank:

- (i) Cash credit facility is secured by way of exclusive charge on certain fixed deposits and counter indemnity, hypothecation of stock and book debts of the Company. The facility is also secured by way of personal security of Mr. Kapil Garg (Managing Director), Mrs. Ritu Garg (Promoter) and Mr. Aman Garg (relative of promoter and managing director). The interest rate applicable to the facility is computed using prevailing MCLR plus spread (9.80% p.a. as on March 31, 2024). These are repayable on demand.
- (ii) During the current year, the Holding Company has availed overdraft facilities which is secured by way of exclusive charge on certain fixed deposits of the Company. The interest rate applicable to the facility is computed using prevailing fixed deposits rate + 1% (3.75% as on March 31, 2024). These are repayable within a period of 1 year.
- (iii) The quarterly returns/statements of current assets filed by the Holding Company with bank is in agreement with the books of accounts for all the quarters except for following instance. Apart from Holding Company, none of the entities within the Group have taken borrowings from banks/financial institution hence they are not required to file any quarterly returns/ statements.

| Name of the bank    | Nature of current assets offered as security  | Quarter ended  | Amount disclosed as per return | Amount as per books of accounts | Difference* |
|---------------------|---|----------------|--------------------------------|---------------------------------|-------------|
| Union Bank of India | Lien on fixed deposits and counter indemnity, hypothecation of stock and book debts | June 2023      | 8,024.61                       | 7,940.05                        | 84.56       |
| Union Bank of India | Lien on fixed deposits and counter indemnity, hypothecation of stock and book debts | September 2023 | 6,546.28                       | 6,276.14                        | 270.14      |
| Union Bank of India | Lien on fixed deposits and counter indemnity, hypothecation of stock and book debts | December 2023  | 8,955.48                       | 11,402.32                       | (2,446.84)  |
| Union Bank of India | Lien on fixed deposits and counter indemnity, hypothecation of stock and book debts | March 2024     | 12,517.87                      | 12,869.21                       | (351.34)    |

\* The differences are due to submissions being made basis provisional financial information by the Holding Company.

- (c) The Group has utilized the borrowings for the specific purpose for which it was obtained.
- (d) The Holding Company or any other entity in the Group is not declared willful defaulter by any bank or financial institution or lender during the year and it has complied with the applicable debt covenants, prescribed in the terms of borrowing.

### (e) Net debt reconciliation\*

| Particulars   | (All amounts in lakhs, unless otherwise stated) |                      |
|---|---|----------------------|
|   | As at March 31, 2024                            | As at March 31, 2023 |
| Cash and cash equivalents                             | 858.84  | 1,726.65             |
| Current borrowings                                    | (1,801.92)                                      | (1,558.24)           |
| Non-current borrowings (including current maturities) | (323.54)  | (355.61)             |
| <b>Excess liquidity/ (net debt)</b>                   | <b>(1,266.62)</b>                               | <b>(187.20)</b>      |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

| Particulars   | Cash and cash equivalents | Non-current borrowings (including current maturities) | Current borrowings | Total             |
|---|---------------------------|---|--------------------|-------------------|
| <b>Excess liquidity/ (net debt) as at March 31, 2022</b>          | <b>2,795.48</b>           | <b>(331.89)</b>                                       | <b>(401.17)</b>    | <b>2,062.42</b>   |
| Cash flow (net)   | (1,187.13)                | -   | -                  | (1,187.13)        |
| Borrowings taken  | -                         | (80.00)   | (13,970.85)        | (14,050.85)       |
| Borrowings repaid   | -                         | 55.26   | 12,814.88          | 12,870.14         |
| Interest expense  | -                         | (36.40)   | (42.76)            | (79.16)           |
| Interest paid   | -                         | 36.40   | 42.76              | 79.16             |
| Effect of other adjustments including foreign exchange difference | 118.30                    | 1.02  | (1.10)             | 118.22            |
| <b>Excess liquidity/ (net debt) as at March 31, 2023</b>          | <b>1,726.65</b>           | <b>(355.61)</b>                                       | <b>(1,558.24)</b>  | <b>(187.20)</b>   |
| Cash flow (net)   | (740.49)                  | -   | -                  | (740.49)          |
| Borrowings taken  | -                         | (37.00)   | (40,161.45)        | (40,198.45)       |
| Borrowings repaid   | -                         | 69.08   | 39,918.59          | 39,987.67         |
| Interest expense  | -                         | (34.46)   | (41.88)            | (76.34)           |
| Interest paid ^   | -                         | 34.45   | 41.06              | 75.51             |
| Effect of other adjustments including foreign exchange difference | (127.32)                  | -   | -                  | (127.32)          |
| <b>Excess liquidity/ (net debt) as at March 31, 2024</b>          | <b>858.84</b>             | <b>(323.54)</b>                                       | <b>(1,801.92)</b>  | <b>(1,266.62)</b> |

^ Excluding interest expense other than borrowings aggregating ₹ 26.66 lakhs.

\* Reconciliation of opening and closing balance of lease liabilities has been presented under note 40.

### 22. LEASE LIABILITIES

(All amounts in lakhs, unless otherwise stated)

| Particulars                       | As at March 31, 2024 | As at March 31, 2023 |
|-----------------------------------|----------------------|----------------------|
| <b>Non-current</b>                |                      |                      |
| Lease liabilities (Refer note 40) | 32.50                | 104.29               |
|                                   | <b>32.50</b>         | <b>104.29</b>        |
| <b>Current</b>                    |                      |                      |
| Lease liabilities (Refer note 40) | 78.70                | 96.81                |
|                                   | <b>78.70</b>         | <b>96.81</b>         |

### 23. OTHER FINANCIAL LIABILITIES

(All amounts in lakhs, unless otherwise stated)

| Particulars                             | As at March 31, 2024 | As at March 31, 2023 |
|---|----------------------|----------------------|
| <b>Current</b>                          |                      |                      |
| Security deposits                       | 19.62                | 19.62                |
| Liability for capital goods             | 113.07               | -                    |
| Employee related liabilities and others | 45.02                | 176.01               |
|   | <b>177.71</b>        | <b>195.63</b>        |

**Note:** There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group during the reporting periods.

### 24. OTHER CURRENT LIABILITIES

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at March 31, 2024 | As at March 31, 2023 |
|--|----------------------|----------------------|
| Contract liability - revenue received in advance [Refer note 51(d)]      | 174.83               | 921.92               |
| Advances from customers - revenue received in advance [Refer note 51(d)] | 306.34               | 528.95               |
| Statutory dues payable   | 123.05               | 60.94                |
|  | <b>604.22</b>        | <b>1,511.81</b>      |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 25. PROVISIONS

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| <b>Non-current</b>  |                         |                         |
| Provision for decommissioning liabilities (Refer note 25.1 below) | 61.08                   | -                       |
| Gratuity (Refer note 44)  | 38.48                   | 35.77                   |
|   | <b>99.56</b>            | <b>35.77</b>            |
| <b>Current</b>  |                         |                         |
| Provision for settlement of litigation (Refer note 25.3 below)    | -                       | 118.22                  |
| Gratuity (Refer note 44)  | 1.21                    | 2.02                    |
|   | <b>1.21</b>             | <b>120.24</b>           |

#### 25.1 : Movement in provision for decommissioning liabilities:

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| Balance at the beginning of the year               | -                       | -                       |
| Recognized during the year (Refer note 25.2 below) | 55.94                   | -                       |
| Unwinding of discount                              | 5.14                    | -                       |
| <b>Balance at the end of the year</b>              | <b>61.08</b>            | <b>-</b>                |

**25.2 :** The Group has acquired an oil asset during the year for which the Group has estimated provision towards decommissioning as per the principles of Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets' for the future decommissioning of oil asset at the end of its economic life. The economic life of the oil asset is estimated on the basis of long- term production profile of the relevant oil asset. The decommissioning activity would be in the future for which the exact requirements that may have to be met when the removal event occur is uncertain.

#### 25.3 : Movement in provision for settlement of litigation\*

(All amounts in lakhs, unless otherwise stated)

| Particulars                                  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| Balance at the beginning of the year         | 118.22                  | 110.86                  |
| Adjustment on account of exchange difference | 2.86                    | 7.36                    |
| Write back during the year                   | (121.08)                | -                       |
| <b>Balance at the end of the year</b>        | <b>-</b>                | <b>118.22</b>           |

\* Represents provision created towards dispute with a former employee in a subsidiary in earlier years.

### 26. DEFERRED TAX LIABILITIES (NET)

(All amounts in lakhs, unless otherwise stated)

| Particulars               | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---------------------------|-------------------------|-------------------------|
| Deferred tax liabilities* | 241.50                  | -                       |
|                           | <b>241.50</b>           | <b>-</b>                |

\* Also refer note 11.4 above.

#### Movement during the year ended March 31, 2024

| Particulars   | As at<br>March 31, 2023 | Credit/ (charge)<br>in the<br>statement of<br>profit and loss | Credit/(charge)<br>in other<br>Comprehensive<br>Income | As at<br>March 31, 2024 |
|---|-------------------------|---|--|-------------------------|
| <b>(i) Deductible temporary difference:</b>         |                         |   |  |                         |
| Provision towards employee liabilities and others   | -                       | (77.84)   | -  | (77.84)                 |
| Allowance towards expected credit loss              | -                       | (82.71)   | -  | (82.71)                 |
| Impact of right of use asset and lease liabilities  | -                       | (54.48)   | -  | (54.48)                 |
| Others  | -                       | (1.84)  | -  | (1.84)                  |
| <b>(ii) Taxable temporary difference:</b>           |                         |   |  |                         |
| Property, plant and equipment and intangible assets | -                       | 449.18  | -  | 449.18                  |
| Others  | -                       | 9.19  | -  | 9.19                    |
| <b>Deferred tax liabilities (net) (ii)-(i)</b>      | <b>-</b>                | <b>241.50</b>   | <b>-</b>   | <b>241.50</b>           |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### Movement during the year ended March 31, 2023

| Particulars   | As at<br>March 31, 2022 | Credit/ (charge)<br>in the<br>statement of<br>profit and loss | Credit/(charge)<br>in other<br>Comprehensive<br>Income | As at<br>March 31, 2023 |
|---|-------------------------|---|--|-------------------------|
| <b>(i) Deductible temporary difference:</b>         |                         |   |  |                         |
| Provision towards employee liabilities and others   | 13.43                   | (13.43)   | -  | -                       |
| Allowance towards expected credit loss              | 20.10                   | (20.10)   | -  | -                       |
| Impact of right of use asset and lease liabilities  | 151.56                  | (151.56)  | -  | -                       |
| <b>(ii) Taxable temporary difference:</b>           |                         |   |  |                         |
| Property, plant and equipment and intangible assets | (202.01)                | 202.01  | -  | -                       |
| <b>Deferred tax liabilities (net) (ii)-(i)</b>      | <b>(16.92)</b>          | <b>16.92</b>  | -  | -                       |

### 27. TRADE PAYABLES

(All amounts in lakhs, unless otherwise stated)

| Particulars   | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|---|-------------------------|-------------------------|
| Total outstanding dues of micro and small enterprises                           | 375.64                  | 397.00                  |
|   | <b>375.64</b>           | <b>397.00</b>           |
| Total outstanding dues of trade payables other than micro and small enterprises | 6,902.48                | 4,009.88                |
|   | <b>6,902.48</b>         | <b>4,009.88</b>         |
| <b>Total trade payables</b>   | <b>7,278.12</b>         | <b>4,406.88</b>         |

**Note:** Micro and Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) have been determined based on the information as available with the Group and the details of amount outstanding due to them are as given below:

(All amounts in lakhs, unless otherwise stated)

| Particulars  | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| (a) The principal amount and the interest due thereon remaining unpaid to any Supplier as at the end of each accounting year   |                         |                         |
| Principal amount due to micro and small enterprises  | 374.60                  | 395.40                  |
| Interest due on above  | 1.04                    | 1.60                    |
| (b) The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year   | -                       | -                       |
| (c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006   | -                       | -                       |
| (d) The amount of interest accrued and remaining unpaid at the end of each accounting year   | 1.04                    | 1.60                    |
| (e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act, 2006 | -                       | -                       |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### Trade payables ageing:

#### As at March 31, 2024

| Particulars                    | Not Due         | Outstanding for following periods from due date of payment |              |              |                   | Total           |
|--------------------------------|-----------------|--|--------------|--------------|-------------------|-----------------|
|                                |                 | Less than 1 year   | 1-2 year     | 2-3 year     | More than 3 years |                 |
| (i) Undisputed dues - MSME     | 244.77          | 130.30   | 0.47         | -            | -                 | 375.54          |
| (ii) Undisputed dues - Others* | 4,689.63        | 1,986.58   | 32.74        | 11.44        | 182.19            | 6,902.58        |
| (iii) Disputed dues - MSME     | -               | -  | -            | -            | -                 | -               |
| (iv) Disputed dues - Others    | -               | -  | -            | -            | -                 | -               |
| <b>Total</b>                   | <b>4,934.40</b> | <b>2,116.88</b>  | <b>33.21</b> | <b>11.44</b> | <b>182.19</b>     | <b>7,278.12</b> |

\* Includes unbilled trade payables of ₹ 3,228.69 lakhs in the category - not due.

