602, Floor 6, Raheja Titanium
Western Express Highway, Geetanjali Railway Colony
Ram Nagar, Goregaon (E) Mumbai 400063, INDIA

Independent Auditor's Report

To the Board of Directors of COMMTEL NETWORKS (FZC)

Opinion

We have audited the accompanying Special Purpose Ind AS Standalone Financial Information of Commtel Networks (FZC) ("the Company") which comprises the Special Purpose Standalone Balance sheet as at 31 March 2025, and the Special Purpose Standalone Statement of Profit and Loss (including Other Comprehensive Income), Special Purpose Standalone Statement of Changes in Equity and Special Purpose Standalone Statement of Cash Flows along with the material accounting policies and other explanatory information for the year 1 April 2024, to 31 March 2025 (hereinafter together referred to as "Special Purpose Ind AS Standalone Financial Information").

In our opinion and to the best of information and according to the explanations given to us, the aforesaid Special Purpose Ind AS Standalone Financial Information of the Company for the year ended 31 March 2025, are prepared in all respects, in accordance with the basis of accounting set out in Note 1(B)(ii) to the Special Purpose Ind AS Standalone Financial Information.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ('SAs') issued by the Institute of Chartered Accountants of India ('the ICAI'). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Special Purpose Ind AS Standalone Financial Information section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the ICAI together with the ethical requirements that are relevant to our audit of the Special Purpose Ind AS Standalone Financial Information, 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.

Emphasis of Matter- Basis of Preparation and Restriction on Distribution and Use

We draw attention to Note 1(B)(ii) to the Special Purpose Standalone Ind AS Financial Statements, which describe the purpose and basis of its accounting. These Special Purpose Standalone Ind AS Financial Statements have been prepared by the management of the Company, solely for the purpose of the preparation of the Consolidated Financial Statement of Commtel Networks Limited (Formerly known as Commtel Networks Private Limited) for the year 31 March 2025 and to comply with the requirements to present the Financial Statements of material subsidiary by the parent company.

As a result, this Special Purpose Ind AS Standalone Financial Statement is for understanding the Company financial information for the year 31 March, 2025 and is not a complete set of financial statements of the Company in accordance with applicable financial reporting framework. This Special Purpose Ind AS Standalone Financial Statement is therefore not be suitable for any another purpose.

Our report is intended solely for the purpose specified above. This should not be distributed to or used by any other parties. M S K C & Associates LLP shall not be liable to the Company or to any other concerned for any claims, liabilities or expenses relating to this assignment. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

Our Opinion is not modified in respect of this matter.

Responsibilities of Management and Those charged with Governance for Special Purpose Ind AS Standalone Financial Information

The management of the Company is responsible for the preparation and fair presentation of this Special Purpose Standalone Ind AS Financial Statements in accordance with note 1(B)(ii) on basis of accounting this includes design, implementation and maintenance of such internal control as management determines is necessary to enable the preparation of the Special Purpose Ind AS Standalone Financial Information, that are free from material misstatement whether due to fraud or error.

In preparing the Special Purpose Ind AS Standalone Financial Information, the management of the Company are responsible for assessing the Company ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so.

Those Charged with governance are responsible for overseeing the Company financial reporting process.

Auditor's Responsibilities for the Audit of the Special Purpose Standalone Ind AS Financial Statements

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

We give in **"Annexure A"** a detailed description of Auditor's responsibilities for Audit of the Special Purpose Ind AS Standalone Financial Information.

For M S K C & Associates LLP (Formerly known as M S K C & Associates)
Chartered Accountants
ICAI Firm Registration Number - 001595S/S000168

Ojas D. Joshi
Partner
Membership No. 109752
UDIN: 25109752BMMMIZ9971

Place: Mumbai
Date: 25 September 2025

ANNEXURE A To the Independent Auditor's Report on even date on the Audit of the Special Purpose Standalone Ind AS Financial Statements of Commtel Networks (FZC)erly known as Commtel Networks Private Limited).

Auditor's Responsibilities for the Audit of the Special Purpose Standalone Ind AS Financial Statements

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

- Identify and assess the risks of material misstatement of the Special Purpose Ind AS Standalone Financial Information, 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, but not for expressing our opinion on whether the entity has internal financial controls with reference to Special Purpose Standalone Ind AS Financial Statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company 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 Special Purpose Standalone Ind AS 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.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For M S K C & Associates LLP (Formerly known as M S K C & Associates)
Chartered Accountants
ICAI Firm Registration Number - 001595S/S000168

OJoshi

Ojas D. Joshi
Partner
Membership No. 109752
UDIN: 25109752BMMMIZ9971

Place: Mumbai
Date: 25 September 2025

COMMTEL NETWORKS (FZC)
Sharjah Airport International Free Zone, Sharjah (U.A.E.)
2024-2025
(All amounts are in INR Million except as stated otherwise)

SPECIAL PURPOSE STANDALONE BALANCE SHEET AS ON 31 MARCH 2025

PARTICULARS	NOTE	31 Mar 2025
I. ASSETS		
Non-current assets		
Property, Plant and Equipment	2	36.51
Right of use assets	36	21.31
Capital work-in-progress		-
Financial Assets		
(i) Investments	3	275.00
(ii) Trade Receivables	4	114.60
(iii) Other Assets	5	96.94
Other Non-current assets	6	395.16
Total Non-current assets		**939.52**
Current assets		
Inventories	7	93.96
Financial Assets		
(i) Trade receivables	8	1,631.41
(ii) Cash and cash equivalents	9	602.45
(iii) Bank balances other than (ii) above	10	574.60
(iv) Other Financial assets	11	77.61
Other Current Assets	12	561.74
Total Current Assets		**3,541.77**
Total Assets		**4,481.29**
EQUITY AND LIABILITIES		
Equity		
Equity Share capital	13	4.55
Other Equity	14	3,672.32
Total Equity		**3,676.87**
Liabilities		
Non-current liabilities		
Financial Liabilities		
(i) Borrowings	15	2.93
Provisions	16	93.67
Total non-current liabilities		**96.60**
Current liabilities		
Financial Liabilities		
(i) Borrowings	17	3.29
(ii) Lease Liabilities	18	20.97
(i) Trade payables	19	293.87
(ii) Other financial liabilities	20	109.79
Provisions	21	1.96
Other Current Liabilities	22	277.94
Total Current liabilities		**707.82**
Total Equity and Liabilities		**4,481.29**
Summary of material accounting policies & Notes to Special Purpose Standalone financial statements.	1 to 42	

As per our report of even date
For M S K C & Associates LLP
(Formerly known as M S K C & Associates)
Chartered Accountants
Firm's Registration No.: 001595S/S000168

Ojas D. Joshi
Partner
Membership No: 109752
Place: Mumbai
Date: 25 September, 2025

For Commtel Networks (FZC)

Shriprakash R. Pandey
Director

Place: Navi Mumbai
Date: 25 September, 2025

COMMTEL NETWORKS (FZC)
Sharjah Airport International Free Zone, Sharjah (U.A.E.)
2024-2025
(All amounts are in INR Million except as stated otherwise)

SPECIAL PURPOSE STANDALONE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31 MARCH 2025

PARTICULARS	NOTE	2024-2025
REVENUE		
Revenue from Operations	23	3,320.03
Other Income	24	57.15
TOTAL INCOME		**3,377.18**
EXPENSES		
Cost of Materials consumed	25	1,320.16
(Increase)/Decrease in Project in progress	26	13.16
Employee benefit expenses	27	443.18
Finance costs	28	10.47
Depreciation and amortisation expense	29	30.90
Other expenses	30	778.13
TOTAL EXPENSES		**2,596.00**
Profit / (Loss) before tax		***781.18***
Tax expense: (Refer note 38)		
- Current tax		-
- Deferred tax		-
		-
Profit/ (Loss) after tax for the year		**781.18**
Other Comprehensive Income :		
(i) Items that will not be reclassified to profit or loss		
- Remeasurement gain/ (loss) on defined benefit obligation		(34.66)
Total Comprehensive Income		**(34.66)**
Total Comprehensive Income for the year		***746.52***
Earnings per equity share		
- Basic		260,393
- Diluted		260,393
Summary of material accounting policies & Notes to Special Purpose Standalone financial statements.	1 to 42	

