

# Price Waterhouse & Co Chartered Accountants LLP

## Independent Auditor's Report To the Members of TP Luminaire Private Limited Report on the audit of financial statements

### Opinion

1. We have audited the accompanying financial statements of TP Luminaire Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including 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, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

### Basis for Opinion

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

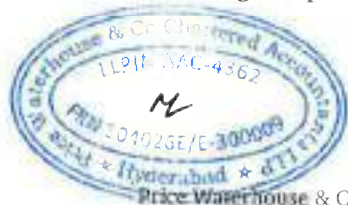
### Other Information

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.



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Price Waterhouse & Co. (a Partnership Firm) converted into Price Waterhouse & Co Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-4362) with effect from July 7, 2014. Post its conversion to Price Waterhouse & Co Chartered Accountants LLP, its ICAI registration number is 304626E/E300009 (ICAI registration number before conversion was 304626E)

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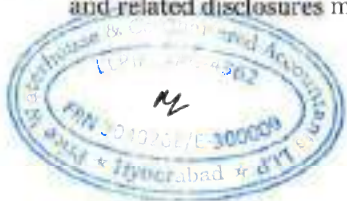
## Independent Auditor's Report To the Members of TP Luminaire Private Limited Report on the audit of financial statements

### Responsibilities of management and those charged with governance for the financial statements

5. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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.
6. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
7. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### Auditor's responsibilities for the audit of the financial statements

8. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
9. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal 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.



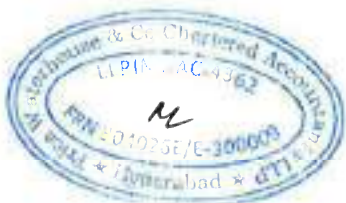
## Price Waterhouse & Co Chartered Accountants LLP

### Independent Auditor's Report To the Members of TP Luminaire Private Limited Report on the audit of financial statements

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
10. 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.

### Report on other legal and regulatory requirements

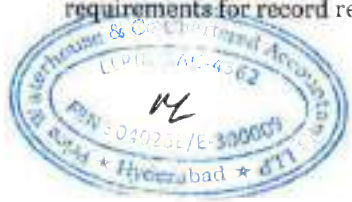
11. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
12. As required by Section 143(3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except that the backup of certain books of accounts and other books and papers maintained in electronic mode has not been maintained on a daily basis on servers physically located in India during the year and the matters stated in paragraph 12(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ("the Rules").
  - (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
  - (e) On the basis of the written representations received from the directors as on March 31, 2025, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164(2) of the Act.
  - (f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 12(b) above on reporting under Section 143(3)(b) and paragraph 12(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ("the Rules").



# Price Waterhouse & Co Chartered Accountants LLP

## Independent Auditor's Report To the Members of TP Luminaire Private Limited Report on the audit of financial statements

- (g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company was not required to recognise a provision as at March 31, 2025 under the applicable law or Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any derivative contracts as at March 31, 2025.
  - 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 March 31, 2025.
  - iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in Note 39 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 40 to the financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - (c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act.
- vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software, except that the audit log of modification does not contain pre-modified values for the changes made by certain users with specific access and the audit trail is not maintained for direct database changes. During the course of performing our procedures, other than the aforesaid instances of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with, or not preserved by the Company as per the statutory requirements for record retention.



## Price Waterhouse & Co Chartered Accountants LLP

**Independent Auditor's Report  
To the Members of TP Luminaire Private Limited  
Report on the audit of financial statements**

Further, the Company has also used payroll accounting software for maintaining its books of account and in the absence of SOC report for the period April 01, 2024 to March 31, 2025, we are unable to comment whether the audit trail feature of the aforesaid software was enabled and operated throughout the year for all relevant transactions recorded in the software or whether there was any instance of the audit trail feature been tampered with, or preserved by the Company as per the statutory requirements for record retention.

13. The Company has not paid any remuneration to its directors during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration Number: 304026E/E-300009



Manikanta Manoj B V  
Partner

Membership Number: 229830  
UDIN: 25229830BMUMRG6523

Place: Hyderabad  
Date: April 28, 2025

# Price Waterhouse & Co Chartered Accountants LLP

## Annexure A to Independent Auditor's Report

Referred to in paragraph 12(g) of the Independent Auditor's Report of even date to the members of TP Luminaire Private Limited on the financial statements as of and for the year ended March 31, 2025

### Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of TP Luminaire Private Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("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 its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both 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 was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.



# Price Waterhouse & Co Chartered Accountants LLP

## Annexure A to Independent Auditor's Report

Referred to in paragraph 12(g) of the Independent Auditor's Report of even date to the members of TP Luminaire Private Limited on the financial statements as of and for the year ended March 31, 2025

### 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 includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 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 system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration Number: 304026E/E-300009



Manikanta Manoj B V  
Partner

Membership Number: 229830  
UDIN: 25229830BMUMRG6523

Place: Hyderabad  
Date: April 28, 2025

## Price Waterhouse & Co Chartered Accountants LLP

### Annexure B to Independent Auditor's Report

Referred to in paragraph 11 of the Independent Auditor's Report of even date to the members of TP Luminaire Private Limited on the financial statements as of and for the year ended March 31, 2025

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

- i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.
 

(B) The Company does not have any Intangible assets and accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.
- (c) The Company does not own any immovable properties (Refer Note 3 to the financial statements). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.
- (d) The Company has chosen cost model for its Property, Plant and Equipment. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment does not arise.
- (e) Based on the information and explanations furnished to us, no proceedings have been initiated on (or) are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements does not arise.
- ii.(a) The physical verification of inventory has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.
- (b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks and financial institutions on the basis of security of current assets and accordingly, the question of our commenting on whether these returns or statements are in agreement with the unaudited books of account of the Company does not arise.



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- iii.(a) The Company has not made investment or stood guarantee or provided security or granted advances in the nature of loans but has granted loans. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans to parties other than subsidiaries, joint ventures and associates are as per the table given below:

Particulars	Loans
Aggregate amount granted/ provided during the year - Others	1,423 Lakhs
Balance outstanding as at balance sheet date in respect of the above case - Others	2,146 Lakhs

- (b) In respect of the aforesaid loans, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest.
- (c) In respect of the loans, the schedule of repayment of principal and payment of interest has been stipulated by the Company. Except for the following instances, the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable.

Name of the entity	Amount	Due Date	Date of payment	Extent of delay	Remarks (if any)
Artson Engineering Limited	400 Lakhs	January 29, 2025	January 30, 2025	1 day	Balance pertains to Principal Value.
Artson Engineering Limited	5.13 Lakhs	July 31, 2024	August 02, 2024	2 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	1.39 Lakhs	Feb 29, 2024	March 06, 2025	371 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	5.04 Lakhs	March 31, 2024	March 06, 2025	340 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	5.39 Lakhs	April 30, 2024	March 06, 2025	310 days	Balance pertains to Interest Value.



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Name of the entity	Amount	Due Date	Date of payment	Extent of delay	Remarks (if any)
Ujjwal Limited Pune	6.08 Lakhs	May 31, 2024	March 06, 2025	279 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	10.78 Lakhs	June 30, 2024	March 06, 2025	249 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	10.43 Lakhs	July 31, 2024	March 06, 2025	218 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	12.70 Lakhs	August 31, 2024	March 06, 2025	187 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	14.50 Lakhs	September 30, 2024	March 06, 2025	157 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	14.04 Lakhs	October 31, 2024	March 06, 2025	126 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	14.50 Lakhs	November 30, 2024	March 06, 2025	96 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	14.40 Lakhs	December 31, 2024	March 06, 2025	65 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	14.50 Lakhs	January 31, 2025	March 06, 2025	34 days	Balance pertains to Interest Value.



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Name of the entity	Amount	Due Date	Date of payment	Extent of delay	Remarks (if any)
Ujjwal Limited Pune	14.50 Lakhs	February 28, 2025	March 06, 2025	6 days	Balance pertains to Interest Value.
Ujjwal Limited Pune	13.13 Lakhs	March 31, 2025		29 days	Balance pertains to Interest Value. Outstanding as at audit report date.

- (d) In respect of the loans there is no amount which is overdue for more than ninety days.
- (e) Following loan was granted to same party, which has fallen due during the year and was extended.

Name of the parties	Aggregate amount of loans or advances in the nature of loans granted during the year	Aggregate overdue amount settled by renewal or extension or by fresh loans granted to same parties	Percentage of the aggregate to the total loans or advances in the nature of loans granted during the year
Ujjwal Pune Limited	1,223 Lakhs	723 Lakhs (Settled by extension)	59%

- (f) There were no such loans which were granted during the year, including to promoters/ related parties that were repayable on demand or without specifying any terms or period of repayment.
- iv. In our opinion, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans provided by it.
- v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under.
- vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products or services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.



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- vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, and other statutory dues, as applicable, with the appropriate authorities.
- (b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.
- viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.
- (b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not obtained any term loans during the year ended March 31, 2025 and there was no unutilized balance of term loan obtained in earlier years as on April 1, 2024. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, the Company has not raised funds on short-term basis. Accordingly, reporting under clause 3(ix)(d) of the Order is not applicable to the Company.
- (e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) & (f) of the Order is not applicable to the Company.
- 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, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.