#### As at March 31, 2023

| Particulars                    | Not Due         | Outstanding for following periods from due date of payment |              |                 |                   | Total           |
|--------------------------------|-----------------|--|--------------|-----------------|-------------------|-----------------|
|                                |                 | Less than 1 year   | 1-2 year     | 2-3 year        | More than 3 years |                 |
| (i) Undisputed dues - MSME*    | 103.80          | 286.40   | 6.80         | -               | -                 | 397.00          |
| (ii) Undisputed dues - Others* | 1,227.11        | 156.05   | 23.16        | 1,925.57        | 677.99            | 4,009.88        |
| (iii) Disputed dues - MSME     | -               | -  | -            | -               | -                 | -               |
| (iv) Disputed dues - Others    | -               | -  | -            | -               | -                 | -               |
| <b>Total</b>                   | <b>1,330.91</b> | <b>442.45</b>  | <b>29.96</b> | <b>1,925.57</b> | <b>677.99</b>     | <b>4,406.88</b> |

\* Includes unbilled trade payables of ₹ 604.14 lakhs in the category - not due.

### 28. CURRENT TAX LIABILITIES

(All amounts in lakhs, unless otherwise stated)

| Particulars         | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---------------------|------------------------------|------------------------------|
| Current tax payable | 7.92                         | 1,339.26                     |
|                     | <b>7.92</b>                  | <b>1,339.26</b>              |

### 29. REVENUE FROM OPERATIONS

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| <b>Sale of service :</b>                                   |                              |                              |
| Revenue from energy services                               | 30,076.48                    | 10,895.25                    |
| <b>Sale of goods :</b>                                     |                              |                              |
| Sale of crude oil  | 414.48                       | -                            |
| Less: Government's share in revenue from sale of crude oil | (34.98)                      | -                            |
|  | 379.50                       | -                            |
| <b>Other operating income :</b>                            |                              |                              |
| Liabilities/ provisions written back                       | 4.89                         | 99.89                        |
| Scrap sales  | 4.88                         | -                            |
| Rental income [Refer note 40(2)(iv)]                       | 40.73                        | -                            |
|  | <b>30,506.48</b>             | <b>10,995.14</b>             |

Note: For disclosures as per Ind AS 115, refer note 51.

### 30. OTHER INCOME

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| <b>Interest income on:</b>                              |                              |                              |
| Financial assets measured at amortized cost             | 194.07                       | 221.64                       |
| Income tax refund                                       | 2.39                         | 49.16                        |
| Overdue trade receivables                               | 26.15                        | 77.81                        |
| Gain on mutual fund investments measured at FVTPL (net) | 49.95                        | 14.93                        |
| Gain on foreign currency transactions (net)             | 188.37                       | -                            |
| Miscellaneous income                                    | 161.07                       | 46.15                        |
|   | <b>622.00</b>                | <b>409.69</b>                |



## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 30. PROJECT RELATED EXPENSE

(All amounts in lakhs, unless otherwise stated)

| Particulars                             | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Sub-contracting charges                 | 6,317.96                     | 2,477.17                     |
| Stores and consumables                  | 11,111.49                    | 2,468.24                     |
| Camp establishment and maintenance      | 163.71                       | 174.82                       |
| Share of expense in producing crude oil | 313.79                       | -                            |
| Machinery hire charges (refer note 40)  | 74.90                        | 16.92                        |
| Vehicle hire charges (refer note 40)    | 876.01                       | 890.60                       |
| Labour charges                          | 1,812.59                     | 441.01                       |
| Freight expenses                        | 140.53                       | 87.18                        |
| Power and fuel                          | 145.11                       | 133.27                       |
| License expenses                        | 22.26                        | 21.13                        |
| <b>Repairs and maintenance:</b>         |                              |                              |
| - plant and machinery                   | 394.08                       | 301.10                       |
| Technical consultancy charges           | 596.68                       | 995.77                       |
| Other project expenses                  | 131.07                       | 114.96                       |
|   | <b>22,100.18</b>             | <b>8,122.17</b>              |

### 32. CHANGES IN INVENTORIES OF FINISHED GOODS

(All amounts in lakhs, unless otherwise stated)

| Particulars                                | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| <b>Changes in inventories of crude oil</b> |                              |                              |
| Inventories at the beginning of the year   | -                            | -                            |
| Inventories at the end of the year         | 29.01                        | -                            |
|  | <b>(29.01)</b>               | <b>-</b>                     |

### 33. EMPLOYEE BENEFIT EXPENSE

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| Salaries, wages and bonus (including managerial remuneration)    | 2,429.51                     | 2,659.49                     |
| Contribution to provident and other funds [refer note 44.2.(ii)] | 122.90                       | 132.76                       |
| Directors sitting fees (refer note 47)                           | 8.95                         | 8.35                         |
| Gratuity expense [refer note 44.2.(i)]                           | 20.68                        | 21.14                        |
| Share based payment expenses [refer note 44.2.(iii)]             | 13.85                        | 3.23                         |
| Staff welfare expenses   | 56.92                        | 42.71                        |
|  | <b>2,652.81</b>              | <b>2,867.68</b>              |

### 34. FINANCE COSTS

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| Interest expense on:                                     |                              |                              |
| - borrowings carried at amortized cost                   | 102.17                       | 79.16                        |
| - delayed payment of statutory dues                      | 0.36                         | 5.36                         |
| - lease liabilities (refer note 40)                      | 14.34                        | 14.45                        |
| - delayed payment to micro and small enterprises vendors | 1.04                         | 1.60                         |
| Unwinding of discount on decommissioning liability       | 5.14                         | -                            |
| Bank charges*  | 83.08                        | 145.79                       |
|  | <b>206.13</b>                | <b>246.36</b>                |

\* primarily includes guarantee commission and other charges.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 35. DEPRECIATION, DEPLETION AND AMORTIZATION EXPENSE

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| Depreciation on property, plant and equipment (refer note 3) | 1,557.62                     | 1,992.31                     |
| Amortization on intangible assets (refer note 5A)            | 6.29                         | 64.32                        |
| Depreciation on right of use assets (refer note 6)           | 137.96                       | 140.41                       |
|  | <b>1,701.87</b>              | <b>2,197.04</b>              |

### 36. OTHER EXPENSES

(All amounts in lakhs, unless otherwise stated)

| Particulars                                     | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Advertisement and business promotion expenses   | 5.02                         | 55.68                        |
| Rent (refer note 40)                            | 184.76                       | 131.65                       |
| Rates and taxes                                 | 67.52                        | 32.67                        |
| Travelling and conveyance                       | 180.90                       | 290.13                       |
| Printing and stationery                         | 17.69                        | 17.44                        |
| Membership and subscription charges             | 3.27                         | 1.58                         |
| Telephone and internet expenses                 | 7.77                         | 11.48                        |
| Insurance                                       | 66.04                        | 66.35                        |
| Security expenses                               | 44.25                        | 54.91                        |
| Legal and professional charges                  | 768.49                       | 781.60                       |
| <b>Repairs and maintenance:</b>                 |                              |                              |
| - building                                      | -                            | 10.65                        |
| - others  | 17.36                        | 16.82                        |
| Expected credit loss on trade receivables       | 6.85                         | 61.92                        |
| Trade receivables written off (Refer note 15.1) | 42.11                        | -                            |
| Net loss on foreign currency transactions       | -                            | 8.51                         |
| Corporate social responsibility expenses        | -                            | 60.72                        |
| Miscellaneous expenses                          | 188.78                       | 280.17                       |
|   | <b>1,600.81</b>              | <b>1,882.28</b>              |

### 37. EXCEPTIONAL ITEMS - LOSS/ (GAIN)

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| (i) Provision created pursuant to a court order in relation to settlement with a vendor                              | 551.54                       | -                            |
| (ii) Impairment of trade receivables and contract assets on account of termination of contract with a customer       | 1,492.00*                    | 452.63                       |
| (iii) Impairment of advances to supplier   | -                            | 154.22                       |
| (iv) Write back of tax liability pertaining to a contract which has been terminated and considered no longer payable | (1,325.11)                   | -                            |
| (v) Liabilities written back to the extent no longer required  | (533.33)                     | -                            |
|  | <b>185.10</b>                | <b>606.85</b>                |

\* During the previous year, contract with a major customer of a subsidiary - ADMCC, was terminated. During the current year, novation with such customer and one of the vendors of the subsidiary got executed, wherein the customer agreed to pay directly to the vendor and accordingly amounts aggregating ₹ 2,149.17 lakhs payable to vendor was netted off against the receivables from the customer. While the discussion with such customer is still on for recovery of balance amounts, Management on a prudent basis has recognized provision towards balance amount receivables from such customer during the year ended March 31, 2024.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 38. EARNINGS PER SHARE (EPS)

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|--|------------------------------|------------------------------|
| Profit/ (loss) attributable to equity holders of the Holding Company for basic and diluted earnings used as numerator - (A) (in lakhs) | 2,546.73                     | (4,435.70)                   |
| Weighted average number of equity shares outstanding during the year for Basic EPS - (B)   | 38,356,735                   | 37,693,700                   |
| Add: Effect of potential equity shares which are dilutive (pertaining to employee stock options and convertible share warrants)        | 971,910                      | -                            |
| Weighted average number of equity shares outstanding during the year for Diluted EPS - (C)   | 39,328,645                   | 37,693,700                   |
| Basic earnings/ (losses) per share (in ₹) - (A)/(B) (face value ₹ 10 each)   | 6.64                         | (11.77)                      |
| Diluted earnings/ (losses) per share (in ₹) - (A)/(C) (face value ₹ 10 each)   | 6.48                         | (11.77)                      |

### 39. CONTINGENT LIABILITIES

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| 1. Claims against the Group not acknowledged as debt: |                              |                              |
| (a) Labour law matter*                                | 7.78                         | 7.78                         |
| (b) Others  | 0.62                         | 0.62                         |
|   | 8.40                         | 8.40                         |

\* In relation to termination of services of an employee in earlier year.

2. Other monies for which the Group is contingently liable:

The Hon'ble Supreme Court of India ("SC") by their order dated February 28, 2019, in the case of Surya Roshani Limited & Others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. Due to numerous interpretation issues relating to the applicability of SC judgement for the past period, if any, the impact is not ascertainable at present and consequently no effect has been given in the consolidated financial statements.

It is not practicable for the Group to estimate the timing of cash outflows, if any, in respect of pending resolution of the above proceedings, as it is determined only on receipt of judgements/decisions pending with various authorities.

### 40. DISCLOSURES PERTAINING TO IND AS 116 - LEASES

The Group has lease contracts for its office premises. Generally, the Group is restricted from assigning the leased assets. The Group's obligation under its leases are secured by the lessor's title to leased assets.

#### 1. Recognition and derecognition

##### Right-of-use assets:

- (i) The net carrying value of right-of-use assets as at March 31, 2024 amounts to ₹ 161.17 lakhs (March 31, 2023: ₹ 299.13 lakhs) and has been disclosed separately in note 6 to the consolidated financial statements.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### Lease liabilities:

- (i) The movement in lease liabilities is as follows:

(All amounts in lakhs, unless otherwise stated)

| Particulars                         | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|-------------------------------------|-------------------------|-------------------------|
| Opening balance                     | 201.10                  | 74.50                   |
| Add : Addition during the year      | -                       | 218.30                  |
| Add : Interest on lease liabilities | 14.34                   | 14.45                   |
| Less : Payment of lease liabilities | (102.00)                | (107.00)                |
| Add : Other adjustments             | (2.24)                  | 0.85                    |
| <b>Closing balance</b>              | <b>111.20</b>           | <b>201.10</b>           |
| Non current                         | 32.50                   | 104.29                  |
| Current                             | 78.70                   | 96.81                   |

- (ii) The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2024:

(All amounts in lakhs, unless otherwise stated)

| Particulars       | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|-------------------|-------------------------|-------------------------|
| 0-1 year          | 84.00                   | 100.00                  |
| 1-5 years         | 35.00                   | 119.00                  |
| 5 years and above | -                       | -                       |
| <b>Total</b>      | <b>119.00</b>           | <b>219.00</b>           |

### 2. The Group recognized following expenses in the consolidated statement of profit and loss:

- (i) Depreciation expense from right-of-use assets of ₹ 137.96 lakhs (March 31, 2023: ₹ 140.41 lakhs).
- (ii) Interest on lease liabilities of ₹ 14.34 lakhs (March 31, 2023: ₹ 14.45 lakhs)
- (iii) Expense amounting to ₹ 1,135.67 lakhs (March 31, 2023: ₹ 1,039.17 lakhs) related to leases of low-value assets and leases with less than twelve months of lease term. These have been included under machine hire charges, vehicle hire charges and rent expenses (Refer note 31 and note 36).
- (iv) Rental income amounting to ₹ 40.73 lakhs (March 31, 2023: Nil) related to assets given on lease with less than twelve months of lease term. It has been included other operating income (Refer note 29).