As per our report of even date
For M S K C & Associates LLP
(Formerly known as M S K C & Associates)
Chartered Accountants
Firm's Registration No.: 001595S/S000168

Ojas D. Joshi
Partner
Membership No: 109752
Place: Mumbai
Date: 25 September, 2025

For Commtel Networks (FZC)

Shriprakash R. Pandey
Director

Place: Navi Mumbai
Date: 25 September, 2025

(All amounts are in INR Million except as stated otherwise)

SPECIAL PURPOSE STANDALONE STATEMENT OF CASH FLOWS

PARTICULARS	31 Mar 2025
Cash Flows From Operating Activities	
Profit for the year	781.18
Adjustments for :	
Depreciation on Property, Plant & Equipment	30.90
Loss/(Gain) on disposal of property, plant & equipment	76.19
Finance Expense	10.47
Employee end of service benefits provided	29.37
Allowance for Expected Credit Loss	32.20
Interest income	(33.15)
Unwinding of Financial Assets	(0.73)
Dividend Income	(15.35)
Operating Profit before working capital changes	***911.08***
Adjustments for :	
Change in operating assets and liabilities:	
Movement in inventories	132.02
Movement in accounts receivables	(1,111.95)
Movement in other receivables (non-current)	(85.19)
Movement in Other financial assets (Current)	139.85
Movement in Other Current assets	(308.57)
Movement in Other non current financial assets	0.81
Movement in accounts and other payables	186.47
Movement in other financial liabilities	81.86
Movement in Other current liabilities	262.50
Net Cash Generated (used in) from Operating Activities	**208.88**

M S K C & ASSOCIATES LLP ★ Chartered Accountants

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COMMTEL NETWORKS FZC

COMMTEL NETWORKS (FZC)
Sharjah Airport International Free Zone, Sharjah (U.A.E.)
2024-2025
(All amounts are in INR Million except as stated otherwise)

SPECIAL PURPOSE STANDALONE STATEMENT OF CASH FLOWS

PARTICULARS	31 Mar 2025
Cash Flows From Investing Activities	
Movement in development cost	(4.43)
(Additions) to property, plant & equipment	(23.79)
(Additions) to investments	(1.21)
Fixed Deposits placed	(637.61)
Fixed Deposits matured	75.63
Loans given	(82.62)
Interest income	15.13
Net Cash Generated (used in) Investing Activities	**(658.90)**
Cash Flows From Financing Activities	
Fresh Proceeds from long term borrowings	6.22
Movement in lease liabilities	(33.76)
Interest on lease liabilities	(1.54)
Finance costs	(8.93)
Net cash Generated (used in) Financing Activities	**(38.01)**
Net movement in cash & Cash equivalents	**(488.03)**
Cash and Cash equivalents at the beginning of the year	1,063.64
Foreign Cash Translation Reserve on Cash & Cash Equivalents	26.84
Cash and Cash equivalents at end of the year [Refer Note 9]	**602.45**
Balance as per balance sheet	602.45
Summary of material accounting policies & Notes to Special Purpose Standalone financial statements.	1 to 42

As per our report of even date
For M S K C & Associates LLP
(Formerly known as M S K C & Associates)
Chartered Accountants
Firm's Registration No.: 001595S/S000168

Ojas D. Joshi
Partner
Membership No: 109752

Place: Mumbai
Date: 25 September, 2025

For Commtel Networks (FZC)

Shripraka sh R. Pandey
Director

Place: Navi Mumbai
Date: 25 September, 2025

(All amounts are in INR Million except as stated otherwise)

SPECIAL PURPOSE STANDALONE STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31 MARCH 2025

PARTICULARS	Share Capital	Statutory reserve	Retained Earnings	Foreign Currency Translation Reserve	Total
Balance as at 1 April 2024	**4.55**	**2.46**	**2,486.20**	**362.10**	**2,855.31**
Net profit for the year	-	-	781.18	-	781.18
Other Comprehensive Income for the year	-	-	(34.66)	-	(34.66)
Net Movement	-	-	-	75.04	75.04
Balance as at 31 March 2025	**4.55**	**2.46**	**3,232.72**	**437.14**	**3,676.87**

Summary of material accounting policies & Notes to Special Purpose Standalone financial statements. (1 to 42)

As per our report of even date
For M S K C & Associates LLP
(Formerly known as M S K C & Associates)
Chartered Accountants
Firm's Registration No.: 001595S/S000168

Ojas D. Joshi
Partner
Membership No: 109752

Place: Mumbai
Date: 25 September, 2025

For Commtel Networks (FZC)

Shripakash R. Pandey
Director

Place: Navi Mumbai
Date: 25 September, 2025

Commtel Networks (FZC)
Sharjah Airport International Free Zone, Sharjah (U.A.E.)
NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS

1. COMPANY OVERVIEW AND MATERIAL ACCOUNTING POLICIES

A. Group Information:

Commtel Networks (FZC) (the Company) is incorporated and registered as a Free Zone Company with Limited Liability with Sharjah Airport International Free Zone Authority in the emirate of Sharjah (U.A.E.) under industrial license no. 04713, commercial license no. 15455, service license no. 23115 & having Certificate of Incorporation/Registration no. 2619.

These financial statements of the Company has been approved by the Board of Directors at their meeting held on 25 September 2025.

The shareholders of the Company as at reporting date & their interest on that date in the share capital of the Company were as follows:

Sr. No	Shareholders	Legal Status/ Nationality	Shares	Amount (AED)	%
1.	M/s Commtel Networks Limited, Indian company, represented by Mr. Shriprakash Ramshringar Pandey	Indian Company	2,910	291,000	97.00%
2.	Mr. Shriprakash Ramshringar Pandey	Indian	60	6000	2.00%
3.	Mr. Rohit Omprakash Pandey	Indian	30	3000	1.00%
	Total		3,000	300,000	100.00%

M/s Commtel Networks Limited (Formerly Known as "Commtel Networks Private Limited"), a company registered in India, under CIN no. U32201MH1998PTC116062, under the Indian Companies Act of 2013 & its amendments thereafter having its registered office at 23, White Castle, 34-35, Union Park, Chembur, Mumbai - 400 071, India, is the major shareholder of the Company.

The principal place of business is located at 400 M2 Warehouse, P6 - 48 & P6 - 49, T5-92 & T5-93 and T5-111 & TS-112, Sharjah Airport International Free Zone, Sharjah (U.A.E.) and registered address of the Company is Post Box 120988, Sharjah Airport International Free Zone, Sharjah (U.A.E.).

The Company is a specialized engineering and technology group specializing in designing, building and implementing integrated telecommunication, security, and safety ("iTSS") systems for critical national infrastructure ("CNI") facilities, with a specific focus on oil and gas and power sectors.

M S K C & ASSOCIATES LLP * Chartered Accountants *

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COMMTEL NETWORKS FZC

Commtel Networks (FZC)
Sharjah Airport International Free Zone, Sharjah (U.A.E.)
NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS

B. Statement of Compliance and Basis of Preparation

(i) Statement of compliance

The Special Purpose Standalone Financial Statement for the year ended 31 March, 2025 were prepared in accordance with the accounting standards notified under the Companies (Accounting Standards) Rules, 2015 (as amended) and the other relevant provisions of the Act to the extent applicable and is not a complete set of financial statements.

(ii) Basis of Preparation

The Special Purpose Ind AS Standalone Financial Statements of Commtel Networks (FZC) (the Company) comprises the Special Purpose Standalone Balance Sheet as at 31 March, 2025, and the Special Purpose Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Special Purpose Standalone Statement of Cash Flows and the Special Purpose Standalone Statement of Changes in Equity for the period as at 31 March, 2025 and a summary of material accounting policies and other explanatory information (together referred to as the "Special Purpose Standalone Financial statements").