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sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

- xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, 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 to the company as it does not have any subsidiaries, joint ventures or associate companies and therefore the Company is not required to prepare Consolidated Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration Number: 304026E/E-300009



Manikanta Manoj B V  
Partner

Membership Number: 229830  
UDIN: 25229830BMUMRG6523

Place: Hyderabad  
Date: April 28, 2025

TP Luminaire Private Limited  
Balance Sheet as at March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
(A) Property, plant and equipment	3	0.19	0.47
(B) Financial assets			
(i) Other financial assets	4	622.27	2,218.23
(C) Non-current tax assets (net)	5(a)	-	18.22
(D) Other non-current assets	6	-	1.00
<b>Total non-current assets</b>		<b>622.46</b>	<b>2,237.92</b>
<b>Current assets</b>			
(A) Inventories	7	279.93	310.21
(B) Financial assets			
(i) Trade receivables	8	442.51	394.63
(ii) Cash and cash equivalents	9	1,309.17	1,741.35
(iii) Loans	10	2,146.00	1,123.00
(iv) Other financial assets	4	815.00	1,343.03
(C) Other current assets	6	25.36	349.89
<b>Total current assets</b>		<b>5,017.97</b>	<b>5,262.11</b>
<b>Total Assets</b>		<b>5,640.43</b>	<b>7,500.03</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(A) Equity share capital	11	500.00	500.00
(B) Other equity	12	3,369.61	1,985.50
<b>Total equity</b>		<b>3,869.61</b>	<b>2,485.50</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(A) Financial liabilities			
(i) Borrowings	13	-	2,133.47
(B) Provisions	14	12.26	7.56
(C) Deferred tax liabilities (net)	15	293.13	642.53
		<b>305.39</b>	<b>2,783.56</b>
<b>Current liabilities</b>			
(A) Financial liabilities			
(i) Borrowings	16	-	1,465.03
(ii) Trade payables	17		
(a) Total outstanding dues of micro and small enterprises		136.01	86.42
(b) Total outstanding dues other than (ii)(a) above		1,172.61	657.30
(B) Provisions	14	5.00	3.05
(C) Current tax liabilities	5(b)	68.96	-
(D) Other current liabilities	18	82.85	19.17
<b>Total current liabilities</b>		<b>1,465.43</b>	<b>2,230.97</b>
<b>Total liabilities</b>		<b>1,770.82</b>	<b>5,014.53</b>
<b>Total Equity and Liabilities</b>		<b>5,640.43</b>	<b>7,500.03</b>

The above Balance Sheet should be read in conjunction with the accompanying notes

1-47

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

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration Number : 304026E/E-300009

  
**Manikanta Manoj B V**  
Partner

Membership Number : 229830  
Place : Hyderabad

Date: April 28, 2025



For and on behalf of the Board of Directors

  
**Raman Kapil**  
Director  
DIN : 10454636  
Place : Mumbai

Date: April 28, 2025

  
**Rahul Sharma**  
Director  
DIN : 02290965  
Place : Mumbai

Date: April 28, 2025

TP Luminaire Private Limited  
Statement of Profit and Loss for the year ended March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

Particulars	Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
I Revenue from operations	19	7,039.17	4,014.79
II Other income	20	910.55	1,006.57
<b>III Total income (I + II)</b>		<b>7,949.72</b>	<b>5,021.36</b>
<b>IV Expenses</b>			
(a) Contract execution expenses	21	2,655.04	2,135.80
(b) Employee benefit expense	22	430.36	461.04
(c) Finance costs	23	254.89	818.38
(d) Depreciation expense	24	0.28	0.28
(e) Other expenses	25	72.62	97.22
<b>Total expenses (IV)</b>		<b>3,413.19</b>	<b>3,512.72</b>
<b>V Profit before tax (III - IV)</b>		<b>4,536.53</b>	<b>1,508.64</b>
<b>VI Tax expense</b>	26		
(a) Current tax expense		1,496.84	17.56
(a) Deferred tax expense		(348.15)	359.09
<b>Total tax expense (VI)</b>		<b>1,148.69</b>	<b>376.65</b>
<b>VII Profit for the year (V-VI)</b>		<b>3,387.84</b>	<b>1,131.99</b>
<b>VIII Other comprehensive income</b>		-	-
<b>IX Total comprehensive income for the year (VII + VIII)</b>		<b>3,387.84</b>	<b>1,131.99</b>

**Earnings per equity share (of ₹ 10 each)**

Basic & Diluted (₹)	27	67.76	22.64
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The above Statement of Profit and Loss should be read in conjunction with the accompanying notes

1-47

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

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration Number : 304026E/E-300009

*Manoj*

**Manikanta Manoj BV**

Partner

Membership Number : 229830

Place : Hyderabad

Date: April 28, 2025



For and on behalf of the Board of Directors

*Raj*

**Raman Kapil**

Director

DIN : 10454636

Place : Mumbai

Date: April 28, 2025

*Rahul*

**Rahul Sharma**

Director

DIN : 02290965

Place : Mumbai

Date: April 28, 2025

**TP Luminaire Private Limited**  
**Statement of Cash Flows for the year ended March 31, 2025**  
**All amounts are in ₹ Lakhs unless otherwise stated**

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
<b>Cash flows from operating activities</b>		
<b>Profit before tax for the year</b>	<b>4,536.53</b>	<b>1,508.64</b>
<b>Adjustments for :</b>		
Finance costs	254.89	800.03
Effect of Ind AS adjustments on discounting of financial assets	-	18.35
Interest income from statutory authorities	(0.60)	(6.74)
Interest income recognised in the Statement of Profit and Loss	(708.32)	(999.83)
Depreciation expense	0.28	0.28
Liabilities no longer required written back	(142.57)	-
Expected credit loss (reversal) / allowance	<b>(47.20)</b>	21.83
	<b>3,893.01</b>	<b>1,342.56</b>
<b>Movements in working capital</b>		
Decrease in other assets	320.55	837.65
Decrease in other financial assets	2,631.29	3,229.84
(Increase) / Decrease in trade receivables	(11.43)	161.00
Decrease in inventories	30.28	1.80
Increase in provisions	6.65	1.20
Increase / (Decrease) in other current liabilities	63.68	(0.20)
Increase / (Decrease) in trade payables	704.06	(536.12)
<b>Cash generated from operations</b>	<b>7,638.09</b>	<b>5,037.73</b>
Income taxes (paid) / refund	(1,411.33)	61.29
<b>Net cash generated from operating activities</b>	<b>6,226.76</b>	<b>5,099.02</b>
<b>Cash flows from investing activities</b>		
Interest received	211.77	988.01
Loan received back from related parties	400.00	-
Loans given to related parties	<b>(1,423.00)</b>	(1,123.00)
<b>Net cash used in investing activities</b>	<b>(811.23)</b>	<b>(134.99)</b>
<b>Cash flows from financing activities</b>		
Repayments of term loan from bank	(1,259.08)	(4,507.41)
Repayments of Optionally Convertible Debentures	(2,133.47)	-
Interest paid	(455.16)	(750.62)
Dividend Paid	<b>(2,000.00)</b>	-
<b>Net cash used in financing activities</b>	<b>(5,847.71)</b>	<b>(5,258.03)</b>
<b>Net decrease in Cash and cash equivalents</b>	<b>(432.18)</b>	<b>(294.00)</b>
<b>Cash and cash equivalents at the beginning of the year (refer note 9)</b>	<b>1,741.35</b>	<b>2,035.35</b>
<b>Cash and cash equivalents at the end of the year (refer note 9)</b>	<b>1,309.17</b>	<b>1,741.35</b>

The above Statement of Cash Flows should be read in conjunction with the accompanying notes 1-47

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

For **Price Waterhouse & Co Chartered Accountants LLP**  
 Firm Registration Number : 304026E/E-300009

  
**Manikanta Manoj BV**  
 Partner

Membership Number : 229830  
 Place : Hyderabad

Date: April 28, 2025



For and on behalf of the Board of Directors

  
**Raman Kapil**  
 Director  
 DIN : 10454636  
 Place : Mumbai

Date: April 28, 2025

  
**Rahul Sharma**  
 Director  
 DIN : 02290965  
 Place : Mumbai

Date: April 28, 2025

TP Luminaire Private Limited  
Statement of Changes in Equity for the year ended March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

A. Equity share capital

1) Balance as at March 31, 2025

Particulars	Amount
Balance as at March 31, 2024	500.00
Changes in equity share capital during the year	-
<b>Balance as at March 31, 2025</b>	<b>500.00</b>

2) Balance as at March 31, 2024

Particulars	Amount
Balance as at March 31, 2023	500.00
Changes in equity share capital during the year	-
<b>Balance as at March 31, 2024</b>	<b>500.00</b>

B. Other equity

1) Balance as at March 31, 2025

Particulars	Reserves and Surplus	Equity component of compound financial	Total
	Retained earnings		
<b>Balance as at March 31, 2024</b>	1,929.35	56.15	1,985.50
Profit for the year	3,387.84	-	3,387.84
Dividend paid	(2,000.00)	-	(2,000.00)
Equity portion of compound financial instruments recognised/adjusted during the year	-	(4.98)	(4.98)
Deferred tax liability (including adjustment) on Equity component of Compound financial instrument during the year	-	1.25	1.25
<b>Balance as at March 31, 2025</b>	<b>3,317.19</b>	<b>52.42</b>	<b>3,369.61</b>

2) Balance as at March 31, 2024

Particulars	Reserves and Surplus	Equity component of compound financial	Total
	Retained earnings		
Balance as at March 31, 2023	797.36	64.43	861.79
Profit for the year	1,131.99	-	1,131.99
Equity portion of compound financial instruments recognised/adjusted during the year	-	(11.07)	(11.07)
Deferred tax liability (including adjustment) on Equity component of Compound financial instrument during the year	-	2.79	2.79
<b>Balance as at March 31, 2024</b>	<b>1,929.35</b>	<b>56.15</b>	<b>1,985.50</b>

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

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration Number : 304026E/E-300009

*Manoj*

Manikanta Manoj B V  
Partner  
Membership Number : 229830  
Place : Hyderabad

Date: April 28, 2025



For and on behalf of the Board of Directors

*Ravi*

Raman Kapil  
Director  
DIN : 10454636  
Place : Mumbai

Date: April 28, 2025

*Rahul*

Rahul Sharma  
Director  
DIN : 02290965  
Place : Mumbai

Date: April 28, 2025

**TP Luminaire Private Limited**  
**Notes forming part of the financial statements for the year ended March 31, 2025**

**General Information**

TP Luminaire Private Limited ("Company or "entity") is a Private limited Company incorporated in India on December 07, 2018. The company is a wholly owned subsidiary of Tata Projects Limited. The address of its registered office is H No 1-7-80 to 87, Prenderghast Road, Hyderabad, Secunderabad, Telanagana, India - 500003 and principal places of business, located in Nashik, Ludhiana and NOIDA, being the Regional Office and Project site. The Company is engaged in executing smart city projects where in it is executing the order of achieving high savings to the Nashik Municipal Corporation, Ludhiana Municipal Corporation and New Okhla Industrial Development Authority (NOIDA), by way of fitting LED lights and achieving savings in power consumption.

