

JINDAL DRILLING & INDUSTRIES LTD.

INTERIM CORPORATE OFFICE : PLOT NO.106, SECTOR-44, GURGAON-122 002 HARYANA (INDIA)
TEL : +91-124-4624000, 2574326, 2575626 • FAX : +91-124-2574327
E-mail : contacts@jindaldrilling.in Website : www.jindal.com
CIN : L27201MH1983PLC233813

CORPORATE OFFICE : PLOT NO. 30, INSTITUTIONAL SECTOR-44, GURGAON-122 002 HARYANA (INDIA)

E-Communication

JDIL/SECT/2023-24

5th August, 2023

BSE Ltd
25th Floor, P.J. Towers,
Dalal Street, Mumbai-400 001
Security Code: 511034

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051
Security Code: JINDRILL

Sub: Notice of the 39th Annual General Meeting and Annual Report for the Financial Year 2022-23

Dear Sir/Madam,

Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the 'Listing Regulations'), we wish to inform the following:

1. The 39th Annual General Meeting ('AGM') of the Members of **Jindal Drilling and Industries Limited** will be held on Monday, 28th August, 2023 at 03.00 p.m. through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') in accordance with Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, from time to time.
2. Pursuant to the said Circulars, AGM Notice and Annual Report for the Financial Year 2022-23 have been sent to all the members of the Company whose email addresses are registered with the Company/Depository Participant(s).
3. The Company has provided the facility to vote by electronic means (remote e-voting as well as e-voting at the AGM) on all the resolutions set out in the AGM notice to the members, who are holding shares as on Cut-off date i.e. Monday, 21st August, 2023. The remote e-voting will commence at 9:00 a.m. (IST) on Thursday, 24th August, 2023 and end at 5:00 p.m. (IST) on Sunday, 27th August, 2023. Detailed instructions for registering email addresses(s) and voting/attendance at the AGM are given in the AGM Notice.
4. We also enclose the Annual Report of the Company for the Financial Year 2022-23 including Notice convening the 39th AGM of the Company for your record:

You are requested to kindly take the same on record.

Thanking you,
Yours faithfully,
For Jindal Drilling and Industries Limited

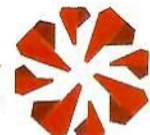
P K Rustagi
Chief Financial Officer

JINDAL
DRILLING & INDUSTRIES LTD.

OPERATIONS OFFICE : 3RD FLOOR, KESHAVA BUILDING, BANDRA - KURLA COMPLEX, BANDRA (EAST), MUMBAI - 400 051
TEL : +91-22-26592889, 26592892, 26592894 • FAX : +91-22-26592630

REGD. OFFICE : PIPE NAGAR, VILLAGE- SUKELI , N.H. 17, B.K.G. ROAD, TALUKA ROHA, DISTT. RAIGAD - 402126 (MAHARASHTRA)
TEL : +91-02194-238511, 238512, 238567, 238569 • FAX : +91-02194-238513

MEMBER : INTERNATIONAL ASSOCIATION OF DRILLING CONTRACTORS, HOUSTON, TEXAS, USA



IADC
MEMBER

STAYING AFLOAT

Our endeavour is just a tip of an iceberg

ANNUAL REPORT: 2022-23



CONTENTS

DIRECTORS' REPORT	07
CORPORATE GOVERNANCE REPORT	20
MANAGEMENT DISCUSSION & ANALYSIS	34
STANDALONE FINANCIAL STATEMENTS	37
CONSOLIDATED FINANCIAL STATEMENTS	91
NOTICE	123

CHAIRMAN'S STATEMENT



D.P. Jindal
Chairman

The year under review has indeed been historic. The global environment was affected by multiple variables including high inflation, rising interest rates, geopolitics, continuing war and political disruption in many countries, demand volatility, supply chain dislocation and other similar variables. The changes were coming without any forewarning. Such times of uncertainties put extraordinary pressure on companies for better and efficient planning and execution so as to secure the present and preserve future growth. I am pleased to inform you that in this extremely volatile situation your company moved steady forth and emerged much stronger.

Your Company continued its endeavor for efficient deployment of the assets after conclusion of current contracts. I am pleased to inform you that your company was able to deploy the assets at substantially higher rates after conclusion of ongoing contracts. In the year our safety and operational performance continued at high level. Our well-planned marketing strategies have helped us in profitably deploying the assets at substantially higher rates, which would be reflected in coming years. Further the Company also has been able to redeploy the assets by having the same refurbished in Indian Waters rather than sending them in yards outside India, thereby reducing the cost and mobilization time. The Company is well fostered to push forward 'Make in India' initiative of the Government and believes in taking the same forward. Your Company has also been reducing its financial liabilities and effectively hedging the same, thereby reducing the financial costs. Thus, the blend of effective financial and operational strategies that have been adopted by your Company has helped placing the company in a leadership position in the Industry.

The above has been possible consequent to experience of accomplished Board of Directors, Management and Governance Team who possess the expertise and vision to effectively take forward the company and achieve its short term and long terms goals. The valuable insight and guidance has contributed towards the success and progress made by your Company. On behalf of the Board of Directors I can assure you that these endeavors would continue in future to meet the new challenges coming before your Company because of change in business environment and global world order.

Your company remains committed to promoting social responsibility and has taken initiatives to support local communities and others in the value chain. Your company is well committed to high level of Corporate Governance so as to reward all stake holders including shareholders. We expect significant growth in EBITDA in coming years and deleveraging of balance sheet going forward which would benefit all stake holders. As we reflect on the past years, your Company has successfully navigated the low of business cycle. Your company is now well position to capitalize the opportunities as they come in future. This would not have been possible but for the continuous and committed hard work put forth by all the employees of the company at all levels. The motivational program of your company is well designed to retain the best talent in the industry.

I take this opportunity to thank all the employees and stake holders for their continued support. I also take this opportunity to thank all Directors on the Board who have contributed immensely in the growth of the Company.

D.P. Jindal

MANAGING DIRECTOR'S STATEMENT



Raghav Jindal
Managing Director

The Drilling Industry saw significant improvement in business fundamentals consequent to energy security concerns and increase in oil price after the Ukraine War. The price of Brent oil and gas touched levels not seen in last decade. Though the oil and gas prices have moderated, however they remain at levels which are supportive of investment by all companies especially in shallow water segment.

With the oil companies in Middle East looking to boost their production capacity the demand for jack-up rigs saw a significant increase from August, 2022. The number of contracted jack-up rigs increased to 386 in March, 2023. Consequent to reduction in supply new built rigs, the day rates increased in all regions. I do expect that this trend to continue consequent to no fresh supply of new built rigs coming up. Your company has well positioned itself in the past by deploying a fleet of modern new generation rigs. These rigs were built in the best yards and therefore have shown an uninterrupted excellent performance. The most important parameter for evaluation of performance is the customer feedback. I am pleased to state that the performance of the rigs has been described by the customers of your company as 'exemplary'. It was further mentioned by the customers 'that as a highly competent and motivated team the efforts are praiseworthy and contribute to the growth of the oil company and securing the energy security for the nation at large'.

All these highly appreciative words have been as a consequence of excellent fleet, dedicated work force, strong and sound operational practices and last but not the least the safety practices and culture adopted by the company.

Your company continues to move forward towards its vision of incident free operations. Our management has delivered an outstanding safety performance with near Zero Lost Time Incident [LTI]. Our up time performance is consistently at a high level of above 99.1%. This result demonstrates the value of well planned maintenance, technical support and practices. Your company well recognizes to respond to changing world order. Your company has launched several initiatives for long term sustainability goals. We remain committed to our social responsibility and our commitment remains steadfast. The company has taken necessary initiatives towards the same.

Your company recognizes the crucial role we play in driving progress towards a sustainable future. We understand that our operations may have a significant impact on the climate and environment, and we are committed to managing our operations in a responsible and sustainable manner, with a focus on emissions reduction through employee engagement, collaboration, and innovation. We prioritize behavioral changes among our employees to promote responsible environmental practices. We collaborate with industry experts to identify new solutions and technologies to reduce our environmental footprint. These endeavors would continue in future.

With a concept of one family our people are core at everything we do. The exemplary performance put forth by the company during the year has been consequent to building a capable organization and creating a robust talent pipeline. I am pleased to say the performance put forth would not have been possible but for the dedication and commitment of the human resources of the company. As mentioned by the Chairman the financial and operational strategies put forth by the company has put the company in leadership position. Your company is now well positioned to capitalize the leadership position it is in now. This would get adequately reflected in improved performance and profitability in coming years.

Raghav Jindal

BOARD OF DIRECTORS

D. P. Jindal Chairman
Raghav Jindal Managing Director
S. K. Singhal
Vijay Kumar Kaushik
Saroj Bhartia
Raj Kamal Aggarwal
Sunil Arora

AUDIT COMMITTEE

Vijay Kumar Kaushik Chairman
D. P. Jindal
Saroj Bhartia

CFO

Pawan Kumar Rustagi

AUDITORS

Kanodia Sanyal & Associates
Chartered Accountants
New Delhi

BANKERS

State Bank of India
HDFC Bank
ICICI Bank Limited
Indusind Bank

REGISTERED OFFICE

Pipe Nagar, Village Sukeli, N.H. 17, B.K.G. Road,
Taluka-Roha, Distt. Raigad, Maharashtra - 402126

CORPORATE OFFICE

Plot No. 30, Institutional Sector-44
Gurgaon-122 003, Haryana

INTERIM CORPORATE OFFICE

Plot No. 106, Institutional Sector-44
Gurgaon-122 003, Haryana

HEAD OFFICE

2nd Floor, 5 Pusa Road, New Delhi-110 005

MUMBAI OFFICE

3rd Floor, Keshava Building,
Bandra Kurla Complex,
Bandra [East], Mumbai-400 051

OFFSHORE DRILLING

Jack up Rigs operating in Mumbai Offshore
Directional Drilling equipment operating Onshore
Mud Logging operations Onshore



Member: International Association of Drilling Contractors, Houston, Texas, USA

DIRECTORS' REPORT

To the Members,

Your Directors are pleased to present the 39th Annual Report, together with the Company's audited financial statements for the financial year ended March 31, 2023.

FINANCIAL RESULTS

Particulars	[₹ in crore]	
	2022-23	2021-22
Revenue	512.17	419.86
Other Income	46.90	31.98
Total Income	559.07	451.84
Expenditure excluding Interest & Dep.	337.26	313.79
Interest	7.99	7.85
Depreciation	62.80	43.41
Profit Before Tax	151.02	86.79
Income Tax	39.19	22.11
Net Profit	111.83	64.68

RESULTS OF OPERATIONS

Total income of the Company during the year was ₹ 559.07 crore as against ₹ 451.84 crore in the previous year. The Company earned profit of ₹ 151.02 crore as against ₹ 86.79 crore in the previous year and net profit of ₹ 111.83 crore as against ₹ 64.68 crore in the previous year.

During the year Company operated 3 Jackup Rigs for full year, 2 Jackup Rigs for nine months, 8 Directional Drilling sets [on average basis] and 16 Mud Logging units [on average basis].

There is no change in the nature of business of the Company during the year.

DIVIDEND

Your Directors are pleased to recommend dividend of ₹ 0.50/- [i.e. 10%] per equity share of ₹ 5/- each, for the year ended 31st March, 2023, subject to the approval of the members at the ensuing Annual General Meeting.

TRANSFER TO RESERVES

During the year, no amount is proposed to be transferred to the General Reserve.

CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the provisions of Section 129(3) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 the Company has prepared Consolidated Financial Statements as per Indian Accounting Standard Ind AS- 110 on Consolidated Financial Statements read with Ind AS- 27 on Interest in Joint Ventures. The Audited Consolidated Financial Statements along with Auditors' Report thereon forms part of this Annual Report.

JOINT VENTURE COMPANIES

Your Company has two Joint Venture Companies namely, Discovery Drilling Pte. Ltd.[DDPL], Singapore and Virtue Drilling Pte. Limited [VDPL], Singapore.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. D. P. Jindal, Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Mr. Sunil Arora was appointed as an Independent Director of the Company w.e.f. 1st July, 2022.

Mr. Radhey Shyam Gupta ceased to be the Chief Executive Officer of the Company on 31st December, 2022 on his resignation. Mr. Narayan Ramaswamy was appointed as Chief Executive Officer of the Company w.e.f. 23rd January, 2023.

During the year, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees and reimbursement of expenses incurred by them for the purpose of attending meetings of the Company.

Mr. Saurabh Agrawal was appointed as Company Secretary and Compliance Officer w.e.f. 27th May, 2022 and Mr. P.K. Rustagi ceased to hold the said position.

Pursuant to the provisions of Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company as on March 31, 2023, were Mr. Narayan Ramaswamy, Chief Executive Officer, Mr. Pawan Kumar Rustagi, Chief Financial Officer and Mr. Saurabh Agrawal Company Secretary [since resigned on 12th May, 2023].

BOARD MEETINGS

During the year 2022-23, 4 [Four] meetings of the Board of Directors were held. Details of meetings are given in the Corporate Governance Report, which forms part of this report.

BOARD EVALUATION

The Board of Directors has carried out the Annual Performance Evaluation of its own, Committees of Board of Directors and Individual Directors pursuant to the provisions of the Companies Act, 2013 and SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015. Performance of the Board was evaluated by the Board, after seeking inputs from all Directors on the basis of the criteria such as Board composition and structures, effectiveness of Board processes, information and functioning etc. Performance of the Committees was evaluated by the Board after seeking inputs from the Committee members on the basis of the criteria such as the composition of Committees, effectiveness of Committee meetings etc. The Board and the Nomination and Remuneration Committee reviewed the performance of the individual Directors on the basis of the criteria such as contribution of the Individual Director to the Board and Committee meetings. Also in a separate meeting of Independent Directors, performance of Non-Independent Directors, Board as a whole and the Chairman were evaluated, taking into account the views of Executive Directors and Non-Executive Directors. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

Salient features of the Company's policy on appointment and remuneration of Directors, key managerial personnel and other employees including criteria for determining qualifications, positive attributes, independence of Directors and other matters provided in Section 178(3) of the Companies Act, 2013 has been disclosed in the Corporate Governance report, which forms part of this Report.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of the Companies Act, 2013 read with the IEPF Authority [Accounting, Audit, Transfer and Refund] Rules, 2016 as amended from time to time ["the Rules"], all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF Authority after the completion of seven years. Further, according to the Rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more are also required to be transferred to the demat account of the IEPF Authority. Accordingly, the Company has transferred unpaid/ unclaimed dividend for upto FY 2014-15 along with relevant shares to the Investor Education and Protection Fund [IEPF]. The details are also available on the website of the Company www.jindal.com

RISK MANAGEMENT

Adequate measures have been adopted by the Company to anticipate, plan and mitigate the spectrum of risks it faces. All working sites are analyzed to minimize risks associated with protection of environment, safety of operations and health of people at work and monitored regularly with reference to statutory regulations and guidelines. Improving work place safety continued to be top priority at working sites. The Company's business operations are exposed to a variety of financial risks such as market risks [foreign exchange risk, internal rate risk and price risk], Liquidity risk etc.

The Board has approved the Risk Management Policy of the Company and authorized the Audit Committee to implement and monitor the Risk Management plan for the Company and also identify and mitigate the various elements of risks, if any, which in the opinion of the Board may threaten the existence of the Company.

INTERNAL FINANCIAL CONTROLS

As per the provisions of Section 134[5][e] of the Companies Act, 2013 the Company has in place adequate Internal Financial Controls with reference to the Financial Statements. Audit Committee periodically reviews the adequacy of internal financial controls.

During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 134(5) of the Companies Act, 2013, your Directors state:

- (i) that in the preparation of the Annual Accounts for the year ended 31st March, 2023, the applicable accounting standards had been followed and there are no material departures;
- (ii) that the accounting policies selected and applied are consistent and the judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the Company for that period;
- (iii) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) that the Annual Accounts for the year ended 31st March, 2023 have been prepared on a going concern basis.
- (v) that the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (vi) that the Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, the Annual Return of the Company prepared in accordance with Section 92(1) of the Companies Act, 2013 read with Rule 11 of the Companies (Management and Administration) Rules, 2014 is available on the Company's website i.e. www.jindal.com

AUDIT COMMITTEE

The Audit Committee of the Company consists of Mr. Vijay Kaushik, Chairman, Mr. D. P. Jindal and Mrs. Saroj Bhartia as its other members. The terms of reference are in conformity with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including Part C of Schedule II of SEBI (LODR) regulations, 2015.

VIGIL MECHANISM

The Company has adopted a Whistle blower policy and has established the necessary Vigil Mechanism for Directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of conduct. The said policy has been disclosed on the Company's website under the web link <http://jindal.com/jdil/pdf/Vigil-Mechanism-JDIL.pdf>

CORPORATE SOCIAL RESPONSIBILITY

The Corporate Social Responsibility Committee has formulated a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR Policy and recommending the amount to be spent on CSR activities, which has been approved by the Board. The salient feature of CSR Policy are given in the Annual Report on CSR annexed to the report and Complete CSR policy may be accessed on Company's website at <https://www.jindal.com/jdil/pdf/CSR%20Policy%20JDIL.pdf>

The Annual Report on CSR activities in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014 is appended as Annexure to this Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Particulars of loans, guarantees and investments have been disclosed in note no. 2.38 of the notes forming part of the Standalone Financial Statements of the Company.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts/ arrangements/transactions entered into by the Company with related parties during the year were in the ordinary course of business and on an arm's length basis.

Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are appended in Form AOC-2 as Annexure to this Report.

CORPORATE GOVERNANCE REPORT

Corporate Governance Report along with Auditors' Certificate complying with the conditions of Corporate Governance as stipulated in Regulation 34 read with Para C of schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has been annexed as a part of this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A detailed analysis of your Company's performance is discussed in the Management Discussion and Analysis Report which forms part of this Annual Report.

INFORMATION UNDER THE SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has constituted an Internal Complaint Committee under Section 4 of the Sexual Harassment of Women at Workplace (Preventions, Prohibition and Redressal) Act, 2013. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is as under:

- a. number of complaints filed during the financial year-NIL
- b. number of complaints disposed of during the financial year-NIL
- c. number of complaints pending as on end of the financial year-NIL

AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013, M/s Kanodia Sanyal & Associates, Chartered Accountants; [FRN-008396N], were appointed as Statutory Auditors of the Company from the conclusion of 38th Annual General Meeting of the Company until the conclusion of 43rd Annual General Meeting.

The Auditor's Report for the year under review does not contain any qualification, reservation, adverse remark, or disclaimer. The Statutory Auditors have not reported any instance of fraud committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

SECRETARIAL AUDIT

The Board has appointed Mr. Namoo Narain Agarwal, [FCS No. 234] Company Secretary in practice to conduct Secretarial Audit for the financial year ended 31st March, 2023. The Secretarial Audit Report for the year ended 31st March, 2023 is annexed herewith to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark requiring explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards i.e. SS-1 and SS-2 relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively have been duly followed by the Company.

FIXED DEPOSITS

The Company has not accepted any deposits from Public within the meaning of the directives issued by the Reserve Bank of India, provisions of section 73 to 76 of the Companies Act, 2013 and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the Balance Sheet.

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

The information in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 is annexed hereto.

PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed with this report. Particulars of employees, as required under Section 197(12) of the Companies Act, 2013 [Act] read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this report. However, in pursuance of Section 136(1) of the Act, this report is being sent to the shareholders of the Company excluding the said information. The said information is available for inspection by the members at the registered office of the Company during working hours up to the date of the Annual General Meeting. Any member interested in obtaining such information may write to the Company Secretary/Compliance Officer at the corporate office of the Company.

COST RECORDS

Maintenance of cost records, as specified by the Central Government under sub section (1) of Section 148 of the Companies Act, 2013 is not required by the Company and accordingly such accounts and records are not being maintained.

MATERIAL CHANGES & COMMITMENTS

No material changes and commitments, affecting the financial position of the Company have occurred after the end of the financial year ended March 31, 2023 and till the date of this report.

OTHER DISCLOSURES

Your Directors state that there being no transactions with respect to following items during the year under review, no disclosure or reporting is required in respect of the same:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of your Company under any scheme.
3. Neither the Managing Director nor the Whole-time Director of your Company receive any remuneration or commission from any of its subsidiaries.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. Buy-back of shares.
6. No application was made or any proceeding is pending under the Insolvency and Bankruptcy Code, 2016.
7. No settlements have been done with banks or financial institutions.

The Statutory Auditors have not reported any instance of fraud committed in the Company by its officers or employees to the Audit committee under Section 143(12) of the Companies Act, 2013.

ACKNOWLEDGEMENT

The Board expresses its grateful appreciation of the assistance and co-operation received from Central and State Governments, Clients viz. ONGCL, Oil India, GAIL, Banks & Financial Institutions and Shareholders.

Your Directors wish to place on record their deep sense of appreciation for the devoted contribution made by the employees and associates at all levels.

For & on behalf of the Board of Directors

Place : New Delhi
Dated : 1st August, 2023

D.P. JINDAL
Chairman
DIN: 00405579

ANNEXURE TO DIRECTORS' REPORT

INFORMATION AS PER SECTION 134 (3) (m) OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014 FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2023

A. CONSERVATION OF ENERGY

a) Steps taken or impact on conservation of energy:

- Since the Company has not undertaken any production activity, hence not applicable.

b) Steps taken by the Company for utilizing alternative sources of energy

- Not Applicable

c) Capital investment on energy conservation equipment's

- Not Applicable

B. TECHNOLOGY ABSORPTION

a) Efforts made towards technology absorption:

Total quality management has been the prime thrust area. The Company has been making consistent efforts for replacement of expatriate crew by training the Indian crew on the Rigs.

b) The benefits derived like product improvement, cost reduction, product development or import substitution:

Offshore Drilling is import substitution business and results in foreign exchange savings, Import substitution of stores and spares to the maximum extent possible was undertaken by the Company on a regular basis.

c) Information regarding imported technology (Imported during last three years):

a)	the details of technology imported	Nil
b)	the year of Import	Not Applicable
c)	whether the technology has been fully absorbed	Not Applicable
d)	if not fully absorbed, areas where absorption has not taken place and the reasons thereof	Not Applicable

d) The expenditure incurred on Research and Development Nil

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Total foreign exchange used and earned

Used — ₹ 19,526.83 Lakhs

Earned* — ₹ 51,314.38 Lakhs

*relates to payment received for sales and services rendered to oil sector and also the interest income from Joint Venture Companies.

For & on behalf of the Board of Directors

Place : New Delhi
Dated : 1st August, 2023

D.P. JINDAL
Chairman
DIN: 00405579

FORM NO. AOC-2

[Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred in sub section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto for the financial year ended 31st March, 2023:

1. Details of contracts or arrangements or transactions not at arm's length basis:

(a)	Name(s) of the related party and the nature of relationship	NIL
(b)	Nature of contracts/ arrangements/ transactions	
(c)	Duration of the contracts/arrangement/ transactions	
(d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Date of approval by the Board	
(g)	Amount paid as advances, if any	
(h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a)	Name(s) of the related party and the nature of relationship	NIL
(b)	Nature of contracts/ arrangements/ transactions	
(c)	Duration of the contracts/arrangement/ transactions	
(d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
(e)	Date of approval by the Board	
(f)	Amount paid as advances, if any	

For & on behalf of the Board of Directors

Place : New Delhi
Dated : 1st August, 2023

D.P. JINDAL
Chairman
DIN: 00405579

Annual Report on Corporate Social Responsibility (CSR)

[Pursuant to clause (o) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. Brief outline on CSR Policy of the Company

The Corporate Social Responsibility Policy is posted on the Company's Website www.jindal.com on the following link <http://www.jindal.com/jdil/pdf/CSR%20Policy%20JDIL.pdf>

2. Composition of CSR Committee

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Raghav Jindal	Chairman, Executive Director	1	1
2	Mr. Vijay Kumar Kaushik	Member, Independent Non-Executive Director	1	1
3	Mrs. Saroj Bhartia	Member, Independent Non-Executive Director	1	1

3. Web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

The composition of the CSR Committee, CSR Policy and CSR projects are disclosed on www.jindal.com

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).

Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

₹ 0.57 Lakh

6. Average net profit of the Company as per Section 135(5) : ₹ 4,540.62 Lakhs

7. (a) Two percent of average net profit of the Company as per Section 135(5) : ₹ 90.82 Lakhs

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : NIL

(c) Amount required to be set off for the financial year, if any : ₹ 0.57 Lakh

(d) Total CSR obligation for the financial year (7a+7b-7c) : ₹ 90.25 Lakhs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (₹ in Lakhs)	Amount Unspent (₹ In Lakhs)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
135.00	Nil	–	–	Nil	–

(b) Details of CSR amount spent against ongoing projects for the financial year : Not Applicable

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project		(6) Amount spent for the project (in ₹)	(7) Mode of implementation - Direct (Yes/No)	(8) Mode of implementation - through implementing agency	
				State	District			Name	CSR registration number
1.	Promoting Healthcare	Clause (i) Eradicating hunger, poverty and malnutrition, promoting healthcare including preventive healthcare	Yes	Maha rashtra	Mumbai	1,25,00,000	No	Breach Candy Hospital Trust	CSR00001527
2	Education facilities and Infrastructures	Clause (ii) Promoting Education	No	Delhi NCR	Delhi NCR	10,00,000	No	Through B C Jindal Charitable Trust	CSR00001699
		Total				1,35,00,000			

(d) Amount spent in Administrative Overheads : Nil

(e) Amount spent on Impact Assessment, if applicable : NIL

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ 135.00 Lakhs

(g) Excess amount for set off, if any : ₹ 44.75 Lakhs

9. (a) Details of Unspent CSR amount for the preceding three financial years : NIL

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

Not Applicable

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)

(a) Date of creation or acquisition of the capital asset(s): None

(b) Amount of CSR spent for creation or acquisition of capital asset : NIL

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. : Not Applicable

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5): Not Applicable

D.P. JINDAL
Chairman

RAGHAV JINDAL
Chairman,
CSR Committee

CFO Certificate

In terms of Rule 4(5) of the Companies [Corporate Social Responsibility Policy] Rules, 2014 as amended, I, P K Rustagi, Chief Financial Officer of the Company hereby certify that the funds so disbursed for CSR activities during the financial year 2022-23 have been utilized for the purpose and in the manner as approved by the Board of Directors.

P K Rustagi
Chief Financial Officer

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
 The Members,
 Jindal Drilling and Industries Limited,
 (CIN: L27201MH1983PLC233813)
 Pipe Nagar, Village Sukeli, NH 17, BKG Road, Taluka-Roha,
 District Raigad-402126, Maharashtra

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Jindal Drilling and Industries Ltd (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 (Audit Period), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023, according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made thereunder;
- II. Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:-
 - a) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable to the Company during the Audit Period);
 - d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (Not applicable to the Company during the Audit Period);
 - e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (Not applicable to the Company during the Audit Period);
 - f) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Not applicable to the Company during the Audit Period)
 - h) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the Audit Period)
 - i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- VI. Management has, in its Representation Letter, identified and confirmed the applicability and compliance of all laws as being specifically applicable to the Company, relating to Labour/Pollution/Environment/Production process

etc., apart from other general laws.

I have also examined compliance with the applicable clauses of the Mandatory Secretarial Standards issued by the Institute of Company Secretaries of India and the Listing Agreements entered into by the Company with the Stock Exchanges.

During the period under review, the Company has generally complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. and it need improvement.

I further report that:

During the year, the Board of Directors of the Company was duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes that took place during the period under review were carried out in compliance with provisions of the Act.

Adequate Notice is given to all Directors at least seven days in advance to schedule the Board meetings. Agenda and detailed notes on agenda are also sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board meetings and Committee meetings are carried out unanimously as recorded in the Minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that, based on review of compliance mechanism established by the Company and on the basis of compliance certificates issued by the Company Executives and taken on record by the Board of Directors and Audit Committee at their meetings, there are adequate systems and processes in the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. Legal compliance mechanism, however needs strengthening and streamlining to commensurate with Company's size and operations. And also, Board of Directors of the Company and its Committees need widening their roles respectively as per regulatory requirements.

I further report that, during the audit period, there has not been any major event having bearing on the Company's affairs.

I further state that this report is to be read alongwith the following-

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

Namo Narain Agarwal

[Company Secretary in Practice]

CP No. 3331, FCS No. 234

Place: New Delhi

Dated: 10th May, 2023

UDIN: F000234E000282780

DISCLOSURE IN THE BOARD'S REPORT UNDER RULE 5 OF COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Act read with rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

- a. The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23 and percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary in the Financial year 2022-23.

S. No.	Name of Director/KMP and Designation	Remuneration of Director/ KMP for financial year 2022-23 (Rs In Lakhs)	Ratio of remuneration of each Director to median remuneration of employees	% increase in Remuneration in the financial year 2022-23
1.	Mr. Dharam Pal Jindal <i>Non- Executive Chairman</i>	2.40*	0.50	0
2.	Mr. Raghav Jindal <i>Managing Director</i>	432.22	90.42	0
3.	Mrs. Saroj Bhartia <i>Non- Executive Director</i>	2.50*	0.52	4.17
4.	Mr. Vijay Kumar Kaushik <i>Non- Executive Director</i>	2.50*	0.52	4.17
5.	Dr. Raj Kamal Aggarwal <i>Non- Executive Director</i>	2.10*	0.44	5.00
6.	Mr. Shiv Kumar Singhal <i>Non- Executive Director</i>	1.00*	0.21	100
7.	Mr. Sunil Arora** <i>Non- Executive Director</i>	0.50*	0.10	NA
8.	Mr. R.S. Gupta*** <i>Chief Executive Officer</i>	12.70	NA	NA
9.	Mr. Narayan Ramaswamy**** <i>Chief Executive Officer</i>	20.94	NA	NA
10.	Mr. P K Rustagi <i>Chief Financial Officer</i>	34.37	NA	13.54%
11.	Mr. Saurabh Agrawal <i>Company Secretary</i>	11.56	NA	NA

* Sitting fees

**appointed w.e.f. 1st July, 2022

***Ceased on 31st December, 2022

**** Appointed w.e.f. 23rd January, 2023

- b. Percentage increase in the median remuneration of employees in the financial year 2022-23 compared to 2021-22 was 66.42%.
- c. As on 31st March, 2023, there were 665 permanent employees on the rolls of the Company.
- d. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2022-23 was 13.54%, whereas percentage increase in the managerial remuneration in the last financial year i.e. 2022-23 was 0.00%.

The Board of Directors of the Company affirms that the remuneration is as per the remuneration policy of the Company.

For & on behalf of the Board of Directors

Place : New Delhi
Dated : 1st August, 2023

D.P. JINDAL
CHAIRMAN
DIN: 00405579

CORPORATE GOVERNANCE REPORT

The Company believes that sound Corporate Governance is essential to enhance the shareholders' trust and value. Your Company conducts its affairs with the highest levels of integrity, with proper authorizations, accountability, disclosure and transparency. The Company strongly believes in maintaining a simple and transparent corporate structure driven solely by business needs. Shareholders' interests are on utmost priority while protecting the interest of other stakeholders, customers, suppliers and its employees and the management is only a trustee to carry out the activities in a truthful and fruitful manner.

The Company is in compliance with the requirements as stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with regard to corporate governance.

1. BOARD OF DIRECTORS

Composition

As on March 31, 2023 the Board of Directors of the Company consisted of seven (07) Directors having a pool of collective knowledge from various disciplines like Engineering, Finance, Treasury, Business Management, Corporate Planning, etc. The Board has been constituted in a manner resulting in an appropriate composition of Executive, Non-Executive and Independent Directors. The Non-executive Directors play an active role in the meetings of the Board and are associated with the various Board Committees. They also bring independent judgment in the Board's deliberations and decisions. The Board meets regularly and is responsible for the proper management of the Company. The Company has one Executive Director, four Independent Directors including one woman Director and two Non-Executive Directors as on March 31, 2023

The Chairman of the Board is a Non-Executive Director, who is also a promoter of the Company. The Board meets the requirement of not less than half being Independent Directors. The size and composition of the Board conforms to the requirements of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the Directors hold Chairmanship of more than 5 Committees or Membership in more than 10 Committees across all the Companies in which they are Directors.