This Special Purpose Ind AS Standalone Financial Statement of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II (Ind AS) of Schedule III to the Companies Act, 2013, to the extent applicable (being reporting framework) for the preparation of these Special Purpose Ind AS Standalone Financial Statement.

The Special Purpose Ind AS Standalone Financial Statement do not include the comparative financial information and disclosures.

This Special Purpose Ind AS Standalone Financial Statement has been prepared by the entity for the purpose of preparation of the Consolidated Financial Statement of Commtel Networks Limited (Formerly known as Commtel Networks Private Limited) for the year 31 March 2025 and to comply with the requirements to present the Financial Statements of material subsidiary by the parent company.

As a result, this Special Purpose Ind AS Standalone Financial Statement is for understanding the Group's Consolidated financial information for the year 31 March, 2025 and is not a complete set of financial statements of the Group in accordance with applicable financial reporting framework. This Special Purpose Ind AS Standalone Financial Statement is therefore not be suitable for any another purpose.

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COMMTEL NETWORKS FZC

The standalone financial statements and information:

a) have been prepared on accrual basis and in accordance with historical cost convention, except for certain class of financial assets and liabilities and net liability for defined benefits plans that are measured at fair value as required by relevant Ind AS. The accounting policies are applied consistently to all the periods presented in the financial statements.
b) The financial statements are presented in INR rounded to the nearest million, the functional currency of the Group. Items included in the financial statements of the Group are recorded using the currency of the primary economic environment in which the Group operates (the 'functional currency').
c) The Company has prepared the Standalone financial statements on the basis that it will continue to operate as a going concern.
d) have been prepared after incorporating adjustments for the changes in accounting policies, rectification of errors, and regrouping/ reclassifications to reflect the same accounting treatment as per the accounting policies and grouping/ classifications followed as at and for the year ended 31 March 2025.

(iii) Current and Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle.
- it is held primarily for the purpose of trading ;
- It is expected to be realised within 12 months after the reporting period; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- It is expected to be settled in the Company's normal operating cycle;
- It is held primarily for the purpose of trading
- It is due to be settled within 12 months after the reporting date or
- the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

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

Operating Cycle

Based on the nature of products/activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents. The Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

(iv) Property, Plant & Equipment

All items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses if any. Cost includes expenditure that is directly attributable to the acquisition of the items and the estimated present value of any future unavoidable costs of dismantling and removing items. Parts (major components) of an item of Property, plant and equipment's having different useful lives are accounted as separate items of property, plant and equipment's.

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

Capital work-in-progress comprises of cost incurred on property, plant and equipment under construction / acquisition that are not yet ready for their intended use at the Balance Sheet Date. Advances paid towards the acquisition of property, plant and equipment outstanding at each reporting date is classified as Capital Advances under "Other Non-Current Assets" and assets which are not ready for intended use as on the reporting date are disclosed as "Capital Work in Progress".

Derecognition

An item of Property, Plant and Equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss.

M S K C & ASSOCIATES LLP Chartered Accountants

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Depreciation

Depreciation on property plant and equipment is computed on the straight- line method based on the life assigned to each asset in accordance with Schedule II of the Companies Act, 2013 or as per applicable law in home country.

The residual values, useful lives and method of depreciation of property, plant and equipment is reviewed at each financial year end and adjusted prospectively, if appropriate.

The Company depreciates them separately based on underlying geography and specific useful life:

Asset Class	Useful Life
Test Equipments	5 years
Computer & Printers	5 years
Office Equipments	5 years
Vehicles	5 years
Furniture & Fixtures	5 years

(v) Leases

The Company's lease asset primarily consists of leases for Building. The Company assesses whether a contract contains a lease, at inception of a contract. The determination of whether a contract is (or contains) a lease is based on the substance of the contract at the inception of the lease. The contract is, or contains, a lease if the contract provides lessee, the right to control the use of an identified asset for a period of time in exchange for consideration. A lessee does not have the right to use an identified asset if, at inception of the contract, a lessor has a substantive right to substitute the asset throughout the period of use.

The Company accounts for the lease arrangement as follows

Where Company is a lessee

Right of Use Asset - The Company applies single recognition and measurement approach for all leases, except for short term leases (i.e for period upto 12 months) and leases of low value assets. On the commencement of the lease, the Company, in its Consolidated Balance Sheet, recognized the right of use asset at cost and lease liability at present value of the lease payments to be made over the lease term. Subsequently, the right of use asset is measured at cost less accumulated depreciation [calculated on straight line method] and any accumulated impairment loss. Right-

M S K C & ASSOCIATES LLP ★ Chartered Accountants

كومتل نتوركس م.م.ح P.O. Box: 120988 Sharjah -U.A.E. Tel: 06-5573038 Fax: 06-5573039 COMMTEL NETWORKS FZC of-use assets are depreciated on a straight-line basis over the lease term as per the underlying contracts.

Lease liabilities - At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. The lease payment made, are apportioned between the finance charge and the reduction of lease liability and are recognized as expense in the Consolidated Statements of profit and loss.

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

Lease deposits given are a financial asset and are measured at amortised cost under Ind AS 109 since it satisfies Solely Payment of Principal and Interest (SPPI) condition. The difference between the present value and the nominal value of deposit is considered as Right of Use Asset and depreciated over the lease term as follows.

Asset category	Lease Term
Building	5 years

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Unwinding of discount is treated as finance income and recognized in the Consolidated Statement of profit and loss.

(vi) Inventories

Inventory of materials are valued at lower of cost (net of indirect taxes, wherever recoverable) and net realizable value. Cost of inventory includes cost of purchases and all other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Project in-progress is valued at lower of cost (net of indirect taxes, wherever recoverable) and net realizable value.

(vii) Cash and Cash Equivalents:

Cash and cash equivalents includes cash in hand, deposits held with banks, other short term highly liquid investments with original maturities of three months or less, and – for the purpose of the statement of cash flows - bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the Consolidated balance sheet.

Cash Flows are reported using indirect method as set out in Ind AS – 7 "Statement of Cash flows" whereby profit/(loss) before tax is adjusted for the effects of transactions of non -cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

(viii) Revenue from Contracts with Customers:

The Company earns revenue primarily from delivery of turnkey projects, which involves end-to-end project deliveries from design to commissioning iTSS solutions for new CNI facilities and major upgrades to such facilities. These implementations encompass complete project lifecycle management from initial requirements analysis through final system commissioning and handover. The projects are undertaken in a systematic, milestone driven approach involving selection of technologies, system capacity sizing, architecture design, detailed engineering, integration, commissioning, inspection, testing and handover.

The Company also earns revenue from Engineering Services at the operational support stage, which encompasses field engineering services and operations and maintenance solutions.

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Revenue from turnkey project contracts with customers is recognized over the period of time if any of the below mentioned criteria is met:

1. The Customer simultaneously receives and consumes the benefits as the Company performs. The same includes plant operations and maintenance, customer services, etc.
2. The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced
3. The Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

Revenue from integration of turnkey projects where the performance obligations is satisfied over time are recognized using input method.

In other cases of turnkey project contracts where above conditions are not met, the revenue is recognised when performance obligation with respect to the project is satisfied.

Revenue from contract with customers is recognized only when the outcome of a project contract can be estimated reliably and is based on the extent of progress towards completion of the performance obligation. Input method of progress is used because it best depicts the transfer of control to the customer which occurs as it incurs costs on contracts. Under this method, the extent of progress towards completion is measured based on the proportion of costs incurred to date to the total estimated costs at completion of the performance obligation. Cost estimates on significant contracts are reviewed periodically, or when circumstances change and warrant a modification to a previous estimate. Provisions for anticipated losses on long-term contracts are recorded in full when such losses become evident, to the extent required.