**New and amended standards adopted by the Company**

The Ministry of Corporate Affairs vide notification dated 9 September 2024 and 28 September 2024 notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024 and Companies (Indian Accounting Standards) Third Amendment Rules, 2024, respectively, which amended/ notified certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2024:

- Insurance contracts - Ind AS 117; and
- Lease Liability in Sale and Leaseback - Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

**1. Summary of Material Accounting Policies :**

The financial statements comply in all material aspects with Indian Accounting Standard (Ind AS) notified under the Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act as amended from time to time.

**1.1 Statement of compliance**

The financial statements comply in all material aspects with Indian Accounting Standard (Ind AS) notified under the Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act as amended from time to time.

**1.2 Basis of preparation and presentation**

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below :

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share based transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 The fair value of financial instruments traded in active markets and are based on quoted market prices at the end of the reporting period
- Level 2 The fair value of financial instruments that are not traded in an active market and are determined using valuation techniques which maximise 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; and
- Level 3 If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3

**1.3 Estimates**

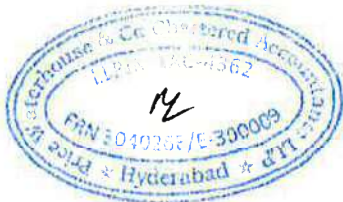
The preparation of the financial statements requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed.

**Critical estimates and judgements**

The areas involving critical estimates or judgements are:

- estimation of current tax expense and current tax payable - refer note 2.6
- estimation of defined benefit obligation - refer note 2.5
- recognition of revenue and related costs - refer note 1.4
- recognition of deferred tax - refer note 1.7 and 2.6
- estimation of contingent liabilities - refer note 2.13
- estimation of expected credit loss - refer note 2.9

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.



**TP Luminaire Private Limited****Notes forming part of the financial statements for the year ended March 31, 2025****1.4 Revenue Recognition**

(i) Income from Construction Contract - Service concession arrangement

The company has entered into agreement with Nashik Municipal Corporation ("NMC"), Ludhiana Municipal Corporation ("LMC") and New Okhla Industrial Development Authority ("NOIDA" ) (together referred as "grantors") to build and operate the project of implementation of high impact street light by installing Energy Efficiency LED Street lights.

Revenue related to construction and operation services provided under service concession arrangement is recognised as per the agreement with the grantors over the contract periods, based on the fixed consideration specified in the agreement/savings in power consumption by replacing the existing street lights with LED street lights.

The Company recognises a financial asset arising from a service concession arrangement when it has an unconditional contractual right to receive cash or another financial asset from or at the direction of the grantor of the concession for the construction provided. Such financial assets are measured at fair value upon initial recognition. Subsequent to initial recognition, such financial assets are measured at amortised cost. The amount initially recognised plus the cumulative interest on that amount is calculated using the effective interest method.

(ii) Other Income - Interest income on financial asset at amortized cost is recognised in profit or loss as part of other income. Interest income is calculated by applying Effective interest rate to the gross carrying amount of a financial asset.

**Performance obligations in a contract with customer:**

The Company determines the performance obligations, considering the nature and scope of the contract.

**1.5 Other Income**

Interest income on financial asset at amortized cost is recognised in profit or loss as part of other income. Interest income is calculated by applying Effective Interest Rate (EIR) to the gross carrying amount of a financial asset.

**1.6 Financial Instruments**

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instruments.

(i) Financial assets carried at amortised cost :- A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets at fair value through other comprehensive income :- Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

(iii) Financial assets at fair value through profit or loss :- Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in the statement of profit and loss.

(iv) Financial liabilities :- Financial liabilities are measured at amortized cost using the effective interest method.

**1.7 Deferred Tax:**

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss) and does not give rise to equal taxable and deductible temporary differences. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

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

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.



**TP Luminaire Private Limited**

Notes forming part of the financial statements for the year ended March 31, 2025

**1.8 Trade Receivables**

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. Trade receivables are recognized initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognized at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

**1.9 Borrowings**

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in the statement of profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are derecognised from the balance sheet when the obligation specified in the contract is extinguished, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless, at the end of the reporting period, the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the company does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

**1.10 Operating cycle**

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current and non current classification of assets and liabilities.

**2. Summary of other Accounting Policies:****2.1 Cash and cash equivalents**

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the Balance Sheet.

**2.2 Earnings Per Share**

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding (including additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares).

**2.3 Leases**

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the company. Contracts may contain both lease and non-lease components. The company allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the company is a lessee, it has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- amounts expected to be payable by the company under residual value guarantees
- the exercise price of a purchase option if the company is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the company exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

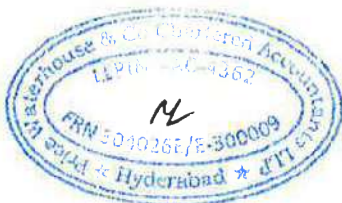
Lease payments are allocated between principal and finance cost. The finance cost is charged to the statement of profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the company is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases of equipment and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT equipment and small items of office furniture.



**TP Luminaire Private Limited**  
**Notes forming part of the financial statements for the year ended March 31, 2025**

**2.4 Foreign Currencies**

**Functional and presentation currency:**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates. The functional currency of the Company is Indian Rupee which is also the presentation currency.

Transactions in foreign currency are recorded at the exchange rates prevailing on the date of transaction. Foreign currency monetary items outstanding at the balance sheet date are restated at the prevailing year end rates. The resultant gain / loss upon such restatement along with gain / loss on account of foreign currency transactions are accounted in the Statement of Profit and Loss.

**2.5 Employee Benefits**

Employee benefits include provident fund, gratuity fund and compensated absences and post retirement medical benefits.

**Defined contribution plans**

Tata Projects Limited (parent company) contributes to provident fund for the employees of the company (including employees of Tata Projects Limited working with the company on deputation) which is considered as defined contribution plans. Also, the parent company pays pension fund contributions to publicly administered pension funds as per local regulations. The Company has no further payment obligation once the contributions have been paid. The contribution made is charged as an expense in the Statement of Profit and Loss based on the amount of contribution required to be made as and when services are rendered by the employees.

**Defined benefit plans**

For defined retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period by Tata Projects Limited (parent entity). A cost allocation is done by the parent entity for the number of employees of the entity on proportionate basis and the cost is recorded as employee benefit expense in the statement of profit and loss with corresponding employee benefit obligation.

The retirement benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form reductions in future contributions to the plans.

**Short term employee benefits**

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

**Other long term employee benefits**

Other Long term employee benefit comprise of Leave encashment which is provided for based on the actuarial valuation carried out as at the end of the year by Tata Projects Limited (Parent entity).

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

In relation to defined contribution plan, defined benefit plan and other long term employee benefits, the amount payable to employees (including employees of Tata Projects Limited working with the company on deputation) is recognized based on the cost charged by the Tata Projects Limited,

**2.6 Taxation**

Income tax expense represents the sum of the tax currently payable and deferred tax.

**2.6.1 Current tax**

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the country where the company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

**2.6.2 Current and deferred tax for the year:**

Current and deferred tax are recognised in the statement of profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

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

**2.7 Property, plant and equipment**

Property, plant and equipment are carried at cost less accumulated depreciation and impairment losses, if any. The cost of property, plant and equipment comprises its purchase price and other attributable expenditure incurred in making the asset ready for its intended use and interest on borrowings attributable to acquisition of qualifying property, plant and equipment up to the date the asset is ready for its intended use.

Property, plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realisable value and are disclosed separately.

**Depreciation and impairment**

The Property, plant and equipment are depreciated using the straight line method as per the useful lives prescribed under Companies Act 2013.

Assets costing less than ₹ 10,000 are fully depreciated in the year of capitalization

All property, plant and equipment are tested for impairment at the end of each financial year. The impairment loss being the excess of carrying value over the recoverable value of the assets, if any, is charged to the statement of Profit and Loss in the respective financial year. The impairment loss recognized in prior years is reversed in cases where the recoverable value exceeds the carrying value, upon reassessment in the subsequent years.



**TP Luminaire Private Limited**  
**Notes forming part of the financial statements for the year ended March 31, 2025**

**2.8 Inventories**

Raw materials and Stores and spares are valued at lower of cost and net realisable value. Cost comprises cost of materials, Cost is ascertained on the basis of "weighted average" method, Net realisable value is estimated selling price in the ordinary course of business less the estimated cost of completion.

**2.9 Financial Instruments**

Financial assets and financial liabilities are initially measured at fair value, Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition, Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the statement of profit and loss.

**Impairment of financial asset**

The company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for financial assets, the company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

**Derecognition of Financial Assets**

A financial asset is derecognized only when

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

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

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

**2.10 Offsetting financial instrument**

Financial Assets and Liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

**2.11 Trade and Other Payables**

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid, Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

**2.12 Borrowing Costs**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Other borrowing costs are expensed in the period in which they are incurred.

**2.13 Provisions, Contingent Liabilities and Contingent Assets**

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

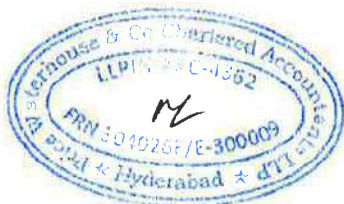
Contingent liabilities are disclosed for (i) possible obligation which will be confirmed only by future events not wholly within the control of the Company or (ii) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made, Contingent assets are neither recognised nor disclosed in the financial statements.

Contingent liabilities are not disclosed if the possibility of an outflow of resources embodying economic benefits is remote.