All Independent Directors have confirmed in accordance with applicable Listing Regulations and Section 149(6) of the Companies Act, 2013 and the rules framed thereunder that they meet the independence criteria. The Independent Directors have further stated that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective, independent judgement and without any external influence. Based on the disclosure received from all the Independent Directors, the Board is of the opinion that the Independent Directors fulfill the conditions of Independence as specified in the Companies Act, 2013 and Listing Regulations.

The Board as part of its succession planning exercise periodically reviews its composition to ensure that the same is closely aligned with the strategy and long-term needs of the Company.

Confirmation and Certification

On an annual basis, the Company obtains from each Director, details of the Board and Board Committee positions he/she occupies in other Companies, and changes if any regarding their Directorships. The Company has obtained a certificate from Mr. Namoo Narain Agarwal, [FCS No. 234] Company Secretary in practice, confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Directors of Companies by Securities and Exchange Board of India and Ministry of Corporate Affairs or any such authority and the same forms part of this report.

Board Functioning & Procedure

JDIL believes that at the core of its Corporate Governance practice is the Board, which oversees how the management serves and protects the long-term interests of all stakeholders of the company. An active, well-informed and Independent Board is necessary to ensure the highest standards of corporate governance.

JDIL believes that composition of Board is conducive for making decisions expediently, with the benefit of a variety of perspectives and skills, and in the best interests of the Company as a whole rather than of individual shareholders or interest groups.

In accordance with the provisions of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board meets at least once in every quarter to review the quarterly results and other items of agenda as required under the said regulations thereof.

During the financial year 2022-23, 4 [four] Board meetings were held on 27th May, 2022, 25th July, 2022, 17th October, 2022 and 23rd January, 2023. Video/tele-conferencing facilities are provided to facilitate Directors present at other

CORPORATE GOVERNANCE REPORT

locations, to participate in the meetings.

The Composition of Board of Directors, their shareholding, their attendance at Board meeting during the year and at the last Annual General Meeting, Number of other Directorships, Committee memberships and Chairmanships held by them as at 31st March, 2023 are given below:

Directors	Category	Shares held	Attendance		No. of Directorships and Committee Memberships/ Chairmanships held		
			Board Meeting	Last AGM	Directorships	Committee Memberships	Committee Chairmanships
Mr. D. P. Jindal	Promoter, Non-Executive Chairman	69,420	4	Yes	3	2	1
Mr. Raghav Jindal	Promoter, MD, Executive Director	169,776	3	Yes	3	1	-
Mr. Vijay Kaushik	Independent Director	NIL	4	Yes	2	-	-
Mrs. Saroj Bhartia	Independent Director	1,000	4	No	2	-	-
Dr. R K Aggarwal	Independent Director	NIL	4	Yes	8	7	2
Mr. Sunil Arora	Independent Director	NIL	1	No	1	-	-
Mr. S K Singhal	Non- Executive Director	1100	2	Yes	4	-	-

- Note: 1. Only Audit and Stakeholders' Relationship Committees are considered.
2. Excludes directorship in Foreign Companies.

Directors	Names of the other listed entities where he/she is a Director as on 31st March, 2023
Mr. D. P. Jindal	1. Maharashtra Seamless Limited- Non-Executive Chairman
Mr. Raghav Jindal	1. Maharashtra Seamless Limited- Joint Managing Director
Mr. S K Singhal	Nil
Mr. Vijay Kaushik	Nil
Mrs. Saroj Bhartia	Nil
Dr. Raj Kamal Aggarwal	1. Hexa Tradex Limited- Independent Director 2. JITF Infralogistics Limited- Independent Director 3. Jindal Saw Limited- Independent Director
Mr. Sunil Arora	Nil

There is no inter-se relationship among Directors, except Mr. Raghav Jindal, who is the son of Mr. D.P. Jindal.

During the year 2022-23, information as required in Schedule II Part A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been placed before the Board for its consideration.

The Board periodically reviews the compliance reports of all laws applicable to the Company.

During the year, all recommendations of the Committees of the Board which were mandatorily required have been accepted by the Board.

CORE SKILLS/EXPERTISE/COMPETENCIES FOR THE BOARD OF DIRECTORS

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to the Corporate Governance, the Board has identified the following core skills/expertise/competencies for the Board of Directors in the context of business of the Company to function effectively and those actually available with the Board as follows:

CORPORATE GOVERNANCE REPORT

Directors	Area of Experties
Mr. D .P. Jindal	General Management, Strategic acquisitions, Finance, Project implementation and Management of Industries engaged in Steel Pipes & Tubes, Oil & Gas Exploration etc.
Mr. Raghav Jindal	General Management, Strategy, Finance, Marketing, Project implementation and Management of Industries engaged in Steel Pipe and Oil & Gas Exploration etc.
Mr. Vijay Kaushik	General Management, Project implementation, Operation & Administration of Pipe Industry and Finance etc.
Mrs. Saroj Bhartia	General Management, Finance, Strategy etc.
Dr. R. K. Aggarwal	Finance and Strategic Planning, Project implementation, Corporate Laws etc.
Mr. Sunil Arora	General Management, Corporate Laws, Strategy etc.
Mr. Shiv Kumar Singal	General Management, Strategy, Project implementation, Marketing of steel pipes etc.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

The Company's Independent Directors meet atleast once in every financial year without the presence of Non Independent Directors or management personnel, inter alia, to :

- review the performance of Non- Independent Directors and Board of Directors as a whole.
- review the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- assess the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively perform its duties.

During the year under review, the Independent Directors met on 23rd January, 2023, wherein Mr. Vijay Kaushik, Dr. R. K. Aggarwal and Smt. Saroj Bhartia were present.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures & practices. Periodic presentations are made at the Board and Committee meetings on business and performance updates of the Company.

Details of familiarization programmes for Independent Directors are posted on the Company's website and can be accessed at <http://www.jindal.com/jdil/pdf/Details-of-Familiarization-Programmes-JDIL.pdf>

CODE OF CONDUCT

The Board of Directors has adopted the Code of Conduct for Directors and Senior Management personnel. The Code has also been posted on the Company's website www.jindal.com.

In terms of Regulation 26[3] of SEBI [Listing Obligations & Disclosure Requirements] Regulations, 2015 all members of the Board and senior management personnel affirmed the compliance with the Code of Conduct for the financial year ended 31st March, 2023.

A declaration signed by the Chief Executive Officer [CEO] of the Company is given below:

This is to certify that all Board Members and Senior Management personnel have affirmed compliance with Code of Conduct for Directors and Senior Management for the financial year ended 31st March, 2023.

Narayan Ramaswamy
Chief Executive Officer

Dated: 1st August, 2023

CORPORATE GOVERNANCE REPORT

2. AUDIT COMMITTEE

The terms of reference of the Audit Committee are as per guidelines set out in Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013. The Audit Committee provides directions to the audit functions and monitors the quality of internal and statutory audit.

The responsibilities of the Audit Committee include overseeing the financial reporting process, to ensure fairness, sufficiency and credibility of financial statements, review findings of internal auditors relating to various functions, recommendation of appointment and removal of statutory auditors, internal auditors and cost auditors and fixation of their remuneration; review of the quarterly and annual financial statements before submission to the Board with particular reference to matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of Sub-section 3 of Section 134 of the Companies Act, 2013; review of adequacy and compliance of internal control systems and the internal audit function; review of compliance with applicable laws; inspection of records and reports of statutory auditors; review of findings of internal investigations; review of statement of significant related party transactions, review of management letters/letter of internal control, weaknesses issued by statutory auditors, discussion on the scope of audit with external auditors and examination of reasons for substantial defaults, if any in the payment to shareholders; review the functioning of the Whistle Blower mechanism, approval of appointment of Chief Financial officer (CFO) after assessing the qualifications, experience and background, etc. of the candidate etc.

COMPOSITION

The Audit Committee of the Company comprises of 3 Directors including 2 Independent Directors. All members of the Committee possess knowledge of Corporate Finance, Accounts and Company Law. The Chairman of the Committee is an Independent Director and was present at the last Annual General Meeting of the Company. The Audit Committee meetings are attended by the Internal & Statutory Auditors, Accounts and Finance Heads. The Company Secretary acts as the Secretary to the Audit Committee.

The minutes of the Audit Committee meetings are noted by the Board of Directors at the subsequent Board meeting.

During the year under review 4 [four] Audit Committee meetings were held on 27th May, 2022, 25th July, 2022, 17th October, 2022 and 23rd January, 2023. The composition, names of the members, chairperson and attendance of the members at its meetings during the financial year ended 31st March, 2023, are as follows:

Members	Designation	No. of Meetings attended
Mr. Vijay Kaushik	Chairman	4
Mr. D.P. Jindal	Member	4
Mrs. Saroj Bhartia	Member	4

INTERNAL AUDITORS

The Company has appointed a firm of Chartered Accountants as Internal Auditors to review the internal control systems of the Company and to report thereon. The Audit Committee reviews the reports of the Internal Auditors periodically.

3. NOMINATION AND REMUNERATION COMMITTEE

In terms of the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 read with Part-D of Schedule-II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Board of Directors has constituted the Nomination and Remuneration Committee and defined its terms of reference.

The said Committee has been entrusted to formulate the criteria for determining qualification, positive attributes and independence of a Director and recommend to the Board a policy relating to remuneration for Directors, key managerial personnel and other employees, formulation of criteria for evaluation of Independent Directors and the Board, devising a policy on Board diversity, identifying persons who are qualified to become Directors and who may be appointed in senior management positions in accordance with the criteria laid down, and recommend to the Board their appointment and removal etc.

The Nomination and Remuneration Committee of the Company is comprised of three Directors consisting of two Non-Executive Independent Directors and one Non Executive Director. The Chairman of the Committee is an

CORPORATE GOVERNANCE REPORT

Independent Director. During the year under review, meeting of the Nomination and Remuneration Committee were held on 27th May, 2022, 25th July, 2022 and 23rd January, 2023.

The composition, names of the members, Chairman and their attendance at its meeting are as follows:–

Members	Designation	No. of Meetings attended
Mr. Vijay Kaushik	Chairman	3
Mr. D.P. Jindal	Member	3
Mrs. Saroj Bhartia	Member	3

Nomination and Remuneration Policy

The Nomination and Remuneration Policy of the Company is designed to attract, motivate, improve productivity and retain manpower, by creating a congenial work environment, encouraging initiatives, personal growth and team work, and inculcating a sense of belonging and involvement, besides offering appropriate remuneration packages and superannuation benefits. The policy reflects the Company's objectives for good corporate governance as well as sustained long- term value creation for shareholders. The Nomination and Remuneration Policy applies to Directors, senior management including its Key Managerial Personnel (KMPs) and other employees of the Company.

Remuneration of Managing Director should reflect the overall remuneration philosophy and guiding principles of the Company. When considering the appointment and remuneration of Whole Time Director, due consideration be given to pay and employment conditions in the industry, merit and seniority of the person and the paying capacity of the Company.

The Company's Remuneration Policy is guided by a reward framework and set of principles and objectives as more fully and particularly envisaged under the Companies Act, 2013, inter alia principles pertaining to determining qualifications, positive attributes, integrity and independence etc.

Remuneration also aims to motivate personnel to deliver Company's key business strategies, create a strong performance-oriented environment and reward achievement of meaningful targets over the short and long-term.

The remuneration of other employees is fixed from time to time as per the guiding principles outlined above and considering industry standards and cost of living. In addition to basic salary they are also provided perquisites and retirement benefits as per schemes of the Company and statutory requirements, where applicable. Policy of motivation/ reward/severance payments are applicable to this category of personnel as in the case of those in the management cadre.

The Complete Nomination and Remuneration policy of the Company has been uploaded and can be accessed on the Company's website at <http://www.jindal.com/jdil/pdf/NRC-Policy-JDIL.pdf>

REMUNERATION TO DIRECTORS

Details of remuneration paid to the Directors during the financial year ended 31st March, 2023 are as under:

a) Detail of remuneration paid to Managing Director is as under:

(₹ in Lakhs)

Name	Salary	Perquisites & other benefits	Total
Mr. Raghav Jindal (Managing Director)	432.22	-	432.22

b) The Non-Executive Directors are paid by way of sitting fees for meetings of the Board of Directors, Audit Committee and Independent Directors' attended by them. Details of remuneration paid to Non Executive Directors are as under.

(₹ in Lakhs)

Director	Sitting Fees
Mr. Dharam Pal Jindal	2.40
Mrs. Saroj Bhartia	2.50

CORPORATE GOVERNANCE REPORT

Mr. Vijay Kumar Kaushik	2.50
Mr. Raj Kamal Aggarwal	2.10
Mr. Sunil Arora	0.50
Mr. Shiv Kumar Singhal	1.00

Apart from receiving Directors' remuneration by way of sitting fee for attending above meetings, none of the Non-Executive Directors had any pecuniary relationship or transactions with the Company during the year ended 31st March, 2023.

4. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Board has constituted the Corporate Social Responsibility (CSR) Committee in reference to the requirements of Section 135 of the Companies Act, 2013. The CSR Committee recommends to the Board the activities to be undertaken by the Company during the year and the amount to be spent on these activities. During the year under review, the said committee met on 27th May, 2022. All members were present in the meeting.

The constitution of the Corporate Social Responsibility Committee and attendance of the members at its meeting during the financial year ended 31st March, 2023 is as under:-

Members	Designation	No. of Meetings attended
Mr. Raghav Jindal	Chairman	1
Mr. Vijay Kaushik	Member	1
Mrs. Saroj Bhartia	Member	1

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Board has constituted Stakeholders' Relationship Committee under the Chairmanship of Non-Executive Independent Director. The Committee meets periodically, to approve inter-alia, transfer/transmission of shares, issue of duplicate share certificates and reviews the status of investors' grievances and redressal mechanism and recommends measures to improve the level of Investor services. Also reviews the status of legal cases involving the Investors where the Company has been made a party. Details of shares transfers/transmissions approved by the Committee are placed at the Board Meetings from time to time.

During the year under review, meeting of the Committee were held on 27th May, 2022, 21st November, 2022 and 24th March, 2023.

The composition, names of the members, Chairman and their attendance at its meeting are as follows:-

Members	Designation	No. of Meetings attended
Mr. Vijay Kaushik	Chairman	3
Mr. Raghav Jindal	Member	3
Mrs. Saroj Bhartia	Member	3

COMPLIANCE OFFICER

The Board had designated Mr. Saurabh Agrawal as a Company Secretary and Compliance Officer of the Company w.e.f. 27th May, 2022. Mr. P K Rustagi has been designated as Compliance Officer w.e.f. 13th May, 2023 after the resignation of Mr. Saurabh Agrawal.

DETAILS OF SHAREHOLDERS COMPLAINTS RECEIVED AND ATTENDED

No. of Investor complaints pending as on 01-04-2022	Nil
No. of Investor complaints received during the F.Y. 2022-23	Nil
No. of Investor complaints disposed during the F.Y. 2022-23	Nil
No. of Investor complaints unresolved at the year-end [31.03.2023]	Nil

CORPORATE GOVERNANCE REPORT

7. GENERAL BODY MEETINGS

(I) Details of the last three Annual General Meetings:

Financial year	Date	Location of the Meeting	Time
2019-20	28.09.2020	Through Video Conferencing ["VC"]	11:30 A.M.
2020-21	28.09.2021	Through Video Conferencing ["VC"]	04:00 PM
2021-22	21.09.2022	Through Video Conferencing ["VC"]	03:00 PM

(II) Special Resolutions passed in the previous three AGMs.

a)	In the AGM held on 28.09.2020	:	a)	Payment of revised remuneration to Mr. Raghav Jindal, Managing Director, for the period February 01, 2020 to August 12, 2023.
b)	In the AGM held on 28.09.2021	:	a)	Appointment Mr. Raj Kamal Aggarwal as an Independent Director.
c)	In the AGM held on 24.09.2022	:	a)	Appointment Mr. Sunil Arora as an Independent Director.

(III) Special resolutions passed through postal ballot during Financial Year 2022-23 and details of the voting pattern:

During the financial year ended 31st March, 2023, no resolution was passed through postal ballot and no resolution is proposed to be conducted through postal ballot.

8. DISCLOSURES

i) Related Party Transactions

There have been related party transactions as reflected in notes to the accounts but they are not in conflict with the interest of the Company. All transactions have been approved by the Audit Committee and all transactions entered into by the Company with the related parties during the financial year were in the ordinary course of business of the Company and on arm's length basis.

The Board has approved a policy on Materiality of Related Party Transactions which has been uploaded on the website of the Company at the following link <http://www.jindal.com/jdil/pdf/RPT-POLICY-JDIL.pdf>

ii) Accounting Standards

The Company follows the Accounting Standards laid down by the Institute of Chartered Accountants of India and there has been no deviation during the year. The Company has followed Indian Accounting Standards (Ind AS) in the preparation of the Financial Statements for the financial year ended 31st March, 2023. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

iii) Details on Non Compliance

There were no penalties or strictures imposed on the Company by the Stock Exchanges, SEBI, or any other statutory authorities on any matter related to the capital markets during the last 3 years.

iv) CEO/CFO Certificates

Mr. Narayan Ramaswamy, CEO and Mr. Pawan Kumar Rustagi, CFO have furnished the required certificate to the Board of Directors pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

v) Whistle Blower Policy

The Company has adopted a Whistle blower policy and has established the necessary Vigil Mechanism for Directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. No person has been denied access to the Chairman of the Audit Committee. The said policy has been disclosed on the Company's website under the web link <http://jindal.com/jdil/pdf/Vigil-Mechanism-JDIL.pdf>

CORPORATE GOVERNANCE REPORT

vi) Adoption of Mandatory and Non- mandatory requirements

The Company has complied with all mandatory requirements of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Company has also complied with following non-mandatory requirements of Regulation 27(1) read with Part E of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Audit Qualifications

The Financial Statements (Standalone and Consolidated) of the Company are unqualified.

Separate posts of Chairman and Managing Director

The Chairman of the Board is a Non- Executive Director.

Reporting of Internal Auditor

The Internal Auditors of the Company make presentations to the Audit Committee on their reports.

vii) Risk Management

The Company has detailed Risk Management Policy and the Board periodically reviews the procedures for its effective management.

viii) Fees paid to Statutory Auditors

The details of fees paid by the Company to the Statutory Auditors of the Company and all entities in the network firm/network entity of which the statutory auditor are part for the financial year 2022-23 are as follows:

Particulars	Amount (In Lakhs)
Statutory Audit Fee	3.90
Limited Review and other certifications	4.76
Reimbursement of expenses	1.04
Fees paid to Network firm/network entity of Statutory Auditors	0.00

ix) Loans and advances in the nature of loans to firms/companies in which Directors are interested by name and amount

During the financial year 2022-23, the Company has not given any Loans and advances in the nature of loans to firms/companies in which Directors are interested.

x) Disclosure of agreements finding on listed entity

There is no agreement entered in by the parties as specified in clause 5A to Para A of Part A of Schedule III to SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

xi) Particulars of Senior Management including changes

There was no change Senior Management since the close of financial year 2022-23 except Mr. Saurabh Agrawal who resigned as Company Secretary on 12th May, 2023.

TRANSFER TO THE INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to applicable provisions of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("Rules"), all unpaid or unclaimed dividends are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government, after completion of seven years from the date of transfer to Unclaimed Dividend Account of the Company. Further, according to the Rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more are also required to be transferred to the Demat Account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining transfer of the shares.

During the year under review, the Company had sent individual notices and also advertised in the newspaper seeking action from the shareholders who have not claimed their dividends for seven consecutive years or more. Accordingly, the Company has transferred to IEPF following shares thereto during the financial years 2022-23.:

Particulars	No. of Shares
Dividend for the Financial Year 2014-15	3,733

CORPORATE GOVERNANCE REPORT

Details of shares/shareholders in respect of which dividend has not been claimed, are provided on our website at www.jindal.com.

The shareholders are requested to verify their records and claim their unclaimed dividends for the past years, if not claimed.

CERTIFICATE ON CORPORATE GOVERNANCE REPORT

As required under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Auditors' certificate on corporate governance has been annexed to the Board's Report.

DISCLOSURE ON NON-COMPLIANCE

There was no such non-compliance made by the Company on corporate governance as required under sub-paras [2] to [10] of Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

In Compliance with the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and Companies Act, 2013 the Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors, KMPs and designated persons.

9. MEANS OF COMMUNICATION

The Company's financial results are communicated forthwith to all Stock Exchanges, where the shares of Company are listed as soon as they are approved and taken on record by the Board of Directors of the Company. Thereafter the results are normally published in Business Standard, Financial Express and Navshakti. The Financial Results, Press Releases and Presentations made to institutional investors are also available on the Company's website www.jindal.com.

Designated Exclusive e-mail ID: The Company has designated the following e-mail ID exclusively for investor grievance redressal:- secretarial@jindaldrilling.in

NSE ELECTRONIC APPLICATION PROCESSING SYSTEM ('NEAPS')

NEAPS is a web-based application designed by the National Stock Exchange of India Limited (NSE) for corporate filings. All periodical compliance related filings, like shareholding pattern, corporate governance report, media releases and corporate actions are filed electronically on NEAPS.

BSE CORPORATE COMPLIANCE & LISTING CENTRE ('LISTING CENTRE')

The Listing Centre of BSE Ltd. is a web-based application designed for corporate filings. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on the Listing Centre.

10. GENERAL SHAREHOLDERS INFORMATION

- | | | |
|----|-------------------------|--|
| a) | Annual General Meeting: | |
| | Date & Time | : 28th August, 2023 at 03.00 P.M |
| | Venue | : Through Video Conferencing |
| b) | Period | : 01st April, 2022 to 31st March 2023 |
| c) | Record Date | : 14th August, 2023 |
| d) | Dividend | Dividend ₹ 0.50 per share [i.e. @ 10%] for the year ended 31st March, 2023, if approved by the members, would be paid on or after 31st August, 2023. |

Financial Calendar (Tentative):

- | | | |
|---|--|-----------------|
| – | Financial results for the quarter ended 30th June, 2023 | August, 2023 |
| – | Financial results for the quarter ending 30th September, 2023 | Oct/ Nov, 2023 |
| – | Financial results for the quarter ending 31st December, 2023 | Jan/Feb, 2024 |
| – | Financial results for the quarter/year ending 31st March, 2024 | April/May, 2024 |

Listing on Stock Exchanges:

The Equity Shares of the Company are listed at the following Stock Exchanges:

- i) BSE Limited, 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.
- ii) National Stock Exchange of India Limited, 'Exchange Plaza', Bandra - Kurla Complex, Bandra [East], Mumbai - 400 051.

CORPORATE GOVERNANCE REPORT

The listing fee for the financial years upto 2023-24 has been paid to NSE and BSE.

Stock Code: BSE511034
NSE JINDRILL
NSDL/ CDSL – ISIN INE742C01031

DETAILS OF CREDIT RATINGS FOR FY 2022-23

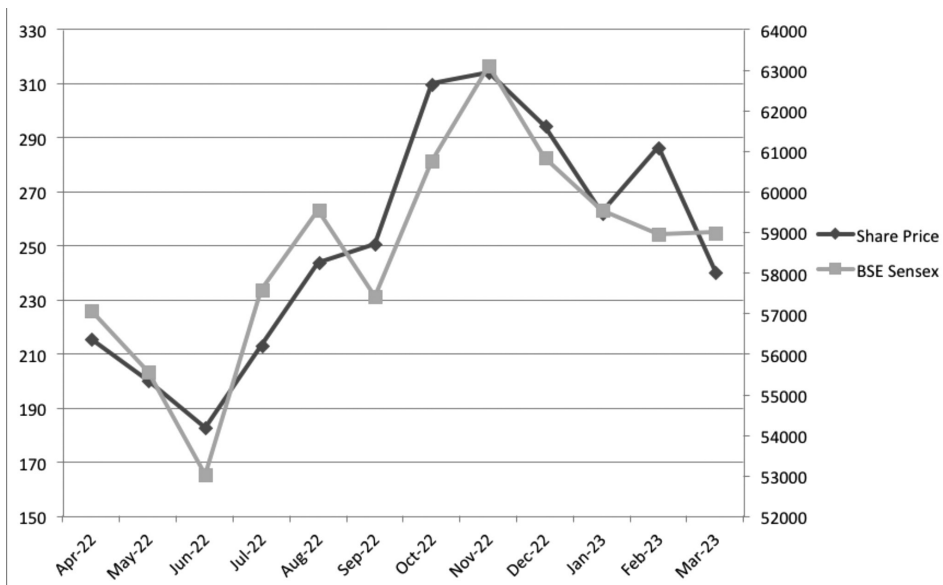
Instrument Description	Rating Assigned	Rating agencies
Long Term Rating	CRISIL A Stable	CRISIL Limited
Short-Term Rating	CRISIL A1	CRISIL Limited

Stock Market Price Data for the year 2022-23

Month	JDIL BSE Price 2(₹)		BSE SENSEX	
	High	Low	High	Low
April, 2022	258.00	210.75	60845.10	56009.07
May, 2022	216.95	177.65	57184.21	52632.48
June, 2022	232.00	162.50	56432.65	50921.22
July, 2022	221.95	174.60	57619.27	52094.25
August, 2022	263.45	200.25	60411.20	57367.47
September, 2022	283.70	239.00	60676.12	56147.23
October, 2022	350.80	247.05	60786.70	56683.40
November, 2022	344.50	302.60	63303.01	60425.47
December, 2022	331.50	230.45	63583.07	59754.10
January, 2023	307.10	251.65	61343.96	58699.20
February, 2023	291.45	246.00	61682.25	58795.97
March, 2023	299.25	213.00	60498.48	57084.91

INDEX COMPARISON – COMPANY'S SHARE PRICE vs. SENSEX

[Closed price and Closed Sensex considered]



CORPORATE GOVERNANCE REPORT

Distribution of shareholding as on 31st March, 2023:

No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
Up to 500	17395	93.09	1390335	4.80
501-1000	641	3.43	510069	1.76
1001-2000	322	1.72	491879	1.70
2001-3000	97	0.52	255131	0.88
3001-4000	50	0.27	175405	0.61
4001-5000	29	0.16	138104	0.48
5001-10000	69	0.37	502745	1.73
10001 and above	83	0.44	25517436	88.05
TOTAL	18686	100	28981104	100.00

Shareholding Pattern as on 31st March, 2023:

Category	No. of shares held	% of holding
Promoters & Promoter Group	1,93,82,152	66.88
Financial Institutions/ Banks	500	0.00
Foreign Portfolio Investors	2,35,427	0.81
IEPF	60,432	0.21
Bodies Corporate	38,61,934	13.32
Resident Individuals	52,94,586	18.27
NRIs	1,40,750	0.49
Clearing Members	5,323	0.02
Total	2,89,81,104	100.00

Category of Shareholding as on 31st March, 2023:

Category	Number of Equity Shares	% to equity
Held in dematerialised form in CDSL	2449317	8.45
Held in dematerialised form in NSDL	26484026	91.38
Physical	47761	0.17
Total	2,89,81,104	100.00

Outstanding GDR / Warrants and Convertible Bonds, conversion date and likely impact on equity:

There are no outstanding GDR/Warrants and Convertible Bonds etc.

Operations : Rigs & Directional Drilling equipments operating at Mumbai offshore.
: Mud logging operations onshore & offshore.

Registrar and Share Transfer Agents:

Alankit Assignments Limited,
Alankit House,
4E/2, Jhandelwala Extension,
New Delhi – 110 055
Phone: 011-23541234, 42541234
Fax: 011-42541967
E-mail: rta@alankit.com

CORPORATE GOVERNANCE REPORT

Commodity price risk or foreign exchange risk and hedging activities:

In order to manage the Commodity Price Risk, Company has a comprehensive risk assessment framework to manage the risks arising out of the inherent price volatility associated with commodities. This includes robust mechanisms for monitoring market dynamics on an ongoing basis towards making informed sourcing decisions and continuous tracking of positions.

To counter exposure to foreign exchange volatility, the Company has formulated foreign exchange hedging policy to protect the trading and manufacturing margins.

Share Transfer System:

In terms of Regulation 40[1] of the SEBI [Listing Obligations & Disclosure Requirements] Regulations, 2015, as amended from time to time, securities can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. Further, SEBI has fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. Therefore, effective from April 1, 2021, Company / RTA is not accepting any requests for the physical transfer of shares from the shareholders. The Company Secretary/ Chief Financial Officer are authorized by the Board to approve request received for transmission or transposition, which are noted at subsequent Board Meetings.

Investors' correspondence address

Shareholders' correspondence should be addressed to the Registrar and Transfer Agent at the address given here above.

Shareholders holding shares in dematerialized form should address all their correspondence to their respective Depository Participants

For & on behalf of the Board of Directors

Place: New Delhi
Dated: 1st August, 2023

D.P. Jindal
Chairman
DIN:00405579

CORPORATE GOVERNANCE REPORT**CERTIFICATION OF COMPLIANCE WITH THE CORPORATE GOVERNANCE**

[Independent Auditor's Certificate on compliance with the Corporate Governance requirement under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To

The Members of

Jindal Drilling and Industries Limited

1. We have examined the compliance of conditions of Corporate Governance by Jindal Drilling and Industries Limited ["the Company"], for the financial year ended on 31st March 2023, as stipulated in Regulations 17 to 27, clause [b] to [i] of Regulation 46(2), and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015 [Listing Regulations]

Management's Responsibility for compliance with the conditions of Listing Regulations

2. The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. This responsibility includes the preparation, the designing, implementing and maintaining operating effectiveness of internal control to ensure compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations.

Auditor's Responsibility

3. Pursuant to the requirements of The Listing Regulations, our responsibility is to express a reasonable assurance in the form of opinion as to whether the Company has complied with the conditions of Corporate Governance as stated in paragraph 1 above. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with the Corporate Governance requirements by the Company.
5. We have carried out an examination in accordance with the applicable Generally Accepted Auditing Standards in India, the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India ["ICAI"], and Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control [SQC] 1, Quality Control for Firms that performs Audits & Reviews of Historical Financial information and other Assurance & related service engagements.

Opinion

7. Based on the procedures performed by us and to the best of our information and according to explanations provided to us, in our opinion, the Company has complied, in all material respects, with the conditions of Corporate Governance as stipulated in the Listing Regulations during the year ended 31 March 2023.
8. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Restriction on use

9. The certificate is issued solely for the purpose of complying with the aforesaid SEBI Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this certificate.

For **Kanodia Sanyal & Associates**
Chartered Accountants

(Pallav Kumar Vaish)

Partner

Membership No. 508751

UDIN: 23508751BGQHWU6060

Place: New Delhi

Date: 1st, August, 2023

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[pursuant to Regulation 34[3] and Schedule V Para C clause [10] (i) of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015]

To,

The Members of
Jindal Drilling and Industries Limited,
(CIN: L27201MH1983PLC233813)
Pipe Nagar, Village Sukeli,
NH 17, BKG Road, Taluka Roha,
District Raigad-402126 Maharashtra

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Jindal Drilling and Industries Limited having CIN: L27201MH1983PLC233813 and having registered office at Pipe Nagar, Village Sukeli, NH 17, BKG Road, Roha – 402126 [hereinafter referred to as 'the Company'], produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34[3] read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number [DIN] status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority,

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Shri Dharam Pal Jindal	00405579	17.10.1983
2	Shri Raghav Jindal	00405984	19.05.1998
3	Shri Raj Kamal Aggarwal	00005349	07.02.2020
4	Shri Vijay Kaushik	02249672	26.03.2009
5	Mrs. Saroj Bhartia	00088456	24.05.2014
6	Shri Shiv Kumar Singhal	00940261	10.11.2020
7	Shri Sunil Arora	00283209	01.07.2022

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

(Namo Narain Agarwal)

FCS 234, CP 3331

UDIN: F000234E000248130

Place: New Delhi

Date: 3 May, 2023

MANAGEMENT DISCUSSION AND ANALYSIS FORWARD LOOKING STATEMENT

The Statements in the Directors's Report and Management Discussion & Analysis Report contains "Forward Looking Statements" about the business, financial performance, skills and prospects of the Company. Statements about the plans, intentions, expectations, beliefs, estimates, predictions or similar expression for future are Forward Looking Statements.