Transaction Price for projects is the amount which Company expects to receive from customer in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties. The Company includes certain variable considerations as part of transaction price such as price escalations, performance related incentives and penalties including liquidated damages. The amount of variable consideration is estimated considering the expected value method or most likely amount method as appropriate in a given circumstance to the extent it is highly probable that the significant reversal of revenue will not occur.

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the

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customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration excluding any amounts presented as a receivable.

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is received. Contract liabilities are recognised as revenue when the Company performs under the contract.

Revenue from engineering services is recognized over time as the customer receives the benefit of the Company's performance and the Company has an enforceable right to payment for services rendered.

Revenue from annual maintenance contracts is recognized on an accrual basis pro-rata over the term of the contract.

(ix) Other Income

Interest Income
Interest income on investments, deposits and loans is accrued on time basis. Interest income on financial assets at amortised cost is recognised on time proportion basis using the effective interest rate method, based on the underlying interest rates.

Dividend income
Dividends are recognised when the right to receive payment is established. This is applied even if they are paid out of pre-acquisition profits unless the dividend clearly represents a recovery of cost of the investment.

(x) Employee Benefits

Short-term obligations
Short-term benefits include salaries and allowances and are settled within 12 months. Accordingly these are presented under Current liabilities.
Post employment / Other long-term benefit :
The Company operates the following post-employment schemes/long term benefit:

- defined benefit plans such as gratuity; and
- defined contribution plans such as provident fund.
- Compensated absences

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- Long term incentives

Defined contribution plan

The Company contributes to the Statutory Provident fund, administered by the government, at the prescribed rates and has no further obligation beyond making its contribution. Company's contribution payable under the schemes is recognised as expense in the statement of profit and loss during the period in which the employee renders the related service.

Defined benefit plan

Defined benefit scheme surpluses and deficits are measured at:
(i) The fair value of plan assets at the reporting date; less
(ii) Plan liabilities calculated using the projected unit credit method discounted to its present value using yields available on government bonds that have maturity dates approximating to the terms of the liabilities and are denominated in the same currency as the postemployment benefit obligations; less
(iii) The effect of minimum funding requirements agreed with scheme trustees
Remeasurements of the net defined obligation are recognised directly within equity. The remeasurements include
(i) Actuarial gains and losses
(ii) Return on plan assets
(iii) Any asset ceiling effects

Service costs are recognised in profit or loss, and include current and past service costs as well as gains and losses on curtailments

Net interest expense (income) is recognised in profit or loss, and is calculated by applying the discount rate used to measure the defined benefit obligation (asset) at the beginning of the annual period to the balance of the net defined benefit obligation (asset), considering the effects of contributions and benefit payments during the period.

Gains or losses arising from changes to scheme benefits or scheme curtailment are recognised immediately in profit or loss. Settlements of defined benefit schemes are recognised in the period in which the settlement occurs.

Compensated Absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value, based on actuarial valuation, of the defined benefit obligation as at the balance sheet date.

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Long term incentives

The Company has proposed a long-term incentives scheme to motivate senior employees linking it to the growth and performance of the Company and the employee continuing with the Company, payable beyond twelve months from the end of financial year. The expense is recognized in the period during which the employee renders the related service and is recognized as a liability at the present value of the defined benefit obligation as at the balance sheet date.

(xi) Foreign Exchange Transactions

The functional currency of the Company is determined on the basis of the primary economic environment in which it operates Transactions in foreign currency, if any, are converted into functional currency at prevailing exchange rate on the date such transactions are entered into.

Transactions denominated in foreign currency are recorded at the exchange rate on the date of transaction where the settlement of such transactions are taking place at a later date. The exchange gain/loss on settlement / negotiation during the year is recognized in the statement of profit and loss. In case of advance payment for purchase of assets/goods/services and advance receipt against sales of products/services, all such purchase/sales transaction are recorded at the rate at which such advances are paid/received.

Foreign currency monetary transactions remaining unsettled at the end of the year are converted at year-end rates. The resultant gain or loss is accounted for in the statement of profit and loss.

Non-monetary items that are measured at historical cost denominated in foreign currency are translated using exchange rate at the date of transaction.

(xii) Accounting and reporting of information for Operating Segments

The Company's operating segments are identified and reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM).

The CODM monitors the operating results of the Company's business & geographical segments separately for the purpose of making decisions about resource allocation and performance assessment. The Board of Directors have been identified as CODM.

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(xiii) Borrowing Costs

Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in Statement of Profit or Loss in the period in which they are incurred.

(xiv) Tax Expense

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized as Changes in Equity or in Other Comprehensive Income.

The tax currently payable is based on taxable profit for the year under the new tax regime. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax basis used in the computation of taxable profits. 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. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

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

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(xv) Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after-income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(xvi) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the present obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date.

The Contracts with customers provide for warranties issued by the Company for a certain period. The Company creates a provision to cover the same based on past trend of cost incurred in fulfilling warranty commitments.

If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. The

Company issues bank guarantees to its customers which are linked to the fulfillment of performance. Based on past trend, wherein the guarantees are not invoked by the Customers, the Company considers the same as contingent liability and discloses the same accordingly.

(xvii) Financial Instruments

Financial assets and/or financial liabilities are recognised when the Company becomes party to a contract embodying the related financial instruments. All financial assets, financial liabilities and financial guarantee contracts are initially measured at fair value except for trade receivables not containing a significant financing component are initially measured at transaction price. Transaction costs that are 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 as the case may be, the fair value of such financial assets or liabilities, 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 in profit or loss.

A financial asset and a financial liability is offset and presented on net basis in the balance sheet when there is a current legally enforceable right to set-off the recognised amounts and it is intended to either settle on net basis or to realise the asset and settle the liability simultaneously.

Financial Assets:

a. All recognised financial assets are subsequently measured in their entirety either at amortised cost or at fair value as follows:

1. Investment in equity instruments issued by subsidiary, associate and joint venture companies are measured at cost less impairment.
2. Trade receivables, security deposits, cash and cash equivalents, employee and other advances – at amortised cost.

b. For financial assets that are measured at FVTOCI, income by way of interest and dividend, provision for impairment and exchange difference, if any, (on debt instrument) are recognised in profit or loss and changes in fair value (other than on account of above income or expense) are recognised in other comprehensive income and accumulated in other equity. On disposal of debt instruments at FVTOCI, the cumulative gain or loss previously accumulated in other equity is reclassified to profit or loss. In case of equity instruments at FVTOCI, such cumulative gain or loss is not reclassified to profit or loss on disposal of investments.

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c. A financial asset is primarily derecognised when:

   i. the right to receive cash flows from the asset has expired, or

   ii. the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a pass-through arrangement; and (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

   On derecognition of a financial asset in its entirety, the difference between the carrying amount at the date of derecognition and the consideration received is recognised in profit or loss.

d. Impairment of financial assets: For trade receivable, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Impairment loss on trade receivables is recognised using expected credit loss model, which involves use of a provision matrix constructed on the basis of historical credit loss experience as permitted under Ind AS 109 and is adjusted for forward looking information. Impairment loss on investments is recognised when the carrying amount exceeds its recoverable amount. For all other financial assets, expected credit losses are recognised based on the difference between the contractual cashflows and all the expected cash flows, discounted at the original effective interest rate. ECLs are measured at an amount equal to 12-month expected credit losses or at an amount equal to lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

Financial Liabilities:

a. Financial liabilities, including derivatives and embedded derivatives, which are designated for measurement at FVTPL are subsequently measured at fair value. Financial guarantee contracts are subsequently measured at the amount of impairment loss allowance or the amount recognised at inception net of cumulative amortisation, whichever is higher.

b. A financial liability is derecognised when the related obligation expires or is discharged or cancelled. A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

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(xviii) Accounting of Derivative Contracts

Forward currency contracts are recognized on the trade date as financial instruments and are initially measured at fair value. These are remeasured at fair value at each reporting date with resultant gain/ loss taken to Statement of Profit & Loss.

C. Use of Estimates and Critical Accounting Judgements

The preparation of the financial statements requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reportable amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates.