When it is probable at any stage of the contract, that the total cost will exceed the total contract revenue, the expected loss is recognised immediately.

**2.14 Rounding off amounts**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.



TP Luminaire Private Limited  
Notes forming part of the financial statements for the year ended March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

3. Property, plant and equipment

Particulars	As at March 31, 2025	As at March 31, 2024
Office equipments	0.06	0.30
Computers	0.13	0.17
<b>Total</b>	<b>0.19</b>	<b>0.47</b>

Gross Carrying amount

Particulars	Office equipment	Computers	Total
<b>Balance as at March 31, 2023</b>	<b>1.26</b>	<b>3.37</b>	<b>4.63</b>
Additions	-	-	-
Disposals	-	-	-
<b>Balance as at March 31, 2024</b>	<b>1.26</b>	<b>3.37</b>	<b>4.63</b>
Additions	-	-	-
Disposals	-	-	-
<b>Balance as at March 31, 2025</b>	<b>1.26</b>	<b>3.37</b>	<b>4.63</b>

Accumulated depreciation

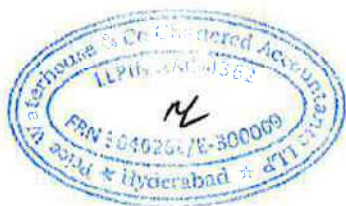
Particulars	Office equipment	Computers	Total
<b>Balance as at March 31, 2023</b>	<b>0.72</b>	<b>3.16</b>	<b>3.88</b>
Depreciation charge for the year	0.24	0.04	0.28
Disposals	-	-	-
<b>Balance as at March 31, 2024</b>	<b>0.96</b>	<b>3.20</b>	<b>4.16</b>
Depreciation charge for the year	0.24	0.04	0.28
Disposals	-	-	-
<b>Balance as at March 31, 2025</b>	<b>1.20</b>	<b>3.24</b>	<b>4.44</b>

Particulars	Office equipment	Computers	Total
<b>Net carrying amount as at March 31, 2024</b>	<b>0.30</b>	<b>0.17</b>	<b>0.47</b>
<b>Net carrying amount as at March 31, 2025</b>	<b>0.06</b>	<b>0.13</b>	<b>0.19</b>

3.1 Contractual obligations

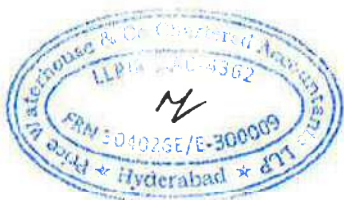
Refer note 32 (ii) for disclosure of contractual commitments for the acquisition of Property, plant and equipment.

3.2 The Company has not revalued its Property, plant and equipment during the year ended March 31, 2025 and March 31, 2024.



TP Luminare Private Limited  
Notes forming part of the financial statements for the year ended March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

Particulars	As at	
	March 31, 2025	March 31, 2024
<b>4. Other financial assets</b>		
<b>Non-current</b>		
In deposit accounts with banks remaining maturity for more than 12 months	5.00	5.00
Construction revenue receivable		
Unsecured, considered good	620.38	2,224.35
Less: Expected credit loss allowance (refer notes 4.1, 4.2 and 8.3)	(3.11)	(11.12)
<b>Total</b>	<b>622.27</b>	<b>2,218.23</b>
<b>Current</b>		
Security deposits	4.22	4.22
Interest accrued and due on loan to related party	27.60	11.82
Interest accrued on bank deposit	0.54	*
Construction revenue receivable		
Unsecured, considered good	674.29	1,333.66
Less: Expected credit loss allowance (refer notes 4.1, 4.2 and 8.3)	(3.37)	(6.67)
	670.92	1,326.99
Unbilled Revenue		
Unsecured, considered good	112.28	*
Less: Expected credit loss allowance (refer notes 4.1, 4.2 and 8.3)	(0.56)	*
	111.72	*
<b>Total</b>	<b>815.00</b>	<b>1,343.03</b>
<b>4.1 Expected credit loss allowance on other financial assets</b>		
No expected credit loss provision, other than specific provisions, has been created for cash and cash equivalents and other financial assets (other than construction revenue receivable and unbilled revenue), since the entity considers the lifetime credit risk of these financial assets to be very low.		
<b>4.2 Movement in the expected credit loss allowance :</b>		
<b>Balance at the beginning of the year</b>	58.88	37.05
Movement in expected credit loss allowance (refer note 20(b)(iii) & 25)	(47.20)	21.83
<b>Balance at the end of the year</b>	<b>11.68</b>	<b>58.88</b>
Less: Expected credit loss related to trade receivables (refer note 8.3)	(4.64)	(41.09)
<b>Expected credit loss related to other financial assets</b>	<b>7.04</b>	<b>17.79</b>
<b>4.3 Disputed and undisputed construction revenue receivable &amp; Unbilled revenue as at March 31, 2025 and March 31, 2024</b>		
<b>Particulars</b>	<b>March 31, 2025</b>	<b>March 31, 2024</b>
Disputed construction revenue receivable & Unbilled revenue- considered good	-	-
Undisputed construction revenue receivable & Unbilled revenue- considered good	1,406.95	3,558.01
Less: Expected credit loss allowance	(7.04)	(17.79)
<b>Total</b>	<b>1,399.91</b>	<b>3,540.22</b>
<b>4.4 Movement in Contract Asset and Contract Liabilities</b>		
<b>Particulars</b>	<b>March 31, 2025</b>	<b>March 31, 2024</b>
<b>Contract Assets</b>		
Opening balance	3,540.24	6,742.88
Add: Revenue accrued during the year	7,519.93	4,930.80
Less: Amount billed during the year	(9,671.01)	(8,149.53)
Add/Less: (Increase)/Decrease in expected credit loss allowance	10.75	16.09
<b>Closing balance</b>	<b>1,399.91</b>	<b>3,540.24</b>
<b>Contract Liabilities</b>		
Opening balance	8.01	8.01
Add: Amount billed during the year	-	-
Add: Amount received during the year	-	-
Less: Adjusted against revenue	-	-
Less: Released to revenue during the year	-	-
<b>Closing balance</b>	<b>8.01</b>	<b>8.01</b>
<b>5(a) Non-current tax assets (net)</b>		
<b>Non-current tax assets</b>		
TDS receivable (net of provision for income tax amounting to Rs. 17.56)	-	18.22
<b>Total</b>	<b>-</b>	<b>18.22</b>
<b>5(b) Current tax liability</b>		
Provision for income tax (net of advance tax and TDS receivable amounting to Rs. 1,423.38)	68.96	-
<b>Total</b>	<b>68.96</b>	<b>-</b>
<b>6. Other assets</b>		
<b>Non-current</b>		
Financial benefit on the corporate guarantee received from the holding company	-	1.00
<b>Total</b>	<b>-</b>	<b>1.00</b>
<b>Current</b>		
Prepaid Expenses	15.41	*
Balances with government authorities		
- GST credit receivable	-	343.19
Project related advances to subcontractors/vendors	9.04	2.67
Financial benefit on the corporate guarantee received from the holding company	-	3.98
Other advances	0.91	0.05
<b>Total</b>	<b>25.36</b>	<b>349.89</b>



TP Luminare Private Limited  
Notes forming part of the financial statements for the year ended March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

Particulars	As at	As at
	March 31, 2025	March 31, 2024
<b>7. Inventories</b>		
Stores and spares	279.93	310.21
<b>Total</b>	<b>279.93</b>	<b>310.21</b>
<b>8. Trade Receivables</b>		
<b>Current</b>		
Unsecured, considered good	447.15	435.72
Less: Expected credit loss allowance (refer notes 4.2 and 8.3)	(4.64)	(41.09)
<b>Total</b>	<b>442.51</b>	<b>394.63</b>

**8.1 Trade Receivables**

The average credit period allowed to customers is between 30 days to 45 days. The credit period is considered from the date on which the bill is accepted by customers for processing at their end. Majority of receivables are realised within the stipulated credit period.

**8.2 Trade receivables Ageing Schedule**

**a. Trade receivables ageing schedule as at March 31, 2025**

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 Year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed Trade receivables</b>							
(i) considered good	336.44	98.40	-	3.03	9.28	-	447.15
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-
<b>Disputed Trade Receivables</b>							
(i) considered good	-	-	-	-	-	-	-
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-
<b>Expected credit loss allowance</b>							(4.64)
<b>Total</b>							<b>442.51</b>

**b. Trade receivables ageing schedule as at March 31, 2024**

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 Year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed Trade receivables</b>							
(i) considered good	330.39	3.13	1.99	17.97	82.24	-	435.72
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-
<b>Disputed Trade Receivables</b>							
(i) considered good	-	-	-	-	-	-	-
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-
<b>Expected credit loss allowance</b>							(41.09)
<b>Total</b>							<b>394.63</b>

**8.3 Expected credit loss allowance**

The company applies the simplified approach for providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all the trade receivables (including unbilled revenue disclosed under other financial assets). The loss allowance provision is determined as follows; after incorporating forward looking information.

(i) At the end of each reporting period, the company reviews every receivable balance and in case an issue is identified with regard to the recovery of the balance, a specific provision is made for the same.

(ii) The company computes the Expected Credit Loss Allowance ("ECLA") by applying the percentages determined on historical basis over past 4 years and determined the percentage of such allowance over the closing balance of financial assets and moderated for current and envisaged future businesses including time based provisions. Expected Credit Loss Allowance is determined on the closing balances of all applicable financial assets as at each reporting date.