Forward Looking Statements should be viewed in the context of many risk issues, and events that could cause the actual performance to be different from that contemplated in the Directors' Report and Management Discussion & Analysis Report, including but limited to, risk arising from uncertainties as to future Oil & Gas prices and their impact on investment programmes by Oil & Gas companies and domestic, economic and political conditions. We can not assure that outcome of the Forward Looking Statement will be realised and disclaim any duty to update any information in the same.

Global Economic Overview

Global GDP in FY 2023 was affected by the Russia-Ukraine war and resultant dislocations in supply chains, leading to surging food and energy inflation. Central banks raised interest rates sharply in response. This built in expectation of global slowdown and recession. The global GDP is estimated to have grown at a subdued 3.4% in 2022, versus 5.9% in the prior year. It was a year of continued uncertainty and turbulence. The world grappled with geopolitical tensions, high inflation & increase in cost-of-living. Russia's invasion of Ukraine and the ongoing war had a cascading impact as the world saw significant reorientation and adjustment across many economies. According to data from the International Monetary Fund (IMF), countries across the globe were impacted and saw slower growth as compared to robust performance in Calendar Year 2021. In year 2022, Advanced Economies (US, Euro Area, Japan, etc.) grew at a slow pace of 2.7% as against a strong growth of 5% in the year 2021. The US economy too lost some steam as it managed a growth of 2.1% as against 5.6% in the year 2021. The Euro Area grew shade better clip compared to US at 3.5%. 'Emerging Markets and Developing Economies' considered traditionally as growth engines collectively posted a growth of 4.5% as against 6.5% growth in the year 2021. The worst hit was China which saw the continued impact of COVID-19 during the calendar year as its growth slowed down to 3% against 8.1% in the year 2021. Overall, given the turbulence, the impact was evident as the global economy witnessed a growth of 3.4% for the year 2022 as against a plus 5% for the year 2021.

India Market Overview

In the financial year 2022-23 [FY23] India became the fifth largest economy in the world, surpassing the UK. It also assumed the presidency of the G20 forum for the first time, highlighting the global spotlight on India. The macroeconomic fundamentals of the Indian economy are under control and are showing signs of broad based recovery across industry. Despite the ongoing global headwinds caused by external factors like post-pandemic spill overs, supply chain disruptions due to the escalating Russia-Ukraine conflict and potential recessionary pressures facing developed economies, the Indian economy continued to move ahead and effectively steered the global economic headwinds. Multiple initiatives by the government including PLI schemes, national logistic reforms, increased spending on infrastructure, robust local demand, conducive domestic policy environment, etc. have helped the country to race past other economies and be the fastest-growing economy among the seven largest emerging markets and developing economies. In this back drop India seems to be in a bright spot with the overall growth remaining at robust level.

Global and Indian Economic outlook

The economic outlook for FY24 continues to be one of uncertainty as the Russian-Ukraine war continues and the chances for further economic disruptions still prevalent. The biggest setback to global economy including India can be due to risk of shortages, lasting inflation, elevated oil and energy prices and rising interest rate environment. According to data from IMF, the global economy growth is expected to fall from 3.4% in 2022 to 2.8% in 2023, before inching up to 3.0% in 2024. Advanced economies are expected to see an especially muted growth from 2.7% in 2022 to 1.3% in 2023. According to Reserve Bank of India (RBI) and IMF, the overall growth rate for the Indian economy for FY24 is forecasted to be between 6.0-6.5%. The Indian economy is likely to benefit from increased infrastructure spend, banking credit growth, and a possible rural bounce-back due to easing inflation and would continue to be the fastest-growing economy in the world. On the other side, risks include a lower-than-average monsoon, weak global demand, slow pickup of private capex, and FII outflows due to rising US policy rates.

Oil & gas Industry

Amid such uncertain economic and operational uncertainty the company has adopted conservative strategy to mitigate risk. The focus is on reducing cost, increase in operational efficiency, employed safety and conserving cash. The Company is focusing on sustainable profitable growth.

MANAGEMENT DISCUSSION AND ANALYSIS FORWARD LOOKING STATEMENT

Oil prices started the year on a strong note maintaining their strength due to geo-political factors. Though, this was followed by decline in prices due to weakness in global demand, Fed interest rate hikes and weak growth outlook in major global economies around the world. Brent Crude Oil rose by 19% on a year-on-year basis in FY23 on account of geo-political factors, supply disruptions, and rise in Natural Gas prices. The prices are expected to remain at elevated levels based on current condition.

Review of Operations

Safety performance of Jindal rigs - Discovery I, Virtue I, Jindal Supreme and Jindal Explorer successfully achieved "Zero Accident" in year 2022. Rigs 'Discovery I' and 'Jindal Supreme' completed 6 years without Lost Time Incident.

Training is crucial for enhancement of knowledge and skill enhancement. Jindal Drilling crew undergo regular "Safety Trainings". This has helped in achieving impressive safety records. Regular Training for safety conducted on rigs include Hand & Finger Safety, Heat Stress, Work Place Risk Assessment, Hazard identification etc.

Jindal Drilling has successfully continued to be certified for "ISO 45001:2018 (OHSMS), ISO14001:2015 (EMS) and ISO 9001:2015 (QMS)" by DNV.

All operations and activities have been carried out keeping in view the environmental requirements and we are in compliance with international conventions like MARPOL and national environment regulations under MoPNG.

Green Initiatives taken by rigs include Waste Segregation, Plastic reuse, using Trach Compactor for compressing plastic wastes, Periodic maintenance of equipment to check engine exhausts and green plantations are few to mention.

Operational efficiency and Drilling performance of Jindal rigs over the years have set new benchmarks & have worked at efficiency of more than 99.1%.

In the year 2022, rigs Discovery I, Virtue I, Jindal Star, Jindal Supreme and Jindal Explorer were operational and deployed in Mumbai High offshore fields, West Coast India under ONGC contracts.

The company successfully received renewal contracts at much higher rates upon conclusion of existing contracts.

Rig 'Jindal Supreme', a "SLOT Category" MODU engaged in drilling exploratory wells has received appreciation from ONGC for successful completion of five numbers of Exploratory wells in FY 2022-23 and achieving highest commercial speed of 3046 m/Rig Month in target well B_57N#D. The cumulative meterage drilled by Jindal Supreme in FY 2022-23 is 11242 mtrs. In October 2022, Team Jindal Supreme deployed at another well B-192#U to explore primary Mukta, L-VI Formation and Secondary Bassein Formation, drilled 17-1/2" section of 1016 meters in 20 hours and created a benchmark for other rigs to emulate, the rig achieved successful drilling along with completing 2330 days of accident-free operation.

Rig 'Jindal Explorer' continued its full-fledged operations under the ongoing ONGC contract.

All 5 rigs have shown excellent operational efficiency and safety performance, along keeping with best industry standards and practices.

Ratios	FY 2022-23	FY 2021-22	% Change
Debtors' Turnover	3.31	2.62	26 ¹
Inventory Turnover	13.65	10.40	31 ²
Interest Coverage Ratio	19.90	12.05	65 ³
Current Ratio	1.47	1.33	11
Debt Equity Ratio	0.08	0.15	46 ⁴
Operating Profit Margin [%]	39.90%	32.13%	24
Net Profit Margin [%]	29.49%	20.67%	43 ⁵

Explanation of percentage change in ratios greater than 25%

1. Debtors' Turnover - Due to increase in turnover and better collection measures.
2. Inventory Turnover - Due to increase in turnover & reduction in inventory.
3. Interest Coverage Ratio - Due to improvement in profitability.
4. Debt Equity Ratio - Due to repayment of long term loan.
5. Net Profit Margin - Due to saving in charter hire rental.

Human Resources

The Company has a firm belief that human capital is core to development of Company and the Company philosophy of wider inclusion and participation from employees has resulted in the transformative growth to enable the Company to reach where it is currently. The pandemic resulted in focus on employee safety which was achieved through an agile workforce and development of world class occupational health and safety protocols. As on 31st march 2023 the Company has a total count of 665 employees.

Risks and Concerns

The Company has in place a robust risk management framework that identifies and evaluates business risks and opportunities. The Company recognises that these risks need to be managed effectively and mitigated to protect the interest of the shareholders and stakeholders, to achieve business objectives and create sustainable value and growth.

Internal controls and systems

The Company believes that internal controls are one of the key pillars of governance, which provides a platform to the management to operate, within a framework of appropriate checks and balances. The Company has a robust internal control framework, which has been established considering the nature, size and complexity of its operations and risks in the business. The framework comprises, inter alia, a well-defined organisation structure, roles and responsibilities, documented policies and procedures, financial delegation of authority for various business activities, etc. These policies are complimented by a management information and monitoring system, which ensures compliance with internal processes, as well as with applicable laws and regulations. The Company's internal control environment ensures efficient conduct of operations, security of assets, prevention and detection of frauds/errors, accuracy and completeness of accounting records and the timely preparation of reliable financial information. The Company has an independent, external Audit Firm that is responsible for providing assurance on compliance with operating systems, internal policies, and legal requirements, as well as suggesting improvements to systems and processes. The Internal Audit monitors and evaluates the efficacy, and adequacy of internal control systems in the Company. The audit is carried out across all functional areas. The independent internal audit functionally reports to the Audit Committee of the Company. Key internal audit findings are presented to the Audit Committee at its quarterly meetings.

Environmental, Social and Governance (ESG)

The Company has identified four key areas of sustainability priority – health & safety, people & society, climate & environment, and responsible business. We recognize the responsibility of our business and our sector to support the achievement of the UN Sustainable Development Goals (SDGs). Our operations and material topics present particularly strong opportunities to have a meaningful and sustainable impact on the attainment of several SDGs to our business. The Company values engagement with our stakeholders, including our customers, employees, and regulatory bodies, to understand and meet their expectations regarding sustainability, strategy, and we communicate our sustainability performance to them on an ongoing basis through various channels.

The company has a set of policies, processes, and procedures aligned with industry best practices and implemented across our operations for Health, Safety & Environment (HSE). The system provides a framework for identifying, assessing, and controlling health, safety, and environment risks throughout our operations. The system monitors our HSE performance and continuously improves the necessary safeguards to protect our employees, assets, service providers and customers. Our HSE system is regularly reviewed and updated to ensure that it remains effective in mitigating risks and improving our safety performance.

For and on behalf of the Board

D.P. Jindal

Chairman

DIN: 00405579

Place: New Delhi

Date: 1st August, 2023

STANDALONE
FINANCIAL
STATEMENTS

INDEPENDENT AUDITORS' REPORT

To the Members of Jindal Drilling & Industries Limited
Report on the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Jindal Drilling & Industries Limited ('the Company'), which comprise the Balance Sheet as at **31st March 2023**, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information [hereinafter referred to as 'standalone Ind AS financial statements'].

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS 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 including Indian Accounting Standards[" Ind AS"] specified under Section 133 of the Act, of, of the state of affairs [financial position] of the Company as at **31st March, 2023**, and its Profit [financial performance including other comprehensive income], its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statement in accordance with the Standards on Auditing specified under Section 143[10] of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India [ICAI] together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statement of the current period. These matters were addressed in the context of our audit of the standalone financial statement as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
<p>Contingent Liabilities relating to Income Tax Demand</p> <p>Pursuant to MCA notification dated 30.03.2019 amending the Accounting Standard Ind AS 12 – Income Tax the company reviewed the disputed income tax demand of Rs 842.51 Lakhs, hitherto, disclosed under contingent liabilities. This involves significant management judgment to determine the possible outcome of the uncertain tax position, consequently having an impact on related accounting and disclosures in the standalone financial statements. Refer Note 33 Paragraphs B to the standalone financial statements.</p>	<p>Our audit procedures include the following substantive procedures:</p> <p>Obtained understanding of key uncertain tax positions; and</p> <p>We along with our internal tax experts - Read and analyzed selected key correspondences including appeal papers and assessment orders, external opinions obtained by the Company. We also held discussions with the Company's tax advocate appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions; and</p> <p>Assessed management's estimate of the possible outcome of the disputed cases.</p> <p>the accounting estimates and disclosures made in accordance with the Accounting Standards Ind AS 12 and IndAS8.</p>
<p>Litigation, arbitrations, and claims</p> <p>As described in note 39 paragraph [i] and [ii] of the standalone Ind AS financial statements] As of March 31, 2023, the Company's discloser relating to legal claims, arbitration and litigation exposures have been identified as a key audit matter due to the large number of complex legal claims across the Company.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> • Gained an understanding of the process of identification of claims, litigation, and arbitrations, and evaluated the design and tested the operating effectiveness of key controls.

INDEPENDENT AUDITORS' REPORT

Key Audit Matter	Auditor's Response
<p>Due to complexity of cases, timescales for resolution and need to negotiate with various authorities, there is significant judgement required by management in assessing the exposure of each case and thus a risk that such cases may not be adequately provided for or disclosed in the standalone Ind AS financial statements. Accordingly, claims, litigations, and arbitrations was determined to be a key audit matter in our audit of the standalone Ind AS financial statement.</p>	<ul style="list-style-type: none"> • Obtained the Company's legal cases summary and critically assessed management's position through discussions with the legal head and Company management, on both the probability of success in significant cases, and the magnitude of any potential loss. • Obtained confirmation, where appropriate, from relevant legal counsel and conducted discussions with them regarding material cases. Evaluated the objectivity, independence, competence, and relevant experience of legal counsel. • Inspected external legal opinions, where appropriate and other evidence to corroborate management's assessment of the risk profile in respect of legal claims. • Checked the adequacy of the disclosures with regard to facts and circumstances of the legal and litigation matters.

Emphasis of Matter-

We draw attention to Note no. 39 (i) (a) to the Standalone Financial Statement relating to ONGC Arbitration proceeding and implementation of Arbitration award and Vide Supreme Court of India order dated 27th April 2022, Supreme Court of India has directed as under: -

- Dismissed the Arbitration Award and Appeal order in Bombay High Court with regard to Arbitration initiated by ONGC.
- To constitute a New Arbitration Tribunal between ONGC and JDIL.
- Arbitration Award and Bombay High Court order, in case of Arbitration initiated by JDIL to be kept in abeyance till the Award by the newly constituted Tribunal.
- This case was also transferred to Bombay High Court.
- JDIL has been asked to keep Bank Guarantee alive till the order of Arbitration Award.

On the basis of a legal opinion taken from Law Firm, the Management is of the view that we have strong case for recovery of due from ONGC and hence not making any provision for doubtful debts.

[For detailed notes, refer note no.39]

Our Opinion is not modified in this matter.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility report, Corporate Governance and shareholder's information, but does not include the financial statements and our auditor's report thereon. The report containing other information is expected to be made available to us after the date of this auditor's report.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ['the Act'] with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;

INDEPENDENT AUDITORS' REPORT

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 standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone financial statements.

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

Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in circumstances. Under Section 143[3][i] of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and operating effectiveness of such controls.

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

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statement 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with the governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies [Auditors' Report] Order, 2020 [the Order] issued by the Central Government of India in terms of Section 143[11] of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order.

INDEPENDENT AUDITORS' REPORT

2. 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;
 - c. the Balance Sheet, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d. in our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act read with relevant rule issued thereunder;
 - e. on the basis of the written representations received from the directors as on 31 March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'. our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting; and
 - g. with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year in accordance with the provisions of section 197 of the Act.
 - h. with respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies [Audit and Auditors] Rules, 2014 [as amended], in our opinion and to the best of our information and according to the explanations given to us :
 - i. the Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements. Refer to Note 33 to the standalone Ind AS financial statements;
 - ii. The Company does not have any material foreseeable losses on long term contracts including derivative contracts, Refer note no. 37 in the Standalone financial statement.;
 - iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;
 - iv. (i) the management has represented that, to the best of its knowledge and belief, no funds, have been advanced or loaned or invested [either from borrowed funds or share premium or any other sources or kind funds] by the Holding Company or its subsidiary companies incorporated in India 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;
 - (ii) the management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ["Funding Parties"], with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or in directly 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
 - (iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representation under sub-clause(iv)(i) and (iv)(ii) contain any material misstatement.
 - (iv) The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act.
 - (v) Proviso to Rule 3(1) of the Companies [Accounts] Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail [edit log] facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11 (g) of Companies [Audit and Auditors] Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For Kanodia Sanyal & Associates
Chartered Accountants
FRN: 008396N

(Pallav Kumar Vaish)

Partner

Membership No.: 508751

UDIN: **23508751BGQHVA9503**

Place: Gurugram
Date: 28th April 2023

Annexure A to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone Ind AS financial statements for the year ended 31 March 2023, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment. The company has maintained proper records showing full particulars of intangible assets.
- (b) All the property, plant and equipment's have been physically verified by the management according to a regular program, which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies with respect to book records were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties [other than properties where the company is the lessee and the lease agreement are duly executed in favour of the lessee] disclosed in the financial statements are held in the name of the Company.
- (d) during the year, the company has not revalued its property, Plant and equipment's [including right to use assets] or intangible assets or both and hence provisions of clause (e) are not applicable to the company.
- (e) According to the information and explanation given to us and the records maintaining by the company no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions [Prohibition] Act, 1988 [45 of 1988] and rules made there under.
- (ii) (a) the physical verification of inventory [excluding material in transit or lying with third party] has been conducted by the management at reasonable intervals. In our opinion, the coverage and procedures of such verification by the management is appropriate. In respect of inventory lying with third parties, these have substantially been confirmed by them. In respect of inventories of stores and spares, the management has a verification programme designed to cover the items over a period of three years. 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) The company has been sanctioned working capital limit in excess of five crore rupees in aggregate from banks on the basis of the security of the current assets of the company. The quarterly returns/statements filed by the company with such banks are generally in agreement with the books of accounts of the company.
- (iii) (a) in respect of investment made, guarantee or security provided and/or secured /unsecured loans or advances in the nature loans granted to companies, firms, limited liability partnerships or other parties, we report that-

A: Aggregate amount granted / provided during the year	Loans (Rs .In lakhs)
Associate/subsidiary/Joint Venture	-
Other Companies	-
B: Balance outstanding as at balance sheet date in respect of above cases:	
Associate/subsidiary/Joint Venture	13510.84
Other Companies	-

No such loans or advances, guarantees or security made/provided during the year to other than subsidiaries, joint ventures and associates.

- (b) The terms and conditions on which investments are made, guarantees are provided, security is given and loans and advances in the nature of loans are granted are not prejudicial to the interest of the company.
- (c) In respect of loans and advances in the nature of loans, the repayment or receipt of the principal and interest amount are as per stipulation and the repayments or receipts of principal amounts and interest have been regular as per stipulations except interest referred under clause (iii)(d) below.

With respect to the loans repayable on demand [Refer reporting under clause (iii)(f) below] having regard to the fact that the repayment of principal or payment of interest has not been demanded by the Company, in our opinion the repayments of principal amounts and receipts of interest are regular.

- (d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted and advances in the nature of loans provided by the Company, there are following overdue amount remaining outstanding as at the balance sheet date.

Relationship with Entity	Nature	Amount (in lacs)	Extent of delay	Remark if any
Joint Ventures	Principal and interest	189.24	More than 365 days	Company has not received any interest amount during the year & total interest due as on 31st March 2023 was Rs. 896.67 lakh.

Management has been following up with the Joint ventures to recover the amount.

Annexure A to the Independent Auditors' Report

- (e) There were no loans or advances in the nature of loan granted by the Company which has fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) The Company has granted loans which are repayable on demand or without specifying any terms or period of repayment details of which are given below:

	All Parties including related party (in Rs lacs)	Promoters (in Rs lacs)	Related Parties (In Rs Lacs)
Aggregate of loans			
-Repayable on Demand	13510.84	–	–
Percentage of loans to the total loans	100%	–	–

- (iv) In our opinion and according to information and explanation given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act 2013 in respect of loans, investments, guarantees and security, as applicable.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Rules framed there under to extent notified.
- (vi) The Central Government has not prescribed the maintenance of cost under section 148(1) of the Act, for any services rendered by the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, ESI, income tax, GST, duty of customs, cess and other material statutory dues have been generally regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the company did not have any dues on account of employee's state insurance and duty of excise. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, ESI, Income Tax, goods and service tax, duty of customs, cess and other material statutory dues were in arrear as at 31st March 2023 for a period more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of duty of customs which have not been deposit with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of income tax, Goods and service tax, and cess have not been deposited by the Company on account of on going disputes:

Nature of the Statute	Nature of the dues	Amount Disputed (Rs/Lacs)	Forum where dispute is pending
1. Income Tax Act	Income Tax demand	199.32	ITAT A.Y.2008-09 to 2010-11
	Income Tax demand	92.98	ITAT A.Y. 2011-12
	Income Tax demand	92.56	ITAT A.Y.2012-13
	Income Tax demand	103.02	ITAT A.Y 2013-14
	Income Tax demand	24.33	CIT[A] AY 2014-15
	Income Tax demand	15.16	CIT[A] AY 2015-16
	Income Tax demand	315.14	CIT[A] AY 2016-17

- (viii) According to the information and explanations provided to us, there were no transaction which were not recorded in the books of account and have been surrendered or disclosed as income, during the year, in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or other borrowings or the payment of interest thereon to any lender.
- (b) According to the records of the company and information or explanations given to us, the company is not declared willful defaulter by any bank or financial institutions or other lenders.
- (c) According to the records of the company and information and explanation given to us, term loans were applied for the purpose for which the loans were obtained. No term loans were received during the year.
- (d) According to the records of the company and information and explanation given to us, funds raised on short term basis has not been utilized for long term purpose.
- (e) According to the records of the company and information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint venture.

- (f) According to the records of the company and information and explanation given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associates' companies.
- (x) (a) in our opinion, no money raised by way of initial public offer or further public offer and term loans have been applied for the purpose for which they were obtained.
- (b) According to the records of the company and information and explanation given to us, during the year the company has not made any preferential allotment or private placement of shares or fully, partially or optionally convertible debentures.
- (xi) (a) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (b) The auditors have not filed any report under sub section [12] of section 143 of the Companies Act in form ADT-4 as prescribed under rule 13 of the Companies [Audit and Auditors] Rules 2014 with the Central Government.
- (c) According to the records of the company and information and explanation given to us, no whistle blower complaints have been received by the company during the year.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, this paragraph of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone Ind AS financial statements as required by the applicable accounting standards.
- (xiv) (a) According the records of the company and information and explanation given to us, in our opinion the company has an internal audit system commensurate with the size and nature of business.
- (b) we have considered the reports of internal auditors for the period under audit provided to us by the company.
- (xv) In our opinion during the year, the Company has not entered into any non-cash transactions with any of its directors or directors of its holding company, subsidiary company or persons connected with such directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act1934.
- (b) during the year, the company has not conducted any Non-Banking Financial or Housing Finance activities and hence this clause of order is not applicable to the company.
- (c) the company is not a Core Investment Company(CIC) and /or an exempted or unregistered CIC as defined in the regulations made by the Reserve Bank of India.
- (d) According to the records of the company and information and explanations given to us, the Group has no CIC as part of the group.
- (xvii) The company has not incurred cash losses in the financial year under audit and preceding financial year.
- (xviii) During the year there has been no resignation of statutory auditors of the company and hence this clause of the order is not applicable to the company.
- (xix) on the basis of the financial ratio, ageing and expected date of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditors knowledge of the Board of Directors and management plans we are of the opinion that no material uncertainty exists as on date of the audit report that the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from balance sheet date.
- (xx) (a) According to the records of the company and information and explanations give to us, in our opinion, there are no unspent amounts towards Corporate Social Responsibility [CSR] on projects other than ongoing projects requiring transfer to a fund specified in schedule vii to the companies act in compliance with second proviso to sub section [5] of section 135 of the said Act.
- (b) According to the records of the company and information and explanations give to us, in our opinion, there are no amount remaining unspent under sub section [5] of section 135 of the Companies Act, pursuant to any ongoing project.
- (xxi) There are no qualification or adverse remark by the respective auditors in the companies [Auditors Report] Order [CARO] reports of the companies included in Consolidated Financial Statements.

For Kanodia Sanyal & Associates
Chartered Accountants
FRN: 008396N

(Pallav Kumar Vaish)

Partner

Membership No.: 508751

UDIN: **23508751BGQHVA9503**

Place: Gurugram
Date: 28th April 2023

Annexure B to the Independent Auditors' Report

Independent Auditor's Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

We have audited the internal financial controls over financial reporting of Jindal Drilling & Industries Limited ('the Company') as of 31st March 2023 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, 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 Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that [1] pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; [2] provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of the 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 Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Kanodia Sanyal & Associates
Chartered Accountants
FRN: 008396N
(Pallav Kumar Vaish)
Partner
Membership no.: 508751
UDIN: **23508751BGQHVA9503**

Place: Gurugram
Date: 28th April 2023

BALANCE SHEET AS AT 31ST MARCH 2023

(₹ In Lakhs)

Particulars	Note	As at 31st March 2023	As at 31st March 2022
ASSETS			
Non - Current Assets			
Property, Plant and Equipment	3	59,213.20	64,091.51
Capital Work in Progress	3	16.07	-
Investment Property	4	940.65	945.77
Other Intangible Assets	5	9.99	28.94
Financial Assets			
i. Investments	6(A)	18,659.39	18,659.39
ii. Loans	7	13,983.90	12,892.25
iii. Other Financial Assets	8	12,873.19	9,021.92
Deferred Tax Assets	9	2,538.84	5,278.92
		108,235.23	110,918.71
Current Assets			
Inventories	10	3,470.43	4,035.28
Financial Assets:			
i. Investments	6(B)	4,849.13	1,956.33
ii. Trade Receivables	11	15,454.69	15,461.16
iii. Cash and Cash Equivalents	12	10.00	3.97
iv. Bank balances other than (iii) above	12	9,986.48	9,671.60
v. Other Financial Assets	13	997.23	668.24
Current Tax Assets (Net)	14	1,115.81	2,394.34
Other Current Assets	15	17,818.96	5,144.90
		53,702.73	39,335.82
Total Assets		161,937.96	150,254.52
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	16	1,449.06	1,449.06
Other Equity	17	104,972.01	94,489.11
		106,421.07	95,938.17
Liabilities			
Non - Current Liabilities			
Financial Liabilities			
i. Borrowings from bank	18	7,989.81	14,844.06
ii. Other financial liability	18(1)	69.11	-
Provisions	19	152.58	88.00
Deferred Tax Liabilities	9	10,750.29	9,757.61
		18,961.79	24,689.67
Current Liabilities			
Financial Liabilities:			
i. Borrowings	20(1)	12,681.29	7,191.05
ii. Other Financial Liability	20(2)	16,689.62	16,675.58
iii. Trade Payables	21		
A). Total outstanding dues of MSME		198.95	41.23
B). Total outstanding dues of creditors other than MSME		4,665.64	3,538.11
Other Current Liabilities	22	2,190.06	2,114.28
Provisions	23	129.53	66.43
		36,555.09	29,626.68
Total Equity & Liabilities		161,937.96	150,254.52

The accompanying notes are an integral part of the Financial Statements.

Significant accounting policies and notes on financial statements 1 - 52

 As per our report of even date
 For **Kanodia Sanyal & Associates**
 Chartered Accountants
 Firm's Registration No. 008396N

PALLAV KUMAR VAISH
 Partner
 Membership No. 508751

 Place: New Delhi
 Date : 28th April, 2023

RAGHAV JINDAL
 Managing Director
 DIN: 00405984

PAWAN KUMAR RUSTAGI
 CFO
 PAN: AACPR8012M

SAURABH AGRAWAL
 Company Secretary
 ACS: 36163

For & on behalf of the Board of Directors
D.P. JINDAL
 Chairman
 DIN: 00405579

NARAYAN RAMASWAMY
 CEO
 PAN: AAUPR3856R

VIJAY KUMAR KAUSHIK
 Director
 DIN: 02249672

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2023

(₹ In Lakhs)

Particulars	Note	Year Ended 31st March 2023	Year Ended 31st March 2022
Continuing Operations			
Revenue from operations	24	51,217.29	41,985.88
Other Income	25(A)	4,689.67	3,197.63
Total Income		55,906.96	45,183.51
Expenses			
Operating expenses	26	24,857.29	23,085.21
Employee benefits expense	27	7,111.97	6,686.36
Finance cost	28	799.20	785.27
Depreciation and amortization expense	3,4,5	6,280.45	4,340.94
Other expenses	29	1,756.34	1,607.50
Total Expenses		40,805.25	36,505.28
Profit before exceptional items and tax		15,101.71	8,678.23
Exceptional Items		-	-
Profit before tax		15,101.71	8,678.23
Tax expenses			
Current Tax		-	-
Deferred tax	9	3,919.30	2,210.71
Total tax expenses		3,919.30	2,210.71
Profit for the year		11,182.41	6,467.52
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Change in fair value of equity instrument		34.49	27.22
Remeasurements of post-employment benefit obligations		(57.26)	44.31
Income tax relating to these items		5.73	(18.00)
		(17.04)	53.53
Items that will be reclassified to profit or loss			
Change in cash flow hedging		(718.36)	182.39
Reclassification of Foreign Currency Translation Reserve Account		-	(377.82)
Income tax relating to these items		180.81	49.19
		(537.55)	[146.24]
		(554.59)	[92.71]
Total Comprehensive Income for the Year (Comprising profit and other comprehensive income for the year)		10,627.82	6,374.81
Earning per equity share of Rs. 5 each (in Rs.)			
Basic		38.59	22.32
Diluted		38.59	22.32

The accompanying notes are an integral part of the Financial Statements.