The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results may differ from those estimates.

In particular, information about significant areas of estimation and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the Consolidated financial Information are disclosed below

1. **Project Revenue and Costs** - The input method places considerable importance on accurate estimates to the extent of progress towards completion and may involve estimates on the scope of deliveries and services required for fulfilling the contractually defined obligations. These significant estimates include total contract costs, total contract revenues, contract risks, including technical and regulatory risks, and other judgments viz. variable considerations such as claims, liquidated damages, etc. The Company re-assesses these estimates on periodic basis and makes appropriate revisions accordingly.

2. **Property, plant and equipment** - The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of the Company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

3. **Impairment of financial assets** - The Company assesses impairment on financial assets based on Expected Credit Loss (ECL) model. The provision matrix is based on its historically observed

default rates over the expected life of the financial assets and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in forward looking estimates are analysed.

4. **Employee benefit Plan** - The Company's obligation for employee benefit plan is determined based on actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, attrition, mortality rates and medical inflation rate. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter most sensitive to change is the discount rate. In determining the appropriate discount rate the Actuary considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases are based on expected future inflation rates.

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(All amounts are in INR Million except as stated otherwise)

NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS (CONTD.)

NOTE 2 : PROPERTY, PLANT AND EQUIPMENT

Particulars	Computers & Printers	Office Equipment	Test Equipments	Vehicles	Furniture & Fixtures	Assets Under Construction (Refer note 2.1 below)	Total
Gross Block (At Cost)							
As At 1 April 2024	11.23	25.26	21.94	37.28	212.34	69.01	377.06
Additions	3.56	5.58	0.35	14.61	0.14	6.18	30.42
Disposals		-				(76.94)	(76.94)
Transaction exchange	0.28	0.64	0.55	0.94	5.35	1.75	9.51
As At 31 March 2025	15.07	31.48	22.84	52.83	217.83	-	340.05
Accumulated Depreciation							-
As At 1 April 2024	9.21	19.14	19.06	29.61	209.40	-	286.42
Charge for the year	1.07	3.26	0.97	3.39	1.11		9.80
Disposals	-	-		-			-
Transaction exchange	0.24	0.52	0.49	0.78	5.29	-	7.32
As At 31 March 2025	10.52	22.92	20.52	33.78	215.80		303.54
Net Block Value							
As At 1 April 2024	2.02	6.12	2.88	7.67	2.94	69.01	90.64
As At 31 March 2025	4.55	8.56	2.32	19.05	2.03	-	36.51

2.1 Asset Under Construction

During the current financial year (FY 2024–25), the Company carried out an internal review of the product under development. Based on a reassessment of its capabilities, the management concluded that, despite certain progress, rapid technological changes and evolving customer requirements have adversely impacted the product's commercial viability and impaired entire costs of the project.

Accordingly, the Company determined that the carrying amount of the product exceeded its recoverable amount (being the higher of value in use and fair value less costs of disposal) as defined under applicable accounting standards. Consequently, the entire carrying value has been impaired and an impairment loss has been recognised in the Statement of Profit and Loss for the year ended 31 March 2025.

2.2 The Company has not revalued its property, plant and equipment (including right-of-use assets) during the current year.

2.3 As on the date of balance sheet, there is no capital work in progress projects whose completion is overdue or has exceeded the cost, based on approval plan.

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

NOTE 3: NON - CURRENT FINANCIAL ASSETS - INVESTMENTS	31 March 2025
Unquoted Investments	
Investment in Subsidiaries (Refer note 34)	
49 equity shares of AED 1,500/- each of Commtel Networks LLC, Abu Dhabi	1.71
100% equity shares of Commtel Networks (USA) LLC	0.51
Investment in Preference Shares of Omshri Holdings Pte. Ltd.	272.78
(4,000,000 preference shares of SGD 1 each, being 100% of the total preference share capital of M/s Omshri Holdings Pte. Ltd., Singapore. These preference shares carry a coupon of 6% per annum, are non-convertible, and redeemable in nature.)	
This movement in investments is on account of dividend accrued and foreign exchange fluctuation and is reported at fair value through profit & loss.	
	275.00

NOTE 4: TRADE RECEIVABLES	31 March 2025
(Unsecured, considered good unless otherwise stated)	
Non Current Receivables	114.60
(For Aging Refer note 8)	
	114.60

NOTE 5: OTHER FINANCIAL ASSETS - NON CURRENT	31 March 2025
(Unsecured, considered good unless otherwise stated)	
Long term Deposits with Banks maturing after 12 months	81.19
Margin money of INR 81.19 Million with HSBC Bank is under lien against guarantees issued by the bank.	
Security Deposits	15.75
	96.94

NOTE 6: OTHER NON CURRENT ASSETS	31 March 2025
(Unsecured, considered good unless otherwise stated)	
Loans/ Advances recoverable from Related Parties (Refer note 35)	395.16
	395.16

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

NOTE 7: INVENTORIES	31 March 2025
(At lower of cost and net realisable value)	
Materials	93.03
Project-in-progress	0.93
(* In case of materials, during the year ended 31 March, 2025 INR 22.51 Million was recognised as reserve for inventories.)	
(* In case of project-in-progress, during the year ended 31 March, 2025 INR 0.93 Million was recognised as expense for inventories at net realisable value.)	
	93.96
Movement in Provision for Inventory Reserve	
Opening Balance	33.13
Provision charged to Profit & Loss	-
Provisions used during the year	(11.35)
Changes due foreign currency translation	0.73
Closing Balance	**22.51**

NOTE 8: TRADE RECEIVABLES	31 March 2025
Trade receivables considered good - unsecured	
Considered Good	
Related Party (Refer Note 35)	133.81
Other receivables	1,544.49
Less: Expected Credit Loss Allowance	(46.89)
	1,631.41
Movement in Expected Credit Loss Allowance	
Opening Balance	**14.02**
Add: Incremental Provision	32.20
Add: Changes due to foreign currency translation	0.67
Less: Balances written off	
Closing Balance	**46.89**

Trade Receivables ageing schedule (Current and Non current) - As at 31 March 2025

As at 31 March 2025	Undisputed Trade receivables - Considered Good	Undisputed Trade receivables - which have significant increase in credit risk	Undisputed trade receivable – credit impaired	Less: Expected Credit Loss Allowance	Total
Not Due	1,484.75	-	-	-	-
< 6 months	170.27	-	-	-	-
6 mths -1 year	38.99	-	-	-	-
1-2 Years	81.72	-	-	-	-
2-3 Years	17.17	-	-	-	-
Total	**1,792.90**	-	-	**(46.89)**	**1,746.01**

There are no outstanding disputed Trade Receivables.

Of the total Receivables, INR 114.60 Million is classified as long term receivables since the management expects to realise these beyond 1 year from the reporting date, as per underlying contractual terms.

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

NOTE 9: CASH AND CASH EQUIVALENTS	31 March 2025
Cash and Cash Equivalents	
Cash on Hand	1.87
Balances with Banks	
Current Accounts	600.58
Bank deposits with maturity less than 3 months.	0.00
	602.45

NOTE 10 : BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS	31 March 2025
Term Deposits with maturity period between 3 to 12 months	574.60
Margin money of INR 129.20 Million with HSBC Bank is under lien against guarantees issued by the bank.	
	574.60

NOTE 11 : OTHER FINANCIAL ASSETS	31 March 2025
Unsecured & Considered Good	
Loans and advances to employees	1.82
Deposits with banks with original maturity of more than 12 months but maturing in less than 12 months	75.79
Margin money of INR 75.79 Million with HSBC Bank is under lien against guarantees issued by the bank.	
	77.61

NOTE 12 : OTHER CURRENT ASSETS	31 March 2025
Advances to Suppliers	102.13
Balance with Government authorities	19.08
Prepaid Expenses	16.99
Contract Asset (Unbilled Revenue)	423.54
	561.74

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

NOTE 13 : SHARE CAPITAL	31 March 2025
AUTHORISED CAPITAL	
3000 (P.Y.3000) Equity shares of AED 100/- each	4.55
	4.55
ISSUED, SUBSCRIBED AND PAID UP CAPITAL	
Equity Shares	
3000 (P.Y.3000) Equity shares of AED 100/- each fully paid up	4.55
	4.55
a. Reconciliation of the number of shares outstanding	
Equity Shares	
Equity Shares at the beginning of the year	3,000
Add: Shares issued during the year	-
Equity Shares at the end of the year	**3,000**

b. The rights, preferences and restrictions attaching to each class of shares

The Company has only one class of equity shares having a par value of AED 100/- 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, except in case of interim dividend.