### 3. The total net cash outflow for the payment of lease liability and interest is ₹ 102.00 lakhs (March 31, 2023: ₹ 107.00 lakhs).

#### 41. FAIR VALUE MEASUREMENTS

The fair value of financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

#### Fair value hierarchy

Financial assets and financial liabilities measured at fair value in the Balance sheet are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1:** Available prices (unadjusted) in active markets for financial instruments.

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

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

Table showing carrying amount and fair values of financial assets and liabilities by category:

(All amounts in lakhs, unless otherwise stated)

| As at March 31, 2024         | Financial instruments by category |               |                  |                      | Fair value hierarchy |
|------------------------------|-----------------------------------|---------------|------------------|----------------------|----------------------|
|                              | FVTPL                             | FVTOCI        | Amortized cost   | Total carrying value |                      |
| <b>Financial assets</b>      |                                   |               |                  |                      |                      |
| Investments                  | -                                 | 623.42        | -                | <b>623.42</b>        | Level 3              |
| Investment in mutual fund    | 340.93                            | -             | -                | <b>340.93</b>        | Level 1              |
| Trade receivables            | -                                 | -             | 13,587.81        | <b>13,587.81</b>     |                      |
| Cash and cash equivalents    | -                                 | -             | 858.84           | <b>858.84</b>        |                      |
| Other bank balances          | -                                 | -             | 3,031.91         | <b>3,031.91</b>      |                      |
| Other financial assets       | -                                 | -             | 3,723.11         | <b>3,723.11</b>      |                      |
| <b>Total</b>                 | <b>340.93</b>                     | <b>623.42</b> | <b>21,201.67</b> | <b>22,166.02</b>     |                      |
| <b>Financial liabilities</b> |                                   |               |                  |                      |                      |
| Borrowings                   | -                                 | -             | 2,125.46         | <b>2,125.46</b>      |                      |
| Trade payables               | -                                 | -             | 7,278.12         | <b>7,278.12</b>      |                      |
| Lease liabilities            | -                                 | -             | 111.20           | <b>111.20</b>        |                      |
| Other financial liabilities  | -                                 | -             | 177.71           | <b>177.71</b>        |                      |
| <b>Total</b>                 | <b>-</b>                          | <b>-</b>      | <b>9,692.49</b>  | <b>9,692.49</b>      |                      |

(All amounts in lakhs, unless otherwise stated)

| As at March 31, 2023               | Financial instruments by category |               |                  |                      | Fair value hierarchy |
|------------------------------------|-----------------------------------|---------------|------------------|----------------------|----------------------|
|                                    | FVTPL                             | FVTOCI        | Amortized cost   | Total carrying value |                      |
| <b>Financial assets</b>            |                                   |               |                  |                      |                      |
| Investments                        | -                                 | 623.42        | -                | <b>623.42</b>        | Level 3              |
| Investments in mutual funds        | 1,314.93                          | -             | -                | <b>1,314.93</b>      | Level 1              |
| Trade receivables                  | -                                 | -             | 10,672.56        | <b>10,672.56</b>     |                      |
| Cash and cash equivalents          | -                                 | -             | 1,726.65         | <b>1,726.65</b>      |                      |
| Other bank balances                | -                                 | -             | 964.98           | <b>964.98</b>        |                      |
| Loans                              | -                                 | -             | 916.43           | <b>916.43</b>        |                      |
| Other financial assets             | -                                 | -             | 1,404.16         | <b>1,404.16</b>      |                      |
| <b>Total financial assets</b>      | <b>1,314.93</b>                   | <b>623.42</b> | <b>15,684.78</b> | <b>17,623.13</b>     |                      |
| <b>Financial liabilities</b>       |                                   |               |                  |                      |                      |
| Borrowings                         | -                                 | -             | 1,913.85         | <b>1,913.85</b>      |                      |
| Trade payables                     | -                                 | -             | 4,406.88         | <b>4,406.88</b>      |                      |
| Lease liabilities                  | -                                 | -             | 201.10           | <b>201.10</b>        |                      |
| Other financial liabilities        | -                                 | -             | 195.63           | <b>195.63</b>        |                      |
| <b>Total financial liabilities</b> | <b>-</b>                          | <b>-</b>      | <b>6,717.46</b>  | <b>6,717.46</b>      |                      |

### Fair value of financial assets and liabilities measured at amortized cost

The carrying amounts of trade receivable, investment in subsidiaries, cash and cash equivalents, other bank balances, loans, current security deposit, trade payables and other current financial liabilities are considered to be the same as their fair values, due to their short term nature.

The fair value of security deposit has been calculated based on the cash flows discounted using an estimate of current lending rate.

The fixed deposit and non-current borrowing are with highly rated banks and financial institution at fair interest rate, and their carrying values approximates fair value.

### Fair value of financial assets measured at FVTPL

The fair values of investments in mutual fund units is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at reporting date.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### Fair value of financial assets at FVTOCI

The fair value of investments carried at FVTOCI is determined, using a model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. The fair value of these investments is categorised as Level 3 because the shares are neither listed on an exchange and there were no recent observable arm's length transactions in the shares.

There are no transfers in either level during the reporting periods.

### 42. FINANCIAL RISK MANAGEMENT

The Group's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements. The Group's risk management is done in close co-ordination with the board of directors and focuses on actively securing the Group's short, medium and long-term cash flows by minimizing the exposure to volatile financial markets. Long-term financial investments are managed to generate lasting returns. The Group does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Group is exposed are described below.

#### Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. The Group is exposed to credit risk from loans and advances to related parties, trade receivables, bank deposits and other financial assets.

Bank deposits are placed with reputed banks / financial institutions. Hence, there is no significant credit risk on such fixed deposits.

The Group does not have significant credit risk from loans given considering these are provided to financial institution for shorter duration. Mutual fund investments are made in liquid and overnight plans of renowned asset management company only. The credit risk associated with bank, security deposits and mutual fund investments is relatively low.

The entities forming part of the Group trades with recognized and credit worthy third parties. The entities forming part of the Group periodically assesses the financial reliability of the counter party, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

Credit risk on trade receivables is limited as the Group's customer base majorly includes reputed and large corporate groups and public sector enterprises. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. Also, generally the Group does not enter into sales transaction with customers having credit loss history. In addition, trade receivable balances are monitored on an on-going basis with the result that the Group's exposure to bad debts is not significant. In case of trade receivables due from related parties and in case of disputed trade receivables, the Group performs individual credit risk assessment and creates expected credit loss allowance (ECL) based on internal assessment. Further, the Group computes ECL on undisputed trade receivables (including those where ultimate customer is a non-related party) at each reporting date, based on provision matrix which is prepared considering historically observed overdue rate over expected life of trade receivables and is adjusted for forward-looking estimates.

The following table provides information about the exposure to credit risk and expected credit loss rate for trade receivables:

| Ageing bucket      | Expected credit loss rate |                  | Gross carrying amount * |                |
|--------------------|---------------------------|------------------|-------------------------|----------------|
|                    | March 31, 2024            | March 31, 2023   | March 31, 2024          | March 31, 2023 |
| Less than 180 days | 0.83% TO 2.04%            | 0.67% to 4.24%   | 12,876.15               | 5,552.95       |
| 180 to 365 days    | 10.53% to 33.50%          | 11.45% to 33.50% | 40.10                   | 1,094.07       |
| 365 to 545 days    | 67.00%                    | 67.00%           | 56.90                   | 4.53           |
| More than 545 days | 100.00%                   | 100.00%          | 2,828.07                | 4,735.57       |



## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

a) **Movement in the allowances for financial and other assets (excluding trade receivables) is as under:**

**Reconciliation of loss allowance provision for loans, other financial assets and other assets:**

| Particulars                                | Amount        |
|--|---------------|
| <b>Loss allowance as at March 31, 2022</b> | -             |
| Add: Additional provision during the year* | 214.05        |
| Less: Write - off                          | -             |
| <b>Loss allowance as at March 31, 2023</b> | 214.05        |
| Add: Additional provision during the year  | -             |
| Less: Write - off                          | -             |
| <b>Loss allowance as at March 31, 2024</b> | <b>214.05</b> |

\* The same was disclosed as an exceptional item in the consolidated statement of profit and loss for the year ended March 31, 2023

b) **For reconciliation of loss allowance for trade receivables, refer note 15.1.**

### Liquidity risk

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligations on time or at a reasonable price. For the Group, liquidity risk arises from obligations on account of financial liabilities – borrowings, trade payables, lease liabilities and other financial liabilities.

The Group's principal sources of liquidity are cash and cash equivalents, current investments and the cash flow that is generated from operations. The Group believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived. The Group closely monitors its liquidity position and maintains adequate source of funding.

### Maturities of financial liabilities :

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on the contractual maturities for all non-derivative financial liabilities. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant. For contractual maturities of lease liabilities, refer note 40.

| As at March 31, 2024        | On demand | Less than 1 year | 1-2 years    | 2-4 years    | Total           |
|-----------------------------|-----------|------------------|--------------|--------------|-----------------|
| Borrowings                  | -         | 2,031.27         | 62.54        | 31.65        | <b>2,125.46</b> |
| Trade payables              | -         | 7,278.12         | -            | -            | <b>7,278.12</b> |
| Other financial liabilities | -         | 177.71           | -            | -            | <b>177.71</b>   |
|                             | -         | <b>9,487.10</b>  | <b>62.54</b> | <b>31.65</b> | <b>9,581.29</b> |

| As at March 31, 2023        | On demand       | Less than 1 year | 1-2 years    | 2-4 years     | Total           |
|-----------------------------|-----------------|------------------|--------------|---------------|-----------------|
| Borrowings                  | 1,558.24        | 96.14            | 85.28        | 174.19        | <b>1,913.85</b> |
| Trade payables              | -               | 4,406.88         | -            | -             | <b>4,406.88</b> |
| Other financial liabilities | -               | 195.63           | -            | -             | <b>195.63</b>   |
|                             | <b>1,558.24</b> | <b>4,698.65</b>  | <b>85.28</b> | <b>174.19</b> | <b>6,516.36</b> |

### Market risk

Market risk is the risk that changes in market prices - such as foreign exchange rates, interest rates and net asset value (NAV) of mutual fund units will affect the Group's income or the value of its holdings of financial instruments.

### Mutual fund price risk

The value of unquoted mutual fund investments measured at fair value through profit and loss as at March 31, 2024 is ₹ 340.93 lakhs (March 31, 2023: ₹ 1,314.93 lakhs). A 10% change in value for year ended March 31, 2024 would result in an impact of ₹ 34.09 lakhs (March 31, 2023: ₹ 131.49 lakhs) on profit/ (loss) before tax and other equity (holding all other variables constant).

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### Foreign exchange risk

The Group is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar. Foreign exchange risk arises from recognized assets and liabilities denominated in a currency that is not the functional currency of the respective entities forming part of the Group. The Group operations in foreign currency creates natural foreign currency hedge. This results in insignificant net open foreign currency exposures considering the volumes and operations of the Group.

**The Group's significant exposure to foreign currency risk at the end of the reporting period expressed in functional currency, are as follows:**

| As at March 31, 2024         | In USD        | In ₹            | In other currencies* | In ₹          | Total (₹)       |
|------------------------------|---------------|-----------------|----------------------|---------------|-----------------|
| <b>Financial assets</b>      |               |                 |                      |               |                 |
| Cash and cash equivalents    | 0.06          | 5.20            | 0.51                 | 11.99         | 17.19           |
| Other financial assets       | -             | -               | -                    | -             | -               |
|                              | 0.06          | 5.20            | 0.51                 | 11.99         | 17.19           |
| <b>Financial liabilities</b> |               |                 |                      |               |                 |
| Trade payables               | -             | -               | -                    | -             | -               |
| Other financial liabilities  | -             | -               | -                    | -             | -               |
|                              | -             | -               | -                    | -             | -               |
| <b>Net exposure</b>          | <b>0.06</b>   | <b>5.20</b>     | <b>0.51</b>          | <b>11.99</b>  | <b>17.19</b>    |
| As at March 31, 2023         | In USD        | In ₹            | In other currencies* | In ₹          | Total (₹)       |
| <b>Financial assets</b>      |               |                 |                      |               |                 |
| Cash and cash equivalents    | 0.06          | 5.13            | 0.02                 | 0.85          | 5.98            |
| Other financial assets       | -             | -               | 0.08                 | 1.83          | 1.83            |
|                              | 0.06          | 5.13            | 0.10                 | 2.68          | 7.81            |
| <b>Financial liabilities</b> |               |                 |                      |               |                 |
| Trade payables               | 9.38          | 771.51          | 0.25                 | 9.60          | 781.11          |
| Other financial liabilities  | 0.12          | 9.85            | 0.07                 | 1.51          | 11.36           |
|                              | 9.50          | 781.36          | 0.32                 | 11.11         | 792.47          |
| <b>Net exposure</b>          | <b>(9.44)</b> | <b>(776.23)</b> | <b>(0.22)</b>        | <b>(8.43)</b> | <b>(784.66)</b> |

\* Other currency include Arab Emirates Dirham, Singapore Dollar and Pound sterling which are individually immaterial.