Significant accounting policies and notes on financial statements 1 - 52

 As per our report of even date
 For **Kanodia Sanyal & Associates**
 Chartered Accountants
 Firm's Registration No. 008396N

RAGHAV JINDAL
 Managing Director
 DIN: 00405984

For & on behalf of the Board of Directors
D.P. JINDAL
 Chairman
 DIN: 00405579

PALLAV KUMAR VAISH
 Partner
 Membership No. 508751

PAWAN KUMAR RUSTAGI
 CFO
 PAN: AACPR8012M

NARAYAN RAMASWAMY
 CEO
 PAN: AAUPR3856R

 Place: New Delhi
 Date : 28th April, 2023

SAURABH AGRAWAL
 Company Secretary
 ACS: 36163

VIJAY KUMAR KAUSHIK
 Director
 DIN: 02249672

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2023

A. Equity Share Capital (Subscribed and Paid Up) as at 31st March 2023

Particulars	Note	Equity Capital (₹ In Lakhs)
As at 1st April 2022	15	1,449.06
Change in equity share capital during the year		-
As at 31st March, 2023	15	1,449.06

A. Equity Share Capital (Subscribed and Paid Up) as at 31st March 2022

Particulars	Note	Equity Capital (₹ In Lakhs)
As at 1st April 2021	15	1,449.06
Change in equity share capital during the year		-
As at 31st March, 2022	15	1,449.06

A. Other Equity

Particulars	Note	Reserve & Surplus			Other Items				Total
		Securities Premium Reserve	General Reserve	Retained Earnings	Other OCI Items	Equity Instrument through OCI	Effective portion of Cash Flow Hedging	Foreign Currency translation reserve	
Balance as at 1st April 2022	16	29,613.35	24,562.94	39,126.62	20.37	(232.73)	475.33	923.23	94,489.11
Total comprehensive income for the year ended 31st March, 2023		-	-	-	-	-	-	-	-
Profit or loss		-	-	11,182.41	-	-	-	-	11,182.41
Other comprehensive income	24(a)	-	-	(42.85)	25.81	-	(537.56)	-	(554.60)
Transferred to general reserve		-	-	-	(34.77)	-	-	-	(34.77)
Transferred from other OCI items		-	34.77	-	-	-	-	-	34.77
Total comprehensive income		-	34.77	11,139.56	(8.96)	-	(537.56)	-	10,627.81
Transferred from retained earnings		-	-	-	-	-	-	-	-
Dividend & Tax		-	-	(144.91)	-	-	-	-	(144.91)
Balance as at 31st March, 2023		29,613.35	24,597.71	50,121.28	11.40	(232.73)	(62.23)	923.23	104,972.01

(₹ In Lakhs)

As at 31st March 2022

(₹ In Lakhs)

Particulars	Note	Reserve & Surplus			Other Items				Total
		Securities Premium Reserve	General Reserve	Retained Earnings	Other OCI Items	Equity Instrument through OCI	Effective portion of Cash Flow Hedging	Foreign Currency translation reserve	
Balance as at 1st April 2021	16	29,613.35	24,562.94	32,770.85	-	(232.73)	338.85	1,205.95	88,259.20
Total comprehensive income for the year ended 31st March, 2022									
Profit or loss		-	-	6,467.52			-	-	6,467.52
Other comprehensive income	24(a)	-	-	33.16	20.37	-	136.48	[282.72]	[92.71]
Total comprehensive income		-	-	6,500.68	20.37	-	136.48	(282.72)	6,374.81
Transferred from retained earnings		-	-	-		-	-	-	-
Dividend & Tax		-	-	[144.91]		-	-	-	[144.91]
Balance as at 31st March, 2022		29,613.35	24,562.94	39,126.62	20.37	(232.73)	475.33	923.23	94,489.11

As per our report of even date
For **Kanodia Sanyal & Associates**
Chartered Accountants
Firm's Registration No. 008396N

PALLAV KUMAR VAISH
Partner
Membership No. 508751

Place: New Delhi
Date : 28th April, 2023

RAGHAV JINDAL
Managing Director
DIN: 00405984

PAWAN KUMAR RUSTAGI
CFO
PAN: AACPR8012M

SAURABH AGRAWAL
Company Secretary
ACS: 36163

For & on behalf of the Board of Directors
D.P. JINDAL
Chairman
DIN: 00405579

NARAYAN RAMASWAMY
CEO
PAN: AAUPR3856R

VIJAY KUMAR KAUSHIK
Director
DIN: 02249672

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2023

(₹ In Lakhs)

Particulars	Year Ended 31st March 2023	Year Ended 31st March 2022
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Profit before tax	15,101.71	8,678.23
Adjustments for :		
Depreciation & amortization expenses	6,280.45	4,340.94
Unrealised foreign exchange fluctuations [gain]/loss	(2,822.78)	(1,921.72)
Notional [gain]/loss on fair valuation of assets / liabilities	(829.09)	169.80
Interest income	(1,487.59)	(1,151.16)
Dividend	(0.15)	(0.08)
Finance cost	799.20	785.27
[Gain]/loss on Sale of PPE	35.00	(5.28)
Discarded Assets Written Off	2.57	31.70
Bad Debts Written off\Decrease in Investment	178.23	-
[Gain]/loss on sale of investments	(60.39)	-
Operating Profit before working capital changes	17,197.16	10,927.70
Adjustments for :		
Trade receivables	(171.76)	1,132.18
Other financial assets and other assets	(13,466.69)	8,955.67
Trade payables	1,285.25	(2,150.59)
Other financial liabilities, other liabilities and provisions	286.62	90.22
Cash generated from operations	5,130.57	18,955.18
Income Taxes paid/ [Refund] net	1,278.53	617.47
NET CASH FROM OPERATING ACTIVITIES	6,409.10	19,572.65
B. CASH FLOW FROM INVESTING ACTIVITIES		
Expenditure for property, plant & equipments [Addition] / Deletion of CWIP	(1,514.77) (16.07)	(19,262.14) 0.26
Proceeds from sale of property, plant & equipment	99.14	40.88
Loan [refund]/given to related parties & others [net]	(1,161.49)	13,341.46
Purchase of Current Investments	(8,350.00)	(1,881.66)
Fair Value Gain on Investment	34.49	(27.22)
Proceed from sale of current investments	5,640.89	-
Dividend income	0.15	0.08
Interest income	1,487.59	1,151.16
NET CASH USED IN INVESTING ACTIVITIES	(3,780.07)	(6,637.17)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Short Terms Bank Borrowings	5,302.18	(4,422.62)
Proceeds from Long Term Bank Borrowings	(6,854.25)	(3,161.34)
Proceeds from Short Term Inter Corporate Loans	188.06	(3,360.17)
Dividend paid	(144.91)	(144.91)
Finance cost	(799.20)	(785.27)
NET CASH USED IN FINANCING ACTIVITIES	(2,308.12)	(11,874.31)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	320.91	1,061.16
Cash and Cash equivalents at the beginning of the year	9,675.57	8,614.41
Cash and Cash equivalents at the end of the year	9,996.48	9,675.57
Supplementary information		
Restricted cash balances	9,301.48	9,271.08

 As per our report of even date
 For **Kanodia Sanyal & Associates**
 Chartered Accountants
 Firm's Registration No. 008396N

PALLAV KUMAR VAISH
 Partner
 Membership No. 508751

 Place: New Delhi
 Date : 28th April, 2023

RAGHAV JINDAL
 Managing Director
 DIN: 00405984

PAWAN KUMAR RUSTAGI
 CFO
 PAN: AACPR8012M

SAURABH AGRAWAL
 Company Secretary
 ACS: 36163

For & on behalf of the Board of Directors
D.P. JINDAL
 Chairman
 DIN: 00405579

NARAYAN RAMASWAMY
 CEO
 PAN: AAUPR3856R

VIJAY KUMAR KAUSHIK
 Director
 DIN: 02249672

NOTES FORMING PART OF FINANCIAL STATEMENT

Corporate Information

Jindal Drilling & Industries Limited (JDIL) is a company limited by shares, incorporated on 17th October 1983 under the companies Act 1956 and has its registered office at Raigad (Maharashtra) and head office at Delhi. JDIL's shares are listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE). JDIL is engaged in providing services to entities involved in exploration of Oil & Gas.

Statement of compliance

The Financial Statements of the Company which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended 31st March, 2023, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements") have been prepared in accordance with Indian Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, the provisions of the Companies Act, 2013 ("the Act") to the extent notified, guidelines issued by the Securities and Exchange Board of India (SEBI) and other accounting principles generally accepted in India. The Financial Statements have been approved by the Board of Directors in its meeting held on 28th April, 2023.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these standalone financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial statements are for M/s Jindal Drilling & Industries Limited.

a) Basis of preparation & presentation

The financial statements have been prepared on a historical cost basis which has been consistently applied, except for the following asset and liabilities which have been measured at fair value amount:

- i) Certain financial assets and liabilities (including derivative instruments),
- ii) Defined benefit plans – plan assets

The financial statements 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 by the Companies (Indian Accounting Standards) (Amendment), Rules, 2016 .

Company's financial statements are presented in Indian Rupees, which is also its functional currency.

b) Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment loss. Historical Cost comprises the cost of acquisition / purchase price inclusive of duties, not recoverable taxes, incidental expenses, erection /commissioning expenses, borrowing cost etc. up to the date the asset is ready for its intended use. Credit of duty, if availed, is adjusted in the acquisition cost of the respective assets. Capital Works-in-Progress is carried at cost, comprising direct cost, related incidental expenses and interest on borrowings to the extent attributed to them.

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 profit or loss during the reporting period in which they are incurred.

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

Depreciation on property, plant and equipment acquired / capitalized is provided using straight line method (SLM). Depreciation on property, plant and equipment is provided on pro-rata basis, based on the useful life as per Schedule II of the Companies Act 2013 except in respect of the following assets, where useful life is different than those prescribed in Schedule II.

Particulars	Depreciation
Cost of Leasehold land	Over the period of lease term
Assets cost less than Rs. 10,000/-	100%

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

NOTES FORMING PART OF FINANCIAL STATEMENT

Gain or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognised in the Statement of Profit and Loss when the asset is derecognised.

c) Intangible Assets

Intangible assets are stated at cost less accumulated amortization / depletion and impairment loss. Cost comprises the cost of acquisition / purchase price inclusive of duties, taxes, incidental expenses, erection /commissioning expenses, borrowing cost etc. up to the date the asset is ready for its intended use. Credit of duty, if availed, is adjusted in the acquisition cost of the respective assets.

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.

Gain or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Amortization of intangible assets acquired / capitalized is provided using straight line method [SLM].

A summary of amortization policies applied to the companies intangible assets to the extent of depreciable amount is, as follows;

Particulars	Depreciation
Computer Software	Over a period of 5 Years
Drilling RIG Software	Over the period of 10 Years

d) Investment Property

Property that is held for long-term rental yield or for capital appreciation or both, and that is not occupied by the company, is classified as investment property. Investment property is measured initially at its cost, including related transaction cost and where applicable borrowing costs. Subsequent expenditure is capitalised to the assets carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably. All other repair and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

The company adopt the cost model as its accounting policy to measure all of its investment property. The Fair value model is not allowed but only disclosure of fair value of investment property is required even though the cost model is followed.

Investment properties are depreciated using the straight line method over their estimated useful lives. Investment properties generally have useful lives of 30 years except lease hold property which is depreciated over its period of lease.

e) Foreign currency transaction

i) 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 company operates ('the functional currency'). The standalone financial statements are presented in Indian rupee (INR), which is company's functional and presentation currency.

ii) Translations and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

Exchange difference arising on reporting / settlement of long term foreign currency monetary items (other than depreciable non-current assets) at rates different from those at which they are initially recorded during the period which were earlier being recognised in the statement of profit & loss are now being accumulated in "Foreign Exchange transaction Reserve" and would be accounted for in the statement of profit & loss in the year in which transaction is complete.

NOTES FORMING PART OF FINANCIAL STATEMENT

f) Revenue recognition

The Company derives revenues primarily from business of drilling services. Revenues from contracts with customers are recognized when the performance obligations towards customer have been met. Performance obligations are deemed to have been met when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services and excludes the amount collected on behalf of third party.

Revenue from sale of products is recognized when products are delivered to the customers. Delivery occurs when the product has been shipped to the customers, risk of obsolescence and loss has been transferred to customers and either the customer has accepted the products in accordance with sales arrangement.

Revenue is recognized net of goods and service tax (GST), and variable considerations like discount, volume rebates, returns, pricing incentives to customers and penalties as reduction of revenue on systematic and rational basis over the period of contract as applicable.

Interest income

Interest income from loans / debt instruments is recognised using the effective interest rate method.

Dividends

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the company, and the amount of the dividend can be measured reliably.

g) Income Tax

Current Tax:

Provision for Taxation is ascertained on the basis of assessable profit computed in accordance with the provisions of Income Tax Act, 1961 & tax advices, wherever considered necessary.

Deferred Tax:

Deferred Tax is recognised, subject to the consideration of prudence, as the tax effect of timing difference between the taxable income & accounting income computed for the current accounting year and reversal of earlier years' timing difference. Deferred Tax Assets are recognised and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carry forward losses, which are recognised to the extent that there is virtual certainty, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Current tax and deferred tax for the year:

Current and deferred tax are recognized in statement of profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized 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.

h) Leases

Offices Premises taken on lease under which, all risks and rewards of ownership are effectively retained by the lessor are classified as operating lease. Lease payments under operating lease are recognized as expense on accrual basis in accordance with the respective lease agreements.

i) Impairment of Assets

At each balance sheet date, the Company assesses whether there is any indication that an asset is impaired. If any such indication exists, the Company estimates the recoverable amount. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recognized in the statement of profit and loss to the extent the carrying amount exceeds recoverable amount.

j) 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.

k) Trade receivables

Trade receivables are recognised initially at transaction price and subsequently re-measured at amount that would actually be received.

NOTES FORMING PART OF FINANCIAL STATEMENT**l) Inventories**

Stores, Spares and other items required for operation are treated as consumed as and when sent to drilling rig. Stocks in hand are valued at cost or net realisable value, whichever is lower. Cost in respect of Stores & Spares is determined on FIFO basis.

m) Investments and other financial assets**Classification**

The company classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- Those measured at amortised cost.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

Measurement

At initial recognition, the company measures a financial asset at its fair value. If financial asset not measured at fair value, the transaction costs that are directly attributable to the acquisition of the financial asset will be added to cost of financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Equity instruments

The company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Impairment of financial assets

The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Derecognition of financial assets

A financial asset is derecognised only when

- The company has transferred the rights to receive cash flows from the financial asset or
- 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 derecognised. Where the company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

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 derecognised if the company has not retained control of the financial asset. Where the company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

Financial Liabilities**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings or payables or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

NOTES FORMING PART OF FINANCIAL STATEMENT

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification as described below:

A financial liability except derivative financial instrument measured at fair value through profit or loss. Derivative financial instruments are designated as hedging instruments in hedge relationships and measured at fair value through other comprehensive income. All changes in the fair value of such liability are recognized in the statement of profit and loss.

Cash flow hedge

The Company designates derivative contracts or non-derivative financial assets / liabilities as hedging instruments to mitigate the risk of movement in interest rates and foreign exchange rates for foreign exchange exposure on highly probable future cash flows attributable to a recognised asset or liability or forecast cash transactions. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in the cash flow hedging reserve being part of other comprehensive income. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the underlying transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the Statement of Profit and Loss upon the occurrence of the underlying transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified in the Statement of Profit and Loss.

De-recognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

n) 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. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their carrying value and subsequently measured at amortised cost using the effective interest method.

o) Borrowing cost

Borrowing costs directly attributable to the acquisition or construction of the qualifying assets are capitalised as a part of the cost of asset up to the date when such asset is ready for its intended use. Other borrowing costs are recognised as an expense in the period in which they are incurred.

p) Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Liabilities which are material, and whose future outcome cannot be ascertained with reasonable certainty, are treated as contingent, and disclosed by way of notes to the accounts.

Contingent Assets are neither recognized nor disclosed in the financial statement. Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date.

q) Employee Benefits

Short Term Employee Benefits

Short term employee benefits are recognised as an expense at the undiscounted amount in the statement of profit and loss of the year in which the related service is rendered.

Post-Employment Benefits

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund

NOTES FORMING PART OF FINANCIAL STATEMENT

and Pension Scheme. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service. Payment to defined contribution retirement benefit scheme, if any, is charged as expenses as they fall due.

Defined Benefit Plans

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @ 15 days salary for every completed year of service as per the Payment of Gratuity Act 1972. The gratuity liability amount is contributed to the approved scheme of LIC formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by respective IT authorities.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income.

r) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

s) Claims Recoverable

The claims in respect of fixed assets lost during the process of drilling [lost in hole] are recognised on the basis of invoices raised and correspondingly the depreciated value of the fixed assets lost in hole is charged off. Any deductions made from the claims raised are recognised on receipt of intimation in respect of the same.

t) Prepaid Expenses

Prepaid expense is not recognised in cases where total amount spent is Rs. 10,000/- or less. Such expenses are charged to statement of profit and loss.

u) Segment reporting:

Operating segments are those components of the business whose operating results are regularly reviewed by the chief operating decision making body in the Company to make decisions for performance assessment and resource allocation. The reporting of segment information is the same as provided to the management for the purpose of the performance assessment and resource allocation to the segments.

v) Statement of cash flows:

Statement of Cash Flows is prepared segregating the cash flows into operating, investing and financing activities. Cash flow from operating activities is reported using indirect method adjusting the net profit for the effects of:

- i. changes during the period in inventories and operating receivables and payables, transactions of a non-cash nature;
- ii. non-cash items such as depreciation, provisions, and unrealised foreign currency gains and losses etc.; and
- iii. all other items for which the cash effects are investing or financing cash flows.

Cash and cash equivalents comprise cash at banks and on hand, short-term deposits with an original maturity of three months or less and liquid investments, which are subject to insignificant risk of changes in value.

w) Event Occurring after the Balance Sheet Date

Events occurring after the Balance Sheet Date and till the date on which the Financial Statement are approved, which are material in the nature and indicate the need for adjustments are considered in the financial statement.

x) Key sources of estimation uncertainty and critical accounting judgements:

In the course of applying the policies outlined in all notes under point 2 below, the Company is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in

NOTES FORMING PART OF FINANCIAL STATEMENT

the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future period, if the revision affects current and future period.

Key sources of estimation uncertainty:

i) Useful lives of property, plant and equipment:

The useful lives of property, plant and equipment are reviewed at least once a year. Such lives are dependent upon an assessment of both the technical lives of the assets, and also their likely economic lives based on various internal and external factors including relative efficiency, the operating conditions of the asset, anticipated technological changes, historical trend of plant load factor, historical planned and scheduled maintenance. It is possible that the estimates made based on existing experience are different from the actual outcomes and could cause a material adjustment to the carrying amount of property, plant and equipment.

ii) Provisions and Contingencies:

In the normal course of business, contingent liabilities arise from litigations and claims. Potential liabilities that are possible but not probable of crystallizing or are very difficult to quantify reliably are treated as contingent liabilities. Such contingent liabilities are disclosed in the notes but are not recognized. Potential liabilities that are remote are neither recognized nor disclosed as contingent liability. The management decides whether the matters needs to be classified as 'remote,' 'possible' or 'probable' based on expert advice, past judgements, terms of the contract, regulatory provisions etc.

iii) Fair value measurements:

When the fair values of financial assets or financial liabilities recorded or disclosed in the Financial Statements cannot be measured based on quoted prices in active markets, their fair values are measured using valuation techniques including the Discounted Cash Flows model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgements include consideration of inputs such as liquidity risk, credit risk and volatility.

iv) Income taxes:

Significant judgements are involved in determining the provision for income taxes, including amount expected to be paid / recovered for uncertain tax positions. In assessing the realizability of deferred tax assets arising from unused tax credits, the management considers convincing evidence about availability of sufficient taxable income against which such unused tax credits can be utilized. The amount of the deferred income tax assets considered realizable, however, could change if estimates of future taxable income changes in the future.

v) Defined benefit plans:

The present value of defined benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual development in the future. These include the determination of the discount rate, future salary escalations and mortality rates etc. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

vi) Loss allowance assessment for a loan / guarantee given to subsidiary and a related party:

- a) Assessment for loss allowance for a loan given to subsidiary involves assumptions relating to the valuation of its underlying business. In considering the value in use, the Management has made assumption relating to timing of resumption of commercial operations of mining activity, mineable reserves / resources, annual production, yield, future prices of coal, renewal of mining licenses, operational margins and discount rate. Any subsequent changes in the assumptions could materially impact the carrying value of the assets.
- b) Recoverability of loans given to and fair value of financial guarantee given on behalf of, a related party serving as a mine development operator for lignite mine of a joint venture entity is assessed on the basis of projected cash flows derived on the presumption that it will continue as the operator having regard to it being selected as the preferred bidder in the fresh competitive bidding process carried out as per the regulator's direction, its net worth and other external and internal sources of information.

vii) Expected credit loss:

The measurement of expected credit loss on financial assets is based on the evaluation of collectability and the management's judgement considering external and internal sources of information. A considerable amount of judgement is required in assessing the ultimate realization of the loans having regard to, the past collection history of each party and ongoing dealings with these parties, and assessment of their ability to pay the debt on designated dates

NOTES FORMING PART OF FINANCIAL STATEMENT

Viii) Onerous contracts

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognizes any impairment loss on the assets associated with that contract.

y) Recent Pronouncements :-

Ministry of Corporate Affairs ["MCA"] has notified the following new amendments to Ind AS which the Company has not applied as they are effective for annual periods beginning on or after April 1, 2023:-

Amendment to Ind AS 1 "Presentation of Financial Instruments"

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information is material if, together with other information can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statement

Amendment to Ind AS 12 "Income Taxes"

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 [recognition exemption] so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company is evaluating the impact, if any, in its financial statements.

Amendment to Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors"

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities use measurement techniques and inputs to develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.

z) Rounding of 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.

Note 2: Estimates

The presentations of financial statements is in conformity with the generally accepted accounting principles which requires estimates and assumptions to be made that affect the reportable amount of assets and liabilities on the date of financial statements and the reportable amount of revenue and expenses during the reporting period. Differences between the actual results and estimates are recognised in the year in which the results are known / materialized.

Note 3 - Property, plant and equipment and capital work in progress

(₹ In Lakhs)

Particular	Building	Plant & Equipment	Furniture & Fixtures	Vehicles	Office Equipment	Total - (A)	CWIP (B)	Total (A+B)
Gross carrying amount								
Deemed cost as at 1 April, 2021	417.10	57,128.27	52.91	346.57	8.51	57,953.37	0.26	57,953.63
Additions		19,049.29	8.73	195.56	8.56	19,262.14	-	19,262.14
Disposals		[729.02]	-	-	[1.50]	[730.51]	[0.26]	[730.77]
Deemed cost as at 31st March, 2022	417.10	75,448.55	61.64	542.13	15.58	76,484.99	-	76,484.99
Additions		1,456.56	0.27	46.22	11.72	1,514.77	16.07	1,530.84
Disposals/adjustment		[397.86]	-	[253.92]	[12.02]	[663.81]	-	[663.81]
Asset transfer from CWIP to building	-	-	-	-	-	-	-	-
Classified as Investment Property	-	-	-	-	-	-	-	-
Exchange Differences	-	-	-	-	-	-	-	-
Deemed cost as at 31st March, 2023	417.10	76,507.24	61.91	334.43	15.27	77,335.96	16.07	77,352.03
Accumulated depreciation								
As at 1 April, 2021	72.75	8,376.90	22.88	263.07	-	8,735.60	-	8,735.60
Depreciation for the year	14.93	4,282.35	4.72	15.54	3.54	4,321.08	-	4,321.08
Adjustment	-	[661.79]	-	-	[1.42]	[663.21]	-	[663.21]
As at 31st March 2022	87.68	11,997.46	27.60	278.61	2.12	12,393.47	-	12,393.47
Depreciation for the year	14.78	6,193.56	5.33	33.31	9.40	6,256.38	-	6,256.38
Classified as Investment Property	-	-	-	-	-	-	-	-
Adjustment	-	[274.78]	-	[240.88]	[11.44]	[527.10]	-	[527.10]
As at 31st March, 2023	102.46	17,916.23	32.92	71.05	0.08	18,122.75	-	18,122.75
Net Carrying amount 31st March, 2023	314.64	58,591.01	28.98	263.39	15.19	59,213.20	16.07	59,229.27
Net Carrying amount								
At 31 March 2022	329.42	63,451.09	34.04	263.52	13.45	64,091.53	-	64,091.53
At 31 March 2023	314.64	58,591.01	28.98	263.39	15.19	59,213.20	16.07	59,229.27

* The company opted to use the previous GAAP carrying values as deemed cost at the transition date for all its PPE, Investment Property and Intangible Assets.

* From the year 31 March 2016, Land & Building were reclassified as Investment property because management decided to lease the said property to third party.

NOTES FORMING PART OF FINANCIAL STATEMENT
Note 4 - Investment Property

(₹ In Lakhs)

Particulars	31-Mar-23	31-Mar-22	31-Mar-21
Gross carrying amount			
Opening gross carrying amount / Deemed Cost	1,029.03	1,029.03	1,029.03
Additions	-	-	-
Disposal	-	-	-
Closing gross carrying amount	1,029.03	1,029.03	1,029.03
Accumulated depreciation			
Opening accumulated depreciation	83.26	77.54	71.11
Depreciation charge	5.12	5.72	6.43
Closing Accumulated depreciation	88.38	83.26	77.54
Net carrying amount	940.65	945.77	951.49

*The company opted to use the previous GAAP carrying values as deemed cost at the transition date for Investment Property.

Note 5 - Other Intangible Assets

(₹ In Lakhs)

Particulars	Software	Total
Gross carrying amount		
Deemed cost as at 1 April, 2021	124.87	124.87
Additions - Others	-	-
Additions - Internally developed	-	-
Deemed cost as at 31st March, 2022	124.87	124.87
Additions - Others	-	-
Additions - Internally developed	-	-
Exchange Differences	-	-
Deemed cost as at 31st March, 2023	124.87	124.87
Accumulated depreciation		
As at 1 April, 2021	81.79	81.79
Amortisation for the year	14.14	14.14
As at 31st March, 2022	95.93	95.93
Amortisation for the year	18.95	18.95
Impairment charge	-	-
Exchange Differences	-	-
As at 31st March, 2023	114.88	114.88
Net Carrying amount 31st March 2023	9.99	9.99
Net Carrying amount		
At 31 March 2022	28.94	28.94
At 31 March 2023	9.99	9.99

*The company opted to use the previous GAAP carrying values as deemed cost at the transition date for Intangible Assets.

NOTES FORMING PART OF FINANCIAL STATEMENT

Note 6 - Investment

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
6A. Investments at amortised cost - Non-current		
i). Unquoted equity shares of JV companies		
Equity Shares of Joint Venture Companies :		
i) 1,14,37,830 Shares in Discovery Drilling Pte. Ltd of SGD 1 each	7,411.97	7,411.97
ii) 1,39,83,375 Shares in Virtue Drilling Pte. Ltd of SGD 1 each	11,247.41	11,247.41
	18,659.38	18,659.38
ii). Unquoted equity shares of other companies		
14 Shares in Internovia Natural res FZ LLC of AED 1000 each	2.37	2.37
Less- Provision for Amortisation	2.37	2.37
	-	-
iii). Unquoted equity shares of other entities		
i) 5 Shares in Taloja CETP Co. Society Ltd of Rs. 100 each	0.01	0.01
Total - (i)+(ii)+(iii)	18,659.39	18,659.39

Note 6B - Investments at fair value - current

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
i). Unquoted Investment in Equity Instruments through FVOCI		
183296 Shares of ESL Steels Limited of Rs. 10 each	18.33	18.33
ii). Quoted Investment in Equity Instruments through FVOCI		
7534 Shares of Jindal Steel & Power Limited of Rs. 1 each	41.15	40.18
iii). Unquoted Investment in Equity Instruments through FVOCI		
400000 Shares of United Seamless Tubulaar Private Limited of Rs. 0.80 each	-	16.16
Total - (i to iii)	59.48	74.67
iv). Investment in Unquoted Mutual Funds at FVTPL		
HDFC Liquid Fund- Growth	748.71	1,450.75
17078.310 Units of Rs. 4286.2460 each		
SBI Liquid Fund Regular Growth	2,455.45	-
70234.535 Units of Rs.3398.8394 each		
UTI Liquid Cash Regular Plan Growth	614.02	-
16760.325 Units of Rs.3639.5476 each		
UTI Money Market Regular Plan Growth	518.42	-
19876.958 Units of Rs.2515.4755 each		
Total - (iv)	4,336.61	1,450.75
v). Unquoted Units of Mutual Fund at FVTPL		
a) Units in IIFL Monopolistic Intermediaries Fund	72.41	70.99
b) Units in IIFL Special Opportunities Fund Series-9	101.20	59.78
c) Units in Faering Capital Growth Fund	279.44	300.14
31,000 Units @ 1000 Each		
Total - (v)	453.04	430.91
Total (i to v)	4,849.13	1,956.33

* Non-current investments are recognised initially at carrying value while short term investments except investments in quoted equity share are recognised initially at fair value through FVTPL .

* Short term investments in quoted equity shares are recognised at fair value through FVOCI.

* Short term investments in quoted and unquoted mutual funds are recognised at fair value through FVTPL.

NOTES FORMING PART OF FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 7 - Loans, Non Current		
i. Loans Receivables considered good - Unsecured		
Loan to Related Parties*	13,510.84	12,460.23
Loan to Others	473.06	432.02
Total	<u>13,983.90</u>	<u>12,892.25</u>
ii. Loans Receivables which have significant increase in Credit Risk-Unsecured		
Loan to MOGL	891.44	891.44
Less- Provision for Credit Loss	891.44	891.44
Total	<u>-</u>	<u>-</u>
Total (i+ii)	<u>13,983.90</u>	<u>12,892.25</u>

* Includes Loan to Joint Venture Companies, Discovery Drilling Pte Ltd & Virtue Drilling Pte Ltd are sub-ordinated to bank loan availed by said Joint Venture.

Note 8 - Other financial assets

i. Security Deposits*	12,873.19	8,811.02
ii. Forward Exchange Contract	-	635.20
Less - Realised within year	-	424.30
	<u>12,873.19</u>	<u>9,021.92</u>

* Security deposits are recognised at fair value through FVTPL. The discounting rate taken at 9.5% p.a. for security paid to lessor . The discounting period taken as per the terms of contractual agreement.

Note 9 - Deferred Tax Assets / Liabilities
Deferred Tax Liability

Depreciation and Amortization	10,535.14	9,365.47
Reclassification of FCTRA	310.53	310.53
Change in fair value of cash flow hedging	(20.93)	159.88
Equity Instrument - Fair Value Gain	(74.45)	(78.27)
[A]	<u>10,750.29</u>	<u>9,757.61</u>
Deferred Tax Assets		
Provision for Leave Encashment	26.90	19.01
Provision for Gratuity	44.10	19.86
Loss allowance on Loans & Advances - ECL	24.68	24.68
Security Deposit - Fair Value Loss	(2.12)	4.76
JDIL Employee Welfare trust loan - Fair Value Loss	11.31	21.64
Mutual Fund Fair Value Gain	(21.51)	0.84
Unabsorbed Depreciation	2,455.48	5,188.13
[B]	<u>2,538.84</u>	<u>5,278.92</u>
Net Deferred Tax Liability	<u>[A-B]</u>	<u>4,478.69</u>

Note 10 - Inventories

[At lower of cost or net realisable value]

Stores & Spares	2,962.60	3,497.42
Goods in transit	507.83	537.86
	<u>3,470.43</u>	<u>4,035.28</u>

NOTES FORMING PART OF FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 11 - Trade Receivables		
Considered good - Unsecured	7,599.31	7,558.47
Considered good - Disputed	7,855.38	7,902.69
Unsecured, Doubtful	178.23	-
Less: Provision for Bad Debts	178.23	-
(Ref. Note No. 39(i))	<u>15,454.69</u>	<u>15,461.16</u>

 The Trade receivables ageing schedule for the years ended as on **March 31, 2023** and March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of Payment					
		Less than 6 Month	6 month to one year	1-2 years	2-3 years	more than 3 years	Total
Undisputed trade receivables – considered Good	2,412.09	5,083.09	104.13	-	-	-	7,599.31
Previous year	2,915.13	4,609.27	34.07	-	-	-	7,558.46
Disputed trade receivables – considered good	-	-	-	-	1,222.57	6,632.81	7,855.38
Previous year	-	-	-	1,269.88	-	6,632.81	7,902.69
Total- Considered Good							15,454.69
Unsecured, Doubtful							178.23
Total							15,632.92
Less Provision for Credit Loss						178.23	178.23
Net							15,454.69
Previous year							15,461.16

Note 12 - Cash and Cash Equivalents

Cash in hand	10.00	3.97
Balances with Banks in		
- Current accounts	0.00	0.01
- Fixed Deposit account	9,981.65	9,666.67
- Unpaid dividend account	4.83	4.92
Total Cash & Cash Equivalents	<u>9,996.48</u>	<u>9,675.57</u>
Deposits more than 12 months maturity		
Balance with Banks in unpaid dividend account	4.83	4.92
Balance with banks held as margin money deposits against guarantees	9,296.65	9,266.16
Restricted Cash & cash equivalents *	<u>9,301.48</u>	<u>9,271.08</u>

The restrictions are primarily on account of bank balances held as margin money deposits against guarantees.

Note 13 - Other Financial Assets - Current

Accrued Interest receivables	997.23	243.94
Forward Exchange Contract	-	424.30
	<u>997.23</u>	<u>668.24</u>

Note 14 - Current Tax Assets (Net)

Advance Tax/TDS	1,115.81	2,394.34
	<u>1,115.81</u>	<u>2,394.34</u>

NOTES FORMING PART OF FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 15 - Other Current Assets		
Advances recoverable in cash or in kind #	17,818.96	5,144.90
	17,818.96	5,144.90

Includes primarily advances to trade creditors, recoverables etc.