TP Luminaire Private Limited  
Notes forming part of the financial statements for the year ended March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

Particulars	As at		
	March 31, 2025	March 31, 2024	
<b>Reconciliation of loss allowance provision of trade receivables and contract assets</b>			
	Unbilled revenue	Construction revenue receivable	Trade receivables
Loss Allowance on April 01, 2024	-	17.79	41.09
Increase/(decrease) in loss allowance recognised in the Statement of Profit and Loss during the year	0.56	(11.31)	(36.45)
Receivables written off during the year as uncollectible	-	-	-
<b>Loss Allowance on March 31, 2025</b>	<b>0.56</b>	<b>6.48</b>	<b>4.64</b>
Loss Allowance on April 01, 2023	-	33.88	3.17
Increase/(decrease) in loss allowance recognised in the Statement of Profit and Loss during the year	-	(16.09)	37.92
Receivables written off during the year as uncollectible	-	-	-
<b>Loss Allowance on March 31, 2024</b>	<b>-</b>	<b>17.79</b>	<b>41.09</b>

9. Cash and cash equivalents

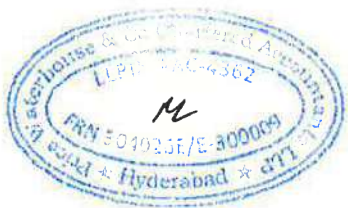
Balances with banks		
- In current accounts		
<b>Total</b>	<b>1,309.17</b>	<b>1,741.35</b>

10. Loans

Unsecured and considered good		
Loans to related parties at amortised cost (refer note 10.1 below)		
	2,146.00	1,123.00
	<b>2,146.00</b>	<b>1,123.00</b>

10.1 Terms of loans to related parties

Party	Sanctioned limit	Maturity date	Terms of repayment	Interest rate	Outstanding balance as at March 31, 2025	Outstanding balance as at March 31, 2024
Artson Engineering Limited	1,000.00	1 year from the date of disbursement or such extended period as agreed by the Lender.	Any time prior to the Maturity date	11.25%	200.00	400.00
Ujjwal Pune Limited	3,000.00	1 year from the date of disbursement or such extended period as agreed by the Lender.	Any time prior to the Maturity date	9.75%	1,946.00	723.00



**TP Luminaire Private Limited**  
**Notes forming part of the financial statements for the year ended March 31, 2025**  
**All amounts are in ₹ Lakhs unless otherwise stated**

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Amount	Number of shares	Amount
<b>11. Equity share capital</b>				
<b>Authorised share capital</b>				
Equity shares of ₹ 10 each with voting rights	50,00,000	500.00	50,00,000	500.00
<b>Issued, subscribed and fully paid-up</b>				
Equity shares of ₹ 10 each with voting rights	50,00,000	500.00	50,00,000	500.00
<b>Total</b>	<b>50,00,000</b>	<b>500.00</b>	<b>50,00,000</b>	<b>500.00</b>

**Notes:**

- (i) **Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year**

**Equity shares with voting rights**

Particulars	Number of shares	Amount
<b>Balance as at March 31, 2023</b>	<b>50,00,000</b>	<b>500.00</b>
Shares issued during the year	-	-
<b>Balance as at March 31, 2024</b>	<b>50,00,000</b>	<b>500.00</b>
Shares issued during the year	-	-
<b>Balance as at March 31, 2025</b>	<b>50,00,000</b>	<b>500.00</b>

- (ii) **Terms and rights attached to the equity shares**

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

- (iii) There are no shares issued allotted as fully paid-up pursuant to contracts without payment being received in cash during five years immediately preceding March 31, 2025.
- (iv) Details of shareholders holding more than 5% of the shares in the company and shares of the company held by holding company and its promoter.

	As at March 31, 2025		As at March 31, 2024	
	Number of Shares	% holding	Number of Shares	% holding
Equity shares of ₹ 10 each Tata Projects Limited, Holding Company	49,99,999	99.99%	49,99,999	99.99%

- (v) There are no shares reserved for issue under option and contracts or commitments for the sale of shares or disinvestment.



TP Luminaire Private Limited  
Notes forming part of the financial statements for the year ended March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

Particulars	As at	As at
	March 31, 2025	March 31, 2024
<b>12. Other equity</b>		
Reserves and surplus		
Equity component of financial instrument	52.42	56.15
Retained earnings	3,317.19	1,929.35
<b>Total</b>	<b>3,369.61</b>	<b>1,985.50</b>
<b>12.1 Retained Earnings</b>		
Balance at the beginning of the year	1,929.35	797.36
Payment of dividend	(2,000.00)	-
Profit for the year	3,387.84	1,131.99
<b>Balance at the end of the year</b>	<b>3,317.19</b>	<b>1,929.35</b>
<b>12.2 Equity component of financial instruments</b>		
Balance at the beginning of the year	56.15	64.43
Add/(Less): Financial benefit on the corporate guarantee received from the holding company (refer note (i) below)	(4.98)	(11.07)
Add/(Less): Deferred tax on the equity component of financial instruments	1.25	2.79
<b>Total</b>	<b>52.42</b>	<b>56.15</b>

(i) Term loan from bank as disclosed under note 13 is granted at a concessional interest rate based on a Corporate Guarantee provided by the Holding Company. As per the requirements of Ind AS 109, the Company has computed the deemed financial benefit on the borrowings availed at concessional rate and the said benefit has been taken to Other Equity. The financial benefit accounted would be amortised in the Statement of Profit and Loss over the period of the loan. The amount of financial benefit taken to Other Equity as at March 31, 2025 is ₹ 52.42 (March 31, 2024 - ₹ 56.15). The Company has recognised an amount of Nil. (March 31, 2024: ₹ 18.35) as guarantee commission charge in the Statement of Profit and Loss under note 23 - Finance costs.

### 13. Non-current borrowings

#### Secured - at amortised cost

Term loan from banks (refer note 13.1 & 13.2)

Less: Current maturities of borrowings (refer note 16)

- 1,259.08  
- (1,259.08)

#### Unsecured - at amortised cost

Optionally Convertible Debentures (refer note 13.3)

- 2,133.47  
- **2,133.47**

### 13.1 Terms of borrowing and security details

Particulars	Sanctioned limit	Maturity date	Terms of repayment	Interest rate	Outstanding balance as at March 31, 2025	Outstanding balance as at March 31, 2024	Security details
Kotak Mahindra bank	3,183	31-Mar-26	Quarterly repayment	8.65%	-	210.02	(a) First and exclusive hypothecation charge on all existing and future project assets (including current and future project receivables, current assets and other moveable assets / moveable fixed assets) of the company (b) First and exclusive hypothecation charge over project escrow account and escrow receivables and (c) Corporate guarantee from the Holding Company which covers the principal and the interest due for the next 6 months and is on auto reinstatement basis.
Kotak Mahindra bank	1,903	31-Mar-27	Quarterly repayment	8.65%	-	209.41	
Kotak Mahindra bank	3,183	31-Mar-26	Quarterly repayment	8.65%	-	210.02	
Kotak Mahindra bank	1,903	31-Mar-27	Quarterly repayment	8.65%	-	209.37	
Kotak Mahindra bank	4,726	31-Mar-26	Quarterly repayment	8.55%	-	420.26	

13.2 The entity has repaid the outstanding balance as at March 31, 2024 on April 02, 2024, hence the whole amount is disclosed as short term borrowings as at March 31, 2024.

13.3 The company has issued optionally convertible debentures to Tata Projects Limited (Holding company) which was fully redeemed during the year.

13.4 There are no defaults in repayment of borrowings and payment of interest during the year and previous year.



TP Luminaire Private Limited  
Notes forming part of the financial statements for the year ended March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

Particulars	As at	As at
	March 31, 2025	March 31, 2024
<b>14. Provisions</b>		
<b>Non-Current</b>		
Compensated absences	12.26	7.56
<b>Sub-total</b>	<b>12.26</b>	<b>7.56</b>
<b>Current</b>		
Compensated absences	5.00	3.05
Gratuity (refer note below)	-	-
<b>Sub-total</b>	<b>5.00</b>	<b>3.05</b>
<b>Total</b>	<b>17.26</b>	<b>10.61</b>

Actuarial valuation of gratuity liability is carried out at Tata Projects Limited (Holding Company) level considering the employees of the company as well. The balance above represents the allocated value of the net liability pertaining to the company.

<b>15. Deferred tax liabilities (net)</b>		
Deferred tax liabilities	343.47	914.36
Less: Deferred tax assets	50.34	271.83
<b>Total</b>	<b>293.13</b>	<b>642.53</b>

**Movement in deferred tax assets/liabilities**

Financial year 2024-25	Opening balance	Recognised in the Statement of profit and loss	Recognised in other equity	Closing balance
<b>Deferred tax (liabilities)/assets in relation to</b>				
Construction revenue receivable	(895.48)	569.64	-	(325.84)
Carry forward business losses and unabsorbed depreciation	231.35	(231.35)	-	-
Expected credit loss allowance	14.82	(11.88)	-	2.94
Provisions for retirement benefits	2.79	(0.77)	-	2.02
Property, plant and equipment	0.16	-	-	0.16
Disallowance under section 43B (h)	5.08	22.51	-	27.59
Equity portion of Corporate Guarantee issued by holding company	(18.88)	-	1.25	(17.63)
<b>Unwinding of Corporate Guarantee issued by holding company</b>	<b>17.63</b>	<b>-</b>	<b>-</b>	<b>17.63</b>
<b>Total</b>	<b>(642.53)</b>	<b>348.15</b>	<b>1.25</b>	<b>(293.13)</b>

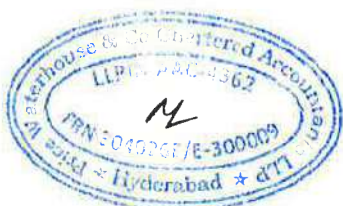
Financial year 2023-24	Opening balance	Recognised in the Statement of profit and loss	Recognised in other equity	Closing balance
<b>Deferred tax (liabilities)/assets in relation to</b>				
Construction revenue receivable	(1,705.57)	810.09	-	(895.48)
Carry forward business losses and unabsorbed depreciation	1,416.12	(1,184.77)	-	231.35
Expected credit loss allowance	9.32	5.50	-	14.82
Provisions for retirement benefits	2.37	0.42	-	2.79
Property, plant and equipment	0.19	(0.03)	-	0.16
Disallowance under section 43B	-	5.08	-	5.08
Equity portion of Corporate Guarantee issued by holding company	(21.67)	-	2.79	(18.88)
<b>Unwinding of Corporate Guarantee issued by holding company</b>	<b>13.01</b>	<b>4.62</b>	<b>-</b>	<b>17.63</b>
<b>Total</b>	<b>(286.23)</b>	<b>(359.09)</b>	<b>2.79</b>	<b>(642.53)</b>