**Note:** The Group has not entered into any hedging contract for the above exposure.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### Sensitivity:

The sensitivity of profit or loss and equity to changes in the exchange rates arises mainly from foreign currency denominated in USD.

| Particulars | Year ended<br>March 31, 2024 |   |                         | Year ended<br>March 31, 2023 |   |                         |
|-------------|------------------------------|---|-------------------------|------------------------------|---|-------------------------|
|             | Movement in rate             | Impact on profit/ loss before tax, increase by* | Impact on other equity* | Movement in rate             | Impact on profit/ loss before tax, increase by* | Impact on other equity* |
| USD         | 1.41%                        | 0.24  | 0.24                    | 8.46%                        | (65.63)   | (65.63)                 |

\*Holding all other variables constant

An equal and opposite impact would be experienced in the event of decrease by a similar percentage.

### Interest rate risk

This refers to risk to Company's cash flow and profits on account of movement in market interest rates.

For the Company the interest risk arises mainly from interest bearing borrowings which are at floating interest rates. To mitigate interest rate risk, the Company closely monitors market interest and as appropriate makes use of hedged products and optimise borrowing mix / composition.

### Interest rate risk exposure

(All amounts in lakhs, unless otherwise stated)

| Particulars              | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--------------------------|-------------------------|-------------------------|
| Variable rate borrowings | 1,801.92                | 1,558.24                |
| Fixed rate borrowings    | 323.54                  | 355.61                  |
| Total                    | 2,125.46                | 1,913.85                |

**Note:** The above amounts are based on contractual liabilities as at balance sheet date.

Below is the sensitivity of profit/ (loss) before tax and other equity to decrease in interest rates:

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Movement in rate | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------|------------------------------|------------------------------|
| Impact in statement of profit and loss before tax and other equity (holding all other variables constant) | 2.40%            | 43.25                        | 42.04                        |

An equal and opposite impact would be experienced in the event of an increase in interest rate by a similar percentage.

The above calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 43. CAPITAL MANAGEMENT

The Group objectives when managing capital are to safeguard their ability to continue as a going concern so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal structure to reduce the cost of capital. In order to maintain or adjust the Capital structure, the Group may adjust the amounts of dividends paid to shareholders, return capital to shareholders, issue new shares or sell new assets to reduce debt. The Group does not have externally imposed capital requirements.

(All amounts in lakhs, unless otherwise stated)

| Particulars                            | As at<br>March 31, 2024 | As at<br>March 31, 2023 |
|--|-------------------------|-------------------------|
| Total borrowings                       | 2,125.46                | 1,913.85                |
| Total equity                           | 27,798.12               | 19,947.34               |
| <b>Debt to equity ratio (in times)</b> | <b>0.08</b>             | <b>0.10</b>             |

**Note:** In the long run, the Group's strategy is to maintain a gearing ratio within acceptable range as deemed appropriate by board of directors, which at present is to have less than 0.50.

### 44. EMPLOYEE BENEFITS

#### 1. Short term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, incentives and allowances, short terms compensated absences, etc., and the expected cost of bonus, ex-gratia are recognized in the year in which the employee renders the related service.

#### 2. Long term employee benefits

##### (i) Defined benefit plan

##### Gratuity (funded) :

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

#### A. Obligations and assets

##### Movement in the present value of projected benefit obligation for gratuity

(All amounts in lakhs, unless otherwise stated)

| Particulars  | March 31, 2024 | March 31, 2023 |
|--|----------------|----------------|
| At the beginning of the year   | 46.79          | 84.99          |
| Interest cost  | 3.44           | 6.10           |
| Current service cost   | 17.90          | 15.66          |
| Benefit paid   | (5.68)         | (0.17)         |
| Actuarial (gains)/losses on obligations - due to change in demographic assumptions | -              | 1.84           |
| Actuarial (gains)/losses on obligations - due to change in financial assumptions   | 1.18           | (0.18)         |
| Actuarial (gains)/losses on obligations - due to experience adjustment             | (14.46)        | (61.45)        |
| <b>At the end of the year</b>  | <b>49.17</b>   | <b>46.79</b>   |
| <b>Movement in the fair value of plan assets :</b>                                 |                |                |
| Opening fair value of plan assets  | 9.00           | 8.60           |
| Expected return on plan assets   | 0.66           | 0.62           |
| Benefits paid  | (4.46)         | (0.17)         |
| Actuarial gains / (losses)   | (0.18)         | (0.05)         |
| <b>Closing fair value of plan assets</b>   | <b>5.02</b>    | <b>9.00</b>    |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars                              | March 31, 2024 | March 31, 2023 |
|--|----------------|----------------|
| <b>Actual return on plan assets:</b>     |                |                |
| Expected return on plan assets           | 0.66           | 0.62           |
| Actuarial (losses)/ gains on plan assets | (0.18)         | (0.05)         |
| <b>Actual return on plan assets</b>      | <b>0.48</b>    | <b>0.57</b>    |

### B. Amount recognized in the statement of profit and loss

(All amounts in lakhs, unless otherwise stated)

| Particulars  | March 31, 2024 | March 31, 2023 |
|--|----------------|----------------|
| Interest cost (net of actual return on plan assets)                                | 2.78           | 5.48           |
| Current service cost   | 17.90          | 15.66          |
| <b>Net impact as employee benefit expenses in profit and loss</b>                  | <b>20.68</b>   | <b>21.14</b>   |
| Actuarial (gains)/losses on obligations - due to change in financial assumptions   | 1.18           | (0.18)         |
| Actuarial (gains)/losses on obligations - due to experience adjustment             | (14.46)        | (61.45)        |
| Actuarial (gains)/losses on obligations - due to change in demographic assumptions | -              | 1.84           |
| Actuarial (gains)/ losses on plan assets   | 0.18           | 0.05           |
| <b>Net impact as other comprehensive (income)/ loss</b>                            | <b>(13.10)</b> | <b>(59.74)</b> |

### C. Amount recognized in the balance sheet

(All amounts in lakhs, unless otherwise stated)

| Particulars  | March 31, 2024 | March 31, 2023 |
|--|----------------|----------------|
| Present value of obligations as at year end                                | 49.17          | 46.79          |
| Fair value of plan assets as at year end                                   | (5.02)         | (9.00)         |
| Variation on account of opening balances of plan assets                    | (4.46)         | -              |
| <b>Net liability recognized</b>  | <b>39.69</b>   | <b>37.79</b>   |
| Current asset/(liability)  | (1.21)         | (2.02)         |
| Non-current asset/(liability)  | (38.48)        | (35.77)        |
| <b>Asset information</b>   |                |                |
| Group Scheme of Life Insurance Corporation of India                        | 100%           | 100%           |
| Expected employer's contribution for the next year                         | 26.99          | 22.38          |
| <b>Other information</b>   |                |                |
| Number of active members   | 316            | 295            |
| Weighted average duration of the projected benefit obligation for gratuity | 13.16 years    | 13.25 years    |

### D. The defined benefit obligations shall mature after year end as follows:

(All amounts in lakhs, unless otherwise stated)

| Particulars         | March 31, 2024 | March 31, 2023 |
|---------------------|----------------|----------------|
| 1st following year  | 1.21           | 17.65          |
| 2nd following year  | 1.54           | 0.88           |
| 3rd following year  | 2.42           | 1.04           |
| 4th following year  | 2.25           | 1.42           |
| 5th following year  | 2.11           | 1.23           |
| 6 years and onwards | 38.43          | 22.54          |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### E. Assumptions

The actuarial calculations used to estimate commitments and expenses in respect of gratuity is based on the following assumptions which if changed, would affect the commitment's size, funding requirements and expense:

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended<br>March 31, 2024                            | Year ended<br>March 31, 2023                            |
|--|---|---|
| Rate of discounting - Indicative Government security referenced rate of interest | 7.11%   | 7.36%   |
| Rate of salary increase  | 5.00%   | 5.00%   |
| Rate of employee turnover  | 5.00%   | 5.00%   |
| Mortality rate during employment   | Indian Assured Lives Mortality (2012-14) Ultimate table | Indian Assured Lives Mortality (2012-14) Ultimate table |

### F. Sensitivity

The sensitivity of the defined benefit obligation to changes in the weighted key assumptions are:

(All amounts in lakhs, unless otherwise stated)

| Particulars                                   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Discount Rate (0.5% Movement Increase)        | (2.51)                       | (1.57)                       |
| Discount Rate (0.5% Movement Decrease)        | 2.71                         | 1.69                         |
| Future Salary Growth (0.5% Movement Increase) | 2.76                         | 1.72                         |
| Future Salary Growth (0.5% Movement Decrease) | (2.57)                       | (1.61)                       |

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the method (Projected Unit Credit Method) used to calculate the liability recognized in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period. Sensitivities due to mortality and turnover are not material and hence impact of change due to these not calculated.

### G. Risk exposure

The Group is exposed to a number of risks, the most significant of which are actual salary growth rate and reduction in discount rate in future, which can increase the obligation.

#### (ii) Defined contribution plan

##### Provident fund, employee's state insurance corporation and labour welfare fund

The Group pays fixed contribution to the provident fund, employee's state insurance corporation entities and labour welfare fund in relation to several state plans and insurances for individual employees residing in India. This fund is administered by the respective Government authorities, and the Group has no legal or constructive obligations to pay contributions in addition to its fixed contributions, which are recognized as an expense in the year that related employee services are received.



## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

Contribution to defined contribution plan recognized as employee benefit expenses:

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Employer's contribution towards Provident Fund (PF)                           | 99.88                        | 113.26                       |
| Additional contribution towards PF  | 11.42                        | 11.16                        |
| Employer's contribution towards Employee's State Insurance Corporation (ESIC) | 11.52                        | 8.31                         |
| Employer's contribution towards Labour Welfare Fund (LWF)                     | 0.08                         | 0.03                         |
|   | <b>122.90</b>                | <b>132.76</b>                |

### (iii) Share-based payment transactions

The shareholders of the Holding Company, at their meeting held on September 27, 2021 had approved the "Asian Energy Services Limited - Employee Stock Option Plan – 2021" ("AESL ESOP 2021") authorizing grant of not exceeding 380,744 stock options to the eligible employees. The scheme is designed to provide long term incentives for certain employees to deliver long term shareholders return. During the current year, the Holding Company has granted Nil (March 31, 2023: 380,000) employee stock options convertible into equivalent equity shares to the eligible employees including that of group company pursuant to such scheme. The details of activity under the ESOP schemes are summarized below:

(All amounts in lakhs, unless otherwise stated)

| Particulars                                    | AESL ESOP 2021   |
|--|--|
| Date of approval of scheme by the shareholders | September 27, 2021   |
| Options granted                                | 380,000  |
| Exercise price per share                       | 114.00   |
| <b>Conditions attached:</b>                    |  |
| - Vesting period                               | 1 year from the grant date.  |
| - Other conditions                             | Exercise of vested options would be done any time before the termination of the services of the employee through resignation, retirement or otherwise. |

The expense recognized for employee services received during the year is shown in the following table:

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Total expense arising from equity-settled share-based payment transactions                  | 37.93                        | 6.61                         |
|   | <b>37.93</b>                 | <b>6.61</b>                  |
| <b>- Out of the above:</b>  |                              |                              |
| Recognized in consolidated statement of profit and loss                                     | 13.85                        | 3.23                         |
| Recognized in other equity in relation to stock options given to employees of group company | 24.08                        | 3.38                         |
| <b>Total</b>  | <b>37.93</b>                 | <b>6.61</b>                  |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### Movements during the year in share options :

(All amounts in lakhs, unless otherwise stated)

| Particulars                             | AESL ESOP 2021<br>(Numbers in lakhs) |
|---|--------------------------------------|
| <b>Outstanding as at March 31, 2022</b> | -                                    |
| Less: Options lapsed during the year    | -                                    |
| Add: Options granted during the year    | 3.80                                 |
| Less: Options exercised during the year | -                                    |
| <b>Outstanding as at March 31, 2023</b> | <b>3.80</b>                          |
| Less: Options lapsed during the year*   | (0.65)                               |
| Add: Options granted during the year    | -                                    |
| Less: Options exercised during the year | (1.09)                               |
| <b>Outstanding as at March 31, 2024</b> | <b>2.06</b>                          |

\* Lapsed on account of employees resigned without exercising.