Note 16 - Equity Share Capital & Other Reserves
Equity Share Capital
Authorized equity share capital of Rs. 5 each

Particulars	No. of shares	Equity Capital (In Lakhs)
As at 31st March 2022	46,500,000	2,325.00
Increase during the year	-	-
As at 31st March 2023	46,500,000	2,325.00

Issued, Subscribed and Paid Up Capital of Rs. 5 each
(i) Movement in equity share capital

Particulars	No. of shares	Equity Capital (In Lakhs)
As at 31st March 2022	28,981,104	1,449.06
Increase during the year	-	-
As at 31st March 2023	28,981,104	1,449.06

Terms and rights attached to equity shares

Equity shares have a par value of INR 5. They entitle the holder to participate in dividends, and to share in the proceeds of winding up of the company in proportion to the number of amounts paid on the shares held. Every holder of equity shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

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

Particulars	31 March 2023		31 March 2022	
	% Holding	No. of Shares	% Holding	No. of Shares
a) Jindal Global Finance and Investment Ltd	18.11	5,248,148	18.18	5,268,148
b) Sudha Apparels Ltd	10.53	3,051,000	10.63	3,081,000
c) Stable Trading Co. Ltd	10.56	3,059,168	10.56	3,059,168
d) Crispark Viocom Ltd	14.45	4,188,350	14.49	4,198,350
e) Jindal Pipes Limited	7.42	2,151,500	7.42	2,151,500

NOTES FORMING PART OF FINANCIAL STATEMENT

(iii) Details of promoters' shareholding percentage in the Company is as below:

Particulars	As at 31 March, 2023		As at 31 March, 2022		% Change during the year
	% Holding	No. of Shares	% Holding	No. of Shares	
Name of Promoter					
Dharam Pal Jindal	0.24	69,420	0.24	69,420	-
Raghav Jindal	0.59	169,776	0.59	169,776	-
Name of Promoter Group					
Jindal Global Finance and Investment Ltd	18.11	5,248,148	18.18	5,268,148	[0.07]
Sudha Apparels Ltd	10.53	3,051,000	10.63	3,081,000	[0.10]
Stable Trading Co. Ltd	10.56	3,059,168	10.56	3,059,168	[0.00]
Crispark Viocom Ltd	14.45	4,188,350	14.49	4,198,350	[0.04]
Jindal Pipes Limited	7.42	2,151,500	7.42	2,151,500	-
Flakt Dealcomm Limited	0.56	161,793	0.56	161,793	-
Maharashtra Seamless Ltd	-	-	0.32	92,000	[0.32]
Odd & Even Trades & Finance Limited	1.46	423,185	1.46	423,185	-
Neptune Exploration and Industries Limited	1.61	465,614	1.62	470,614	[0.01]
Shruti Raghav Jindal	0.11	32,200	0.11	32,200	-
Rachna Jindal HUF	0.09	25,066	0.09	25,066	-
Savita Jindal	0.08	24,200	0.08	24,200	-
Raghav Jindal [HUF]	0.05	13,500	0.05	13,500	-
Krishnav Jindal	0.23	67,000	0.23	67,000	-
Saket Jindal	0.60	174,932	0.60	174,932	-
Dharam Pal Jindal [HUF]	0.20	57,300	0.20	57,300	-

(iv) The company during the period of five years immediately preceding the date at which the Balance Sheet is prepared, no equity share allotted pursuant to contract without cash payment / allotted by way of bonus share or bought back.

NOTES FORMING PART OF FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 17 - Other equity		
17(a) - Reserve and surplus		
Securities Premium Reserve	29,613.35	29,613.35
General Reserve	24,597.71	24,562.94
Retained Earning	50,121.28	39,126.62
Total reserves and surplus	104,332.34	93,302.91
Securities Premium Reserve		
Opening Balances	29,613.35	29,613.35
Addition during the year	-	-
Closing Balance	29,613.35	29,613.35
General Reserve		
Opening Balances	24,562.94	24,562.94
Addition during the year	34.77	-
Closing Balance	24,597.71	24,562.94
Surplus in Statement of Profit & Loss		
Opening Balances	39,126.62	32,770.85
Net profit for the period	11,182.41	6,467.52
Remeasurement of employment benefit obligation, net of tax	(42.85)	33.16
Dividends & CD Tax	(144.91)	[144.91]
Closing Balance	50,121.28	39,126.62
17(b) Other OCI Reserves		
Hedging reserve - [net of tax]	(62.22)	475.33
Foreign currency translation reserve - [net of tax]	923.22	923.23
Other OCI Items [net of tax]	11.40	20.37
Change in fair value of equity instruments [net of tax]	(232.73)	[232.73]
Closing Balance	639.67	1,186.20
Total of other equity (A+B)	104,972.01	94,489.12
Note 18 - Borrowings - Non Current		
Secured Borrowings		
External Commercial Borrowings from Bank - Non Current*	14,323.20	17,671.50
Less :- Payable within year shown in current Borrowings	6,333.39	2,827.44
	7,989.81	14,844.06
Note 18(1) - Other Financial Liabilities - Non Current		
Forward Exchange Contract	83.16	-
Less - Payable within year	14.05	-
	69.11	-

NOTES FORMING PART OF FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 19 - Provisions, Non-current		
Gratuity	95.71	31.43
Leave Encashment	56.87	56.57
	152.58	88.00
-Current	129.53	66.43
Gratuity	79.51	47.48
Leave Encashment	50.02	18.95

Note 20(1) - Borrowings - Current
Secured

Cash Credit from Banks**	1,845.37	49.14
External Commercial Borrowings from Bank - Current Payable*	6,333.39	2,827.44

Unsecured

Inter Corporate Loans - JHPL	4,502.53	4,314.47
	12,681.29	7,191.05

** Working capital loans are secured by hypothecation of inventories, book debts and all other current assets and first charge on fixed assets excluding specific charges, ranking pari-passu amount against working capital lending banks.

* ECB Loan from Indusind Bank is secured by way of first charge on Discovery -1 Jack up Rig

Note 20(2) - Other Financial Liabilities

Financial Liability against BG*	16,675.58	16,675.58
Forward Exchange Contract	14.05	-
	16,689.62	16,675.58

*Includes (i) ₹ 160 Crore liabilities of IndusInd Bank is secured by pledged of Fixed Deposit of Rs. 80 Crore and extension of charge on Discovery-1 jack up rig

(ii) ₹ 675 Lakhs liabilities of State Bank of India is secured by Fixed Deposit of Rs. 685 Lakhs

Note 21 - Trade Payables

Outstanding dues of Micro , Small & Medium Enterprises (MSME)	198.95	41.23
Outstanding dues of Creditors other than MSME	4,665.64	3,538.11
	4,864.59	3,579.34

The Trade Payable ageing schedule for the years ended as on March 31, 2023 and March 31, 2022 is as follows:

Particulars	Outstanding for following periods from due date of Payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	more than 3 years	Total
Outstanding dues of Micro , Small & Medium Enterprises (MSME)	-	198.95	-	-	-	198.95
Previous year	-	41.23	-	-	-	41.23
Outstanding dues of Creditors other than MSME	179.58	4,389.67	9.58	1.80	85.01	4,665.64
Previous year	51.28	3,396.30	1.80	39.59	49.14	3,538.11
Total						4,864.59
Previous year						3,579.34

NOTES FORMING PART OF FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 22 - Other Current Liabilities		
Security Deposits Payable	1.46	1.46
Duties and Expenses Payable	2,183.77	2,107.90
Unpaid Dividend *	4.83	4.92
	2,190.06	2,114.28
* There is no amount due and outstanding to be credited to investors education & protection fund.		
# Includes statutory dues, advances from customers, security deposits etc.		
Note 23 - Provisions		
Gratuity Payable	79.51	47.48
Leave Encashment Payable	50.02	18.95
	129.53	66.43
Note 24 - Revenue From Operations		
Drilling Services	51,217.29	41,985.88
	51,217.29	41,985.88
Note 25(A) - Other Income		
Dividend Received	0.15	0.08
Profit on Sale of Current Investments (Net)	60.39	-
Rent Received	5.56	5.56
Miscellaneous Income	156.01	113.83
Interest Received	1,487.59	1,151.16
Foreign Exchange Fluctuation (Net)	2,822.78	1,921.72
Profit on sale of Fixed Assets	-	5.28
Fair Value through P & L:		
Fair value gain on Mutual Fund	88.81	-
Unwinding interest income on JDIL Interest Free Loan	41.04	-
Unwinding interest income on Security Deposits	27.34	-
	4,689.67	3,197.63
Note 25(B) - Other Comprehensive Income		
Change in fair value of hedging	(718.36)	182.39
OCI through Equity Instrument	34.49	27.22
Remeasurement of defined benefit liability	(57.26)	44.31
Foreign Currency Translation Reserve Account	-	[377.82]
Total	(741.13)	[123.90]
Note 26 - Operating Expenses		
Rig Hire Charges	13,600.90	11,680.82
Drilling Operation expenses	5,560.35	6,496.04
Stores & Spares Consumed	5,696.04	4,908.35
	24,857.29	23,085.21
Note 27 - Employee Benefits Expenses		
Salary, Wages & Other Allowances	6,847.69	6,352.56
Contribution to PF & Other Funds	137.14	129.73
Staff Welfare Expenses	127.14	204.07
	7,111.97	6,686.36

NOTES FORMING PART OF FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 28 - Finance Costs		
Interest on loan & advances	799.20	698.56
Unwinding discount on Security Deposit	-	0.73
Unwinding interest expenses on JDIL Interest Free Loan	-	85.98
	799.20	785.27
Note 29 - Other Expenses		
Electricity & water Charges	25.46	18.14
Rent	216.35	238.94
Rates & Taxes	6.04	6.64
Telephone & Communication Expenses	17.74	18.73
Printing & Stationery	13.90	10.70
Travelling & Conveyance:	255.95	181.63
Vehicle Upkeep & Maintenance	72.04	64.61
Repair & Maintenance		
Building	1.25	3.56
Others	85.13	106.34
Legal & Professional Charges	186.27	116.56
Insurance	5.05	5.00
Fees & Subscription	38.79	33.18
Internal Audit Fees	3.00	3.00
Auditors' Remuneration *	9.70	11.23
General Exp	59.31	61.04
Corporate Social Responsibilities	135.00	61.00
Advertisement & Business Promotion	139.25	70.69
Bank Charges	249.50	368.88
Misc Balances Written Off	3.82	219.29
Interest on Income Tax	19.56	-
Provision for Bad Debts	178.23	-
Loss on sale of Fixed assets	35.00	-
Tender Fee	-	5.00
Fair Value through P&L:		
Fair value loss on Mutual Funds	-	3.34
Total	1,756.34	1,607.50
*Auditors' Remuneration :		
- Audit Fee	3.90	3.90
- Tax Audit Fee	0.50	0.50
- Other Matters	4.26	5.89
- Out of Pocket Expenses	1.04	0.94
	9.70	11.23

NOTES FORMING PART OF FINANCIAL STATEMENT
Note 30: Property, plant & equipment

The company adopted at initial and subsequent recognition of all of its property, plant and equipment at deemed cost method. Refer note 1(b) for depreciation method used, depreciation rate and useful life of PPE. Refer note 3 for gross carrying value, accumulated depreciation value, additions, deletions, depreciation for the period and other changes in PPE.

Property, Plant and Equipment are pledged/ hypothecated as collateral/security against the borrowings of the company.

Note 30(1) Capital Wprk in Progress

Capital work in progress pending for put to use in relating to property, plant and equipment

As at March 2023

(₹ In Lakhs)

CWIP	Less than one year	1-2 Years	2-3 Years	More than 3 Years	Total
Equipment of Plant and Machinery	16.07	-	-	-	16.07
Total	16.07	-	-	-	16.07

As at March 2022

(₹ In Lakhs)

CWIP	Less than one year	1-2 Years	2-3 Years	More than 3 Years	Total
Equipment of Plant and Machinery	-	-	-	-	-
Total	-	-	-	-	-

Note 31: Investment Property

Refer to Note 1(d) and Note 4 for method of depreciation used and carrying value of investment property. The amounts recognised in profit or loss for investment properties is as under;

(₹ In Lakhs)

Particulars	31st March, 23	31st March, 22
Rental Income	5.56	5.56
Direct operating expenses from property that generated rental income	(0.59)	(0.59)
Profit from investment properties before depreciation	4.97	4.97
Depreciation (As per Companies Act)	(5.12)	(5.72)
Profit from investment properties	(0.15)	(0.75)

Contractual obligations

The company is under obligation for major repair and maintenance of investment property, if any required. In ordinary course of business, all day to day repair and maintenance shall be borne by the tenant. Further the tenant is not permitted to carry out any alteration, construction or development of investment property.

Leasing Arrangement

The properties are leased to tenants under long-term and short term operating leases with rental payable monthly. All the lease arrangements are cancellable in nature.

Fair Value

(₹ In Lakhs)

Particulars	31st March, 23	31st March, 22
Investment properties	940.65	945.77

Value of Investment Property has been taken WDV as at the year ended.

NOTES FORMING PART OF FINANCIAL STATEMENT

Estimation of fair value

The company is encouraged but not required to measure the fair value on the basis of a valuation done by an independent valuer. The market for comparable properties is inactive and alternative measurements of fair value based on discounted cash flow projections are not available. Hence the investment properties fair value taken at its cost of acquisition as per management estimation.

Note 32: Other Intangible assets

Refer to Note 1(c) for useful lives, method of amortisation used. Refer to Note 5 for Gross carrying value, accumulated amortisation and reconciliation.

Note 33: Provisions, Commitments and Contingent liabilities / assets

[To the extent not provided for]:

The carrying amount at the beginning and end of the period;

(₹ In Lakhs)

Particulars	LC/BG [Issued from consortium bank sanction limits under legal / Contractual Obligation] {Refer note (a & c) below}	Income Tax Demand {Refer note (b) below}
As on 31-Mar-22	20,015.45	842.51
Addition during the period	17,993.49	-
Reversed during the period	16,199.09	-
As on 31-Mar-23	21,809.85	842.51

Note:

- a) LC / Bank Guarantee issued by the banks are provided as contingent liability against the contractual / legal performance of the company towards services being rendered to the customer. It is not predictable for the company to estimate the timings of cash outflows in respect of above as no event occurred in the history of the company.
- b) **Income Tax Status :-**
From the assessment year 2008-09 to 2013-14, cases are pending before ITAT and for assessment year 2014-15 to 2015-16 & 2016-17 appeals are pending before CIT [Appeals]. It is not predictable for the company to estimate the timings of cash outflows in respect of above as it is determinable only on receipt of judgement / decisions pending with various forums / authorities. The year wise demands details are as under;

(₹ In Lakhs)

	31st March, 23		31st March, 22	
	CIT (Appeal)	ITAT	CIT (Appeal)	ITAT
Assessment Year 2008-09	-	55.00	-	55.00
Assessment Year 2009-10	-	66.50	-	66.50
Assessment Year 2010-11	-	77.82	-	77.82
Assessment Year 2011-12	-	92.98	-	92.98
Assessment Year 2012-13	-	92.56	-	92.56
Assessment Year 2013-14	-	103.02	-	103.02
Assessment Year 2014-15	24.33	-	24.33	-
Assessment Year 2015-16	15.16	-	15.16	-
Assessment Year 2016-17	315.14	-	315.14	-
Total	354.63	487.88	354.63	487.88

- c) IndusInd Bank has furnished, a bank guarantee of Rs 160 Crores against the Pledge of fixed deposit of Rs.80 Crores and extension of Charge on Jack-up Rig Discovery-I. Further State bank of India has furnished Rs. 6.75 Crore as bank guarantee against pledged of fixed deposit of Rs. 6.85 crore.

NOTES FORMING PART OF FINANCIAL STATEMENT
Note 34: Employee Benefits

As per Indian Accounting Standard 19 "Employee benefits", the disclosures as defined are given below:

Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under:

(₹ In Lakhs)

Particulars	31st March, 23	31st March, 22
Employer's Contribution to Provident Fund	12.41	12.32
Employer's Contribution to Pension Scheme	25.08	26.83

Defined Benefit Plans

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @ 15 days salary for every completed year of service as per the Payment of Gratuity Act 1972. The gratuity liability amount is contributed to the approved scheme of LIC formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by respective IT authorities.

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow -

- A) Salary Increases - Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.
- B) Investment Risk - If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.
- C) Discount Rate - Reduction in discount rate in subsequent valuations can increase the plan's liability.
- D) Mortality & disability – Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.
- E) Withdrawals – Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

1). Reconciliation of opening and closing balances of Plan Assets

(₹ In Lakhs)

Particulars	31st March, 23	31st March, 22
Fair value of plan assets at the beginning of the period	412.16	332.55
Difference in opening Fund	-	-
Actual return on plan assets	29.96	26.75
Employer contribution	50.03	90.00
Fund Management Charges	(0.81)	(0.76)
Acquisition Adjustment	(1.38)	(2.11)
Benefits paid	(28.05)	(34.27)
Fair value of plan assets at the end of the period	461.91	412.16

2). Reconciliation of opening and closing balances of present value of Defined Benefit Obligation

(₹ In Lakhs)

Particulars	31st March, 23	31st March, 22
Present value of obligation as at the beginning of the period	491.08	466.69
Acquisition adjustment	-	-
Interest Cost	35.26	31.74
Service Cost	83.40	69.96
Past Service Cost including curtailment Gains/Losses	--	--
Benefits Paid	(28.05)	(36.38)
Total Actuarial [Gain]/Loss on Obligation	55.45	(40.93)
Present value of obligation as at the End of the period	637.14	491.08

NOTES FORMING PART OF FINANCIAL STATEMENT
3). Reconciliation of fair value Assets and Obligation

(₹ In Lakhs)

Particulars	31st March, 23	31st March, 22
Present Value of the obligation at end	637.14	491.08
Fair value of plan assets	461.91	412.16
Unfunded Liability/provision in Balance Sheet	175.23	78.92

4). Income/Expenses recognised during the year

(₹ In Lakhs)

Particulars	31st March, 23	31st March, 22
Total Service Cost	83.40	69.96
Net Interest Cost	5.67	9.12
Expense recognized in the Income Statement	89.07	79.08
In Other Comprehensive Income		
Actuarial gain / [loss] for the year on PBO	(55.45)	40.93
Actuarial gain /[loss] for the year on Asset	(1.81)	3.38
Unrecognized actuarial gain/[loss] at the end of the year	(57.26)	44.31

5). Actuarial assumptions

(₹ In Lakhs)

Particulars	31st March, 23	31st March, 22
Retirement Age	58	58
Mortality rates inclusive of provision for disability	100% IALM (2012 – 14)	
Withdrawal Rate	%	%
Age up to 30 Years	3.00	3.00
From 31 to 44 Years	2.00	2.00
Above 44 Years	1.00	1.00
Discount Rate	7.38	7.18
Future Salary Increase	6.00	6.00
Method used	Projected unit method	

6). Expected contribution for the next Annual reporting period

(₹ In Lakhs)

Particulars	31st March, 23	31st March, 22
Service Cost	93.54	79.62
Net Interest Cost	12.93	5.67
Expected Expense for the next annual reporting period	106.47	85.29

NOTES FORMING PART OF FINANCIAL STATEMENT
7). Sensitivity Analysis of the defined benefit obligation.

(₹ In Lakhs)

a)	Impact of the change in discount rate	
	Present Value of Obligation at the end of the period	637.14
	a) Impact due to increase of 0.50%	[26.27]
	b) Impact due to decrease of 0.50 %	28.35
b)	Impact of the change in salary increase	
	Present Value of Obligation at the end of the period	637.14
	a) Impact due to increase of 0.50%	24.75
	b) Impact due to decrease of 0.50 %	[23.31]

Sensitivities due to mortality & withdrawals are not material & hence impact of change due to these not calculated. Sensitivities as rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable.

8). Maturity Profile of Defined Benefit Obligation

(₹ In Lakhs)

	Year	Amount
a)	0 to 1 Year	79.51
b)	1 to 2 Year	46.89
c)	2 to 3 Year	44.09
d)	3 to 4 Year	47.15
e)	4 to 5 Year	22.84
f)	5 to 6 Year	13.60
g)	6 Year onwards	383.05

Other Long Term Benefits
Leave Encashment

The total actuarial earned leave liability, consisting, of encashment, availment, lapse and compensated absence, while in services and on exit, as per rules of the company, in accordance with IND AS-19 is as under;

1). Change in Benefit Obligation

(₹ In Lakhs)

Particulars	31st March, 23	31st March, 22
Present value of obligation as at the beginning of the period	75.52	103.87
Acquisition adjustment		
Interest Cost	5.42	7.06
Service Cost	20.28	12.65
Past Service Cost including curtailment Gains/Losses	--	--
Benefits Paid	(15.94)	[15.44]
Total Actuarial [Gain]/Loss on Obligation	21.60	[32.62]
Present value of obligation as at the End of the period	106.88	75.52

NOTES FORMING PART OF FINANCIAL STATEMENT

2). Expenses recognised in income statement

(₹ In Lakhs)

Particulars	31st March, 23	31st March, 22
Total Service Cost	20.28	12.65
Net Interest Cost	5.42	7.06
Net actuarial [gain] / loss recognized in the period	21.60	[32.61]
Expense recognized in the Income Statement	47.30	[12.90]

Note 35: Related parties disclosures (as per Ind As 24)

A. List of related parties where control exist and also related parties with whom transactions have taken place and relationships:

S. No.	Name of Related Parties	Relationship
1	Discovery Drilling Pte. Ltd.	Joint Venture Companies
2	Virtue Drilling Pte. Ltd.	
3	Shri Dharam Pal Jindal	Key Managerial Personnel (KMP)
4	Shri Raghav Jindal	
5	Shri Pawan Kumar Rustagi	
6	Shri Saurabh Agrawal	
7	Shri Narayan Ramaswamy	
8	Shri Radhey Shyam Gupta	
9	Maharashtra Seamless Ltd	Common Controlled Entity
10	Jindal Pipes Ltd	
11	Sigma Infrastructure Pvt Ltd	Other Related Parties
12	Sudha Apparels Ltd.	
13	Jindal Drilling & Industries Limited Employee Gratuity Fund	Post Employee Benefit Plans

Details of transactions with related party and outstanding balance at the year ended as follows:-

(₹ In Lakhs)

S. No.	Particulars	31st March, 23	31st March, 22
i)	Purchase and other Services Common Controlled Entity	4.58	280.69
ii)	Sales and Other Services Common Controlled Entity	49.68	558.36
iii)	Interest Received net of Tax Common Controlled Entity	-	117.42
	Joint Venture Companies	807.35	412.15
iv)	Interest Paid Common Controlled Entity	-	209.39
v)	Charter Hire Charges/Equipment Rental Joint Venture Companies	6,356.99	6,512.35
	Common Control Entity	5,975.66	-

NOTES FORMING PART OF FINANCIAL STATEMENT

vi)	Rent Common Controlled Entity Other Related Party	9.00 82.92	7.99 81.24
vii)	Rental Income Common Controlled Entity	4.36	4.34
viii)	Remuneration & Others Key Management Personnel	514.18	490.35
Balances Outstanding at the Year ended			
ix)	Security Deposits* Joint Venture Companies Other Related Parties	4,996.24 17.25	3,273.91 17.25
x)	Investments Joint Venture Companies Common Controlled Entity	18,659.38 -	18,659.38 16.16
xi)	Loans and Advances –Receivables* Joint Venture Companies Common Controlled Entity	13,510.84 -	12,460.23 9.08
xii)	Trade Receivables Common Controlled Entity	-	427.87
xiii)	Trade Payables* Joint Venture Companies Common Control Entity Other Related Party	911.93 1,204.02 -	1,929.48 - 4.53
xiv)	Interest Receivables* Joint Venture Companies	896.67	189.24

*Includes effect of change in foreign exchange fluctuation.

B. Details of remuneration of director and other member of key management personnel during the year was as follows;

(₹ In Lakhs)

S. No.	Particulars	31st March, 23	31st March, 22
1	Short term employee benefits	514.18	490.35
2	Post-employment benefits	-	-
3	Other long term benefits	-	-
4	Termination benefits	-	-
5	Share based payments	-	-

NOTES FORMING PART OF FINANCIAL STATEMENT

Note:

- i. Related Parties are as determined by management and has been relied upon by Auditors

Note 36: Segment reporting

All undertaking of the company is engaged in similar activities of providing services to Oil & Gas Companies. Therefore there is only one reportable segment – Drilling and related services under Segment Reporting. The company operates in a single geographical segment – India.

Information about major customers

Revenue for the year ended March 31, 2023 and March 31, 2022 were from customers located in India. Revenue to specific customers exceeding 10% of total revenue for the years ended March 31, 2023 and March 31, 2022 were as follows:

(₹ In Lakhs)

S. No.	Customer Name	31st March, 23	%	31st March, 22	%
1	Oil and Natural Gas Corporation Ltd.	50,921.51	99.42%	41,985.88	100%

Note 37: Derivative Financial Instruments

The Company uses forward contracts to manage some of its transaction exposure. The details of such contracts as on the balance sheet date are as follows:

Type of Contract	Purpose
Forward Contracts	Hedge the future receivables.

Foreign Currency Forward Contracts

The Company is having long term chartered hire income contract with ONGC. Since the service contract is under international competitive bidding. The company receives revenue in USD. The company has hedged future receivables by selling USD under the forward contracts.

The foreign currency forward contracts are designated as cash flow hedges and are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally within one year.

Outstanding notional amount for forward contracts is 289 Lakhs USD [Previous year 254 Lakhs USD]. The gain/[loss] due to fluctuation in foreign currency exchange rates on derivative contract, recognized as Other Comprehensive loss of Rs. [718.36] Lakhs [Previous year gain of Rs.182.39 Lakhs].

Note 38: Financial reporting of Interest in Joint Ventures

Discovery Drilling Pte Ltd [DDPL] and Virtue Drilling Pte Ltd [VDPL] continued to be Joint Ventures of the company.

Name of the Company	Nature of interest	Date of initial Investment	Country of Incorporation	% Ownership Interest As on	
				31.03.2023	31.03.2022
Discovery Drilling Pte Ltd. [DDPL]	Equity Investment	25th April, 2006	Singapore	49%	49%
Virtue Drilling Pte Ltd. [VDPL]	Equity Investment	31st March, 2008	Singapore	49%	49%

NOTES FORMING PART OF FINANCIAL STATEMENT

The changes in interest of Joint Venture companies are as under:-

(₹ In Lakhs)

	Discovery Drilling Pte. Ltd.		Virtue Drilling Pte. Ltd.		Total	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Current Assets	730.48	448.92	870.89	1,093.66	1,601.37	1,542.58
Non-Current Assets	42,018.13	43,476.06	24,106.13	23,461.00	66,124.26	66,937.06
Total Assets (A)	42,748.61	43,924.98	24,977.02	24,554.66	67,725.63	68,479.64
Current Liabilities	3,871.83	3,117.30	5,722.56	5,131.93	9,594.39	8,249.23
Non-Current Liabilities	12,239.95	13,642.41	1,245.98	3,821.72	13,485.93	17,464.13
Total Liabilities (B)	16,111.78	16,759.71	6,968.54	8,953.65	23,080.32	25,713.36
Net Assets (A-B)	26,636.83	27,165.27	18,008.48	15,601.01	44,645.31	42,766.28

Share of Income & Expenses for the period ended 31st March 2023:-

(₹ In Lakhs)

	Discovery Drilling Pte. Ltd.		Virtue Drilling Pte. Ltd.		Total	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Profit for the year [49%]	[2,580.40]	[1,635.77]	1,086.48	1,614.84	[1,493.92]	[20.93]
Other Comprehensive income [49%]	[238.54]	[261.80]	5.55	144.25	[232.99]	[117.55]

Note 39: Trade Receivable, Loans & advances & Trade Payable

(i) a) "Trade Recoverable includes a sum of USD 14.77 Million [in Indian Rs. 6632.81 lakhs restated on 31.03.2011] as on 31.03.2017, which is outstanding from ONGC Ltd. For more than 7 Years. Since there has been no realization in this account, the outstanding amount of USD has not been restated after 31.03.2011."

In 2008, ONGC withheld USD 14.77 Million from the amount payable to JDIL to recover its dues from Discovery Enterprises Private Limited [DEPL], claiming that DEPL is alter ego of JDIL. ONGC initiated arbitration to adjust the amount, receivable from DEPL from the amount payable to JDIL, making DEPL and JDIL as parties in the Arbitration proceedings.

JDIL objected to being included as a Party into the arbitration initiated by ONGC being a Non-signatory party to the signed contract between ONGC & DEPL, the said request was acceded by Hon'ble Tribunal. ONGC filed an appeal against the Order for deletion of JDIL before the Bombay High Court, which upheld the decision of Arbitrator. In October 2012, ONGC filed a Special Leave Petition [SLP] against the order of Bombay High Court.

JDIL had also initiated arbitration proceedings against ONGC and Arbitrator had given the award in favour of JDIL. ONGC filed an Appeal against this order in Single Bench, which was dismissed. Again they filed the appeal before the Double Bench of Bombay High Court. While, this Appeal was pending before Double Bench, ONGC moved an Application to Supreme Court to transfer this case to be tagged with SLP filed earlier. This case was transferred and tagged with earlier SLP.

JDIL filed execution of its award in Bombay High Court. ONGC made an Application in Supreme Court of India for stay of execution. Supreme of Court of India has given the stay after depositing the entire amount of Award of Rs.159 Crore in Supreme Court of India by ONGC. On Application being made by JDIL to Supreme Court of India to withdraw this amount against Bank Guarantee. Supreme Court of India has allowed to pay this amount to JDIL against Bank Guarantee of the equal amount.

Vide Supreme Court of India order dated 27th April 2022, Supreme Court of India has directed as under: -

- Dismissed the Arbitration Award and Appeal order in Bombay High Court with regard to Arbitration initiated by ONGC.
- To constitute a New Arbitration Tribunal between ONGC and JDIL.
- Arbitration Award and Bombay High Court order, in case of Arbitration initiated by JDIL to be kept in abeyance till the Award by the newly constituted Tribunal.
- This case was also transferred to Bombay High Court.
- JDIL has been asked to keep Bank Guarantee alive till the order of Arbitration Award.

NOTES FORMING PART OF FINANCIAL STATEMENT

According to the decision of Supreme Court of India, New Arbitration Tribunal was constituted. Proceedings of Tribunal is going on. Arbitration Tribunal Members are: -

- a) Retired Justice Mr. Swantentec Kumar, Presiding Arbitrator.
- b) Retired Justice Mr. Naresh Patil, Arbitrator
- c) Retired Justice Mr. Jayant Nath, Arbitrator

On the basis of a legal opinion taken from Law Firm, the Management is of the view that we have strong case for recovery of due from ONGC and hence not making any provision for doubtful debts.