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

c. The details of Shareholders holding more than 5% shares and Promoters:

Name of the Shareholder	% Change during the year	31.03.2025 % Held
Of equity shares		
Commtel Networks Limited (Formerly known as Commtel Networks Private Limited)	-	97%
Mr. Shriprakash R. Pandey	-	2%
Mr. Rohit Omprakash Pandey	-	1%

NOTE: 14 : OTHER EQUITY	31 March 2025
Statutory Reserve	2.46
Foreign Currency Translation reserve	437.14
Retained Earnings	3,232.72
	3,672.32

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(All amounts are in INR Million except as stated otherwise)

NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

NOTE 15 : BORROWINGS	31 March 2025
Secured	
From Banks	
- Vehicle Loan from Bank	2.93
(Secured by hypothecation of Vehicle, the Loan taken during FY24-25 is repayable in 24 monthly instalments @ fixed interest rate of 7.05% p.a, from February 2025)	
	2.93

NOTE 16 : PROVISIONS - NON-CURRENT	31 March 2025
Provision for Defined Benefits (Refer Note 33)	77.60
Provision for Compensated Absences (Refer Note 33)	12.91
Provision for Employee Incentives(Refer Note 33)	3.16
	93.67

NOTE 17 : FINANCIAL LIABILITIES - CURRENT BORROWINGS	31 March 2025
Secured	
Current Portion of Long Term Borrowings	
- Vehicle Loan from Bank	3.29
	3.29

NOTE 18: LEASE LIABILITIES - CURRENT	31 March 2025
Unsecured	
Lease Liabilities	20.97
	20.97

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

NOTE 19: FINANCIAL LIABILITIES - CURRENT - TRADE PAYABLES	31 March 2025
Payable for Goods & Services	
(a) Total outstanding dues of micro enterprises and small enterprises	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	
Other Trade Payable (Refer Note 35)	293.87
	293.87

Trade Payables ageing schedule - 31 March 2025

Particulars	(a) Micro, small and medium enterprises	(b) Others	Total
< 1 year	-	289.59	289.59
1-2 years	-	4.28	4.28
2-3 years	-	-	-
>3 years	-	-	-
Total	**-**	**293.87**	**293.87**

NOTE 20: OTHER FINANCIAL LIABILITIES : CURRENT	31 March 2025
Employee Payables (Refer Note 35)	109.79
	109.79

NOTE 21: PROVISIONS - CURRENT	31 March 2025
Provision for Defined benefits expenses (Refer Note 33)	1.96
	1.96

NOTE 22: OTHER CURRENT LIABILITIES	31 March 2025
Advance from customers	35.55
Contract Liability (Unearned Revenue)	242.39
	277.94

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

NOTE 23 : REVENUE FROM OPERATIONS	31 March 2025
Revenue from Turnkey Projects Delivery	3,292.69
Revenue from Sale of Services	27.34
(Refer note no. 39)	
	3,320.03

NOTE 24: OTHER INCOME	31 March 2025
Interest Income	18.02
Miscellaneous Income	8.65
Sundry Balances Write back	-
Interest from related Party (Refer note no. 35)	15.13
Dividend Income	15.35
	57.15

NOTE 25: COST OF MATERIAL CONSUMED	31 March 2025
Opening Stock	206.33
Add: Purchase of Materials	1,206.85
	1,413.18
Less: Closing Stock	(93.03)
	1,320.16

NOTE 26: CHANGES IN INVENTORIES OF PROJECT IN PROGRESS	31 March 2025
Opening Stock	14.09
Less : Closing Stock	(0.93)
	13.16

NOTE 27: EMPLOYEE BENEFIT EXPENSES	31 March 2025
Salaries & Other Benefits	422.61
Contribution to Provident & Other Funds	8.63
Staff Welfare Expenses	11.94
	443.18

NOTE 28: FINANCE COSTS	31 March 2025
Interest Expenses on Borrowings	1.94
Bank Guarantee/Letter of credit charges	6.99
Interest expense on lease liabilities	1.54
	10.47

NOTE 29: DEPRECIATION	31 March 2025
Depreciation on Property, Plant & Equipment (Refer Note 2)	9.80
Amortisation of Right of Use assets (Refer Note 36)	21.10
	30.90

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

NOTE 30: OTHER EXPENSES		31 March 2025
Consumption of stores and spare parts		15.08
Sub-Contractor & Labour Charges		3.42
Travelling & Conveyance		36.20
Equipment Hire Charges		0.94
Electricity Expenses		4.62
Technical Fees		257.97
Rent, Rates & Taxes		9.72
Auditors Remuneration (Refer Note 32)		1.73
Printing & Stationery		0.63
Professional Fees		59.44
Insurance		18.94
Exchange Fluctuation Loss		16.73
Office Cleaning & Maintenance		7.18
Communication		9.04
Vehicle Expenses		4.14
Loss on sale of Property, Plant and Equipment and impairment		76.19
Impairment of Financial Asset		32.20
Repair & Maintenance	- Plant & Machineries	0.01
	- Others	5.97
Annual Subcription and Software License		65.63
Miscellaneous Expenses		34.89
Marketing Expenses		117.46
		778.13

NOTE 31: EARNINGS PER SHARE	31 March 2025
Net Profit after tax	781.18
Weighted average number of Equity shares outstanding (Face Value of AED 100 per Equity Share)	3,000
Basic Earnings per share in INR	260,393
Diluted Earnings per Share in INR	260,393

NOTE 32 : AUDITORS REMUNERATION	31 March 2025
Statutory Audit fee	1.73
	1.73

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

NOTE 33 : DISCLOSURE REQUIRED FOR DEFINED BENEFIT OBLIGATIONS

(a) Defined Benefit Plans:

Gratuity Fund

The present value of the defined benefit obligations and the related current service cost were measured using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. The following table provides the disclosures in accordance with the accounting standards

Reconciliation of present value of the obligation

Particulars	31 March 2025
Reconciliation of Opening and Closing balance of the Present Value of the defined benefit obligation	
Obligation at period beginning	34.58
Current service cost	6.79
Interest Cost	1.84
Actuarial (gain) / loss	31.06
Actuarial (gain) / loss on Obligations - Due to Experience	3.60
Changes due to foreign exchange	1.30
Obligations at the year end	**79.17**
Cost for the year	6.79
Interest Cost	1.84
Net Cost recognized in the Statement of Profit and Loss	**8.63**
Assumptions used to determine the benefit obligation:	
Discount Rate	5.49%
Expected rate of increase in salary	10.00%
Attrition Rate	5.00%

Sensitivity analysis for significant assumption is as under:

	Sensitivity Level	
Discount Rate	1% increase	(8.74)
	1% decrease	10.47
Salary Growth Rate	1% increase	9.85
	1% decrease	(8.44)
Attrition Rate	1% increase	(3.23)
	1% decrease	3.74

b) Leave Encashment

The Company has a liability towards compensated absences being long-term in nature and has been determined in accordance with the requirements of IAS 19 – Employee Benefits. The valuation of this obligation has been carried out using actuarial principles, considering the parameters of estimated timing and currency of the future benefit payments, discount rate, escalation costs, etc.

Based on the underlying assumptions, the present value of the defined benefit obligation in respect of these other long-term employee benefits as at 31 March 2025 amounts to INR 13.30 Million.