**Aggregate number of share options available with Key Management Personnel:** 29,314 (March 31, 2023 : 72,736).

**The following tables the list of inputs to the models used for the employees' stock option plan:**

(All amounts in lakhs, unless otherwise stated)

| Particulars                            | AESL ESOP 2021    |
|--|-------------------|
| Exercise price (₹)                     | 114.00            |
| Fair value per option                  | 12.46             |
| Grant date                             | February 08, 2023 |
| Vesting date                           | February 08, 2024 |
| Expiry date                            | February 08, 2025 |
| Dividend yield (%)                     | -                 |
| Expected price volatility (%)          | 48.65%            |
| Risk-free interest rate (%)            | 7.12%             |
| Expected life of share options (years) | 2.00              |
| Share price at grant date (₹)          | 73.35             |
| Model used                             | Black Scholes     |

Expected volatility has been based on an evaluation of the historical volatility of the Holding Company's share price, particularly over the historical period commensurate with the expected term. The expected term of the instruments has been based on historical experience and general option holder behaviour.

### Expiry date and exercise prices of the share options vested and exercisable at the end of the year:

| Grant date        | Expiry date       | As at March 31, 2024 |                | As at March 31, 2023 |                |
|-------------------|-------------------|----------------------|----------------|----------------------|----------------|
|                   |                   | No of options        | Exercise price | No of options        | Exercise price |
| February 08, 2023 | February 08, 2025 | 205,673              | 114.00         | -                    | -              |

Weighted average share price at the date of exercise of stock options exercised during the year was ₹ 313.83 per share (March 31, 2023: Not applicable).

Weighted average remaining contractual life of options is 0.72 year as on March 31, 2024 (March 31, 2023: 1.93 years).

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 45. SUBSIDIARIES AND JOINT VENTURES CONSIDERED IN THE CONSOLIDATED FINANCIAL STATEMENTS

(All amounts in lakhs, unless otherwise stated)

| Name of the entity  | Principal activities         | Country of Incorporation | With effect from   | % ownership interest |                      |
|---|------------------------------|--------------------------|--------------------|----------------------|----------------------|
|   |                              |                          |                    | As at March 31, 2024 | As at March 31, 2023 |
| Asian Oilfield & Energy Services DMCC ("ADMCC")             | Oil & Gas Services           | United Arab Emirates     | July 30, 2012      | 100.00               | 100.00               |
| AOSL Petroleum Pte Limited                                  | Oil & Gas Services           | Singapore                | July 23, 2008      | 100.00               | 100.00               |
| AOSL Energy Services Limited                                | Oil & Gas Services           | India                    | September 29, 2018 | 100.00               | 100.00               |
| Optimum Oil & Gas Private Limited                           | Oil & Gas Services           | India                    | November 30, 2019  | 74.00                | 74.00                |
| Ivorene Oil Services Nigeria Limited (step down subsidiary) | Oil & Gas Services           | Nigeria                  | October 03, 2022   | Refer note below     | Refer note below     |
| Cure Multitrade Private limited                             | Oil & Gas Services           | India                    | October 03, 2022   | 51.00                | 51.00                |
| Zuberi Asian Joint Venture*                                 | Oil, Gas and energy services | India                    | May 04, 2022       | 49.00                | 49.00                |
| AESL FFIL Joint Venture*                                    | Oil, Gas and energy services | India                    | October 20, 2022   | 49.00                | 49.00                |
| Asian Indwell Joint Venture*                                | Oil, Gas and energy services | India                    | March 13, 2024     | 80.00                | 80.00                |

\* Investments in these joint ventures have been accounted for using equity method.

**Note:** Cure Multitrade Private Limited has 100.00 % ownership interest in Ivorene Oil Services Nigeria Limited.

### 46. SEGMENT INFORMATION

The Group is primarily engaged into the business of providing services in energy sector. The Chief Operating Decision Maker (CODM) measures the Group's performance indicators by the sectors in which the customers have their presence.

The operating segments of the Group are:

- Oil and Gas - consists of services provided to customers primarily operating in oil and gas sector.
- Mineral and other energy sectors - consists of services provided to customers primarily operating in coal, power and other energy sectors.

The following table presents revenue and results regarding the Group's business segments:

#### I. Segment revenue from operations

(All amounts in lakhs, unless otherwise stated)

| Particulars                          | Year ended March 31, 2024 | Year ended March 31, 2023 |
|--------------------------------------|---------------------------|---------------------------|
| (a) Oil and gas                      | 19,190.70                 | 6,322.12                  |
| (b) Mineral and other energy sectors | 11,315.78                 | 4,673.02                  |
| <b>Total</b>                         | <b>30,506.48</b>          | <b>10,995.14</b>          |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### II. Segment results

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| (a) Oil and gas   | 4,097.21                     | (29.52)                      |
| (b) Mineral and other energy sectors  | 1,863.28                     | 672.70                       |
| <b>Total</b>  | <b>5,960.49</b>              | <b>642.68</b>                |
| Less : Depreciation and amortization expenses   | 1,701.87                     | 2,197.04                     |
| Add : Other income  | 622.00                       | 409.69                       |
| Less : Finance costs  | 206.13                       | 246.36                       |
| Less : Other unallocable expenses   | 1,778.80                     | 2,519.67                     |
| <b>Profit/ (loss) before share of profit/ (loss) from joint ventures, exceptional items and tax</b> | <b>2,895.69</b>              | <b>(3,910.70)</b>            |
| Add : Share of profit from joint ventures   | 157.13                       | 61.10                        |
| Less : Exceptional items - net loss   | (185.10)                     | (606.85)                     |
| Profit/ (loss) before tax   | <b>2,867.72</b>              | <b>(4,456.45)</b>            |

### III. Geographical segment analysis

#### (a) Revenue from sale of services derived from external customers i.e. outside group entities and joint ventures

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---------------|------------------------------|------------------------------|
| India         | 19,308.97                    | 7,587.92                     |
| Outside India | -                            | -                            |
| <b>Total</b>  | <b>19,308.97</b>             | <b>7,587.92</b>              |

#### (b) Non-current assets excluding financial assets and tax assets

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---------------|------------------------------|------------------------------|
| India         | 11,529.30                    | 9,337.43                     |
| Outside India | 397.45                       | 550.74                       |
| <b>Total</b>  | <b>11,926.75</b>             | <b>9,888.17</b>              |

### IV. Revenue from sale of services derived from the major external customers is as follows:

(All amounts in lakhs, unless otherwise stated)

| Particulars                      | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|----------------------------------|------------------------------|------------------------------|
| Revenue from top customer        | 9,568.33                     | 4,735.72                     |
| Revenue from top three customers | <b>17,085.96</b>             | <b>8,418.14</b>              |

- V. For the year ended March 31, 2024, four (March 31, 2023: four) customers, individually accounted for more than 10% of the revenue.
- VI. The CODM does not review assets and liabilities for each operating segment separately, hence segment disclosures relating to total assets and liabilities, capital expenditure and depreciation and amortization, have not been furnished.
- VII. Segment results represents the profit/ (loss) before depreciation, depletion and amortization, finance cost and tax expense earned by each segment without allocation of other income and unallocable costs.
- VIII. Employee benefit expenses and other expenses that cannot be allocated between segments are shown as other unallocable expenses.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 47. RELATED PARTY DISCLOSURES

#### A. Names of the related parties and nature of the related party relationship :

##### a) Parent Company

Oilmax Energy Private Limited

##### b) Joint ventures

Zuberi Asian Joint Venture (operations commenced from May 04, 2022)

AESL FFIL Joint Venture (operations commenced from October 20, 2022)

Asian Indwell Joint Venture (operations commenced from March 13, 2024)

##### c) Individuals having control or significant influence over the Group by virtue of owning indirect interest in the voting power

Ms. Ritu Garg - Promoter of the Holding Company

##### d) Key Management Personnel (KMP)/ Directors

Mr. Ashutosh Kumar - Chief Executive Officer and Whole Time Director (upto May 31, 2023)

Mr. Nayan Mani Borah – Independent Director (Chairman)

Mr. Rabi Narayan Bastia - Non Executive Director

Mr. Kadayam Ramanathan Bharat - Independent Director (upto May 06, 2022)

Ms. Anusha Mehta - Independent Director

Mr. Mukesh Jain – Non Executive Director

Mr. Nirav Talati - Chief Financial Officer

Mr. Kapil Garg - Managing Director (w.e.f. June 01, 2023)

Mr. Kapil Garg - Non-executive Director (upto May 31, 2023)

Mr. Brij Mohan Bansal - Independent Director

Ms. Shweta Jain - Company Secretary

##### e) Entities on which KMP and its relative have significant influence

Anirit Agro Hub LLP

Anirit Agritech Private Limited

#### B. Transactions with related parties :

| S. No.   | Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|----------|--|------------------------------|------------------------------|
| <b>1</b> | <b>Parent Company - Oilmax Energy Private Limited</b>  |                              |                              |
|          | Sale of services   | 1,974.95                     | 1,408.98                     |
|          | Interest income on overdue trade receivables   | 26.15                        | 77.81                        |
|          | Payment towards acquisition of participatory interest in an oil field (Refer note 57)                | 1,770.00                     | -                            |
|          | <u>Reimbursement towards:</u>  |                              |                              |
|          | Sharing of expense in producing crude oil (Refer note (ii) below)                                    | 313.79                       | -                            |
|          | Government's share in revenue from sale of crude oil (Refer note (ii) below)                         | 34.98                        | -                            |
|          | Purchase of property, plant and equipment including capital work in progress (Refer note (ii) below) | 566.44                       | -                            |
| <b>2</b> | <b>Joint Ventures</b>  |                              |                              |
|          | <b>i. Zuberi Asian Joint Venture</b>   |                              |                              |
|          | Sale of services (including revenue received in advance)   | 3,477.91                     | 2,718.25                     |
|          | Amount paid on behalf of related party   | 0.28                         | 140.40                       |
|          | <b>ii. AESL FFIL Joint Venture</b>   |                              |                              |
|          | Sale of services (including revenue received in advance)   | 2,455.79                     | -                            |
|          | Amount paid on behalf of related party   | 108.77                       | 2.06                         |
|          | <b>iii. Asian Indwell Joint Venture</b>  |                              |                              |
|          | Amount paid on behalf of related party   | 28.35                        | -                            |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

| S. No.   | Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|----------|--|------------------------------|------------------------------|
| <b>3</b> | <b>Entities on which KMP &amp; its relative have significant influence</b> |                              |                              |
|          | <b>i. Anirit Agro Hub LLP</b>  |                              |                              |
|          | Amount paid on behalf of related party and its reimbursement               | -                            | 1.20                         |
|          | ii. Anirit Agritech Private Limited  |                              |                              |
|          | <b>Amount paid on behalf of related party and its reimbursement</b>        | -                            | 1.34                         |
|          | Purchase of property, plant and equipment                                  | 5.00                         | -                            |
| <b>4</b> | <b>i. Remuneration to KMP^</b>   |                              |                              |
|          | Ashutosh Kumar   | 33.74                        | 212.98                       |
|          | Kapil Garg   | 0.00                         | -                            |
|          | Shweta Vaibhav Jain  | 16.65                        | 15.06                        |
|          | Nirav Talati   | 65.81                        | 66.07                        |
|          |  | <b>116.20</b>                | <b>294.11</b>                |
|          | <b>ii. Directors sitting fees :</b>  |                              |                              |
|          | Nayan Borah  | 2.50                         | 2.30                         |
|          | Anusha Mehta   | 2.30                         | 1.60                         |
|          | Rabi Bastia  | 1.00                         | 1.20                         |
|          | Mukesh Jain  | 1.35                         | 1.20                         |
|          | Brij Mohan Bansal  | 1.80                         | 2.05                         |
|          |  | <b>8.95</b>                  | <b>8.35</b>                  |
|          | <b>iii. Reimbursement of expenses :</b>                                    |                              |                              |
|          | Ashutosh Kumar   | 4.42                         | 2.84                         |
|          | Rabi Bastia  | -                            | 0.40                         |
|          | Nirav Talati   | 0.97                         | 1.26                         |
|          | Shweta Jain  | 1.36                         | -                            |
|          |  | <b>6.75</b>                  | <b>4.50</b>                  |
|          | <b>iv. Professional fees:</b>  |                              |                              |
|          | Mukesh Jain  | 72.00                        | 62.00                        |
|          | <b>v. Rent expense*</b>  |                              |                              |
|          | Kapil Garg   | 42.00                        | 42.00                        |
|          | Ritu Garg  | 42.00                        | 42.00                        |