- b) Trade receivable also includes a sum of USD 17.05 Lakhs [in Indian rupees Rs.1400.80 Lakhs] has been deducted by ONGC Ltd. as delaying in deployment of Jack-up Rig Jindal Supreme. This delay was due to COVID-19, which is beyond the control of the company. The Company has made representation to ONGC Ltd to waive off of this LD charges. ONGC has declined to accept the request of waiver. However, the Company is in process of taking legal action, since this delay is due to Covid-19 which is not in the control of Company. The Company is considering it good and making provision of USD 2.17 Lakhs [in Indian Rupees 178.23 lakhs] as expected credit loss during this financial year against it.
- (ii) The Loan and advance includes Rs. 891.44 Lakhs relate to Marine Oil Gas Private Limited (MOGL) in respect of which no realisation could be made. No interest income has been recognised since financial year 2011-12. The Company has initiated legal proceeding for recovery of the same by filing a civil suit in Hon'ble Delhi High Court in September 2013 against this company along with related persons and Ex-Managing Director of the company. However in view of Ind As 113, the company has made a provision of full amount of Rs.891.44 Lakhs in Financial Year 2020-21 under expected credit loss on MOGL loan.
- (iii) Loans & Advances includes an interest free loan of Rs.473.06 Lakhs [Previous year Rs.432.02 Lakhs], paid to Jindal Drilling & Industries Limited Employee Welfare Trust, which had been formed with the sole objective of employee's welfare. The management is considering the same as good and fully recoverable. The amount of loan is discounted at 9.5% p.a. to arrive at fair value.
- (iv) In Financial Year 2019-20, the Company has decided to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws [Amendment] Ordinance, 2019 from the current financial year. Accordingly, the provision for income tax and deferred tax balances have been recorded/ re-measured using the new tax rate.
- (v) Earlier, the Company has entered into contract of lease for unfurnished Jack up Rig- Jindal Star. The company has incurred Rs.3,393.51/-Lakhs on the refurbishment of this rig. This refurbishment expenses would be charged over the contract period. During the year the company has charged Rs.714.55 Lakhs [Previous year Rs.1140.30 Lakhs] under the head of Drilling operation expenses.

Note 40: Details of Loan given, Investment made and Guarantee given as covered u/s 186 (4) of the Companies Act, 2013

The details of loans given, investments made, guarantee given or security provided outstanding at the year ended are as under;

Loans Given

(₹ In Lakhs)

S. No.	Particulars	As at 31st March, 23	As at 31st March, 22
1	Discovery Drilling Pte. Ltd.	11,004.51	10,148.79
2	Virtue Drilling Pte. Ltd.	2,506.34	2,311.44
3	JDIL Employees Welfare Trust	473.06	432.02
4	Accrued interest on above loan receivable	896.67	189.24
5	Marine Oil & Gas Pvt Ltd.	891.44	891.44
6	Less Provisions-MOGL	[891.44]	[891.44]
	Total	14,880.58	13,081.49

NOTES FORMING PART OF FINANCIAL STATEMENT

Investment in Equity Shares

(₹ In Lakhs)

S. No.	Particulars	As at 31st March, 23	As at 31st March, 22
1	Discovery Drilling Pte. Ltd.	7,411.97	7,411.97
2	Virtue Drilling Pte. Ltd.	11,247.41	11,247.41
3	Taloja C. E. T. P. Co.op. Soc. Ltd- Shares	0.01	0.01
4	ESL Steel Limited	18.33	18.33
5	Jindal Steel & Power Limited	41.15	40.18
6	United Seamless Tubulaar Private Limited	-	16.16
7	Internovia Natural Resources FZ LLC	2.37	2.37
8	Less Provisions-Internovia	(2.37)	(2.37)
	Total	18,718.87	18,734.06

All the above loans and advances given are for the Business purposes.

- Loans and advances mentioned supra have been shown under "Non-Current Loans & Advances".
- Loans to employee/welfare trusts as per the Company's policy are not considered. None of the Loan and Associate Companies have per se, made investments in shares of the company.

The above details are as per regulation 34(3) and 53(f) of SEBI (Listing and disclosure requirement) Regulations, 2015

Note 41: Income tax expenses

(₹ In Lakhs)

Particulars	As at 31st March, 23	As at 31st March, 22
Current Tax	-	-
MAT Credit	-	-
Deferred Tax		
- Relating to origination and reversal of temporary differences	3919.30	2,210.71
- Re-measurements of post-employment benefit obligations	(14.41)	11.15
- Change in cash flow hedging	(180.81)	45.91
- Reclassification of Foreign Currency Translation Reserve Account	-	(95.10)
- Change in fair value of equity instrument	8.68	6.85
Total Deferred Tax	3,732.76	2,179.52

Effective tax reconciliation

Numerical reconciliation of tax expenses applicable to profit before tax at the latest statutory enacted rate in India to income tax expense reported is as follows:

(₹ In Lakhs)

Particulars	As at 31st March, 23	As at 31st March, 22
Profit Before Tax	15,101.71	8,678.23
Applicable Statutory Enacted Income Tax Rate	25.168%	25.168%
Computed Tax Expense	3,800.80	2,184.31
Increase/(Reduction) in Taxes on Account of		
Additional Allowances for Tax Purpose	(3800.80)	(2,184.31)
Items not Liable to Tax	-	-
Tax losses unutilized / Items Taxed at Different Rate	-	-
Tax Expense Relating to Earlier Years [Net]	-	-
Others	3,919.30	2,210.71
Income Tax Expense reported in financial statement	3,919.30	2,210.71

NOTES FORMING PART OF FINANCIAL STATEMENT

Note 42: Capital Management

The primary objective of the Company's capital management is to ensure availability of funds at competitive cost for its operational and development needs and maintain a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes changes in view of changing economic conditions. No changes were made in the objectives, policies or process during the year ended 31.03.2023 and 31.03.2022. There have been no breaches of the financial covenants of any interest bearing loans and borrowings for the reported period.

The Company monitors capital structure on the basis of debt to equity ratio. For the purpose of Company's capital management, equity includes paid up equity share capital and reserves and surplus and effective portion of cash flow hedge and Debt comprises of long term borrowings including current maturities of these borrowings.

The following table summarizes long term debt and equity of the Company:

(₹ In Lakhs)

Particulars	As at 31st March, 23	As at 31st March, 22
Equity Share Capital	1,449.06	1,449.06
Reserves and Surplus [including effective portion of cash flow hedge]	1,04,972.01	94,489.11
Total Equity	1,06,421.07	95,938.17
Total Debts	20,671.10	22,035.11
Debt to Equity Ratio	0.1942	0.2297

Note 43: Fair value measurement

Set out below is a comparison by class of the carrying amounts and fair value of the Company's financial assets:

(₹ In Lakhs)

Particulars	As at 31.03.2023			As at 31.03.2022		
	FVTPL	FVOCI	Amortised Cost	FVTPL	FVOCI	Amortised Cost
Financial Assets						
Non-current						
Investments in Equity Shares of JV Companies	-	-	18,659.39	-	-	18,659.39
Loans	473.06	-	13,510.84	432.02	-	12,460.23
Derivative financial instrument	-	-	-	-	-	-
Security Deposit	12,873.19	-	-	8,811.02	-	-
Other Financial Assets - Non Current	-	-	-	-	210.90	-
Current						
Investments in Mutual Funds	4,789.65	-	-	1,881.66	-	-
Investments in Equity Shares of other companies	-	59.48	-	-	74.67	-
Trade Receivables	-	-	15,454.69	-	-	15,461.16
Cash and Cash Equivalents and Bank Balances	-	-	9,996.48	-	-	9,675.57
Other Financial Assets	-	-	997.23	-	424.30	243.94
Total Financial Assets	18,135.90	59.48	58,618.63	11,124.70	709.87	56,500.29
Financial Liabilities						
Long Term Borrowings	-	-	7,989.81	-	-	14,844.06
Short term borrowings	-	-	12,681.29	-	-	7,191.05
Other Financial Liability	-	83.16	16,675.58	-	-	16,675.58
Trade Payables	-	-	4,864.59	-	-	3,579.34
Total Financial Liabilities	-	83.16	42,211.27	-	-	42,290.03

NOTES FORMING PART OF FINANCIAL STATEMENT

Fair Value Techniques:

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

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

- Fair value of cash and short term deposits, trade receivables, trade payables, non-current loans, other current financial assets, short term borrowings and other current financial liabilities approximate to their carrying amount largely due to the short term maturities of these instruments.
- Long term fixed rate and variable rate receivables / borrowings are evaluated by the Company based on parameters such as interest rate, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowings fair value is determined by using Discounted Cash Flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the company is considered to be insignificant in valuation.
- The fair value of derivatives are estimated by using pricing models, where the inputs to those models are based on readily observable market parameters basis contractual terms, period to maturity and market parameters such as interest rates, foreign exchange rates and volatility. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgement and inputs thereto are readily observable from actively quoted market prices. Management has evaluated the credit and non-performance risks associated with its derivatives counterparties and believe them to be significant and warranting a credit adjustment.

Fair Value Hierarchy

The following table provides the fair value measurement hierarchy of Company's asset and liabilities grouped into Level 1 to Level 3 as described below:

Quoted prices / published Net Asset Value (NAV) in an active markets [Level 1]: This level of hierarchy includes financial assets that are measured by reference to quoted prices [unadjusted] in active markets for identical assets or liabilities and financial instruments like mutual funds for which NAV is published by mutual funds. This category consist mutual fund investments and equity share instrument of other companies / JV's.

Valuation techniques with observable inputs [Level 2]: This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Valuation techniques with significant unobservable inputs [Level 3]: This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (that is, unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumption that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The following table provides the fair value measurement hierarchy of Company's asset and liabilities grouped into Level 1 to Level 3 as described below:

Assets and Liabilities Measured at Fair Value [Accounted]

(₹ In Lakhs)

Financial Assets measured at fair value	As at 31 March 2023				As at 31 March 2022			
	Level-1	Level - 2	Level - 3	Total	Level - 1	Level - 2	Level - 3	Total
Mutual Funds Investments	-	4,789.65	-	4,789.65	-	1,881.66	-	1,881.66
Equity Shares of Other Companies	41.15	18.33	-	59.48	40.18	34.49	-	74.67
Forward Contract as hedged	-	-	-	-	-	635.20	-	635.20
Loans	-	473.06	-	473.06	-	432.02	-	432.02
Security Deposit	-	12,873.19	-	12,873.19	-	8,811.02	-	8,811.02
Financial Liabilities measured at fair value	Level-1	Level - 2	Level - 3	Total	Level - 1	Level - 2	Level - 3	Total
Forward Contract as Hedged	-	83.16	-	83.16	-	-	-	-

During the year ended 31.03.2023 and 31.03.2022, there were no transfers between Level 1 and level 2 fair value measurements and no transfer into and out of Level 3 fair value measurements. There is no transaction/balance under level 3.

NOTES FORMING PART OF FINANCIAL STATEMENT

The fair values of the financial assets and financial liabilities included in the level 2 categories above have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties. Following table describes the valuation techniques used and key inputs to valuation for level 2 of the fair value hierarchy as at 31.03.2023 and 31.03.2022;

Particulars	Fair Value Hierarchy	Valuation Techniques	Inputs Used	Quantitative Information about Significant Unobservable Inputs
Derivatives Financial Instruments - Designated as Hedging Instrument	Level 2	Market valuation techniques	Prevailing/forward foreign currency exchange & interest rates in market to discount future cash flows	-
Security Deposit	Level 2	Discounted Cash Flow	Prevailing interest rates to discount future cash flows	-
Loan to JDIL Employee Welfare trust	Level 2	Discounted Cash Flow	Prevailing interest rates to discount future cash flows	-

Note 44: Financial Risk Management Objectives and Policies

The company's activities expose it to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the company, derivative financial instruments, such as foreign exchange forward contracts are entered to hedge certain foreign currency risk exposures to hedge variable interest rate exposures. Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of hedge accounting in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, trade receivables, derivative financial instruments, financial assets measured at amortised cost.	Aging analysis Credit ratings	Diversification of bank deposits, credit limits and letters of credit
Liquidity Risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk – foreign exchange	Future commercial transactions Recognised financial assets and liabilities not denominated in Indian rupee [INR]	Cash flow forecasting Sensitivity analysis	Forward foreign exchange contracts
Market risk – security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification

The company's risk management is carried out by a treasury department under policies approved by the board of directors. Company treasury identifies, evaluates and hedges financial risks in close co-operation with the company's operating units. The board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk and credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

Credit risk

Credit risk is the risk that the counter party will not meet its obligation under a financial instruments or customer contract, leading to a financial loss. The Company is exposed to credit risk from its cash and cash equivalents, loans, investments at amortised cost and deposits with banks and financial institutions, as well as credit exposures to customers including outstanding receivables.

NOTES FORMING PART OF FINANCIAL STATEMENT

Credit Risk Management

Credit risk for banks and financial institutions, only high rated banks/institutions are accepted.

For other financial assets, the company assesses and manages credit risk based on internal credit rating system. The finance function consists of a team who assess and maintain an internal credit rating system. The company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

Provisions for expected credit losses

Internal rating	Category	Description of category	Basis for recognition of expected credit loss provision		
			Investments	Loans and deposits	Trade receivables
VL 1	High quality assets, negligible credit risk	Assets where the counter-party has strong capacity to meet the obligations and where the risk of default is negligible or nil	12-month expected credit losses	12-month expected credit losses	Life-time expected credit losses (simplified approach)
VL 2	Quality assets, low credit risk	Assets where there is low risk of default and where the counter-party has sufficient capacity to meet the obligations and where there has been low frequency of defaults in the past			
VL 3	Standard assets, moderate credit risk	Assets where the probability of default is considered moderate, counter-party where the capacity to meet the obligations is not strong			
VL 4	Substandard assets, relatively high credit risk	Assets where there has been a significant increase in credit risk since initial recognition. Assets where the payments are more than 45 days past due	Life-time expected credit losses	Life-time expected credit losses	
VL 5	Low quality assets, very high credit risk	Assets where there is a high probability of default. In general, assets where contractual payments are more than 90 days past due are categorised as low quality assets. Also includes assets where the credit risk of counter-party has increased significantly though payments may not be more than 90 days past due			
VL 6	Doubtful assets, credit-impaired	Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the company. The company categorises a loan or receivable for write off when a debtor fails to make contractual payments greater than 180 days past due. Where loans or receivables have been written off, the company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.	Asset is written off		

NOTES FORMING PART OF FINANCIAL STATEMENT
Expected credit loss for loans, security deposits and investments

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	ECL	Carrying amount net of impairment provision
Loss allowance measured at 12 month expected credit losses	Financial assets for which credit risk has not increased significantly since initial recognition	Investments at amortised cost	VL1	18,659.39	0%	-	18,659.39
			VL6	2.37	100%	2.37	-
			Total	18,661.76		2.37	18,659.39
	Loans	VL1	13,510.84	0%	-	13,510.84	
		VL 2	-	0%	-	-	
		VL 3	-	0%	-	-	
		Total	13,510.84		-	13,510.84	
	Security deposits	VL1	12,873.19	0%	-	12,873.19	
Total		12,873.19		-	12,873.19		

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	ECL	Carrying amount net of impairment provision
Loss allowance measured at life-time expected credit losses	Financial assets for which credit risk has increased significantly and not credit-impaired*		VL 6	891.44	100%	891.44	-
	Financial assets for which credit risk has increased significantly and not credit-impaired*	NA	NA	NA	NA	NA	NA

Expected credit loss for trade receivables under simplified approach

Ageing	Not Due	Less than 6 Months	6 Month-1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Gross Carrying Amount	2412.09	5083.09	104.13	-	1400.80	6632.81	15632.92
Expected Credit Loss rate	-	-	-	-	-	-	-
Expected Credit Loss	-	-	-	-	178.23	-	178.23
Carrying Amount of trade receivables	2412.09	5083.09	104.13	-	1222.57	6632.81	15454.69

Liquidity risk

Liquidity risk is the risk that the company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company monitors its risk to a shortage of funds using a recurring liquidity planning tool. This tool considers the maturity of both its financial investments and financial assets (i.e. trade receivables, other financial assets) and projected cash flows from operations. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of working capital loans, letter of credit facility, bank loans and credit purchases.

NOTES FORMING PART OF FINANCIAL STATEMENT
Financing arrangements

The company had access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ In Lakhs)

Particulars	As at 31st March, 23	As at 31st March, 22
Floating Rate		
- Expiring within one year (Cash Credit Facility)	1,845.37	49.14
- Expiring beyond one year (Corporate loans)	-	-

The bank cash credit facilities may be drawn at any time and may be terminated by the bank without notice. The corporate loan facilities may be drawn at any time in INR and have an average maturity of 2 years.

Maturity profile of financial liabilities

The tables below analyse the company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative and derivative financial liabilities, if any.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 1 to 5 year and more equal their carrying balances as the impact of discounting is not significant.

For the year ended 31st March 2023

(₹ In Lakhs)

Contractual maturities of financial liabilities	Less than One Year	1-2 Years	2 to 3 Years	3 to 5 Years	More than 3 Years	Total
Long Term Borrowings	-	7,989.81	-	-	-	7,989.81
Short Term Borrowings	12,681.29	-	-	-	-	12,681.29
Trade Payables	4864.59	-	-	-	-	4,864.59
Other Financial Liabilities	16,689.62	69.11	-	-	-	16,758.73
Total	34,235.50	8,058.92	-	-	-	42,294.42

For the year ended 31st March 2022

(₹ In Lakhs)

Contractual maturities of financial liabilities	Less than One Year	1-2 Years	2 to 3 Years	3 to 5 Years	More than 3 Years	Total
ong Term Borrowings	-	6,563.70	8,280.36	-	-	14,844.06
Short Term Borrowings	7,191.05	-	-	-	-	7,191.05
Trade Payables	3,579.34	-	-	-	-	3,579.34
Other Financial Liabilities	16742.01	-	-	-	-	16,742.01
Total	27,512.40	6,563.70	8280.36	-	-	42,356.46

Market risk and sensitivity

Market risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency rate risk and interest rate risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments and derivatives financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This is based on the financial assets and liabilities held as at 31.03.2023 and 31.03.2022.

NOTES FORMING PART OF FINANCIAL STATEMENT
Foreign currency risk exposure

The company exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows;

(₹ In Lakhs)

Particulars	31-Mar-23				31-Mar-22			
	USD	EUR	SGD	AED/NOK	USD	EUR	SGD	AED/NOK
Financial Assets								
Trade receivables	15,045.17	-	-	-	14,861.54	-	-	3.26
Forward contracts	-	-	-	-	635.20	-	-	-
Loans	13,510.84	-	-	-	12,460.23	-	-	-
Interest Receivables	896.67	-	-	-	189.24	-	-	-
Security Deposit	12,802.87	-	-	-	8,768.32	-	-	-
Investments	-	-	18,659.38	-	-	-	18,659.38	-
Advance to Vendors	1,854.19	507.42	3.22	-	-	-	-	-
Net exposure to foreign currency risk (assets)	44,109.74	507.42	18,662.60	-	36,914.53	-	18,659.38	3.26
Trade payables	1845.96	147.93	-	4.34	2,224.75	71.01	4.14	2.43
Term Loan	-	14,323.20	-	-	-	17,671.50	-	-
Forward contracts	83.16	-	-	-	-	-	-	-
Net exposure to foreign currency (liabilities)	1,929.12	14,471.13	-	4.34	2,224.75	17,742.50	4.14	2.43

Sensitivity

The sensitivity analyses exclude the impact of movement in market variables on the carrying value of post-employment benefit obligations, provisions and on non-financial assets and liabilities. The sensitivity of the relevant statement of profit and loss item is the effect of the assumed changes in respective market rates. The company's activities expose it to a variety of financial risk including the effect of changes in foreign currency exchange rates and interest rates. The company uses derivatives financial instruments such as foreign exchange forward contracts of varying maturity depending upon the underlying contract and risk management strategy to manage its exposures to foreign exchange fluctuation and interest rates.

Note 45: Earning per share (EPS)
Basic and Diluted EPS

(₹ In Lakhs)

Particulars	As at 31st March, 23	As at 31st March, 22
Profit or Loss attributable to ordinary Equity shareholders [Rs. In Lakhs]	11,182.41	6,467.52
Equity Share Capital	1449.06	1449.06
Weighted average number of equity shares outstanding [Face value of Rs. 5/- per share]	289.81	289.81
Earnings Per Share – Basic and Diluted [Rs.]	38.59	22.32

Note 46: Operating leases

The Company has taken office premises on cancellable lease. These are cancellable and are renewable by mutual consent on mutually agreed terms.

Note 47: Rounding off

Figures less than 500 have been shown at actuals wherever statutorily required to be disclosed, as the figures have been rounded off to the nearest Lakhs.

Note 48: Collaterals

Inventory, Trade Receivables, Other Financial Assets, Property, Plant and Equipment are pledged/ hypothecated as collateral/security against the borrowings of the company. [Please refer Note No. 18(1) & 20].

NOTES FORMING PART OF FINANCIAL STATEMENT
Note 49: Financial Ratios

The ratios as per the latest amendment to Schedule III are as below:

Particulars	FY 2022-23	FY 2021-22	Variances in %
Current Ratio [Total Current Assets/Current Liabilities] [Current liabilities: Total current liabilities]	1.47	1.33	10.53%
Debts Equity Ratio* [Total Debts/Total Equity] [Total Debts:- Non Current Borrowings + Current Borrowings] [Total Equity :- Share Capital + Other Equity]	0.19	0.23	[17.39%]
Debts Service Coverage Ratio** [EBITDA/(Net finance charges + Scheduled principal repayments of noncurrent borrowings [excluding prepayments] during the period) [EBITDA: Profit before taxes +/- Exceptional items+ Depreciation and amortization + Net finance charges] [Net finance charges: Finance costs (Interest on Term Loan)]	3.24	4.18	[22.49%]
Return on Equity (%)*** [Profit after tax (PAT)/Average Equity] [Average Equity: (Opening Equity + Closing Equity) / 2] [Equity includes Share Capital and Other equity]	11.05	6.97	58.54%
Inventory Turnover Ratio (in Days) < [Average inventory/Sale of products in days]	27	35	[22.86%]
Debtors Turnover Ratio (in Days)<< [Average trade receivables/Turnover in days] [Turnover: Revenue from operations] [Ave Trade Receivable excludes Disputed trade Receivable]	53	76	[30.26%]
Trade Payable Ratio (in Days) [Average Trade Payables/Expenses] [Expenses: Total Expenses – Finance Cost – Depreciation and Amortisation Expense – Employee Benefit Expenses in respect of Retirement Benefits – Other expenses with respect to Royalty, Rates & Taxes, Provision for Doubtful Debts & Advances, Provision for Impairment and Foreign Exchange Gain/Loss]	58	68	[14.71%]
Net Capital Turnover Ratio (in times)# [Turnover /Working Capital] [Working capital: Current assets – Current liabilities] [Turnover: Revenue from operations]	2.99	4.32	[30.79%]
Net Profit Ratio (%)## [Net profit after tax/Turnover] [Turnover: Revenue from operations]	21.83	15.40	41.75%
Return on Capital Employed (%)### [EBIT/capital employed] [Capital Employed: Equity share capital + Other equity + Non current borrowings + Current borrowings + Deferred Tax Liabilities] [EBIT: Profit before taxes +/- Exceptional items + finance Cost]	11.75	7.73	52.01%
Return on Investment (%)^ [Net gain/[loss] on sale/fair value changes of Equity and mutual funds/Average investment funds in current investments]	5.40	2.38	126.89%

Note:-

*:- Lower ratio on accounts of repayment of ECB loan to IndusInd Bank and increase in profit

NOTES FORMING PART OF FINANCIAL STATEMENT

**:- Decrease was primarily on account of increase in profit before tax and lower outstanding borrowing due to repayment of current maturity of long term loan.

***:- Increase was primarily on account of increase in profit after tax.

<:- Decrease was primarily on account of increase in turnover.

<<:- Decrease was primarily on account of increase in turnover.

#:- Decrease was primarily on account of increase in working capital.

##:- Increase was primarily on accounts of increase in profit after tax.

###:- Increase was primarily on account of increase in profit before tax

^ Increase was primarily on accounts increase in profit on sale of and fair value gain on mutual fund and equity investment during the financial year.

Note 50: Details of Corporate Social Responsibility (CSR) Expenditure

(₹ In Lakhs)

Particulars	FY 2022-23	FY 2021-22
1. Amount required to be spent by the company during the year	91.40	60.43
2. Amount Expenditure Incurred	135.00	61.00
I. Construction/acquisition of any assets	-	-
II. On Purchase other than (i) above	135.00	61.00
3. Shortfall at the end of the year	-	-
4. Total of previous year shortfall	-	-
5. Reason for shortfall	-	-
6. Nature of CSR activities	1. Promoting Education Facilities 2. Promoting Healthcare Facilities	
7. Amount unspent if any	-	-

Note 51: Miscellaneous

- i) Dues to micro and small enterprises have been determined as per information collected by the management & have been relied upon by the auditors.
- ii) In the opinion of the Management and to the best of their knowledge and belief, the value of current assets, loans and advances, if realised in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.
- iii) Previous year's figures have been re-grouped/ re-arranged/ re-classified wherever considered necessary.

Note 52: Other Statutory Information

- i). The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.
- ii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities [Intermediaries] with the understanding that the Intermediary shall:
 - [a] directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or
 - [b] provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries
- iv). The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 [such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

NOTES FORMING PART OF FINANCIAL STATEMENT

- v). The Company has complied with the number of layers prescribed under clause [87] of section 2 of the Act read with the Companies [Restriction on number of Layers] Rules, 2017.
- vi). The Company is not declared willful defaulter by and bank or financials institution or lender during the year
- vii). The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- viii). Quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts
- ix). The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.
- x). The title deeds of all the immovable properties, [other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company] disclosed in the financial statements included in property, plant and equipment and capital work-in progress are held in the name of the Company as at the balance sheet date.
- xi). The Company does not have material transactions with struck off companies during the financial year.
- xii). The Company does not have any capital work in progress and intangible assets under development during the financial year.
- xiii). The Company has not revalued its Property, Plant and equipment, Intangible, tangible assets [including right of use of assets] during the financial year .

The accompanying notes are an integral part of the Financial Statements.

Significant accounting policies and notes on financial statements 1 - 52

As per our report of even date
For **Kanodia Sanyal & Associates**
Chartered Accountants
Firm's Registration No. 008396N

PALLAV KUMAR VAISH
Partner
Membership No. 508751

Place: New Delhi
Date : 28th April, 2023

RAGHAV JINDAL
Managing Director
DIN: 00405984

PAWAN KUMAR RUSTAGI
CFO
PAN: AACPR8012M

VIJAY KUMAR KAUSHIK
Director
DIN: 02249672

For & on behalf of the Board of Directors
D.P. JINDAL
Chairman
DIN: 00405579

NARAYAN RAMASWAMY
CEO
PAN: AAUPR3856R

SAURABH AGRAWAL
Company Secretary
ACS: 36163

CONSOLIDATED
FINANCIAL
STATEMENTS

INDEPENDENT CONSOLIDATED AUDITORS' REPORT

To the Members of Jindal Drilling & Industries Limited
Report on the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of Jindal Drilling & Industries Limited ['the Parent Company'] and its Joint Venture Companies [collectively referred to as 'the Company' or 'the Group'], which comprise the Consolidated Balance Sheet as at **31st March 2023**, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information [hereinafter referred to as 'the consolidated Ind AS financial statements'].

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on separate financial statements/consolidated financial statements and on the other financial information of the joint ventures, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 ['Act'] in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ['Ind AS'], specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, of the consolidated state of affairs [consolidated financial position] of the Group, as at **31st March 2023** and its consolidated profit [consolidated financial performance including other comprehensive income], its consolidated cash flows and the consolidated changes in equity for the year then ended.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment and based on the consideration of the reports of the other auditors on separate financial statements/ consolidated financial statements and on the other financial information of the joint ventures were most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
<p>Contingent Liabilities relating to Income Tax Demand</p> <p>Pursuant to MCA notification dated 30.03.2019 amending the Accounting Standard Ind AS 12 – Income Tax the company reviewed the disputed income tax demand of Rs 842.51 Lakhs, hitherto, disclosed under contingent liabilities. This involves significant management judgment to determine the possible outcome of the uncertain tax position, consequently having an impact on related accounting and disclosures in the standalone financial statements. Refer Note 33 Paragraphs B to the standalone financial statements.</p>	<p>Our audit procedures include the following substantive procedures:</p> <p>Obtained understanding of key uncertain tax positions; and</p> <p>We along with our internal tax experts - Read and analyzed selected key correspondences including appeal papers and assessment orders, external opinions obtained by the company. We also held discussions with the Company's tax advocate appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions; and Assessed management's estimate of the possible outcome of the disputed cases.</p> <p>the accounting estimates and disclosures made in accordance with the Accounting Standards Ind AS 12 and IndAS8.</p>
<p>Litigation, arbitrations, and claims</p> <p>As described in note 39 paragraph (i) and (ii) of the standalone Ind AS financial statements) As of March 31, 2023, the Company's discloser relating to legal</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> • Gained an understanding of the process of identification of claims, litigation, and arbitrations, and evaluated the design and tested the operating effectiveness of key controls.

INDEPENDENT CONSOLIDATED AUDITORS' REPORT

Key Audit Matter	Auditor's Response
<p>claims, arbitration and litigation exposures have been identified as a key audit matter due to the large number of complex legal claims across the Company. Due to complexity of cases, timescales for resolution and need to negotiate with various authorities, there is significant judgement required by management in assessing the exposure of each case and thus a risk that such cases may not be adequately provided for or disclosed in the standalone Ind AS financial statements. Accordingly, claims, litigations, and arbitrations was determined to be a key audit matter in our audit of the standalone ind as financial statement.</p>	<ul style="list-style-type: none"> • Obtained the Company's legal cases summary and critically assessed management's position through discussions with the legal head and Company management, on both the probability of success in significant cases, and the magnitude of any potential loss. • Obtained confirmation, where appropriate, from relevant legal counsel and conducted discussions with them regarding material cases. Evaluated the objectivity, independence, competence, and relevant experience of legal counsel. • Inspected external legal opinions, where appropriate and other evidence to corroborate management's assessment of the risk profile in respect of legal claims. • Checked the adequacy of the disclosures with regard to facts and circumstances of the legal and litigation matters.

Emphasis of Matter-

We draw attention to Note no. 39 (i) [a] to the Standalone Financial Statement relating to ONGC Arbitration proceeding and implementation of Arbitration award and Vide Supreme Court of India order dated 27th April 2022, Supreme Court of India has directed as under: -

- Dismissed the Arbitration Award and Appeal order in Bombay High Court with regard to Arbitration initiated by ONGC.
- To constitute a New Arbitration Tribunal between ONGC and JDIL.
- Arbitration Award and Bombay High Court order, in case of Arbitration initiated by JDIL to be kept in abeyance till the Award by the newly constituted Tribunal.
- This case was also transferred to Bombay High Court.
- JDIL has been asked to keep Bank Guarantee alive till the order of Arbitration Award.

On the basis of a legal opinion taken from Law Firm, the Management is of the view that we have strong case for recovery of due from ONGC and hence not making any provision for doubtful debts.

[For detailed notes, refer note no.39]

Our Opinion is not modified in this matter.

Information Other than the Consolidated Financial Statements and Auditor's Report thereon

The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility report, Corporate Governance and shareholder's information, but does not include the consolidated financial statements and our auditor's report thereon. The report containing other information is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the joint ventures audited/Reviewed by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to materially misstated. Other information so far as it relates to the joint ventures is traced from their financial statements audited by the other auditors.

If, based on the work we have performed, we conclude that there is a no material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the

INDEPENDENT CONSOLIDATED AUDITORS' REPORT

preparation of these consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Parents, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the Company's financial reporting process of the group.

Auditors' Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with 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 consolidated financial statements.

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

Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control

Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and operating effectiveness of such controls.

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

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group'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 consolidated financial statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the consolidated financial statements of which we are the independent auditors. For the other entities or business activities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

INDEPENDENT CONSOLIDATED AUDITORS' REPORT

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with the governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matters

The consolidated financial statements include group's share of two-joint ventures, which comprise of net loss of Rs. 1493.92 lakhs and other comprehensive loss of Rs. 232.99 lakhs for the year ended 31st March 2023, as considered in the Statement. The financial statements and other financial information have been audited by their respective independent auditors.

The independent auditor's report on the financial statements of these entities have been furnished to us by the Management and our opinion on the statement in so far as it relates to the amounts and disclosures included in respect of these joint venture is based solely on the reports of such auditors and the procedures performed by us stated in paragraph above.

Our opinion on the consolidated financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. 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 of the aforesaid consolidated Ind AS financial statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books.