<b>16. Current borrowings</b>		
<b>Secured - at amortised cost</b>		
Current maturities of long term debt	-	1,259.08
Interest accrued and due on borrowings	-	205.95
<b>Total</b>	<b>-</b>	<b>1,465.03</b>

**Net debt reconciliation**

This section sets out the changes in liabilities arising from financing activities in the statement of cash flows:

Particulars	As at	As at
	March 31, 2025	March 31, 2024
Opening balance	3,598.50	8,065.19
Add: Proceeds from borrowings	-	-
Less: Repayment of borrowings	(1,259.08)	(4,507.41)
Add: Interest expense	249.21	791.34
Less: Interest paid	(455.16)	(750.62)
<b>Closing balance</b>	<b>-</b>	<b>3,598.50</b>



TP Luminaire Private Limited  
Notes forming part of the financial statements for the year ended March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

Particulars	As at	As at
	March 31, 2025	March 31, 2024
<b>17. Trade Payables</b>		
<b>Current</b>		
(a) Trade payables: Micro and small enterprises	136.01	86.42
(b) Trade payables: Others	700.06	220.87
(c) Trade payables to related parties	472.55	436.43
<b>Total</b>	<b>1,308.62</b>	<b>743.72</b>

The average credit period ranges from 30 days to 90 days, depending on the nature of the item or work. The work orders include element of retention, which would be payable on completion of a milestone, completion of the contract or after a specified period from completion of the work. The terms also would include back to back arrangement wherein, certain amounts are payable on realisation of corresponding amounts by the company from the customer. No interest is payable for delay in payments, unless otherwise specifically agreed in the order or as required by a legislation, like Micro, Small and Medium Enterprises Development Act ("MSMED Act"). The company has a well defined process for ensuring regular payments to the vendors.

**Disclosure under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 #**

Particulars	As at	As at
	March 31, 2025	March 31, 2024
(a) Principal amount remaining <b>unpaid</b> to any supplier as at the end of the accounting year	124.36	78.18
(b) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year.	3.41	8.24
(c) The amount of interest paid by the buyer in terms of section 16 of MSMED Act, along with the amounts of the payment made to the supplier beyond the appointed day.	-	-
(d) 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 MSMED Act.	-	-
(e) The amount of interest accrued and remaining unpaid at the end of the accounting year.	11.65	8.24
(f) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act	11.65	8.24
# Amounts unpaid to micro and small enterprises on account of retention money has not been considered for the purpose of interest calculations.		

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

**Trade Payables ageing schedule for the year ended March 31, 2025**

Particulars	Unbilled	Not Due	Outstanding for the following periods from accounting date					Total
			Less than 6 months	6 months - 1 Year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed</b>								
i) Micro and small enterprises	48.88	-	67.94	-	19.12	0.07	-	136.01
ii) Others	432.55	-	215.60	68.63	437.94	5.11	12.78	1,172.61
<b>Disputed</b>								
i) Micro and small enterprises	-	-	-	-	-	-	-	-
ii) Others	-	-	-	-	-	-	-	-
<b>Total</b>								<b>1,308.62</b>

**Trade Payables ageing schedule for the year ended March 31, 2024**

Particulars	Unbilled	Not Due	Outstanding for the following periods from accounting date					Total
			Less than 6 months	6 months - 1 Year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed</b>								
i) Micro and small enterprises	8.24	-	76.08	0.38	1.72	-	-	86.42
ii) Others	2.03	-	542.63	54.72	25.44	24.01	8.47	657.30
<b>Disputed</b>								
i) Micro and small enterprises	-	-	-	-	-	-	-	-
ii) Others	-	-	-	-	-	-	-	-
<b>Total</b>								<b>743.72</b>

**18. Other current liabilities**

Employee benefits payable	13.49	9.84
Advances for scrap sales	8.01	8.01
Statutory tax payables	61.35	1.32
<b>Total</b>	<b>82.85</b>	<b>19.17</b>



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TP Luminaire Private Limited  
Notes forming part of the financial statements for the year ended March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
<b>19. Revenue from operations</b>		
Revenue from civil and erection works	508.16	464.16
Revenue from operation and maintenance activity	<b>6,531.01</b>	<b>3,550.63</b>
<b>Total</b>	<b>7,039.17</b>	<b>4,014.79</b>

**Future performance obligation :**

The Company expects that the transaction price allocated to Future performance obligation of :

**A. Nashik Smart City Lights Project:**

- a) ₹ NIL (March 31, 2024: ₹ 87.66) will be recognised as revenue over the project life cycle during the construction phase.  
b) ₹ 8,980.78 (March 31, 2024: ₹ 11,140.72) will be recognised as revenue over the project life during operation and maintenance phase.

**B. Ludhiana Smart City Lights Project:**

- a) ₹ 4,489.12 (March 31, 2024: ₹ 4,623.74) will be recognised as revenue over the project life during operation and maintenance phase.

**C. Noida Smart City Lights Project:**

- a) ₹ 3,116.22 (March 31, 2024: ₹ 5,523.08) will be recognised as revenue over the project life during operation and maintenance phase.

**Reconciliation of revenue recognized with contract price:**

Contracted price as at opening of the year	48,881.41	48,454.90
Add: New contracts entered during the year	-	-
Less: Completed projects during the year	-	-
Add/(Less): Increase due to additional consideration recognised as per contractual terms/(decrease) due to scope reduction (net)	2,250.01	426.51
<b>Contracted price as at end of the year</b>	<b>51,131.42</b>	<b>48,881.41</b>
Revenue recognised during the year	7,039.17	4,014.79
Revenue recognised upto previous year (from the contracts pending for completion at the end of the year)	27,506.13	23,491.34
Balance revenue to be recognised in future i.e. unsatisfied performance obligation	16,586.12	21,375.28
<b>Contracted price as at end of the year</b>	<b>51,131.42</b>	<b>48,881.41</b>

**Critical estimates while determining the revenue:**

(i) Estimated Total Costs - The company's management determines the estimated total costs for the project over the project life. These estimates may depend on the outcome of future events and may need to be reassessed at the end of each reporting period.

(ii) Contract Price - Estimates in relation to the contract prices are based on service concession arrangements/agreements with the concerned parties.

Refer note 1.4 for accounting policy on Revenue recognition.

**20. Other income**

**a) Interest income from financial assets carried at amortised cost**

i) Bank Deposits	0.54	61.81
ii) Other financial assets	708.32	936.79
iii) Others	11.32	1.23

**b) Other non-operating income**

i) Interest income from statutory authorities	0.60	6.74
ii) Liabilities no longer required written back	142.57	-
iii) Reversal of expected credit loss allowance	47.20	-
<b>Total</b>	<b>910.55</b>	<b>1,006.57</b>

**21. Contract execution expenses**

Cost of supplies/erection and civil works	2,632.57	2,079.82
Bank guarantee charges	8.71	4.06
Insurance premium	13.76	51.92
<b>Total</b>	<b>2,655.04</b>	<b>2,135.80</b>



**TP Luminaire Private Limited**  
**Notes forming part of the financial statements for the year ended March 31, 2025**  
**All amounts are in ₹ Lakhs unless otherwise stated**

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
<b>22. Employee benefit expense</b>		
Salaries and wages (refer note (i) below)	407.61	450.17
Contribution to provident and other funds (refer note (ii) below)	13.53	7.24
Staff welfare expenses	9.22	3.63
<b>Total</b>	<b>430.36</b>	<b>461.04</b>
<p>(i) Employee benefits expense in the books of the entity pertains to employees who have been appointed on the payroll of Tata Projects Limited (Holding Company) and are working for the entity on deputation basis.</p> <p>(ii) Contribution to provident fund is made at Tata Projects Limited (Holding company) level considering the employees of the company as well. The same is then reimbursed from company as a cross charge. Tata Projects Limited makes provident fund contributions to Tata Projects Provident fund trust administered by the company and makes pension fund contribution to government administered pension fund.</p>		
<b>23. Finance costs</b>		
Interest expense on :		
(i) Borrowings	249.21	791.34
(ii) Delayed payment of income tax	2.27	0.45
(iii) Guarantee commission on corporate guarantee received from the holding company	-	18.35
(iv) Delayed payment to micro and small enterprises	3.41	8.24
<b>Total</b>	<b>254.89</b>	<b>818.38</b>
<b>24. Depreciation expense</b>		
Depreciation on property, plant and equipment	0.28	0.28
	<b>0.28</b>	<b>0.28</b>
<b>25. Other expenses</b>		
Rent	11.01	23.56
Power and fuel	7.96	5.19
Repairs and maintenance	1.40	0.63
Rates and taxes	0.50	1.52
Printing and stationery	1.37	2.23
Motor vehicle expenses	2.05	0.21
Travelling and conveyance	9.32	8.88
Legal and professional	6.12	6.81
Payment to auditors (refer note below)	6.18	2.61
Business development expenditure	0.22	6.54
Communication expenses	5.01	11.30
Brand equity contribution	16.41	-
Expected credit loss allowance	-	21.83
Bank charges	0.26	0.03
Miscellaneous expenses	4.81	5.88
<b>Total</b>	<b>72.62</b>	<b>97.22</b>
<b>Note:</b>		
Payment to auditors comprises of :		
a) Audit fees	5.00	2.00
b) Tax audit fees	0.50	0.28
c) Certifications	0.35	-
d) Reimbursement of expenses	0.33	0.33
<b>Total</b>	<b>6.18</b>	<b>2.61</b>



TP Luminaire Private Limited  
Notes forming part of the financial statements for the year ended March 31, 2025  
All amounts are in ₹ Lakhs unless otherwise stated

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
<b>26. Tax expense</b>		
<b>26.1 Income taxes recognised in the Statement of Profit and Loss</b>		
<b>Current tax</b>		
Current tax on profits for the year	1,496.84	17.56
	<b>1,496.84</b>	<b>17.56</b>
<b>Deferred tax</b>		
Increase/(Decrease) in Deferred tax liabilities	(348.15)	359.09
	<b>(348.15)</b>	<b>359.09</b>
<b>Total income tax expense recognised in the Statement of Profit and Loss</b>	<b>1,148.69</b>	<b>376.65</b>

**26.2 The income tax expense for the year can be reconciled to the accounting profit as follows:**

<b>Profit before tax</b>	<b>4,536.53</b>	<b>1,508.64</b>
Income tax expense calculated*	1,141.75	379.69
Others	6.94	(3.04)
<b>Income tax expense recognised in the Statement of Profit and Loss</b>	<b>1,148.69</b>	<b>376.65</b>

\* The tax rate used for the years 2024-25 and 2023-24 reconciliations above is the AOP tax rate of 25.168% (including surcharge and education cess) payable by Corporate entities in India on taxable profits under the Indian tax law.