### C. Balances with related parties

| S. No.   | Particulars  | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|----------|--|------------------------------|------------------------------|
| <b>1</b> | <b>Holding Company - Oilmax Energy Private Limited</b>   |                              |                              |
|          | Trade receivables  | 1,130.86                     | 2,523.52                     |
|          | Other current financial assets   | -                            | 76.26                        |
|          | Other current assets   | -                            | 1.00                         |
|          | Other financial liabilities  | 70.83                        | -                            |
| <b>2</b> | <b>Joint venture - Zuberi Asian Joint Venture</b>  |                              |                              |
|          | Trade receivables  | 1,748.27                     | 748.23                       |
|          | Other current financial assets   | 140.68                       | 140.40                       |
| <b>3</b> | <b>Joint venture - AESL FFIL Joint Venture</b>   |                              |                              |
|          | Trade receivables  | 589.02                       | -                            |
|          | Other current financial assets   | 110.82                       | 2.06                         |
| <b>4</b> | <b>Joint venture - Asian Indwell Joint Venture</b>   |                              |                              |
|          | Other current financial assets   | 28.35                        | -                            |
| <b>5</b> | <b>Entities on which KMP &amp; its relative have significant influence - Anirit Agritech Private Limited</b> |                              |                              |
|          | Other financial liabilities  | 0.90                         | -                            |



## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

| S. No.   | Particulars  | Year ended March 31, 2024 | Year ended March 31, 2023 |
|----------|--|---------------------------|---------------------------|
| <b>6</b> | <b>Payable to KMP</b>  |                           |                           |
|          | Ashutosh Kumar   | 0.31                      | 0.31                      |
|          | Mukesh Jain  | -                         | 4.50                      |
|          | Nirav Talati   | 0.82                      | -                         |
| <b>7</b> | <b>Security deposits given by the Holding Company towards premises taken on lease*</b> |                           |                           |
|          | Kapil Garg   | 300.00                    | 300.00                    |
|          | Ritu Garg  | 300.00                    | 300.00                    |

### D. Other outstanding arrangements:

Mr. Kapil Garg and Mrs. Ritu Garg have provided personal security towards cash credit facility availed by the Holding Company.

The Parent Company has also provided a Corporate Guarantee to the bankers towards cash credit facilities availed by the Holding Company. Such facility has a debit balance amounting to ₹ 1.79 lakhs as on March 31, 2024 (March 31, 2023 - credit balance of ₹ 1,557.14 lakhs).

^ The figures does not include provision for gratuity since it is actuarially determined for the Group as a whole. Further, no stock options were granted to KMP during the current year (March 31, 2023: 72,736). Further, 29,314 stock options are available with KMP's as on March 31, 2024 (March 31, 2023: 72,736).

\* The figures are based on contractual arrangement executed and does not include the impact of Ind AS adjustments.

#### Notes:

- The closing amount pertaining to investment in joint ventures accounted for using equity method is not considered as a part of disclosure on outstanding balance due.
- Represents Holding Company's share of expenses in joint operations at Indrora oilfield.
- The closing balance with related parties are unsecured in nature. The settlement of receivable/ payable balances would be done through cash or other financial asset.

### 48. UNHEDGED FOREIGN CURRENCY EXPOSURES

For un-hedged foreign currency exposure, refer section 'Foreign currency risk' under note 42 - Financial Risk Management.

### 49. EVENTS OCCURRING AFTER THE REPORTING PERIOD

No significant adjusting or non-adjusting events have occurred between March 31, 2024 and the date of authorization of these consolidated financial statements.

### 50. CODE ON SOCIAL SECURITY, 2020

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Group will assess the impact of the Code when it comes into effect and will record any related impact in the period in which the Code becomes effective.

### 51. DISCLOSURE AS PER IND AS 115 - REVENUE FROM CONTRACTS WITH CUSTOMERS

#### a) Reconciliation of revenue from sale of goods and services with the contracted price

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Year ended March 31, 2024 | Year ended March 31, 2023 |
|--|---------------------------|---------------------------|
| Contracted price   | 30,563.80                 | 10,907.24                 |
| Less: Variable consideration                               | -                         | -                         |
| Less: Government's share in revenue from sale of crude oil | (34.98)                   | -                         |
| Less: Warranty obligation included in the supply           | (72.84)                   | (11.99)                   |
| <b>Sale of goods and services</b>                          | <b>30,455.98</b>          | <b>10,895.25</b>          |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### b) Revenue based on performance obligations

For the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Particulars                                | Sale of goods | Sale of services | Total            |
|--|---------------|------------------|------------------|
| Revenue recognized over the period of time | -             | 30,076.48        | 30,076.48        |
| Revenue recognized at a point in time      | 379.50        | -                | 379.50           |
|  | <b>379.50</b> | <b>30,076.48</b> | <b>30,455.98</b> |

For the year ended March 31, 2023

(All amounts in lakhs, unless otherwise stated)

| Particulars                                | Sale of goods | Sale of services | Total            |
|--|---------------|------------------|------------------|
| Revenue recognized over the period of time | -             | 10,895.25        | 10,895.25        |
| Revenue recognized at a point in time      | -             | -                | -                |
|  | -             | <b>10,895.25</b> | <b>10,895.25</b> |

### c) Recognized revenue earned from:

(All amounts in lakhs, unless otherwise stated)

| Particulars      | Sale of goods    | Sale of services |
|------------------|------------------|------------------|
| Related parties* | 11,197.51        | 3,307.33         |
| Others           | 19,258.47        | 7,587.92         |
|                  | <b>30,455.98</b> | <b>10,895.25</b> |

\* As per contractual arrangement, billing is done amounting to ₹ 7,908.65 lakhs for the year ended March 31, 2024 (March 31, 2023: ₹ 4,127.23 lakhs) which has been disclosed as transactions with related parties under note 47.

### d) Contract balances

(All amounts in lakhs, unless otherwise stated)

| Particulars                                       | Year ended<br>March 31, 2024 | Year ended<br>March 31, 2023 |
|---|------------------------------|------------------------------|
| Trade receivables (net carrying value)            | 13,587.81                    | 10,672.56                    |
| Contract assets (unbilled work in progress) (net) | 2,575.02                     | -                            |
| Advance from customers                            | 306.34                       | 528.95                       |
| Contract liability*                               | 174.83                       | 921.92                       |

\*Revenue recognized during the year from contract liability is Nil (March 31, 2023: Nil).

### e) Movement in contract assets and contract liability

(All amounts in lakhs, unless otherwise stated)

| Particulars                         | Contract<br>assets | Contract<br>liability and<br>customer<br>advances |
|-------------------------------------|--------------------|---|
| <b>Balance as on April 01, 2022</b> | <b>2,157.43</b>    | <b>90.00</b>                                      |
| Net increase/ (decrease)            | (2,157.43)         | 1,360.87  |
| <b>Balance as on March 31, 2023</b> | -                  | <b>1,450.87</b>                                   |
| Net increase/ (decrease)            | 2,575.02           | (969.70)  |
| <b>Balance as on March 31, 2024</b> | <b>2,575.02</b>    | <b>481.17</b>                                     |

Note: During the current year, increase in contract assets is primarily due to lower progress billing as compared to revenue recognition during the year in certain projects which has also resulted in decrease in contract liability in the current year.

### f) Cost to obtain or fulfil the contract:

- Amount of amortization recognized in Statement of Profit and Loss during the year : Nil (March 31, 2023: Nil)
- Amount recognized as contract assets in relation to cost incurred for obtaining contract as at March 31, 2024 : Nil (March 31, 2023: Nil)

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

- g) In the normal course of business, the payment terms given to majority of the customers ranges from 30 to 60 days except retention monies which are due after the completion of the project as per the terms of contract.

### 52. INVESTMENT IN JOINT VENTURES

Details of Holding Company's joint ventures and its summarized financial information is as follows :

(All amounts in lakhs, unless otherwise stated)

| Name of the joint venture             | Location | Ownership interest | Activity commenced from |
|---------------------------------------|----------|--------------------|-------------------------|
| Zuberi Asian Joint Venture ('ZA JV')  | India    | 49.00%             | May 04, 2022            |
| AESL FFIL Joint Venture ('AF JV')     | India    | 49.00%             | October 20, 2022        |
| Asian Indwell Joint Venture ('AI JV') | India    | 80.00%             | March 13, 2024          |

Above joint ventures are engaged in the business of providing engineering, procurement and construction services, and related services. It has been established as a separate entity (Association of Persons) and the Holding Company has a proportionate residual interest in the net assets of the joint ventures. The Holding Company is not required to have any investment in these entities as per the joint venture agreement. The summarized financial information of the joint ventures is given below:

#### i) Zuberi Asian Joint Venture ('ZA JV') :-

(All amounts in lakhs, unless otherwise stated)

| Particulars                      | March 31, 2024 | March 31, 2023 |
|----------------------------------|----------------|----------------|
| Total assets                     | 2,129.44       | 1,040.97       |
| Total equity                     | 149.87         | 54.70          |
| Total liabilities                | 1,979.57       | 986.27         |
| Total revenue                    | 3,811.34       | 2,995.71       |
| Profit before tax for the period | 280.97         | 217.01         |
| Profit after tax for the period  | 177.65         | 123.77         |
| Dividends received by the Group  | -              | -              |

#### ii) AESL FFIL Joint Venture ('AF JV') :-

(All amounts in lakhs, unless otherwise stated)

| Particulars                      | March 31, 2024 | March 31, 2023 |
|----------------------------------|----------------|----------------|
| Total assets                     | 1,043.52       | 2.07           |
| Total equity                     | 256.38         | -              |
| Total liabilities                | 787.14         | 2.07           |
| Total revenue                    | 2,801.51       | -              |
| Profit before tax for the period | 251.56         | -              |
| Profit after tax for the period  | 143.97         | -              |
| Dividends received by the Group  | -              | -              |

#### iii) Asian Indwell Joint Venture ('AI JV') :-

(All amounts in lakhs, unless otherwise stated)

| Particulars                              | March 31, 2024 | March 31, 2023 |
|--|----------------|----------------|
| Total assets                             | 28.93          | -              |
| Total equity                             | (0.58)         | -              |
| Total liabilities                        | 29.52          | -              |
| Total revenue                            | -              | -              |
| Profit/ (loss) before tax for the period | (0.58)         | -              |
| Tax expense                              | -              | -              |
| Profit/ (loss) after tax for the period  | (0.58)         | -              |
| Dividends received by the Group          | -              | -              |

**Note:** As the activities of Asian Indwell Joint Venture commenced during the current year, figures for previous year are Nil.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 53. OTHER STATUTORY INFORMATION AS PER SCHEDULE III TO THE ACT IN RELATION TO COMPANIES WITHIN THE GROUP INCORPORATED IN INDIA TO WHOM THE ACT IS APPLICABLE

- (i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Company and any of the group entities for holding any Benami property.
- (ii) The Group does not have any transactions with Companies whose name has been struck off from the Register of Companies.
- (iii) The Group has not traded or invested in Crypto currency or Virtual currency during the year.
- (iv) The Group have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) 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 Group (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (v) The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group 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.
- (vi) The Group has complied with number of layers prescribed under section 2(87) of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

### 54. NON-CONTROLLING INTEREST (NCI)

Below is the list of partly owned subsidiary of the Holding Company and the share of the NCI:

| Name  | Location | NCI    |
|---|----------|--------|
| Optimum Oil & Gas Private Limited ('Optimum') | India    | 26.00% |
| Cure Multitrade Private Limited ('Cure')*     | India    | 49.00% |

\* w.e.f. October 03, 2022

Both the above companies are engaged in the business of Oil and Gas and related services. The summarized financial information is given below:

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Optimum        |                | Cure           |                |
|---|----------------|----------------|----------------|----------------|
|   | March 31, 2024 | March 31, 2023 | March 31, 2024 | March 31, 2023 |
| Total current assets                                      | 3.44           | 3.74           | 851.13         | 867.18         |
| Total non-current assets                                  | 0.10           | 0.10           | 36.96          | 36.96          |
| Total assets  | 3.54           | 3.84           | 888.09         | 904.14         |
| Equity  | (40.45)        | (40.15)        | 63.54          | 44.02          |
| Total current liabilities                                 | 43.99          | 43.99          | 824.55         | 860.12         |
| Total non-current liabilities                             | -              | -              | -              | -              |
| Total Equity and liabilities                              | 3.54           | 3.84           | 888.09         | 904.14         |
| Total revenues  | -              | -              | 21.77          | 18.00          |
| Expenses  | 0.30           | 0.45           | 4.28           | 31.00          |
| Profit/ (loss) before tax for the period                  | (0.30)         | (0.45)         | 17.49          | (13.00)        |
| Tax expense   | -              | -              | 1.12           | 4.41           |
| Profit/ (loss) after tax for the period                   | (0.30)         | (0.45)         | 16.37          | (17.41)        |
| Share of profit/ (loss) attributable to NCI <sup>^^</sup> | -              | -              | 8.02           | (8.52)         |
| Share of net assets attributable to NCI <sup>^^</sup>     | -              | -              | 10.11          | 2.09           |
| Dividend received by the Group                            | -              | -              | -              | -              |

<sup>^^</sup> Restricted to Nil for Optimum as NCI does not have contractual commitment to provide for any losses over and above its share.