The consolidated Balance Sheet, the consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.

- c. In our opinion, the aforesaid consolidated Ind AS financial statements comply with the accounting standards specified under Section 133 of the Act, read with relevant rules issued thereunder.
- d. On the basis of the written representations received from the directors of the Holding Company as on 31 March 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on 31 March 2023 from being appointed as a Director of that company in terms of Section 164[2] of the Act.
- e. With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in 'Annexure A', which is based on the auditor's report of the Parent. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of the Parent.
- f. with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197[16] of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Parent to its directors during the year in accordance with the provisions of section 197 of the Act.

INDEPENDENT CONSOLIDATED AUDITORS' REPORT

- g. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies [Audit and Auditors] Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. the consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer note no. 33 to the standalone Ind AS financial statements;
 - ii. the venture Company does not have any material foreseeable losses on long term contracts including derivative contracts. Refer note no.37 in the standalone financial statement.
 - iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India; and
 - iv.
 - (i) the management has represented that, to the best of its knowledge and belief, no funds, have been advanced or loaned or invested [either from borrowed funds or share premium or any other sources or kind funds] by the Holding Company or its subsidiary companies incorporated in India 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;
 - (ii) the management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ["Funding Parties"], with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or in directly 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
 - (iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representation under sub-clause(iv)(i) and(iv)(ii) contain any material misstatement.
 - (iv) The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act.
 - (v) Proviso to Rule 3(1) of the Companies [Accounts] Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11 (g) of Companies [Audit and Auditors] Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For Kanodia Sanyal & Associates
Chartered Accountants
FRN: 008396N

(Pallav Kumar Vaish)

Partner

Membership no.: 508751

UDIN: **23508751BGQHVB2779**

Place: Gurugram
Date: 28th April 2023

Annexure A to the Independent Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act') In conjunction with our audit of the consolidated Ind AS financial statements of the Group as of and for the year ended 31 March 2023, we have audited the internal financial controls over financial reporting of Jindal Drilling & Industries Limited ('the Parent Company') and its Joint Venture companies which is company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Venture Company, which is company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations 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 Over Financial Reporting

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

Opinion

In our opinion, the Parent Company and its Joint Ventures, which are incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For Kanodia Sanyal & Associates
Chartered Accountants
FRN: 008396N

(Pallav Kumar Vaish)

Partner

Membership no.: 508751

UDIN: **23508751BGQHVB2779**

Place: Gurugram
Date: 28th April 2023

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2023

(₹ In Lakhs)

Particulars	Note	As at 31st March 2023	As at 31st March 2022
ASSETS			
Non - Current Assets			
Property, Plant and Equipment	3	59,213.20	64,091.51
Capital Work in Progress	3	16.07	-
Investment Property	4	940.65	945.77
Other Intangible Assets	5	9.99	28.94
Equity accounted in JV companies	6(A)	44,645.31	42,766.28
Financial Assets			
i. Investments	6(A)	0.01	0.01
ii. Loans	7	13,983.90	12,892.25
iii. Other Financial Assets	8	12,873.19	9,021.92
Deferred Tax Assets	9	7,067.98	9,749.42
		138,750.30	139,496.11
Current Assets			
Inventories	10	3,470.43	4,035.28
Financial Assets:			
i. Investments	6(B)	4,849.13	1,956.33
ii. Trade Receivables	11	15,454.69	15,461.16
iii. Cash and Cash Equivalents	12	10.00	3.97
iv. Bank balances other than (iii) above	12	9,986.48	9,671.60
v. Other Financial Assets	13	997.23	668.24
Current Tax Assets [Net]	14	1,115.81	2,394.34
Other Current Assets	15	17,818.96	5,144.90
		53,702.76	39,335.82
Total Assets		192,453.06	178,831.93
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	16	1,449.06	1,449.06
Other Equity	17	129,478.35	117,965.39
		130,927.41	119,414.45
Liabilities			
Non - Current Liabilities			
Financial Liabilities			
i. Borrowings from bank	18	7,989.81	14,844.06
ii. Other financial liability	18(1)	69.11	-
Provisions	19	152.58	88.00
Deferred Tax Liabilities	9	16,759.06	14,858.77
		24,970.56	29,790.83
Current Liabilities			
Financial Liabilities:			
i. Borrowings	20(1)	12,681.29	7,191.05
ii. Other Financial Liability	20(2)	16,689.62	16,675.58
iii. Trade Payables	21		
A). Total outstanding dues of MSME		198.95	41.23
B). Total outstanding dues of creditors other than MSME		4,665.64	3,538.11
Other Current Liabilities	22	2,190.06	2,114.28
Provisions	23	129.53	66.43
		36,555.09	29,626.68
Total Equity & Liabilities		192,453.06	178,831.96

The accompanying notes are an integral part of the Financial Statements.
 Significant accounting policies and notes on financial statements 1 - 42

As per our report of even date
 For **Kanodia Sanyal & Associates**
 Chartered Accountants
 Firm's Registration No. 008396N

RAGHAV JINDAL
 Managing Director
 DIN: 00405984

For & on behalf of the Board of Directors
D.P. JINDAL
 Chairman
 DIN: 00405579

PALLAV KUMAR VAISH
 Partner
 Membership No. 508751

PAWAN KUMAR RUSTAGI
 CFO
 PAN: AACPR8012M

NARAYAN RAMASWAMY
 CEO
 PAN: AAUPR3856R

Place: New Delhi
 Date : 28th April, 2023

SAURABH AGRAWAL
 Company Secretary
 ACS: 36163

VIJAY KUMAR KAUSHIK
 Director
 DIN: 02249672

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2023

(₹ In Lakhs)

Particulars	Note	Year Ended 31st March 2023	Year Ended 31st March 2022
Continuing Operations			
Revenue from operations	24	51,217.29	41,985.88
Other Income	25(A)	4,689.67	3,197.63
Total Income		55,906.96	45,183.51
Expenses			
Operating expenses	26	24,857.29	23,085.21
Employee benefits expense	27	7,111.97	6,686.36
Finance cost	28	799.20	785.27
Depreciation and amortization expense	3,4,5	6,280.45	4,340.94
Other expenses	29	1,756.34	1,607.50
Total Expenses		40,805.25	36,505.28
Profit before exceptional items and tax		15,101.71	8,678.23
Exceptional Items		-	-
Profit before share of equity accounted in JV companies and tax		15,101.71	8,678.23
Share of profit of equity accounted JV companies, net of tax		(1,493.92)	[20.93]
Profit before tax		13,607.79	8,657.30
Tax expenses			
Current Tax		-	-
Deferred tax	9	3,919.30	2,210.72
Total tax expenses		3,919.30	2,210.72
Profit for the year		9,688.49	6,446.58
Other Comprehensive Income			
<u>Items that will not be reclassified to profit or loss</u>			
Share of OCI of JV Companies		(232.99)	[117.55]
Change in fair value of equity instrument		34.49	27.22
Remeasurements of post-employment benefit obligations		(57.26)	44.31
Income tax relating to these items		64.37	11.58
		(191.39)	[34.44]
<u>Items that will be reclassified to profit or loss</u>			
Change in cash flow hedging		(718.36)	182.39
Reclassification of Foreign Currency Translation Reserve Account		-	[377.82]
Foreign exchange gain (loss) on consolidation		3,605.93	1,514.42
Income tax relating to these items		(726.80)	[331.96]
		2,160.77	987.03
		1,969.38	952.59
Total Comprehensive Income for the Year (Comprising profit and other comprehensive income for the year)		11,657.87	7,399.17
Earning per equity share of Rs. 5 each [in Rs.]			
Basic		33.43	22.24
Diluted		33.43	22.24

The accompanying notes are an integral part of the Financial Statements.

Significant accounting policies and notes on financial statements 1 - 42

 As per our report of even date
 For **Kanodia Sanyal & Associates**
 Chartered Accountants
 Firm's Registration No. 008396N

RAGHAV JINDAL
 Managing Director
 DIN: 00405984

For & on behalf of the Board of Directors
D.P. JINDAL
 Chairman
 DIN: 00405579

PALLAV KUMAR VAISH
 Partner
 Membership No. 508751

PAWAN KUMAR RUSTAGI
 CFO
 PAN: AACPR8012M

NARAYAN RAMASWAMY
 CEO
 PAN: AAUPR3856R

 Place: New Delhi
 Date : 28th April, 2023

SAURABH AGRAWAL
 Company Secretary
 ACS: 36163

VIJAY KUMAR KAUSHIK
 Director
 DIN: 02249672

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2023
A. Equity Share Capital (Subscribed and Paid Up) as at 31st March 2023

Particulars	Note	Equity Capital (₹ In Lakhs)
As at 1st April 2022	15	1,449.06
Change in equity share capital during the year		-
As at 31st March, 2023	15	1,449.06

A. Equity Share Capital (Subscribed and Paid Up) as at 31st March 2022

Particulars	Note	Equity Capital (₹ In Lakhs)
As at 1st April 2021	15	1,449.06
Change in equity share capital during the year		-
As at 31st March, 2022	15	1,449.06

**B. Other Equity
As at 31st March 2023**

Particulars	Note	Reserve & Surplus		Retained Earnings	Equity Instrument through OCI	Other Items			Forex gain on consolidation	Other OCI Items	Total
		Securities Premium Reserve	General Reserve			Effective portion of Cash Flow Hedging	Foreign Currency translation reserve				
Balance as at 1st April 2022	18	29,613.35	24,562.94	47,860.80	(232.73)	475.33	923.23	15,082.49	(320.02)	117,965.39	
Total comprehensive income for the year ended 31st March, 2023											
Profit or loss		-	-	9,688.49	-	-	-	-	-	9,688.49	
Other comprehensive income	26(b)	-	-	(42.85)	-	(537.55)	-	2,698.32	(148.54)	1,969.38	
Transferred to general reserve									(34.77)	(34.77)	
Transferred From OCI			34.77							34.77	
Total comprehensive income		-	34.77	9,645.64	-	(537.55)	-	2,698.32	(183.31)	11,657.87	
Transferred from retained earnings		-	-	-						-	
Dividend & Tax		-	-	(144.91)						(144.91)	
Balance as at 31st March 2023		29,613.35	24,597.71	57,361.54	(232.73)	(62.22)	923.23	17,780.81	(503.33)	129,478.35	

(₹ In Lakhs)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2022

B. Other Equity As at 31st March 2022

(₹ In Lakhs)

Particulars	Note	Reserve & Surplus			Other Items				Total	
		Securities Premium Reserve	General Reserve	Retained Earnings	Equity Instrument through OCI	Effective portion of Cash Flow Hedging	Foreign Currency translation reserve	Forex gain on consolidation		Other OCI Items
Balance as at 1st April 2021	18	29,613.35	24,562.94	41,525.97	(232.73)	338.85	1,205.95	13,949.25	(252.43)	110,711.14
Total comprehensive income for the year ended 31st March, 2022										
Profit or loss		-	-	6,446.58	-	-	-	-	-	6,446.58
Other comprehensive income	26[B]	-	-	33.16	-	136.48	(282.72)	1,133.24	(67.59)	952.57
Total comprehensive income		-	-	6,479.74	-	136.48	(282.72)	1,133.24	(67.59)	7,599.15
Transferred from retained earnings		-	-	-	-	-	-	-	-	-
Dividend & Tax		-	-	(144.91)	-	-	-	-	-	(144.91)
Balance as at 31st March 2022		29,613.35	24,562.94	47,860.80	(232.73)	475.33	923.23	15,082.49	(320.02)	117,965.39

As per our report of even date
For **Kanodia Sanyal & Associates**
Chartered Accountants
Firm's Registration No. 008396N

PALLAV KUMAR VAISH
Partner
Membership No. 508751

PAWAN KUMAR RUSTAGI
CFO
PAN: AACPR8012M

NARAYAN RAMASWAMY
CEO
PAN: AAUPR3856R

D.P. JINDAL
Chairman
DIN: 00405579

For & on behalf of the Board of Directors

Place: New Delhi
Date : 28th April, 2023

SAURABH AGRAWAL
Company Secretary
ACS: 36163

VIJAY KUMAR KAUSHIK
Director
DIN: 02249672

RAGHAV JINDAL
Managing Director
DIN: 00405984

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2023

(₹ In Lakhs)

Particulars	Year Ended 31st March 2023	Year Ended 31st March 2022
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Profit before tax	13,607.79	8,657.30
Adjustments for :		
Depreciation & amortization expenses	6,280.45	4,340.94
Unrealised foreign exchange fluctuations (gain)/loss	(2,822.78)	(1,921.72)
Notional (gain)/loss on fair valuation of assets / liabilities	(829.09)	169.80
Interest income	(1,487.59)	(1,151.16)
Dividend	(0.15)	(0.08)
Finance cost	799.20	785.27
Share of (profit)/loss of equity accounted investee	1,493.92	20.93
(Gain)/loss on Sale of PPE	35.00	(5.28)
Discarded Assets Written Off	2.57	31.70
Bad Debts Written Off	178.23	-
(Gain)/loss on sale of investments	(60.39)	-
Operating Profit before working capital changes	17,197.16	10,927.70
Adjustments for :		
Trade receivables	(171.76)	1,132.18
Other financial assets and other assets	(13,466.69)	8,955.67
Trade payables	1,285.25	(2,150.59)
Other financial liabilities, other liabilities and provisions	286.62	90.22
Cash generated from operations	5,130.57	18,955.18
Income Taxes paid - net of refund	1,278.53	617.47
NET CASH FROM OPERATING ACTIVITIES	6,409.10	19,572.65
B. CASH FLOW FROM INVESTING ACTIVITIES		
Expenditure for property, plant & equipments [Addition] / Deletion of CWIP	(1,514.77) (16.07)	(19,262.14) 0.26
Proceeds from sale of Current investment	5,640.89	-
Proceeds from sale of property, plant & equipment	99.14	40.88
Loan (refund)/given to related parties & others (net)	(1,161.49)	13,341.46
Purchase of Current Investments	(8,350.00)	(1,881.66)
Fair Value Gain on Investment	34.49	(27.22)
Dividend income	0.15	0.08
Interest income	1,487.59	1,151.16
NET CASH USED IN INVESTING ACTIVITIES	(3,780.07)	(6,637.17)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Short Terms Bank Borrowings	5,302.18	(4,422.62)
Proceeds from Long Term Bank Borrowings	(6,854.25)	(3,161.34)
Proceeds from Short Term Inter Corporate Loans	188.06	(3,360.17)
Dividend paid	(144.91)	(144.91)
Finance cost	(799.20)	(785.27)
NET CASH USED IN FINANCING ACTIVITIES	(2,308.12)	(11,874.31)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	320.91	1,061.17
Cash and Cash equivalents at the beginning of the year	9,675.57	8,614.41
Cash and Cash equivalents at the end of the year	9,996.48	9,675.57
Supplementary information		
Restricted cash balances	9,301.48	9,271.08

As per our report of even date
 For **Kanodia Sanyal & Associates**
 Chartered Accountants
 Firm's Registration No. 008396N

PALLAV KUMAR VAISH
 Partner
 Membership No. 508751

Place: New Delhi
 Date : 28th April, 2023

RAGHAV JINDAL
 Managing Director
 DIN: 00405984

PAWAN KUMAR RUSTAGI
 CFO
 PAN: AACPR8012M

SAURABH AGRAWAL
 Company Secretary
 ACS: 36163

For & on behalf of the Board of Directors
D.P. JINDAL
 Chairman
 DIN: 00405579

NARAYAN RAMASWAMY
 CEO
 PAN: AAUPR3856R

VIJAY KUMAR KAUSHIK
 Director
 DIN: 02249672

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENT

Reporting entity

Jindal Drilling & Industries Limited (the "Company") is a company limited by shares, incorporated on 17th October 1983 under the companies Act 1956 and has its registered office at Raigad (Maharashtra) and head office at Delhi. JDIL's shares are listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE). JDIL is engaged in providing services to entities involved in exploration of Oil & Gas. These consolidated financial statements comprising the Company and its foreign joint ventures (referred collectively as "Group").

These consolidated financial statements are prepared in Indian rupees (INR) which is also the company's functional currency. All amounts have been rounded off to the nearest Lakhs unless otherwise indicated.

Note 1: Basis of preparation

i) Compliance with Ind AS

The consolidated financial statements of the group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended by the Companies (Indian Accounting Standards) (Amendment), Rules, 2016 .

ii) Principal of consolidation and equity accounting

Joint Ventures

Interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the consolidated balance sheet.

Equity method

Under the equity method, the investment in a joint venture is recognised at cost and the carrying amount is increased or decreased to recognise the investor's share of the Profit or loss of the investee after the date of acquisition. The investor's share of the investee's profit or loss is recognised in the investor's profit or loss. Distributions received from an investee reduce the carrying amount of the investment. Adjustments to the carrying amount may also be necessary for a change in the investor's proportionate interest in the investee arising from changes in the investee's other comprehensive income. Such changes include those arising from the revaluation in property, plant and equipment and from foreign exchange translation differences. The investor's share of those changes is recognised in the investor's other comprehensive income. Unrealised gains on the transactions between the company and its joint ventures are eliminated unless the transaction provides evidence of an impairment of the asset transferred. The carrying amounts of equity accounted investments are tested for impairment in accordance with the policy.

iii) Recent Pronouncements :-

Ministry of Corporate Affairs ["MCA"] has notified the following new amendments to Ind AS which the Company has not applied as they are effective for annual periods beginning on or after April 1, 2023:-

Amendment to Ind AS 1 "Presentation of Financial Instruments"

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information is material if, together with other information can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statement

Amendment to Ind AS 12 "Income Taxes"

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company is evaluating the impact, if any, in its financial statements.

Amendment to Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors"

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities use measurement techniques and inputs to develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.

Note 2: Other significant accounting policies

These are set out under "Significant Accounting Policies" as detailed in the Company's standalone financial statement.

Note 3 - Property, plant and equipment and capital work in progress

(₹ In Lakhs)

Particular	Building	Plant & Equipment	Furniture & Fixtures	Vehicles	Office Equipment	Total - (A)	CWIP (B)	Total (A+B)
Gross carrying amount								
Deemed cost as at 1 April, 2021	417.10	57,128.27	52.91	346.57	8.51	57,953.37	0.26	57,953.63
Additions		19,049.29	8.73	195.56	8.56	19,262.14	-	19,262.14
Disposals		[729.02]	-	-	[1.50]	[730.51]	[0.26]	[730.77]
Deemed cost as at 31st March, 2022	417.10	75,448.55	61.64	542.13	15.58	76,484.99	-	76,484.99
Additions		1,456.56	0.27	46.22	11.72	1,514.77	16.07	1,530.84
Disposals/adjustment		[397.86]	-	[253.92]	[12.02]	[663.81]	-	[663.81]
Asset transfer from CWIP to building	-	-	-	-	-	-	-	-
Classified as Investment Property	-	-	-	-	-	-	-	-
Exchange Differences	-	-	-	-	-	-	-	-
Deemed cost as at 31st March, 2023	417.10	76,507.24	61.91	334.43	15.27	77,335.96	16.07	77,352.03
Accumulated depreciation								
As at 1 April, 2021	72.75	8,376.90	22.88	263.07	-	8,735.60	-	8,735.60
Depreciation for the year	14.93	4,282.35	4.72	15.54	3.54	4,321.08	-	4,321.08
Adjustment	-	[661.79]	-	-	[1.42]	[663.21]	-	[663.21]
As at 31st March 2022	87.68	11,997.46	27.60	278.61	2.12	12,393.47	-	12,393.47
Depreciation for the year	14.78	6,193.56	5.33	33.31	9.40	6,256.38	-	6,256.38
Classified as Investment Property	-	-	-	-	-	-	-	-
Adjustment	-	[274.78]	-	[240.88]	[11.44]	[527.10]	-	[527.10]
As at 31st March, 2023	102.46	17,916.23	32.92	71.05	0.08	18,122.75	-	18,122.75
Net Carrying amount 31st March, 2023	314.64	58,591.01	28.98	263.39	15.19	59,213.20	16.07	59,229.27
Net Carrying amount								
At 31 March 2022	329.42	63,451.09	34.04	263.52	13.45	64,091.53	-	64,091.53
At 31 March 2023	314.64	58,591.01	28.98	263.39	15.19	59,213.20	16.07	59,229.27

* The company opted to use the previous GAAP carrying values as deemed cost at the transition date for all its PPE, Investment Property and Intangible Assets.

* From the year 31 March 2016, Land & Building were reclassified as Investment property because management decided to lease the said property to third party.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT
Note 4 - Investment Property

(₹ In Lakhs)

Particulars	31-Mar-23	31-Mar-22	31-Mar-21
Gross carrying amount			
Opening gross carrying amount / Deemed Cost	1,029.03	1,029.03	1,029.03
Additions	-	-	-
Disposal	-	-	-
Closing gross carrying amount	1,029.03	1,029.03	1,029.03
Accumulated depreciation			
Opening accumulated depreciation	83.26	77.54	71.11
Depreciation charge	5.12	5.72	6.43
Closing Accumulated depreciation	88.38	83.26	77.54
Net carrying amount	940.65	945.77	951.49

*The company opted to use the previous GAAP carrying values as deemed cost at the transition date for Investment Property.

Note 5 - Other Intangible Assets

(₹ In Lakhs)

Particulars	Software	Total
Gross carrying amount		
Deemed cost as at 1 April, 2021	124.87	124.87
Additions - Others	-	-
Additions - Internally developed	-	-
Deemed cost as at 31st March, 2022	124.87	124.87
Additions - Others	-	-
Additions - Internally developed	-	-
Exchange Differences	-	-
Deemed cost as at 31st March, 2023	124.87	124.87
Accumulated depreciation		
As at 1 April, 2021	81.79	81.79
Amortisation for the year	14.14	14.14
As at 31st March, 2022	95.93	95.93
Amortisation for the year	18.95	18.95
Impairment charge	-	-
Exchange Differences	-	-
As at 31st March, 2023	114.88	114.88
Net Carrying amount 31st March 2023	9.99	9.99
Net Carrying amount		
At 31 March 2022	28.94	28.94
At 31 March 2023	9.99	9.99

*The company opted to use the previous GAAP carrying values as deemed cost at the transition date for Intangible Assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT
Note 6 - Investment

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
6(A)(i). Equity accounted investments in JV Companies - Non-current		
Unquoted equity shares of JV companies		
Equity Shares of Joint Venture Companies :		
i) 1,14,37,830 Shares in Discovery Drilling Pte. Ltd of SGD 1 each	26,636.83	27,165.27
ii) 1,39,83,375 Shares in Virtue Drilling Pte. Ltd of SGD 1 each	18,008.48	15,601.01
	44,645.31	42,766.28
6(A)(ii). Investments at fair value - Non-current		
Unquoted equity shares of other entities		
i) 14 Shares in Internovia Natural res FZ LLC of AED 1000 each	2.37	2.37
ii) 5 Shares in Taloja CETP Co. Society Ltd of Rs. 100 each	0.01	0.01
Less- Provision for Amortisation	2.37	2.37
Total - (Aii)	0.01	0.01

Note 6B - Investments at fair value - current

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
i). Quoted Investment in Equity Instruments through FVOCI		
183296 Shares of ESL Steels Limited of Rs. 10 each	18.33	18.33
ii). Unquoted Investment in Equity Instruments through FVOCI		
7534 Shares of Jindal Steel & Power Limited of Rs. 1 each	41.15	40.18
iii). Unquoted Investment in Equity Instruments through FVOCI		
400000 Shares of United Seamless Tubular Private Limited of Rs. 0.80 each	-	16.16
Total - (i to iii)	59.48	74.67
iv). Investment in Unquoted Mutual Funds at FVTPL		
HDFC Liquid Fund- Growth		
17078.310 Units of Rs. 4286.2460 each	748.71	1,450.75
SBI Liquid Fund Regular Growth		
70234.535 Units of Rs.3398.8394 each	2,455.45	-
UTI Liquid Cash Regular Plan Growth		
16760.325 Units of Rs.3639.5476 each	614.02	-
UTI Money Market Regular Plan Growth		
19876.958 Units of Rs.2515.4755 each	518.42	-
Total - (iv)	4,336.61	1,450.75
v). Unquoted Units of Mutual Fund at FVTPL		
a) Units in IIFL Monopolistic Intermediaries Fund	72.41	70.99
b) Units in IIFL Special Opportunities Fund Series-9	101.20	59.78
c) Units in Faering Capital Growth Fund	279.44	300.14
31,000 Units @ 1000 Each		
Total - (v)	453.04	430.91
Total (i to v)	4,849.13	1,956.33

* Non-current investments are recognised initially at carrying value while short term investments except investments in quoted equity share are recognised initially at fair value through FVTPL .

* Short term investments in quoted equity shares are recognised at fair value through FVOCI.

* Short term investments in quoted and unquoted mutual funds are recognised at fair value through FVTPL.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 7 - Loans, Non Current		
i. Loans Considered good - Unsecured		
Loan to Related Parties*	13,510.84	12,460.23
Loan to Others	473.06	432.02
Total	13,983.90	12,892.25
ii. Loans which have significant increase in Credit Risk - Unsecured		
Loan to MOGL	891.44	891.44
Less- Provision for Credit Loss	891.44	891.44
Total	-	-
Total (i+ii)	13,983.90	12,892.25

* Includes Loan to Joint Venture Companies, Discovery Drilling Pte Ltd & Virtue Drilling Pte Ltd are sub-ordinated to bank loan availed by said Joint Venture.

Note 8 - Other financial assets

i. Security Deposits*	12,873.19	8,811.02
ii. Forward Exchange Contract	-	635.20
Less - Realised within year	-	424.30
	12,873.19	9,021.92

* Security deposits are recognised at fair value through FVTPL. The discounting rate taken at 9.5% p.a. for security paid to lessor . The discounting period taken as per the terms of contractual agreement.

Note 9 - Deferred Tax Assets / Liabilities

Deferred Tax Liability		
Depreciation and Amortization	10,535.14	9,365.47
Reclassification of FCTRA	310.53	310.53
Change in fair value of cash flow hedging	(20.93)	159.88
Share of OCI of equity accounted investees	28.48	28.48
Foreign Exchange gain on consolidation	5,980.29	5,072.68
Equity Instrument - Fair Value Gain	(74.45)	(78.27)
[A]	16,759.06	14,858.77
Deferred Tax Assets		
Provision for Leave Encashment	26.90	19.01
Provision for Gratuity	44.10	19.86
Loss allowance on Loans & Advances - ECL	24.68	24.68
Security Deposit - Fair Value Loss	(2.12)	4.76
JDIL Employee Welfare trust loan - Fair Value Loss	11.31	21.64
Mutual Fund Fair Value Gain	(21.51)	0.84
Share of OCI of equity accounted investees	4,529.14	4,470.50
Unabsorbed Depreciation	2,455.48	5,188.13
[B]	7,067.98	9,749.42
Net Deferred Tax Liability	[A-B] 9,691.08	5,109.35

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 10 - Inventories		
[At lower of cost or net realisable value]		
Stores & Spares	2,962.60	3,497.42
Goods in transit	507.83	537.86
	3,470.43	4,035.28

Note 11 - Trade Receivables

Considered good - Unsecured	7,599.31	7,558.47
Considered good - Disputed	7,855.38	7,902.69
Unsecured, Doubtful	178.23	-
Less: Provision for Bad Debts	178.23	-
(Ref. Note No. 39(i) of standalone balance sheet)	15,454.69	15,461.16

 The Trade receivables ageing schedule for the years ended as on **March 31, 2023** and March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of Payment					
		Less than 6 Month	6 month to one year	1-2 years	2-3 years	more than 3 years	Total
Undisputed trade receivables – considered Good	2,412.09	5,083.09	104.13	-	-	-	7,599.31
Previous year	2,915.13	4,609.27	34.07	-	-	-	7,558.46
Disputed trade receivables – considered good	-	-	-	-	1,222.57	6,632.81	7,855.38
Previous year	-	-	-	1,269.88	-	6,632.81	7,902.69
Total- Considered Good							15,454.69
Unsecured, Doubtful							178.23
Total							15,632.92
Less Provision for Credit Loss						178.23	178.23
Net							15,454.69
Previous year							15,461.16

Note 12 - Cash and Cash Equivalents

Cash in hand	10.00	3.97
Balances with Scheduled Banks		
- In Current Accounts	-	0.01
- Fixed Deposit Account*	9,981.65	9,666.67
- Unpaid dividend account	4.83	4.92
	9,996.48	9,675.57

* Fixed deposits given as margin money against bank gauranty.

Note 13 - Other Financial Assets - Current

Accrued Interest receivables	997.23	243.94
Forward Exchange Contract-Realised within year	-	424.30
	997.23	668.24

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 14 - Current Tax Assets (Net)		
Advance Tax/TDS	1,115.81	2,394.34
	1,115.81	2,394.34

Note 15 - Other Current Assets

Advances recoverable in cash or in kind #	17,818.96	5,144.90
	17,818.96	5,144.90

Includes primarily advances to trade creditors, recoverables etc.

Note 16 - Equity Share Capital & Other Reserves

Equity Share Capital

Authorized equity share capital of Rs. 5 each

Particulars	No. of shares	Equity Capital (In Lakhs)
As at 31st March 2022	46,500,000	2,325.00
Increase during the year	-	-
As at 31st March 2023	46,500,000	2,325.00

Issued, Subscribed and Paid Up Capital of Rs. 5 each

(i) Movement in equity share capital

Particulars	No. of shares	Equity Capital (In Lakhs)
As at 31st March 2022	28,981,104	1,449.06
Increase during the year	-	-
As at 31st March 2023	28,981,104	1,449.06

Terms and rights attached to equity shares

Equity shares have a par value of INR 5. They entitle the holder to participate in dividends, and to share in the proceeds of winding up of the company in proportion to the number of amounts paid on the shares held. Every holder of equity shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

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

Particulars	31 March 2023		31 March 2022	
	% Holding	No. of Shares	% Holding	No. of Shares
a) Jindal Global Finance and Investment Ltd	18.11	5,248,148	18.18	5,268,148
b) Sudha Apparels Ltd	10.53	3,051,000	10.63	3,081,000
c) Stable Trading Co. Ltd	10.56	3,059,168	10.56	3,059,168
d) Crispark Viocom Ltd	14.45	4,188,350	14.49	4,198,350
e) Jindal Pipes Limited	7.42	2,151,500	7.42	2,151,500

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
-------------	--------------------------------	------------------------

(iii) Details of promoters' shareholding percentage in the Company is as below:

Particulars	As at 31 March, 2023		As at 31 March, 2022		% Change during the year
	% Holding	No. of Shares	% Holding	No. of Shares	
Name of Promoter					
Dharam Pal Jindal	0.24	69,420	0.24	69,420	-
Raghav Jindal	0.59	169,776	0.59	169,776	-
Name of Promoter Group					
Jindal Global Finance and Investment Ltd	18.11	5,248,148	18.18	5,268,148	(0.07)
Sudha Apparels Ltd	10.53	3,051,000	10.63	3,081,000	(0.10)
Stable Trading Co. Ltd	10.56	3,059,168	10.56	3,059,168	-
Crispark Viocom Ltd	14.45	4,188,350	14.49	4,198,350	(0.04)
Jindal Pipes Limited	7.42	2,151,500	7.42	2,151,500	-
Flakt Dealcomm Limited	0.56	161,793	0.56	161,793	-
Maharashtra Seamless Ltd	-	-	0.32	92,000	(0.32)
Odd & Even Trades & Finance Limited	1.46	423,185	1.46	423,185	-
Neptune Exploration and Industries Limited	1.61	465,614	1.62	470,614	(0.01)
Shruti Raghav Jindal	0.11	32,200	0.11	32,200	-
Rachna Jindal HUF	0.09	25,066	0.09	25,066	-
Savita Jindal	0.08	24,200	0.08	24,200	-
Raghav Jindal (HUF)	0.05	13,500	0.05	13,500	-
Krishnav Jindal	0.23	67,000	0.23	67,000	-
Saket Jindal	0.60	174,932	0.60	174,932	-
Dharam Pal Jindal (HUF)	0.20	57,300	0.20	57,300	-

(iv) The company during the period of five years immediately preceding the date at which the Balance Sheet is prepared, no equity share allotted pursuant to contract without cash payment / allotted by way of bonus share or bought back.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 17 - Other equity		
17(a) - Reserve and surplus		
Securities Premium Reserve	29,613.35	29,613.35
General Reserve	24,597.71	24,562.94
Retained Earning	57,361.54	47,860.80
Total reserves and surplus	111,572.60	102,037.09
Securities Premium Reserve		
Opening Balances	29,613.35	29,613.35
Addition during the year	-	-
Closing Balance	29,613.35	29,613.35
General Reserve		
Opening Balances	24,562.94	24,562.94
Addition during the year	34.77	-
Closing Balance	24,597.71	24,562.94
Surplus in Statement of Profit & Loss		
Opening Balances	47,860.80	41,525.97
Net profit for the period	9,688.49	6,446.58
Remeasurement of employment benefit obligation, net of tax	(42.85)	33.16
Dividends & CD Tax	(144.91)	[144.91]
Closing Balance	57,361.54	47,860.80
17(b) Other OCI Reserves		
Hedging reserve - (net of tax)	(62.22)	475.33
Foreign currency translation reserve - (net of tax)	923.22	923.23
Foreign exchange gain on consolidation, net of tax	17,780.81	15,082.49
Other OCI Items	11.40	20.37
Share of OCI of JV, net of tax	(514.73)	[340.39]
Change in fair value of equity instruments (net of tax)	(232.73)	[232.73]
Closing Balance	17,905.75	15,928.30
Total of other equity (A+B)	129,478.35	117,965.39
Note 18 - Borrowings - Non Current		
Secured Borrowings		
External Commercial Borrowings from Bank*	14,323.20	17,671.50
Less :- Payable within year shown in current Borrowings	6,333.39	2,827.44
	7,989.81	14,844.06
Note 18(1) - Other Financial Liabilities - Non Current		
Forward Exchange Contract	83.16	-
Less - Payable within year	14.05	-
	69.11	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 19 - Provisions, Non-current		
Gratuity	95.71	31.43
Leave Encashment	56.87	56.57
	152.58	88.00
-Current	129.53	66.43
Gratuity	79.51	47.48
Leave Encashment	50.02	18.95
Note 20(1) - Borrowings - Current		
Secured		
Cash Credit from Banks**	1,845.37	49.14
External Commercial Borrowings from Bank - Current Payable*	6,333.39	2,827.44
Unsecured		
Inter Corporate Loans - JHPL	4,502.53	4,314.47
	12,681.29	7,191.05

** Working capital loans are secured by hypothecation of inventories, book debts and all other current assets and first charge on fixed assets excluding specific charges, ranking pari-passu amount against working capital lending banks.