**27. Earnings per equity share**

Profit for the year	A	3,387.84	1,131.99
<b>Basic and Diluted</b>			
Weighted average number of equity shares of ₹ 10/- each outstanding during the year	B	50,00,000	50,00,000
<b>Earnings per equity share (face value of ₹ 10/- each) - Basic and Diluted</b>	A/B	<b>67.76</b>	<b>22.64</b>



**TP Luminaire Private Limited**

Notes forming part of the financial statements for the year ended March 31, 2025

All amounts are in ₹ Lakhs unless otherwise stated

**28. Financial Instruments**

**28.1 Capital Management**

The company's business model is working capital centric. The company manages its working capital needs and long term capital expenditure, through capital (including retained earnings). The company is not subject to any externally imposed capital requirements. The company reviews its capital requirements on an annual basis, in the form of Annual Operating Plan (AOP).

The gearing ratio as at March 31, 2025 is -33.78% (March 31, 2024 : 74.72%).

**28.2 Gearing Ratio**

The gearing ratio at the end of the reporting period was as follows:

Particulars	As at March 31, 2025	As at March 31, 2024
Debt	-	3,598.50
Cash and cash equivalents	1,309.17	1,741.35
<b>Net Debt</b>	<b>(1,309.17)</b>	<b>1,857.15</b>
Total Equity (Share Capital + Reserves)	3,869.61	2,485.50
<b>Net Debt to equity ratio</b>	<b>-33.83%</b>	<b>74.72%</b>

**28.3 Categories of Financial instruments**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Financial assets</b>		
<b>Non-current</b>		
Other financial assets	622.27	2,218.23
<b>Current</b>		
Trade receivables	442.51	394.63
Cash and cash equivalents	1,309.17	1,741.35
Loans	2,146.00	1,123.00
Other financial assets	815.00	1,343.03
<b>Total</b>	<b>5,334.95</b>	<b>6,820.24</b>

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Financial liabilities</b>		
<b>Non-Current</b>		
Borrowings	-	2,133.47
<b>Current</b>		
Borrowings	-	1,465.03
Trade Payables	1,308.62	743.72
<b>Total</b>	<b>1,308.62</b>	<b>4,342.22</b>



**TP Luminaire Private Limited**

Notes forming part of the financial statements for the year ended March 31, 2025

All amounts are in ₹ Lakhs unless otherwise stated

**28.4 Financial Risk Management**

The Company is exposed to financial risks of (a) Increase in direct costs, (b) Increase in the company's operating cost. As regards the risk regarding increase in costs, Company has entered into long term contract with the major material suppliers, thereby restricting any increase in the direct costs. Company operates on an Operation & Maintenance (O&M) model, and has entered into a long term contract with the O&M service provider with defined cost escalation terms, that are commensurate with the timing of realisation of project revenues. Company has a well defined project budget considering all possible cost escalations so that the outcome of the project can be reliably measured.

**28.5 Market risk**

The Company is exposed to market risk of termination of the current contract as currently, the company is executing the projects awarded by Nashik Municipal Corporation, Ludhiana Municipal Corporation and New Okhla Industrial Development Authority (NOIDA). Considering the unique nature of the contract and technical and operational efficiency of the contract, the Company does not envisage any market risk of the nature mentioned above.

**28.6 Credit Risk Management**

The credit risk to the company is mainly from the following :

- a) Default from customer from honouring contractual commitments in terms of payments
- b) Delay by vendors for supply of material or from contractors in providing services, thus delaying the billing on customer
- c) Low quality job from sub contractors or the material suppliers resulting in avoidable losses

**Customer:**

The Company is executing the projects awarded by Nashik Municipal Corporation, Ludhiana Municipal Corporation and New Okhla Industrial Development Authority (NOIDA). Any default from the customer would pose a significant credit risk to the company. The Company does not envisage any risk on this account, as the customer is credit worthy. Further, the terms of the contract obligates the customer to perennially fund the escrow account opened exclusively for these projects, at all times, equivalent to 3 months of operations. The customer is funding the projects from its property tax realisations which are more than adequate to fund the projects. The projects being first of its kind and highly prestigious for the company, company does not envisage any event of delay or non remittance of funds. Therefore, company does not envisage any credit risk with respect to these projects.

The Company makes provision on its financial assets, on every reporting period, as per Expected Credit Loss Method. The provision is made separately for each financial asset. The percentage at which the provision is made, is determined on the basis of historical experience of such provisions, modified to the current and prospective business and customer profile.

**28.7 Fair Value Measurement**

Fair value of financial assets and liabilities measured at amortised cost.

Trade receivables, Cash and cash equivalents, Loans and other financial assets are at carrying values that approximate fair value. Trade payables and borrowings are at carrying values that approximate fair value. If measured at fair value in the financial statements, these financial instruments would be classified as Level 3 in the fair value hierarchy.



**TP Luminaire Private Limited**

Notes forming part of the financial statements for the year ended March 31, 2025

All amounts are in ₹ Lakhs unless otherwise stated

**28.8 Interest rate risk management**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of change in market interest rates. Since the company doesn't have borrowings it is not prone to interest rate risk.

**28.9 Liquidity Risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

**28.10 Details on derivative instruments and unhedged foreign currency exposures**

i) There are no outstanding forward exchange contracts as at March 31, 2025 and March 31, 2024.

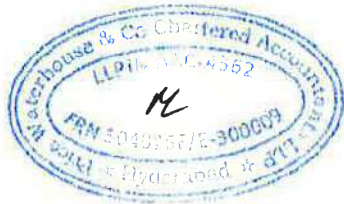
ii) There is no foreign currency exposure as at March 31, 2025 and March 31, 2024.

iii) The net foreign exchange gain/(loss) credited/debited to the Statement of Profit and Loss is ₹ Nil (March 31, 2024: ₹ Nil).

**28.11 Financing facilities**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Secured bank loan facilities in the form of Long term debt</b>		
Amount used (refer note 13 and 16)	-	1,259.08
Amount unused (refer note (i) below)	-	-
<b>Total</b>	-	<b>1,259.08</b>

(i) Facility availed from the bank for the term loan was ₹ 11,135.49 and during the year ended March 31, 2025, an amount of ₹ 1,259.08 (March 31, 2024 : ₹ 4,507.41) was repaid.



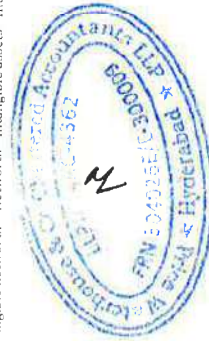
TP Luminaire Private Limited  
Notes forming part of the financial statements for the year ended March 31, 2025

29. Key ratios

Particulars	Numerator	Denominator	As at March 31, 2025	As at March 31, 2024	Variance %	Reason for variance above 25%
(a) Current ratio (times)	Total current assets	Total current liabilities	3.42	2.36	45%	New loans given in the current year and prepayment of existing term loan and optionally convertible debentures during the current year.
(b) Debt equity ratio (times)	Borrowings (Current + Non-current)	Total equity	-	1.48	-100%	Pre-payment of existing term loan and optionally convertible debentures during the current year.
(c) Debt service coverage ratio (times)	Profit after tax + Interest on borrowings + Depreciation expense + other non cash items	Interest on borrowings + Repayment of non-current borrowings during the current year	2.38	0.37	543%	Reduction in finance cost on account of pre-payment of existing term loan and optionally convertible debentures during the current year.
(d) Return on equity ratio (%)	Profit for the year	Average share holders equity	108.47%	60.75%	79%	Increase in revenue from operations and better margins during the year.
(e) Inventory turnover ratio (times)	Contract execution expenses	Average inventories	9.00	6.87	31%	Increase in consumption of inventory during the year used in execution of projects.
(f) Trade receivables turnover ratio (times)	Revenue from operations	Average trade receivables	16.82	7.83	115%	Increase in revenue from operations during the year.
(g) Trade payables turnover ratio (times)	Contract execution expenses + Other expenses excluding expected credit loss reversal	Average trade payables	2.66	2.22	20%	Not applicable
(h) Net capital turnover ratio (times)	Revenue from operations	Average working capital*	2.14	1.59	34%	Increase in revenue from operations during the year.
(i) Net profit ratio (%)	Profit for the year	Revenue from operations	48.13%	26.20%	71%	Increase in revenue from operations and better margins during the year.
(j) Return on Capital employed (%)	Profit before tax + Interest on borrowings	Tangible networth** + Total Debt	116.52%	34.60%	237%	Reduction in finance cost on account of pre-payment of existing term loan and optionally convertible debentures during the current year.
(k) Return on investment (%)	Profit before tax + Interest on borrowings	Average Total assets	72.89%	24.94%	192%	Increase in profit before tax on account of increase in revenue from operations and reduction in finance cost on account of pre-payment of loans and increase in Total assets on account of loans given during the year.