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

c) Long term Incentives

Particulars	31 March 2025
Reconcilation of Net Balance Sheet Liability	
Net (Asset)/Liability Recognised at the beginning of the period	-
Employer expense	3.11
Net (Asset)/Liability Recognised at the end of the period	**3.11**
Cost recognized in Statement of Profit and Loss	
Employer expense	3.11
Net Cost recognized in the Statement of Profit and Loss	**3.11**
Current Portion	**-**
Non Current Portion	**3.11**
Assumptions	
Discount Rate	4.60%
Probability of achieving the target	86.00%
Attrition Rate	5.00%

NOTE 34 : INVESTMENT IN SUBSIDIARIES

Name	Country of incorporation	Proportion of ownership interest held (31 March 2025)
Investment in share capital of Commtel Networks (USA) LLC., U.S.A. (An equity share of USD 6,000/- each)	U.S.A.	100%
Investment in share capital of M/s Commtel Networks L.L.C, Abu Dhabi (U.A.E.) (49 equity shares of AED 1,500/- each)	Abu Dhabi (U.A.E.)	49%

The Company holds 49% of the equity in Commtel Networks L.L.C., under the terms of the agreement and holds board control and right to significant profits. Accordingly, the Company is considered to have significant influence over the financial and operating policies of Commtel Networks L.L.C. and hence considered as Subsidiary.

NOTE 35 : RELATED PARTIES DISCLOSURE

Entities/ Individuals which exercises control

Commtel Networks Limited (Formerly known as Commtel Networks Private Limited)

Entities/ Individuals wherein control exists

Commtel Networks L.L.C, Abu Dhabi (U.A.E.)

Commtel Networks (USA) LLC., (U.S.A)

Directors/ Key Management Personnel

1. Mr. Shriprakash R. Pandey, (Shareholder/ Director)
2. Mr. Rohit Omprakash Pandey

Concerns in which key management personnel or relatives thereof have controlling interest

Omshri Holdings Pte. Ltd, Singapore

Energia Global LLC

Concerns in which key management personnel or relatives thereof have significant influence

NYBL Holding Limited

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

Particulars		31 March 2025
During the year under review, following transactions were entered into with related parties:		
Nature of transactions		
Sales:		
Sales to subsidiaries	Commtel Networks (USA) LLC	131.71
Sales to subsidiaries	Commtel Networks LLC	77.87
Purchase of Goods and Services:		
From Subsidiaries	Commtel Networks (USA) LLC	72.05
Technical Service Fee		
From Holding Co.	Commtel Networks Limited	71.80
From Subsidiaries	Commtel Networks LLC	52.98
Interest on loan to related party		
- Interest from NYBL Holding Limited		13.82
- Interest from Commtel Networks (USA) LLC		1.31
Dividend Income - Omshri Holdings Pte. Ltd.		15.35
Advance/ (Repayment) of Loan to CN AD LLC		(18.48)
Advance/ (Repayment) of Loan to CN US LLC		(3.04)
Loan given	NYBL Holding Limited	88.86
Technical Fees	Energia Global LLC	15.41
Professional Fees	Energia Global LLC	12.82
Key management personnel compensation		
Remuneration & benefits - Mr. Rohit Omprakash Pandey		46.87
Post Employment benefits - Mr. Rohit Omprakash Pandey		3.05
Remuneration & benefits - Mr. Shriprakash R. Pandey		140.30
Post Employment benefits - Mr. Shriprakash R. Pandey		1.55

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

Amount due (to)/from related party as on:

Particulars	Classification	31 March 2025
Investments		
Investment in subsidiary Commtel Networks (USA) LLC	Non Current	0.51
Investment in subsidiary Commtel Networks LLC	Non Current	1.71
Investment in preference shares in Omshri Holdings Pte. Ltd.*	Non Current	272.78
Trade Receivables		
Commtel Networks (USA) LLC	Current	52.10
Commtel Networks LLC	Current	81.71
Loans & Advance		
Unsecured Loan Taken	Current	
Advance Given to Commtel Networks (USA) LLC	Current	90.05
Advance Given to Commtel Networks LLC	Current	39.35
Loan to NYBL Holding Limited	Current	265.77
Trade Payables		
Commtel Networks (USA) LLC	Current	5.36
Payables		
Employee Payables to Mr. Shriprakash R. Pandey	Current	75.60
Employee Payables to Mr. Rohit Pandey	Current	3.84
Other payables		
Commtel Networks Limited	Current	72.50

* There is a difference between values reported in transactions during the year and closing balances due to fair value measurement as at year end. The movement in the year end balances is on account of fair value measurement during the year.

Note: The transactions with related parties are at prevailing arm's length price.

NOTE 36 : LEASES

The Company has certain leases with lease term up to 12 months. The company applies the recognition exemptions relating to short-term leases and lease of low-value assets for these leases.

Details of leasing arrangements

The Group has taken building premises on lease for a period of 3 - 5 years

(i) Amount Recognised in the Balance Sheet

Right of use asset

Particulars	31 March 2025
Building	
Gross Block	91.91
Add: Additions during the year	-
Less: Deletions during the year	(0.11)
Less : Accumulated Depreciation	(57.86)
Less: Depreciation for the year	(21.10)
Add/(Less): Exchange Difference	8.47
Net Block	**21.31**

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

Lease Liability

Particulars	31 March 2025
Non - Current	
Lease Liabilities	-
Total Non - Current	**-**
Current	
Lease Liabilities	20.97
Total Current	**20.97**

Movement of lease liabilities

Particulars	31 March 2025
Opening Balance at the beginning of the year	**44.49**
Add: Additions during the year	-
Add: Interest expense on lease liabilities	1.54
Less: Lease payments made	(23.20)
Add/less: Modifications	(3.00)
Add/less: Exchange Difference	1.14
Closing balance at the end of the year	**20.97**

(ii) Amounts recognised in the Statement of Profit or Loss

The statement of profit or loss shows the following amount related to leases :

Particulars	Note	2024- 2025
Depreciation charge on Right of use Assets		
Buildings	29	21.10
Total		**21.10**
Other Costs		
Interest expense (included in finance costs)	28	1.54
Expenses relating to short term leases (included in other expenses)	30	9.40
Total		**10.94**

NOTE 37 : TAX EXPENSES

The Company is located in a free zone and enjoys certain exemptions from the Corporate tax recently introduced in the Country. The Company has duly registered under the domestic corporate tax laws. Based on the existing nature of operations, customers, etc. the income does not consists of taxable income and hence the tax expense is Nil. Based on the current business plans the Company does not foresee taxability in near future and has accordingly not recognized deferred tax assets.

NOTE 38 : SEGMENT DISCLOSURE

The Group is primarily engaged in the business of specialised engineering in designing, building & implementing integrated telecommunication security & safety systems and maintaining them which in terms of IND AS 108 consititutes a single reporting segment.

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

NOTE 39: REVENUE FROM CONTRACT WITH CUSTOMERS

(i) Disaggregation of revenue from contracts with customers

a. Basis of Timing:

The table below presents disaggregated revenue from contracts with customers based on location and timing of revenue recognition of the customers. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by market and other economic factors.