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

### 54. ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE III TO THE ACT OF THE ENTITIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS

#### a) As at and for the year ended March 31, 2024

(All amounts in lakhs, unless otherwise stated)

| Name of entity included in the consolidated financial statements including joint ventures | Net assets i.e. total assets minus total liabilities |                  | Share in profit/ (loss)              |                 | Share in other comprehensive income (OCI) |                 | Share in total comprehensive income (TCI) |                 |
|---|--|------------------|--------------------------------------|-----------------|---|-----------------|---|-----------------|
|   | As % of consolidated net assets                      | Amount           | As % of consolidated profit / (loss) | Amount          | As % of consolidated OCI                  | Amount          | As % of consolidated TCI                  | Amount          |
| <b>Holding Company</b>  |  |                  |                                      |                 |   |                 |   |                 |
| Asian Energy Services Limited   | 99.47%   | 27,650.20        | 112.35%                              | 2,870.30        | (11.47%)                                  | 13.10           | 118.15%                                   | 2,883.40        |
| <b>Subsidiaries - Foreign</b>   |  |                  |                                      |                 |   |                 |   |                 |
| AOSL Petroleum Pte Limited  | (7.27%)  | (2,019.68)       | (5.23%)                              | (133.51)        | -   | -               | (5.47%)                                   | (133.51)        |
| Asian Oilfield & Energy Services DMCC   | 1.55%  | 429.89           | (18.52%)                             | (473.20)        | -   | -               | (19.39%)                                  | (473.20)        |
| <b>Subsidiary - Indian</b>  |  |                  |                                      |                 |   |                 |   |                 |
| AOSL Energy Services Limited  | (0.02%)  | (6.84)           | (0.06%)                              | (1.60)          | -   | -               | (0.07%)                                   | (1.60)          |
| Optimum Oil & Gas Private Limited   | (0.15%)  | (40.45)          | (0.01%)                              | (0.30)          | -   | -               | (0.01%)                                   | (0.30)          |
| Cure Multitrade Private Limited   | 0.10%  | 26.58            | 0.33%                                | 8.35            | -   | -               | 0.34%                                     | 8.35            |
| <b>Joint Ventures - Indian*</b>   |  |                  |                                      |                 |   |                 |   |                 |
| Zuberi Asian Joint Venture#   | -  | -                | 3.41%                                | 87.05           | -   | -               | 3.57%                                     | 87.05           |
| AESL FFIL Joint Venture^  | -  | -                | 2.76%                                | 70.55           | -   | -               | 2.89%                                     | 70.55           |
| Asian Indwell Joint Venture**   | -  | -                | (0.02%)                              | (0.47)          | -   | -               | (0.02%)                                   | (0.47)          |
| <b>Sub total</b>  | <b>93.67%</b>  | <b>26,039.70</b> | <b>95.01%</b>                        | <b>2,427.16</b> | <b>(11.47%)</b>                           | <b>13.10</b>    | <b>99.99%</b>                             | <b>2,440.26</b> |
| Inter company elimination and consolidation adjustments                                   | 6.33%  | 1,758.42         | 4.99%                                | 127.59          | 111.47%                                   | (127.32)        | 0.01%                                     | 0.27            |
| <b>Grand total</b>  | <b>100.00%</b>                                       | <b>27,798.12</b> | <b>100.00%</b>                       | <b>2,554.75</b> | <b>100.00%</b>                            | <b>(114.22)</b> | <b>100.00%</b>                            | <b>2,440.53</b> |

# w.e.f. May 04, 2022

^ w.e.f. October 20, 2022

\*\* w.e.f. March 13, 2024

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

\* to the extent of Group's share of profit/ (loss)

### b) As at and for the year ended March 31, 2023

(All amounts in lakhs, unless otherwise stated)

| Name of entity included in the consolidated financial statements including joint ventures | Net assets i.e. total assets minus total liabilities |                  | Share in profit/ (loss)              |                   | Share in other comprehensive income (OCI) |               | Share in total comprehensive income (TCI) |                   |
|---|--|------------------|--------------------------------------|-------------------|---|---------------|---|-------------------|
|   | As % of consolidated net assets                      | Amount           | As % of consolidated profit / (loss) | Amount            | As % of consolidated OCI                  | Amount        | As % of consolidated TCI                  | Amount            |
| <b>Holding Company</b>  |  |                  |                                      |                   |   |               |   |                   |
| Asian Energy Services Limited   | 97.04%   | 19,356.54        | 65.88%                               | (2,927.86)        | 41.28%                                    | 83.16         | 67.05%                                    | (2,844.70)        |
| <b>Subsidiaries - Foreign</b>   |  |                  |                                      |                   |   |               |   |                   |
| AOSL Petroleum Pte Limited  | (9.32%)  | (1,859.07)       | 2.86%                                | (126.99)          | -   | -             | 2.99%                                     | (126.99)          |
| Asian Oilfield & Energy Services DMCC   | 4.48%  | 893.84           | 84.45%                               | (3,753.07)        | -   | -             | 88.46%                                    | (3,753.07)        |
| <b>Subsidiary - Indian</b>  |  |                  |                                      |                   |   |               |   |                   |
| AOSL Energy Services Limited  | (0.03%)  | (5.22)           | 0.04%                                | (1.69)            | -   | -             | 0.04%                                     | (1.69)            |
| Optimum Oil & Gas Private Limited   | (0.20%)  | (40.15)          | 0.01%                                | (0.45)            | -   | -             | 0.01%                                     | (0.45)            |
| Cure Multitrade Private Limited   | 0.05%  | 9.12             | (0.26%)                              | 11.66             | -   | -             | (0.27%)                                   | 11.66             |
| <b>Joint Ventures - Indian</b>  |  |                  |                                      |                   |   |               |   |                   |
| Zuberi Asian Joint Venture  | -  | -                | (1.37%)                              | 61.10             | -   | -             | (1.44%)                                   | 61.10             |
| AESL FFIL Joint Venture   | -  | -                | 0.00%                                | -                 | -   | -             | 0.00%                                     | -                 |
| <b>Sub total</b>  | <b>92.02%</b>  | <b>18,355.06</b> | <b>151.60%</b>                       | <b>(6,737.30)</b> | <b>41.28%</b>                             | <b>83.16</b>  | <b>156.84%</b>                            | <b>(6,654.14)</b> |
| Inter company elimination and consolidation adjustments                                   | 7.98%  | 1,592.28         | (51.60%)                             | 2,293.08          | 58.72%                                    | 118.30        | (56.84%)                                  | 2,411.38          |
| <b>Grand total</b>  | <b>100.00%</b>                                       | <b>19,947.34</b> | <b>100.00%</b>                       | <b>(4,444.22)</b> | <b>100.00%</b>                            | <b>201.46</b> | <b>100.00%</b>                            | <b>(4,242.76)</b> |

### 56. ACQUISITION OF A SUBSIDIARY

#### (a) Summary of acquisition:

On October 03, 2022, the Group acquired 204,000 equity shares (equivalent to 51% stake) of the issued capital of Cure



## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

Multitrade Private Limited which is engaged in the business of providing Oil & Gas services. Consequently, it became a subsidiary of the Holding Company w.e.f. October 03, 2022.

**(b) Assets acquired and liabilities assumed as on the acquisition date:**

(All amounts in lakhs, unless otherwise stated)

| Particulars   | Amount       |
|---|--------------|
| Total assets  | 869.54       |
| Total liabilities                                     | 847.88       |
| Net assets  | 21.66        |
| Less: Non-controlling interest as on acquisition date | (10.61)      |
| <b>Net assets acquired by the Holding Company (A)</b> | <b>11.05</b> |
| Add: Goodwill (B) [refer note(g) below]               | 9.35         |
| Purchase consideration (A+B)                          | 20.40        |

- (c) Ind AS 103 requires the identifiable assets and liabilities to be fair valued in order to ascertain the net fair value of identifiable assets, liabilities and contingent liabilities of the acquiree. The fair value of the assets and liabilities acquired has been considered to be same as carrying value since the acquiree had minimal operations and there were no assets or liabilities of long term nature/ requiring complex measurement technique. The net assets acquired are not material to the Group financial statements.
- (d) **The purchase consideration has been discharged via cash payment.**
- (e) **There is no contingent consideration payable as a part of acquisition.**
- (f) **Transaction costs have been expensed in the statement of profit and loss.**
- (g) **Goodwill on acquisition amounting to ₹ 9.35 lakhs has been impaired on initial recognition and hence not disclosed separately in balance sheet.**

### 57. ACQUISITION OF A PARTICIPATORY INTEREST IN AN OILFIELD

**(i) Background**

Government of India (GOI) had awarded an oil field in the Cambay basin having surface coverage of 150.77 sq.km to Oilmax Energy Private Limited ('Parent Company' or 'Oilmax') for a period of 20 years. Pursuant to such award, a revenue sharing contract (RSC) was entered into between GOI Oilmax in September 2022. Such RSC allows for assignment of Participatory Interest (PI) to other parties with the prior consent of GOI.

Subsequently, a Farmout agreement and a joint operating agreement (JOA) were entered between the Holding Company and Oilmax on April 08, 2023. Under this agreement, Oilmax sold 50% of PI to the Holding Company in this oilfield for a consideration of ₹ 1,770.00 lakhs (including indirect taxes). This agreement also provides for rights and obligations concerning operations and activities under the contract.

Post that, an application was filed with GOI for approval of such sale of PI to the Holding Company. The GOI approved the sale of PI which would be effective from June 30, 2023. As a result, an amendment was made to RSC which also included the Holding Company in it.

As per joint operating agreement, the parties have rights to assets and obligation for the liabilities pertaining to the assets of a joint arrangement in their respective PI.

The above acquisition of PI is in a producing oil field which already had proved reserves (inputs) on which the operational process will be applied to achieve the sale of crude oil (output) and hence such acquisition constitute a business as per

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

Ind AS 103 - "Business Combinations".

As a result of above acquisition, the Group will further strengthen its position in the oil and gas segment.

### (ii) Fair value of assets acquired as at June 30, 2023:

(All amounts in lakhs, unless otherwise stated)

| Particulars  | Amount          |
|--|-----------------|
| Oil asset - property, plant and equipment          | 2,181.00        |
| <b>Total value of assets (A)</b>                   | <b>2,181.00</b> |
| <b>Total value of liabilities (B)</b>              | -               |
| <b>Net identifiable asset acquired (C) = [A-B]</b> | 2,181.00        |
| <b>Purchase consideration</b>                      | 1,770.00        |
| <b>Capital reserve (E) = [C-D]</b>                 | <b>411.00</b>   |

For the purpose of the valuation, the basis of value was fair value. Fair value is the amount at which an asset (or liability) could be bought (or incurred) or sold (or settled) in a current transaction between willing parties, that is, other than in a forced or liquidation sale.

In the present scenario, the Group has acquired the rights towards reserves of crude oil and hydrocarbons (natural resource) after purchasing 50% PI in a producing oil field. The underlying value of PI is derived from the reserves of such natural resources. The transaction was done for having access to such natural resource and the related well facility. The operations in such PI has been purchased are located in a specified region of Indrora, Gujarat. As on acquisition date, no brand that is acquired by the Holding Company. No material customer contracts/ relationships exists as on the acquisition date. The business utilizes its own resource for supplying goods to customers and deploys its own sales force to interface with them. Further, there is no material assembled workforce acquired.

Basis the facts mentioned above, fair value of entire purchase consideration has been attributable towards a single class of asset which is an oil asset under property, plant and equipment.

#### Notes :

- Ind AS 103 requires the identifiable assets and liabilities to be fair valued in order to ascertain the net fair value of identifiable assets, liabilities and contingent liabilities. These valuations are conducted by external valuation experts. These measurements are based on information available at the acquisition date and are based on expectations and assumptions that have been deemed reasonable by the management.
- Discount rate of 20.62% has been used to determine free cash flows to the equity.
- Tax rate of 25.17%, based on prevailing corporate tax rate in India, has been considered by the Holding Company.
- The acquisition contributed revenue from operations of ₹ 379.50 lakhs and profit before tax of ₹ 71.31 lakhs during the current financial year.
- The consideration of ₹ 1,770.00 lakhs (including indirect taxes) has been paid in cash.
- Capital reserve arising on acquisition has been recognized directly in equity.