\* Working capital = Current assets - Current liabilities

\*\* Tangible networth = Networth - intangible assets - Intangible assets under development



**TP Luminaire Private Limited**

Notes forming part of the financial statements for the year ended March 31, 2025

All amounts are in ₹ Lakhs unless otherwise stated

**30. Segment Information**

The Company operates in only one business segment viz. Executing Smart City Projects in India. Therefore, segment wise reporting under Indian Accounting Standard - 108 "Segment Reporting" is not applicable.

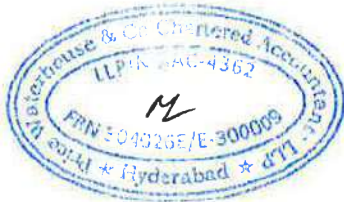
**31. Related party transactions :**

**31.1 Details of related parties:**

Description of relationship	Names of related parties
(i) Ultimate Holding Company	Tata Sons Private Limited
(ii) Holding Company	Tata Projects Limited
(iii) Subsidiary of the Holding Company	Artson Engineering Limited Ujjwal Pune Limited
(iv) Subsidiary of the Ultimate Holding Company	Tata Communications Limited Tata AIG General Insurance Company Limited Tata Communications Collaboration Services Private Limited
(v) Key Managerial Personnel	Raman Kapil (Director) (w.e.f January 05, 2024) Deepak Natarajan (Director) (w.e.f June 10, 2024 until April 28, 2025) Rahul Sharma (Director) (w.e.f April 05, 2024) Ravishankar Chandrasekaran (Director) (until April 05, 2024) Sanjay Sharma (Director) (until June 09, 2024)

**31.2 Details of related party transactions**

Particulars	Transactions during the year		Balances outstanding at the end of the year	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
<b>Tata Sons Private Limited</b>				
Brand equity contribution	16.41	-	-	-
Trade payables	-	-	9.35	-
<b>Tata Projects Limited</b>				
Redemption of Debentures	2,133.47	-	-	-
Borrowings - Debentures	-	-	-	2,133.47
Interest accrued on borrowings	-	-	-	52.58
Contract Reimbursable expenses payable	-	-	472.55	435.94
Guarantee commission on corporate guarantee received	-	18.35	-	-
Interest on borrowings	249.00	320.90	-	-
Corporate guarantee received	-	-	-	1,259.08
Financial benefit on the corporate guarantee received	-	-	-	4.98
Bank guarantee received	-	-	200.00	200.00
Dividend paid	2,000.00	-	-	-
<b>Artson Engineering Limited</b>				
Loan Given	200.00	400.00	200.00	400.00
Loan received back	400.00	-	-	-
Interest Income	56.80	7.64	-	-
<b>Ujjwal Pune Limited</b>				
Loan Given	1,223.00	723.00	1,946.00	723.00
Interest Income	170.75	13.13	-	-
Interest accrued and due	-	-	27.60	13.13
<b>Tata Communications Limited</b>				
Contract Execution Expenses	2.75	-	-	-
Trade payables	-	-	2.02	-
<b>Tata AIG General Insurance Company Limited</b>				
Other expenses	0.33	-	-	-
<b>Tata Communications Collaboration Services Private Limited</b>				
Contract Execution Expenses	60.17	-	-	-
Other expenses	0.17	-	-	-



**TP Luminaire Private Limited****Notes forming part of the financial statements for the year ended March 31, 2025****All amounts are in ₹ Lakhs unless otherwise stated****32. Contingent liabilities and commitments (to the extent not provided for)**

(i) There are no outstanding contingent liabilities as at March 31, 2025 (March 31, 2024 : ₹ Nil).

(ii) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advance) is ₹ Nil (March 31, 2024 : ₹ Nil).

33. The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956 for the year ended March 31, 2025 and March 31, 2024.

34. During the current year, there are no charges or satisfaction of charges which are yet to be registered with the Registrar of Companies beyond the statutory period.

35. The Company is a subsidiary of Tata Projects Limited which is part of the TATA Group (the "Group"). The Group includes the following Core Investment Company (CIC) in its structure:

- Tata Sons Private Limited
- Tata Industries Limited
- Panatone Finvest Limited
- TMF Holdings Limited
- Protraviny Private Limited
- T S Investments (unregistered)

36. The Company has not entered into any scheme of arrangement which has an accounting impact for the year ended March 31, 2025 and March 31, 2024.

37. The Company has not received any whistleblower complaints during the financial year ended March 31, 2025 and March 31, 2024.

38. The Company does not have any subsidiaries. Hence, the provisions prescribed under clause (87) of section 2 of the Companies Act, 2013, read with companies (Restriction on number of Layers) Rules 2017 are not applicable.

39. The Company has not advanced or given loan or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

40. The Company has not received any funds from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.



**TP Luminaire Private Limited**

**Notes forming part of the financial statements for the year ended March 31, 2025**

**All amounts are in ₹ Lakhs unless otherwise stated**

41. There is no income surrendered or disclosed as income during the year ended March 31, 2025 and March 31, 2024 in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
42. The Company has not traded or invested in crypto currency or virtual currency during the year ended March 31, 2025 and March 31, 2024.
43. The Company is not declared wilful defaulter by any bank or financial Institution or government or any government authority,
44. No proceedings have been initiated on or are pending against the company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
45. During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions on the basis of security of current assets and accordingly, the question of the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

**46. Service concession arrangements**

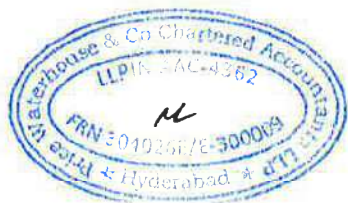
Below are the information related to service concession arrangement the entity has entered into with New Okhla Industrial Development Authority, Nashik Municipal Corporation and Ludhiana Municipal Corporation as per disclosure requirement of Appendix D to Ind AS 115 'Revenue from Contracts with Customers'.

**New Okhla Industrial Development Authority ('NOIDA' or 'Authority')**

- i) The agreement is for Design, Build, Finance, Operate, Maintain & Transfer the project by replacement of high impact street light by installing Energy Efficiency LED Street lights along with Feeder basis SCADA system.
- ii) Below are the significant terms of the arrangement that may affect the amount, timing and certainty of future cash flows:
  - Tenure: 8 years
  - Billing cycle details: Calender Month 1st to end date of that month
- iii) Obligations to deliver specified assets at the end of the concession period : At the expiry of the project duration, all rights and titles to, and interests in, all improvements and equipment constructed or systems installed will be vested in NOIDA, The Contractor shall transfer and surrender possession of the said equipment and systems to Authority in working condition.
- iv) Renewal and termination options: Authority may terminate this concession agreement by giving a termination notice to the concessionaire if a concessionaire event of default has occured and continued for more than 30 days.
- v) As per the terms of the arrangement, the consideration is right to 'financial asset'.
- vi) There is no change in the arrangement during the current year.

**Nashik Municipal Corporation ('NMC'/'Authority')**

- i) The agreement is for implementation of Smart LED Street Lights in Lieu of Rights of Sharing Energy Savings on Public- Private-Partnership (PPP) basis for PAN City area under Nashik City on Design, Build, Finance, Operate, Maintain, Monetize and Transfer (DBFOMMT) Basis.
- ii) Below are the significant terms of the arrangement that may affect the amount, timing and certainty of future cash flows:
  - Tenure: 7 years
  - Escalation clause: Tariff Rate- 6.62 Per unit with an yearly escalation of 5% or actual whichever is higher
  - Billing cycle details: Calender Month 1st to end date of that month
- iii) Obligations to deliver specified assets at the end of the concession period : At the expiry of the project duration, concessionaire shall hand over vacant and peaceful possession of the Project Site with all the Installed Facilities to NMC and in good operable.
- iv) Renewal and termination options: On demand of the concessionaire the concession period will be extended for next 3 years on the condition to maintain the minimum Performance criteria's as per the RFP based on mutual discussions after successful completion of 6 years of O&M duration.
- v) As per the terms of the arrangement, the consideration is right to 'financial asset'.
- vi) There is no change in the arrangement during the current year.



**Ludhiana Municipal Corporation ('LMC' or 'Authority')**

- i) The agreement is for replacement of existing luminaries (within municipal boundary of Ludhiana Municipal Corporation ) with LED luminaries (including LED lamp, driver, and luminaire) and installation of centralized control and monitoring system (CCMS). Further to undertake comprehensive operation & maintenance of street lighting network for contract period.
- ii) Below are the significant terms of the arrangement that may affect the amount, timing and certainty of future cash flows:
- Tenure: 8 Years
  - Escalation clause: an annual escalation of 3% in the tariff rate starting from 6.69 Rs/KWh
  - Billing cycle details: Calender Month 1st to end date of that month
- iii) Obligations to deliver specified assets at the end of the concession period : On the expiry of the contract period all rights and title to and interests in all improvements and equipment constructed, or system installed are vested in LMC, free and clear of all and any liens and encumbrances created or caused by the entity.
- iv) Renewal and termination options: Authority may terminate this concession agreement by giving a termination notice to the concessionaire if a concessionaire event of default has occurred and continued for more than 60 days. Further, the entity may terminate the contract by giving a termination notice if a LMC/authority event of default occurred and continued for more than 60 days after authority has received the notice from the concessionaire mentioning the authority event of default and requestig authority to remedy such authority event of default.
- v) As per the terms of the arrangement, the consideration is right to 'financial asset'.
- vi) There is no change in the arrangement during the current year.
47. The financial statements were approved for issue by the Board of Directors on April 28, 2025.

**For Price Waterhouse & Co Chartered Accountants LLP**

Firm Registration Number : 304026E/E-300009


**Manikanta Manoj B V**

Partner

Membership Number : 229830

Place: Hyderabad

Date: April 28, 2025

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

**Raman Kapil**

Director

DIN : 10454636

Place : Mumbai

Date: April 28, 2025


**Rahul Sharma**

Director

DIN : 02290965

Place : Mumbai

Date: April 28, 2025