Revenue from Contract with customers		31 March 2025
Disaggregation of Revenue By:	**Types of Services by Nature**	
Timing of revenue recognition	Point of time	470.84
	Over time	2,849.19
Total		**3,320.03**

b. Basis of Geography

Disaggregation of Revenue By:	Types of Services by Nature	31 March 2025
Primary Geographical Markets	Middle East	1,183.68
	Other Countries	2,136.35
Total		**3,320.03**

(ii) Significant changes in contract assets and liabilities

The contract assets and contract liabilities undergo changes due on achievement of billing milestones and on issuance of invoices and receipts of payments or advances. The movement is depicted in the table below:

(a) Contract liabilities:

(i) Movement of Contract Liabilities	31 March 2025
Opening Balance of Contract Liabilities	20.34
Less: Amount of Revenue recognised /reversed on transition	(20.65)
Add: Net addition in Balance of Contract liabilities for Current year	240.04
Changes due to exchange fluctuations	2.66
Closing Balance of Contract Liabilities	**242.39**

(b) Contract Assets:

(ii) Movement of Contract Assets	31 March 2025
Opening Balance of Contract Asset	35.60
Less: Amount of Revenue recognised /reversed on transition	(33.87)
Add: Net addition in Balance of Contract asset for Current year	417.15
Changes due to exchange fluctuations	4.66
Closing Balance of Contract Assets	**423.54**

C. Provision for anticipated contract losses

The Company recognizes provisions for expected contract losses, if any, based on management estimates and past performance analysis. As on reporting date, there are no anticipated contract losses.

d. Major Customers

During the year, Revenue from major customers (>10% of the Total Revenue) is FY25: INR 3,025.25 Million from two customers.

e. Revenue recognition for future related to performance obligations that are unsatisfied (or partially satisfied)

The unsatisfied (or partially satisfied) performance obligations are subject to variability due to several factors such as changes in scope of contracts, status of site preparation by customer, periodic revalidations of the estimates, terminations, etc. The aggregate value of transaction price allocated to unsatisfied (or partially satisfied) performance obligations is INR 1,680.82 Million (31 March, 2024: INR 3,082.79 Million; 31 March, 2023: INR 1,056.04 Million) and is expected to be recognised as revenue in the next one to three years.

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

NOTE 40 : CONTINGENT LIABILITIES & CAPITAL COMMITMENTS	31 March 2025
Contingent liabilities in respect of	
A. Bank guarantees issued for the purpose of performance of contractual obligation.	636.92
B. Other Litigations	-
Capital Commitments	-

NOTE 41 : RECONCILIATION OF MOVEMENTS TO LIABILITIES TO CASH FLOWS ARISING FROM FINANCING ACTIVITIES

	Borrowings	Lease Liabilities
As at 1 April 2024	**-**	**44.49**
Cash flows:		
Non cash movement: additions and/ or reassessment of lease liabilities (including unwinding of interest) and interest expense on borrowings	0.08	(0.32)
Cash flows (Net)	(6.30)	(23.20)
As at 31 March 2025	**6.22**	**20.97**

NOTE 42: FINANCIAL, CAPITAL RISK MANAGEMENT & FAIR VALUE INFORMATION:

a. Credit, liquidity, market rate & other risks:

Credit risk:

Credit risk is the risk of financial loss to the Company if a customer or counter-party to a financial instrument fails to meet its contractual obligations. The Company's cash is placed with banks of repute.

The exposure to credit risk on accounts receivable & amounts due from related parties is monitored on an ongoing basis by the management and these are considered recoverable by the Company's management. However, 70.37% of total accounts receivable were outstanding from 2 customers (previous year 67.93% of the total accounts receivable from 3 customers) and hence, the Company has concentration of accounts receivable and consequent risk to that extent.

Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as and when it falls due. The Company's assets are sufficient to cover its financial obligations.

Market risk:

Market risk is the risk that changes in market prices including investment prices, interest rates and currency rates will affect the Company's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

Interest rate risk:

Interest rate risk is the risk of variability in profit due to change in interest rates on interest bearing assets and interest bearing liabilities.

Amount due from subsidiary, i.e. M/s Commtel Networks (USA) LLC carries an interest of 1.5% p.a.

Borrowings from banks over and above base rate/SOFR are at an interest rate ranging up to 7.25% p.a. (previous year interest rate ranging up to 7.25% p.a.).

Fixed deposit account carried interest @ 1.25% p.a. (previous year @ 1.25% p.a.).

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

Currency Risk:

Currency risk faced by the Company is minimal as there are minimal foreign currency transactions other than in USD. Most of the monetary assets and liabilities are denominated in United Arab Emirates Dirhams (AED) or in United States Dollar (USD}, which is pegged to AED.

b. Capital Management

The Company capital management objectives are to ensure the ability to continue as going concern and to efficiently management working capital requirements of the Company.

The Company monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio . Net debt includes interest bearing borrowings less cash and cash equivalents and current investments. The Management assesses the Company’s capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Group's various classes of debt. The Company manage the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may take appropriate steps to raise further capital, raise debt, create or liquidate fixed deposits, repay debt and use non-fund based limits.

Particulars	31 March 2025
Borrowings	6.22
Less: Cash and Cash Equivalents	(602.45)
Adjusted Net Debt	**(596.23)**
Equity	3,676.87
Adjusted Net Debt to Equity ratio	(0.16)

Financial Risk Management

The Company’s board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company’s activities, The Company, through Its training and management standards and procedures, aims to maintain a disciplined and constructive control environment In which all employees understand their roles and obligations.

c. Financial Risk Factors

The Company’s principal financial liabilities comprise of current and non current borrowings, trade and other payables, advance from customers, security deposits and other such payables. The main purpose of these financial liabilities is to manage finances for the Company’s operations and also for purchase of capital assets and for safeguarding its interests under contracts.

The Company has given loans to its employees, trade and other receivables and cash and cash equivalents that arise directly from its operations as a part of its financial assets

The Company's activities expose it to a variety of financial risk.

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a different currency from the Company's functional currency).

Particulars	Year Ended	Currency	Outstanding in F.C	Outstanding in INR Million
Trade Payables	31 March 2025	GBP	0.02	1.79
Trade Payables	31 March 2025	EUR	0.23	20.33
Trade Payables	31 March 2025	SAR	-	-
Advance to Suppliers	31 March 2025	CAD	0.10	5.74
Advance to Suppliers	31 March 2025	EUR	0.03	2.69
Advance to Suppliers	31 March 2025	GBP	0.38	41.76
Advance to Suppliers	31 March 2025	QAR	0.06	1.49
Advance to Suppliers	31 March 2025	SGD	283,150	6.46

d. Fair Value information:
Fair value represents the amount at which an asset could be exchanged or a liability settled in an arm's length transaction, between willing & knowledgeable parties. In respect of all the Company's financial assets viz cash & bank balances, receivables, advances, deposits, accrued income and liabilities viz dues to banks, payables, accruals and other non-current liabilities, in the opinion of the management, the book value approximates to their carrying value.

Particulars	31 Mar 2025	
	FVTPL	Amortised Cost
Financial Assets		
Investment	-	275.00
Non Current Trade receivables	-	114.60
Non Current Other Assets	-	96.94
Right of use assets	-	21.31
Current Trade Receivables	-	1,631.41
Cash and cash equivalents	-	602.45
Bank balances other than (ii) above	-	574.60
Other Financial assets	-	77.61
Financial Liabilities		
Trade payables	-	293.87
Other financial liabilities	-	109.79
Provisions	-	1.96
Other current liabilities	-	277.94

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NOTES TO SPECIAL PURPOSE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

Level 1: Includes financial instruments measured using quoted prices.

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

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

There are no transfers between levels during the year.

(2) Valuation Technique
Foreign currency forwards are valued based on the forward exchange rates provided by the bank as at the balance sheet date.

(3) Fair value of financial assets and liabilities measured at amortised cost
The carrying amounts of trade receivables (current), trade payables, capital creditors, cash and cash equivalents and other financial assets are considered to be the same as their fair values, due to their short term nature.

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

Interest free security deposit accepted by the Group have been carried at their amortised cost.

Non - current borrowing including current maturities of long term borrowings: Fair Value has been determined by the Group based on parameters such as interest rates, risk factors and risk characteristics of the financed project.

As per our report of even date
For M S K C & Associates LLP
(Formerly known as M S K C & Associates)
Chartered Accountants
Firm's Registration No.: 001595S/S000168

Ojas D. Joshi
Partner
Membership No: 109752
Place: Mumbai
Date: 25 September, 2025

For Commtel Networks (FZC)

Shriprakash R. Pandey
Managing Director
Place: Navi Mumbai
Date: 25 September, 2025