### 58. DISCLOSURE UNDER GUIDANCE NOTE ON ACCOUNTING FOR "OIL AND GAS PRODUCING ACTIVITIES" (REVISED)

During the current year, the Holding Company has acquired 50% Participatory Interest in Indrora oilfield situated in Gujarat, India. The Holding Company's share of reserves under this oilfield is as under :

(All amounts in lakhs, unless otherwise stated)

| Name of the joint venture              | Details    | Crude oil (in Million barrels) |                |
|--|------------|--------------------------------|----------------|
|  |            | March 31, 2024                 | March 31, 2023 |
| Proved reserves of crude oil - onshore | Opening    | -                              | -              |
|  | Addition   | 0.838                          | -              |
|  | Production | 0.017                          | -              |
|  | Closing    | 0.821                          | -              |

## Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended March 31, 2024

Proved reserves are those quantities of petroleum that, by analysis of geological and engineering data, can be estimated with reasonable certainty to be commercially recoverable, from a given date forward, from known reservoirs and under current economic conditions, operating methods, and government regulations.

### **59. AUDIT TRAIL (EDIT LOG) FEATURE IN THE ACCOUNTING SOFTWARE IN RELATION TO COMPANIES WITHIN THE GROUP INCORPORATED IN INDIA TO WHOM THE ACT IS APPLICABLE**

The Ministry of Corporate Affairs (MCA) introduced a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules, 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Holding Company and some of its subsidiaries used Tally.ERP 9 as their accounting software to maintain their respective books of account. However, this software did not have an audit trail (edit log) feature for the periods stated below:

- (i) Holding Company and one subsidiary - from April 01, 2023 to July 29, 2023.
- (ii) One subsidiary - from April 01, 2023 to August 03, 2023.
- (iii) One subsidiary - from April 01 to July 28, 2023.

To address this, the respective companies migrated to TallyPrime Edit Log 2.1 version of the software. This updated software includes an audit trail (edit log) feature to record all relevant transactions.

These are the notes to the consolidated financial statements referred to in our report of even date.

#### **For Walker Chandiok & Co LLP**

*Chartered Accountants*

Firm Registration No. 001076N / N500013

#### **Rakesh R. Agarwal**

*Partner*

Membership No.: 109632

Place: Mumbai

Date: May 03, 2024

#### **For and on behalf of the Board of Directors**

#### **Kapil Garg**

*Managing Director*

(DIN-01360843)

#### **Shweta Jain**

*Company Secretary*

(ACS-23368)

Place: Mumbai

Date: May 03, 2024

#### **Nayan Mani Borah**

*Chairman*

(DIN-00489006)

#### **Nirav Talati**

*Chief Financial Officer*

# NOTICE OF 31ST ANNUAL GENERAL MEETING

Notice is hereby given that the 31st Annual General Meeting ("AGM" or "Meeting") of the Members of **Asian Energy Services Limited** ("AESL" or "Company") will be held on Wednesday, **September 25, 2024, at 11:00 a.m. IST** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

## ORDINARY BUSINESS:

1. To receive, consider and adopt the audited (Standalone and Consolidated) Financial Statements of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Dr. Rabi Narayan Bastia (DIN: 05233577), who retires by rotation and, being eligible, offers himself for re-appointment.

## NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), in respect of Ordinary Business as set out above to be transacted at the Meeting is annexed hereto as Annexure to the Notice and forms integral part of this Notice. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI"), of the Director seeking appointment / re-appointment at the forthcoming AGM is annexed to the notice.
2. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", General Circular No. 20/2020 and 10/2022 dated May 5, 2020 and December 28, 2022 respectively and subsequent circulars issued in this regard, the latest being General Circular No: 09/2023 dated September 25, 2023 and other circulars issued in this regard in relation to "Clarification on holding of AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. The attendance of the shareholders attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Act.
5. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The Register of Members and Share Transfer Books of the Company will be closed from **Thursday, September 19, 2024 to Wednesday, September 25, 2024** (both days inclusive).
7. Body Corporate Members intending to appoint their authorized representative are requested to send a scanned copy of the resolution authorizing their representative to participate and vote at the Meeting to [secretarial@asianenergy.com](mailto:secretarial@asianenergy.com) or [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
8. Members holding shares in physical mode are requested to register their email IDs, KYC documents on the RTA's website at the following link [https://www.linkintime.co.in/EmailReg/Email\\_Register.html](https://www.linkintime.co.in/EmailReg/Email_Register.html) to receive Annual Report, Notice of 31st AGM and login details for the AGM. Members holding shares in demat form whose email IDs are not registered with the DP can also register their emails with the RTA to

## NOTICE OF 31ST ANNUAL GENERAL MEETING (Contd.)

- receive communication regarding AGM. However, to permanently register their email IDs, Members holding shares in demat form are requested to register their email IDs with the DP.
9. Members are requested to note that the Company's shares are under compulsory electronic trading for all investors. Members are, therefore, requested to dematerialise their shareholding to avoid inconvenience. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Share Transfer Agents, Link Intime India Private Limited ("Link Intime") for assistance in this regard. Members may also refer to information on dematerialization of shares on Company's website <https://www.asianenergy.com/pdf/Investor-Relations/investor-center/Note-on-Dematerialization-of-Shares.pdf>.
  10. Members whose shares are in electronic mode are requested to inform change of address and updates of bank account(s) to their respective Depository Participants.
  11. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
  12. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs / RTA to receive the Notice of the AGM along with the Annual Report for FY 2023-24 via electronic mode.
  13. SEBI has mandated the registration of Permanent Account Number ("PAN") of all securities holders. Members holding shares in physical form are requested to submit a self-attested copy of PAN Card to Link Intime, the Registrar and Share Transfer Agent ("RTA"). Members holding shares in electronic form are requested to submit the aforesaid information to their Depository Participants with whom they are maintaining their demat accounts.
  14. Nomination facility for shares is available for Members. For Members holding shares in physical form, the prescribed form can be obtained from the Company's Registrar and Share Transfer Agents, M/s. Link Intime India Private Limited having address at C-101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (W), Mumbai - 400083. For Members holding shares in electronic form, you are requested to approach your Depository Participant (DP) for the same.
  15. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by Securities and Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Annual Report for FY 2023-24 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.
  16. Members desirous of obtaining any information / clarification concerning the accounts and operations of the Company are requested to address their questions in writing at least ten days (10) in advance to the Company at its email [secretarial@asianenergy.com](mailto:secretarial@asianenergy.com) to enable the Company to answer their queries satisfactorily.
  17. The Members holding shares in the same name or same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.
  - 18. Shares due to transfer to IEPF:** Equity shares in respect to which dividend has not been encashed for seven consecutive years or more will be required to transfer to Investors Education & Protection Fund (IEPF) pursuant to section 124(6) of the Act. Relevant details in this respect are posted on the Company's website [www.asianenergy.com](http://www.asianenergy.com) in Investor Information section. The Company had sent communication in this respect to concerned shareholders from time to time as may be necessary. Shareholders whose names appear in the list are requested to claim the ownership of such shares failing which the aforesaid shares will be transferred to Investor Education and Protection Fund.
  19. Mr. Hemanshu Kapadia of Hemanshu Kapadia & Associates, Practicing Company Secretary (Membership no: F3477) or failing him Mrs. Pooja Jain, Partner, VPP & Associates, Practicing Company Secretary (Membership no: 8160) has been appointed as the Scrutinizer to scrutinize the e-voting at the AGM and remote e-voting process in a fair and transparent manner.
  20. The Scrutinizer shall, after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and voting during the AGM in the presence of two witnesses not in the employment of the Company and shall make no later than 2 working days of the

# NOTICE OF 31ST ANNUAL GENERAL MEETING (Contd.)

conclusion of the meeting a Consolidated Scrutinizer's Report of the total votes cast in favour or against and invalid votes if any, forthwith to the Chairman of the Company or the person authorized by him, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.asianenergy.com](http://www.asianenergy.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The results shall also be immediately forwarded to the BSE Limited, Mumbai and the National Stock Exchange of India Limited.

21. Since the AGM will be held through VC / OAVM, the Route map of the Venue of the AGM is not annexed to this Notice.

## 22. Voting through electronic means:

- i) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC / OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- ii) The facility for e-voting shall also be made available at the AGM and the Members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through e-voting.

The remote e-voting period begins on Sunday, September 22, 2024 at 9.00 A.M. and ends on Tuesday, September 24, 2024 at 5.00 P.M.

**The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Wednesday, September 18, 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, September 18, 2024.**

- iii) In compliance with the provisions of section 108 of the Act, rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, regulation 44 of the Listing Regulations read with SEBI ("Securities and Exchange Board of India") circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular"), the Company is pleased to provide to Members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means through e-voting services arranged by NSDL. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

23. The instructions for Members attending the AGM through VC / OAVM are as under:

## Step 1: Access to NSDL e-Voting system

### A) Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode:





In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders  | Login Method   |
|---|--|
| Individual Shareholders holding securities in demat mode with NSDL. | 1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the " <b>Beneficial Owner</b> " icon under " <b>Login</b> " which is available under ' <b>IDeAS</b> ' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on " <b>Access to e-Voting</b> " under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |



## NOTICE OF 31ST ANNUAL GENERAL MEETING (Contd.)

| Type of shareholders   | Login Method   |
|--|--|
|  | <ol style="list-style-type: none"> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select <b>"Register Online for IDeAS Portal"</b> or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>"NSDL Speede"</b> facility by scanning the QR code mentioned below for seamless voting experience.<br/><br/> <b>NSDL Mobile App is available on</b><br/>  <br/>  </li> </ol> |
| Individual Shareholders holding securities in demat mode with CDSL                                     | <ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>  |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.   |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

### Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

| Login type   | Helpdesk details  |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nSDL.co.in">evoting@nSDL.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30              |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43 |

# NOTICE OF 31ST ANNUAL GENERAL MEETING (Contd.)

## B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

### How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is:  |
|--|---|
| a) For Members who hold shares in demat account with NSDL.     | 8 Character DP ID followed by 8 Digit Client ID<br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.   |
| b) For Members who hold shares in demat account with CDSL.     | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12***** then your user ID is 12*****.  |
| c) For Members holding shares in Physical Form.                | EVEN Number followed by Folio Number registered with the company<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

## NOTICE OF 31ST ANNUAL GENERAL MEETING (Contd.)

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

### **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

#### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [scrutinizer@hkacs.com](mailto:scrutinizer@hkacs.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or

"Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre, Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [secretarial@asianenergy.com](mailto:secretarial@asianenergy.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [secretarial@asianenergy.com](mailto:secretarial@asianenergy.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder / members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

## NOTICE OF 31ST ANNUAL GENERAL MEETING (Contd.)

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

### **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC / OAVM link" placed under "Join General meeting" menu against Company name. You are requested to click on VC / OAVM link placed under Join General Meeting menu.

The link for VC / OAVM will be available in shareholder / Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through laptops for better experience.
3. Further Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views / have questions may send their questions in advance mentioning their name, demat account number / folio number, email id, mobile number at [secretarial@asianenergy.com](mailto:secretarial@asianenergy.com). The same will be replied by the Company suitably.

# NOTICE OF 31ST ANNUAL GENERAL MEETING (Contd.)

## Annexure A

### Details of Directors retiring by rotation, seeking re-designation/ appointment at the Annual General Meeting

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 ("SS-2") issued by Institute of Company Secretaries of India ("ICSI") on General Meetings]

| Particulars   | Dr. Rabi Narayan Bastia  |
|---|--|
| Date of Birth   | October 02, 1958   |
| Age (In years)  | 67   |
| Qualifications  | Post Graduate in petroleum exploration from the Norwegian Technological University and PhD in Petroleum / Structural Geology from IIT, Kharagpur and Doctor of Science degree in Petroleum Geology from Indian School of Mines, Dhanbad. |
| Experience & expertise in specific functional areas   | Wide experience in the field of upstream Oil and Gas Sector.   |
| Relationships between directors inter-se  | None   |
| Directorships held in other public companies (excluding foreign companies and Section 8 companies)  | 1. Akanksha Power and Infrastructure Limited<br>2. MAN Industries (India) Limited  |
| Memberships / Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee).             | None   |
| Number of shares held in the Company  | NIL  |
| Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person | Dr. Rabi Narayan Bastia (DIN:05233577), who retires by rotation and, being eligible, offers himself for re-appointment.  |
| Date of first appointment on the Board  | March 04, 2013   |
| Number of Meetings of Board attended during the FY 2023-24  | 4 out of 6   |







## **Asian Energy Services Limited**

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