* ECB Loan from Indusind Bank is secured by way of first charge on Discovery -1 Jack up Rig

Note 20(2) - Other Financial Liabilities

Financial Liability against BG*	16,675.58	16,675.58
Forward Exchange Contract	14.05	-
	16,689.62	16,675.58

*Includes (i) ₹ 160 Crore liabilities of IndusInd Bank is secured by pledged of Fixed Deposit of Rs. 80 Crore and extension of charge on Discovery-1 jack up rig

(ii) ₹ 675 Lakhs liabilities of State Bank of India is secured by Fixed Deposit of Rs. 685 Lakhs

Note 21 - Trade Payables

Outstanding dues of Micro, Small & Medium Enterprises (MSME)	198.95	41.23
Outstanding dues of Creditors other than MSME	4,665.64	3,538.11
	4,864.59	3,579.34

The Trade Payable ageing schedule for the years ended as on **March 31, 2023** and March 31, 2022 is as follows:

Particulars	Outstanding for following periods from due date of Payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	more than 3 years	Total
Outstanding dues of Micro, Small & Medium Enterprises (MSME)	-	198.95	-	-	-	198.95
Previous year	-	41.23	-	-	-	41.23
Outstanding dues of Creditors other than MSME	179.58	4,389.67	9.58	1.80	85.01	4,665.64
Previous year	51.28	3,396.30	1.80	39.59	49.14	3,538.11
Total						4,864.59
Previous year						3,579.34

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 22 - Other Current Liabilities		
Security Deposits Payable	1.46	1.46
Duties and Expenses Payable	2,183.77	2,107.90
Unpaid Dividend *	4.83	4.92
	<u>2,190.06</u>	<u>2,114.28</u>
* There is no amount due and outstanding to be credited to investors education & protection fund.		
# Includes statutory dues, advances from customers, security deposits etc.		
Note 23 - Provisions		
Gratuity Payable	79.51	47.48
Leave Encashment Payable	50.02	18.95
	<u>129.53</u>	<u>66.43</u>
Note 24 - Revenue From Operations		
Drilling Services	51,217.29	41,985.88
	<u>51,217.29</u>	<u>41,985.88</u>
Note 25(A) - Other Income		
Dividend Received	0.15	0.08
Profit on sale of current investments (Net)	60.39	-
Rent Received	5.56	5.56
Miscellaneous Income	156.01	113.83
Interest Received	1,487.59	1,151.16
Foreign Exchange Fluctuation (Net)	2,822.78	1,921.72
Profit on sale of Fixed Assets	-	5.28
Fair Value through P & L:		
Fair value gain on Mutual Fund	88.81	-
Unwinding interest income on JDIL Interest Free Loan	41.04	-
Unwinding interest income on Security Deposits	27.34	-
	<u>4,689.67</u>	<u>3,197.63</u>
Note 25(B) - Other Comprehensive Income		
Change in fair value of hedging	(718.36)	182.39
Foreign exchange gain on consolidation	3,605.93	1,514.42
Change in fair value of Equity Instrument	34.49	27.22
Remeasurement of defined benefit liability	(57.26)	44.31
Foreign Currency Translation Reserve Account	-	(377.82)
Total	<u>2,864.80</u>	<u>1,390.52</u>
Note 26 - Operating Expenses		
Rig Hire Charges	13,600.90	11,680.82
Drilling Operation expenses	5,560.35	6,496.04
Stores & Spares Consumed	5,696.04	4,908.35
	<u>24,857.29</u>	<u>23,085.21</u>
Note 27 - Employee Benefits Expenses		
Salary, Wages & Other Allowances	6,847.69	6,352.56
Contribution to PF & Other Funds	137.14	129.73
Staff Welfare Expenses	127.14	204.07
	<u>7,111.97</u>	<u>6,686.36</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

(₹ In Lakhs)

Particulars	As at 31st March 23	As at 31st March 22
Note 28 - Finance Costs		
Interest on loan & advances	799.20	698.56
Unwinding discount on Security Deposit	-	0.73
Unwinding interest expenses on JDIL Interest Free Loan	-	85.98
	799.20	785.27
Note 29 - Other Expenses		
Electricity & water Charges	25.46	18.14
Rent	216.35	238.94
Rates & Taxes	6.04	6.64
Telephone & Communication Expenses	17.74	18.73
Printing & Stationery	13.90	10.70
Travelling & Conveyance:	255.95	181.63
Vehicle Upkeep & Maintenance	72.04	64.61
Repair & Maintenance		
Building	1.25	3.56
Others	85.13	106.34
Legal & Professional Charges	186.27	116.56
Insurance	5.05	5.00
Fees & Subscription	38.79	33.18
Internal Audit Fees	3.00	3.00
Auditors' Remuneration *	9.70	11.23
General Exp	59.31	61.04
Corporate Social Responsibilities	135.00	61.00
Advertisement & Business Promotion	139.25	70.69
Bank Charges	249.50	368.88
Misc Balances Written Off	3.82	219.29
Interest on Income Tax	19.56	-
Bad Debts Provisions	178.23	-
Loss on sale of Fixed assets	35.00	-
Tender Fee	-	5.00
Fair Value through P&L:		
Fair value loss on Mutual Funds	-	3.34
Total	1,756.34	1,607.50
*Auditors' Remuneration :		
- Audit Fee	3.90	3.90
- Tax Audit Fee	0.50	0.50
- Other Matters	4.26	5.89
- Out of Pocket Expenses	1.04	0.94
	9.70	11.23

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

Note 30: Additional information w.r.t. Interest in Joint Ventures

Joint Ventures investment as per equity method – incorporated in Singapore

Name of the entity in group	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or loss		Share in other comprehensive income		Share in Total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Discovery Drilling Pte. Ltd.	49%	26,636.83	49%	[2,580.40]	49%	[238.54]	49%	[2,818.94]
Virtue Drilling Pte. Ltd.	49%	18,008.48	49%	1,086.48	49%	5.55	49%	1,092.03

Note 31: Basis of preparation of financial statement of Joint Venture Companies

The audited financial statements of foreign joint venture companies have been prepared in accordance with the Singapore Financial Reporting Standards “FRS”.

Note 32: Financial reporting of Interest in Joint Ventures

Discovery Drilling Pte Ltd [DDPL] and Virtue Drilling Pte Ltd [VDPL] continued to be Joint Ventures of the company.

Name of the Company	Nature of interest	Date of initial Investment	Country of Incorporation	% Ownership Interest As on	
				31.03.2023	31.03.2022
Discovery Drilling Pte Ltd. [DDPL]	Equity Investment	25th April, 2006	Singapore	49%	49%
Virtue Drilling Pte Ltd. [VDPL]	Equity Investment	31st March, 2008	Singapore	49%	49%

The changes in interest of Joint Venture companies are as under:-

(₹ In Lakhs)

	Discovery Drilling Pte. Ltd.		Virtue Drilling Pte. Ltd.		Total	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Current Assets	730.48	448.92	870.89	1,093.66	1,601.37	1,542.58
Non-Current Assets	42,018.13	43,476.06	24,106.13	23,461.00	66,124.26	66,937.06
Total Assets (A)	42,748.61	43,924.98	24,977.02	24,554.66	67,725.63	68,479.64
Current Liabilities	3,871.83	3,117.30	5,722.56	5,131.93	9,594.39	8,249.23
Non-Current Liabilities	12,239.95	13,642.41	1,245.98	3,821.72	13,485.93	17,464.13
Total Liabilities (B)	16,111.78	16,759.71	6,968.54	8,953.65	23,080.32	25,713.36
Net Assets (A-B)	26,636.83	27,165.27	18,008.48	15,601.01	44,645.31	42,766.28

Share of Income & Expenses for the period ended 31st March 2023:-

(₹ In Lakhs)

	Discovery Drilling Pte. Ltd.		Virtue Drilling Pte. Ltd.		Total	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Profit for the year [49%]	[2,580.40]	[1,635.77]	1,086.48	1,614.84	[1,493.92]	[20.93]
Other Comprehensive income [49%]	[238.54]	[261.80]	5.55	144.25	[232.99]	[117.55]

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

Note 33: Income tax expenses

(₹ In Lakhs)

Particulars	As at 31st March, 23	As at 31st March, 22
Current Tax	-	-
MAT Credit	-	-
Deferred Tax		
- Relating to origination and reversal of Permanent differences	-	-
- Relating to origination and reversal of temporary differences	3,919.30	2,210.72
- Re-measurements of post-employment benefit obligations	(14.41)	11.15
- Share of OCI of JV Companies	(58.64)	[29.59]
- Change in cash flow hedging	(180.81)	45.91
- Reclassification of Foreign Currency Translation Reserve Account	-	[95.10]
- Change in foreign exchange loss on consolidation	907.61	381.18
- Change in fair value of equity instrument	8.68	6.85
Total Deferred Tax	4,581.73	2,531.12

Note 34: Effective tax reconciliation

Numerical reconciliation of tax expenses applicable to profit before tax at the latest statutory enacted rate in India to income tax expense reported is as follows:

(₹ In Lakhs)

Particulars	As at 31st March, 23	As at 31st March, 22
Profit Before Tax but after share of profit of JV	13,607.79	8,657.30
Less: Profit of share of JV	(1,493.92)	[20.93]
Profit Before Tax	15,101.71	8,678.23
Applicable Statutory Enacted Income Tax Rate	25.168%	25.168%
Computed Tax Expense	3,800.80	2,184.31
Increase/(Reduction) in Taxes on Account of		
Additional Allowances for Tax Purpose	(3,800.80)	[2,184.31]
Items not Liable to Tax	-	-
Tax losses unutilized / Items Taxed at Different Rate	-	-
Tax Expense Relating to Earlier Years (Net)	-	-
Others	3,919.30	2,210.72
Income Tax Expense reported in financial statement	3,919.30	2,210.72

Note 35: Capital Management

The primary objective of the group's capital management is to ensure availability of funds at competitive cost for its operational and development needs and maintain a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The group manages its capital structure and makes changes in view of changing economic conditions. No changes were made in the objectives, policies or process during the year ended 31.03.2023 and 31.03.2022. There have been no breaches of the financial covenants of any interest bearing loans and borrowings for the reported period.

The group monitors capital structure on the basis of debt to equity ratio. For the purpose of group's capital management, equity includes paid up equity share capital and reserves and surplus and effective portion of cash flow hedge and Debt comprises of long term borrowings including current maturities of these borrowings.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

The following table summarizes long term debt and equity of the Company:

(₹ In Lakhs)

Particulars	As at 31st March, 23	As at 31st March, 22
Equity Share Capital	1,449.06	1,449.06
Reserves and Surplus (including effective portion of cash flow hedge)	1,29,478.35	1,17,965.39
Total Equity	1,30,927.41	1,19,414.45
Total Debt	20,671.10	22,035.11
Debt to Equity Ratio	0.1579	0.1845

Note 36: Fair value measurement

Set out below is a comparison by class of the carrying amounts and fair value of the Company's financial assets:

Particulars	As at 31.03.2023			As at 31.03.2022		
	FVTPL	FVOCI	Amortised Cost	FVTPL	FVOCI	Amortised Cost
Financial Assets						
Non-current						
Investments in Equity Shares of JV Companies			44,645.31			42,766.28
Investment in other Equity Share	-	-	0.01	-	-	0.01
Loans	473.06	-	13,510.84	432.02	-	12,460.23
Derivative financial instrument	-	-	-	-	-	-
Security Deposit	12,873.19	-	-	8,811.02	-	-
Other Financial Assets - Non Current	-	-	-	-	210.90	-
Current						
Investments in Equity Shares of other companies	4,789.65	-	-	1,881.66	-	-
Investments in Mutual Funds	-	59.48	-	-	74.67	-
Trade Receivables	-	-	15,454.69	-	-	15,461.16
Cash and Cash Equivalents and Bank Balances	-	-	9,996.48	-	-	9,675.57
Other Financial Assets	-	-	997.23	-	424.30	243.94
Total Financial Assets	18,135.90	59.48	84,604.56	11,124.70	709.87	80,607.19
Financial Liabilities						
Long term borrowings			7,989.81			14,844.06
Short term borrowings	-	-	12,681.29	-	-	7,191.05
Other Financial Liability	-	83.16	16,675.58	-	-	16,675.58
Trade Payables	-	-	4,864.59	-	-	3,579.34
Total Financial Liabilities	-	83.16	42,211.27	-	-	42,290.03

Fair Value Techniques:

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

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

- Fair value of cash and short term deposits, trade receivables, trade payables, non-current loans, other current financial assets, short term borrowings and other current financial liabilities approximate to their carrying amount largely due to the short term maturities of these instruments.
- Long term fixed rate and variable rate receivables / borrowings are evaluated by the Company based on parameters such as interest rate, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

rate borrowings approximates their carrying values. For fixed interest rate borrowings fair value is determined by using Discounted Cash Flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the company is considered to be insignificant in valuation.

- c) The fair value of derivatives are estimated by using pricing models, where the inputs to those models are based on readily observable market parameters basis contractual terms, period to maturity and market parameters such as interest rates, foreign exchange rates and volatility. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgement and inputs thereto are readily observable from actively quoted market prices. Management has evaluated the credit and non-performance risks associated with its derivatives counterparties and believe them to be significant and warranting a credit adjustment.

Fair Value Hierarchy

The following table provides the fair value measurement hierarchy of Company's asset and liabilities grouped into Level 1 to Level 3 as described below:

Quoted prices / published Net Asset Value (NAV) in an active markets [Level 1]: This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities and financial instruments like mutual funds for which NAV is published by mutual funds. This category consist mutual fund investments and equity share instrument of other companies / JV's.

Valuation techniques with observable inputs [Level 2]: This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Valuation techniques with significant unobservable inputs [Level 3]: This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data [that is, unobservable inputs]. Fair values are determined in whole or in part, using a valuation model based on assumption that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The following table provides the fair value measurement hierarchy of Company's asset and liabilities grouped into Level 1 to Level 3 as described below:

Assets and Liabilities Measured at Fair Value (Accounted)

(₹ In Lakhs)

Financial Assets measured at fair value	As at 31 March 2023				As at 31 March 2022			
	Level-1	Level - 2	Level - 3	Total	Level - 1	Level - 2	Level - 3	Total
Mutual Fund Investments	-	4,789.65	-	4,789.65		1,881.66		1,881.66
Investments in Equity Shares	41.15	18.33	-	59.48	40.18	34.49	-	74.67
Forward Contract as hedge	-	-	-	-	-	635.20	-	635.20
Loans	-	473.06	-	473.06	-	432.02	-	432.02
Security Deposit	-	12,873.19	-	12,873.19	-	8,811.02	-	8,811.02
Financial Liabilities measured at fair value	Level - 1	Level - 2	Level - 3	Total	Level - 1	Level - 2	Level - 3	Total
Forward Contract as Hedged	-	83.16	-	83.16	-	-	-	-

During the year ended 31.03.2023 and 31.03.2022, there were no transfers between Level 1 and level 2 fair value measurements and no transfer into and out of Level 3 fair value measurements. There is no transaction/balance under level 3.

The fair values of the financial assets and financial liabilities included in the level 2 categories above have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties. Following table describes the valuation techniques used and key inputs to valuation for level 2 of the fair value hierarchy as at 31.03.2023 and 31.03.2022;

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

Particulars	Fair Value Hierarchy	Valuation Techniques	Inputs Used	Quantitative Information about Significant Unobservable Inputs
Derivatives Financial Instruments - Designated as Hedging Instrument	Level 2	Market valuation techniques	Prevailing/forward foreign currency exchange & interest rates in market to discount future cash flows	-
Security Deposit	Level 2	Discounted Cash Flow	Prevailing interest rates to discount future cash flows	-
Loan to JDIL Employee Welfare trust	Level 2	Discounted Cash Flow	Prevailing interest rates to discount future cash flows	-

Note 37: Earning per share (EPS)
Basic and Diluted EPS

(₹ In Lakhs)

Particulars	As at 31st March, 23	As at 31st March, 22
Profit or Loss attributable to ordinary Equity shareholders	9,688.49	6,446.58
Equity Share Capital	1,449.06	1,449.06
Weighted average number of equity shares outstanding (Face value of Rs. 5/- per share)	289.81	289.81
Earnings Per Share – Basic and Diluted [Rs.]	33.43	22.24

Note 38: Other significant notes on consolidated financial statement

These are set out under “Note forming part of standalone financial statement” as detailed in the Company’s standalone financial statement.

Note 39: Statement pursuant to Section 129 (3) of the Companies Act 2013 read Rule 5 of Companies (Accounts) Rule, 2014

S. No.	Particulars	Name of Joint Ventures	
		Discovery Drilling Pte. Ltd.	Virtue Drilling Pte. Ltd.
1	Latest Audited Balance Sheet Date	24-04-2023	28-04-2023
2	Share of Joint Ventures held by the company on the year end		
	No. of Shares (In Lakhs)	114.38	139.83
	Amount of Investment (In Rs. Lakhs)	7,411.97	11,247.41
	Extent of Holding (%)	49%	49%
3	Description of how there is significant influence	Associated by Share holding	Associated by Share holding
4	Reason why the Joint Ventures are not consolidated	NA	NA
5	Net worth attributable to Shareholding as per latest audited balance sheet (Rs. In Lakhs)	26,636.83	18,008.48
6	Profit / [Loss] for the year :		
	Considered in consolidation (Rs. In Lakhs)	[2,818.94]	1,092.03
	Not Considered in consolidation (Rs. In Lakhs)	[2,934.00]	1,136.60

* There is significant influence due to percentage [%] of holding in JV's Share Capital.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT
Note 40: Financial Ratios

The ratios as per the latest amendment to Schedule III are as below:

Particulars	FY 2022-23	FY 2021-22	Variances in %
Current Ratio [Total Current Assets/Current Liabilities] [Current liabilities: Total current liabilities]	1.47	1.33	10.53%
Debts Equity Ratio* [Total Debts/Total Equity] [Total Debts:- Non Current Borrowings + Current Borrowings] [Total Equity :- Share Capital + Other Equity]	0.16	0.18	[11.11%]
Debts Service Coverage Ratio** [EBITDA/(Net finance charges + Scheduled principal repayments of noncurrent borrowings (excluding prepayments) during the period)] [EBITDA: Profit before taxes +/- Exceptional items+ Depreciation and amortization + Net finance charges] [Net finance charges: Finance costs (Interest on Term Loan)]	3.01	4.17	[27.82%]
Return on Equity (%)*** [Profit after tax (PAT)/Average Equity] [Average Equity: (Opening Equity + Closing Equity) /2] [Equity includes Share Capital and Other equity]	7.74	5.57	38.96%
Inventory Turnover Ratio (in Days) < [Average inventory/Sale of products in days]	27	35	[22.86%]
Debtors Turnover Ratio (in Days)<< [Average trade receivables/Turnover in days] [Turnover: Revenue from operations] [Ave Trade Receivable excludes Disputed trade Receivable]	53	76	[30.26%]
Trade Payable Ratio (in Days) [Average Trade Payables/Expenses] [Expenses: Total Expenses – Finance Cost – Depreciation and Amortisation Expense – Employee Benefit Expenses in respect of Retirement Benefits – Other expenses with respect to Royalty, Rates & Taxes, Provision for Doubtful Debts & Advances, Provision for Impairment and Foreign Exchange Gain/Loss]	58	68	[14.71%]
Net Capital Turnover Ratio (in times)# [Turnover /Working Capital] [Working capital: Current assets – Current liabilities] [Turnover: Revenue from operations]	2.99	4.32	[30.79%]
Net Profit Ratio (%)## [Net profit after tax/Turnover] [Turnover: Revenue from operations]	18.92	15.35	23.26%
Return on Capital Employed (%)### [EBIT/capital employed] [Capital Employed: Equity share capital + Other equity + Non current borrowings + Current borrowings + Deferred Tax Liabilities] [EBIT: Profit before taxes +/- Exceptional items + finance Cost]	8.93	6.44	38.66%
Return on Investment (%)^ [Net gain/(loss) on sale/fair value changes of Equity and mutual funds/ Average investment funds in current investments]	5.40	2.38	126.89%

Note:-

*:- Lower ratio on accounts of repayment of current borrowings of ECB Loan to IndusInd Bank

**:- Decrease was primarily on account of increase in profit before tax and lower outstanding borrowing due to repayment of current maturity of long term loan.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

***:- Increase was primarily on account of increase in profit after tax.

<- Decrease was primarily on account of increase in turnover.

<<- Decrease was primarily on account of increase in turnover.

#:- Decrease was primarily on account of increase in working capital.

##:- Increase was primarily on accounts of increase in profit after tax.

###:- Increase was primarily on account of increase in profit before tax

^ Increase was primarily on accounts increase in profit on sale of and fair value gain on mutual fund and equity investment during the financial year.

Note 41: Other Statutory Information

- i). The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.
- ii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities [Intermediaries] with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries
- iv). The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 [such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- v). The Company has complied with the number of layers prescribed under clause [87] of section 2 of the Act read with the Companies [Restriction on number of Layers] Rules, 2017.
- vi). The Company is not declared willful defaulter by and bank or financials institution or lender during the year
- vii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- viii). Quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts
- ix) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.
- x) The title deeds of all the immovable properties, [other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company] disclosed in the financial statements included in property, plant and equipment and capital work-in progress are held in the name of the Company as at the balance sheet date.
- xi) The Company does not have material transactions with struck off companies during the financial year.
- xii) The Company does not have any capital work in progress and intangible assets under development during the financial year.
- xiii) The Company has not revalued its Property, Plant and equipment , Intangible, tangible assets [including right of use of assets] during the financial year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT**Note 42: Miscellaneous**

- i) Dues to micro and small enterprises have been determined as per information collected by the management & have been relied upon by the auditors.
- ii) In the opinion of the Management and to the best of their knowledge and belief, the value of current assets, loans and advances, if realised in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.
- iii) Previous year's figures have been re-grouped/ re-arranged/ re-classified wherever considered necessary.

The accompanying notes are an integral part of the Financial Statements.

Significant accounting policies and notes on financial statements 1 - 42

As per our report of even date
For **Kanodia Sanyal & Associates**
Chartered Accountants
Firm's Registration No. 008396N

PALLAV KUMAR VAISH
Partner
Membership No. 508751

Place: New Delhi
Date : 28th April, 2023

RAGHAV JINDAL
Managing Director
DIN: 00405984

PAWAN KUMAR RUSTAGI
CFO
PAN: AACPR8012M

VIJAY KUMAR KAUSHIK
Director
DIN: 02249672

For & on behalf of the Board of Directors

D.P. JINDAL
Chairman
DIN: 00405579

NARAYAN RAMASWAMY
CEO
PAN: AAUPR3856R

SAURABH AGRAWAL
Company Secretary
ACS: 36163

NOTICE

CIN: L27201NH1983PLC233813

Registered Office: Pipe Nagar, Village Sukeli, N.H. 17, B.K.G. Road,

Taluka Roha, Distt. Raigad-402126 Maharashtra

Tel: 02194-238511-12, ax: 02194-238513

Email: secretarial@jindaldrilling.in, Website: www.jindal.com

NOTICE

Notice is hereby given that the 39th Annual General Meeting of Jindal Drilling and Industries Limited will be held on Monday, the 28th August, 2023 at 03:00 P.M. through Video Conferencing ["VC"] to transact the following business:

ORDINARY BUSINESS

- To consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2023, together with the Reports of the Board of Directors and Auditors thereon and in this regard to pass the following resolution(s) as ordinary resolution:
 - "RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Reports of Directors and Auditors thereon, and
 - Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Report of Auditors thereon, be and are hereby considered and adopted."
- To declare dividend on equity shares and in this regard to pass the following resolution as an ordinary resolution.

"RESOLVED THAT dividend of Rs. 0.50 [10 %] per Equity Share of Rs. 5/- each be and is hereby declared for the financial year ended 31st March, 2023."
- To appoint a Director in place of, Mr. D. P. Jindal who retires by rotation and being eligible, offers himself for re-appointment and in this regard to pass the following resolution as a special resolution:

"RESOLVED that pursuant to the provisions of Section 152 of the Companies Act, 2013 and Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members of the Company be and is hereby accorded for re-appointment of Shri Dharam Pal Jindal [DIN: 00405579] aged 73 years, as a Director of the Company liable to retire by rotation and continuation of his appointment as a Non-Executive Director of the Company on attaining the age of 75 years."

SPECIAL BUSINESS

- To re-appoint Mr. Raghav Jindal as Managing Director, and in this regard, to pass the following resolution as an ordinary resolution:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 200, and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof, consent of the members of the Company be and is hereby accorded to the appointment of and payment of remuneration to Mr. Raghav Jindal, as Managing Director of the Company, for a period of 5 [five] years with effect from 13th August, 2023 on the terms and conditions, as set out herein below, with liberty to the Board of Directors to alter and vary the terms and conditions and/or remuneration, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof for the time being in force or any amendments thereto as may be agreed to between the Board of Directors and Mr. Raghav Jindal.

SALARY

Rs. 24,00,000 [Rupees Twenty Four Lakhs only] per month with such increase as may be decided by the Board of Directors from time to time in the grade of Rs. 24,00,000 – Rs. 50,00,000 per month.

PERQUISITES

- The Managing Director shall be entitled to perquisites and benefits like furnished /non furnished accommodation or house rent allowance in lieu thereof, gas, electricity, water, medical reimbursement, leave travel concession for self & family, club fees, car with driver for business and personal use, facility of telephone installed at his residence, medical and personal accident insurance, education allowance, bonus/ex-gratia etc. as per rules of the Company. The value of perquisites shall be evaluated as per Income Tax Rules, wherever applicable.
- Contribution to Provident Fund, Superannuation Fund, Annuity Fund and Gratuity would not be included in the computation of ceiling on remuneration to the extent these either singly or put together are not taxable under the Income-tax Act, 1961.
- Encashment of earned leave at the end of the tenure as per Rules of the Company shall not be included in the computation of ceiling on remuneration.
- Provision of car for use on Company's business, telephone and other communication facilities at residence would not be considered as perquisites.

NOTICE

5. The appointee shall not be paid any sitting fees for attending the meeting of the Board of Directors or Committees thereof.
6. The Managing Director shall be entitled to reimbursement of entertainment, traveling and all other expenses incurred in the course of the Company's business. While traveling on Company's business purposes, the Managing Director will be entitled to be accompanied by his wife and the traveling and other incidental expenses incurred by his wife will also be borne / reimbursed by the Company.

MINIMUM REMUNERATION

In the event of loss or inadequacy of profits, the remuneration including the perquisites as mentioned above shall be paid in accordance with Schedule V and other applicable provisions of the Companies Act, 2013 as amended from time to time."

5. To approve material related party transactions with Virtue Drilling Pte. Ltd. and in the regards to pass the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to Regulation 23 and other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 and other applicable provisions, if any, of the Companies Act, 2013 [including any statutory modifications, re-enactments or amendments thereto for the time being in force], and subject to other approvals, consents, permissions and sanctions, if any, as may be required, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for entering into related party transaction(s) with Virtue Drilling Pte. Ltd., Singapore for the proposed charter hire of a jack-up rig named "Virtue-I", during the period from financial year 2023-24 to financial year 2026-27, for an aggregate amount not exceeding USD 53 million, along with an option to purchase the jack-up rig [which the Board of Directors may at the relevant point in time decide to exercise considering the prevailing circumstances] at fair market value on an arm's length basis for consideration not exceeding USD 65 million within a period of 12 months from the date of entering into the contract for charter hire, subject to necessary approvals.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do and perform or cause to be done or proposed all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto and to settle and finalize all issues that may arise in this regard, without further referring to the members of the Company, including without limitation, negotiating, finalizing, executing and subsequently amending [if required] necessary agreements, memoranda, letters and such other documents as may be deemed necessary or expedient in its own discretion and in the best interest of the Company.

RESOLVED FURTHER THAT all actions taken by the Board of Directors in connection with any matter referred to or contemplated in the foregoing resolutions are hereby approved, ratified and confirmed in all respects."

**"By Order of the Board of Directors,
For Jindal Drilling and Industries Limited**

Place : New Delhi
Dated : 1st August, 2023

Pawan Kumar Rustagi
Chief Financial Officer

NOTES:

1. The Ministry of Corporate Affairs (MCA) has vide circular dated 28th December, 2022 read with relevant circulars issued by Securities and Exchange Board of India (SEBI) has permitted the holding of Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations") and MCA Circulars, the 39th Annual General Meeting (AGM) of the Company is being held through VC. The deemed venue of AGM shall be the Registered office of the Company. In terms of MCA Circulars, since the physical attendance of members has been dispensed with, the facility of appointment of Proxies by Members will not be available, hence the Proxy Form, Attendance Slip and Route map are not annexed to this Notice.
2. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
3. The VC facility for members to join the meeting, shall be kept open 15 minutes before the start of the AGM and shall be closed on expiry of 15 minutes after start of the AGM. Members can attend the AGM through VC by following the instructions mentioned in this notice.
4. In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company (RTA)/

Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the website of the Company at www.jindal.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL www.evoting.nsdl.com

5. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of special business is annexed hereto.
6. The Company has fixed Monday, 14th August, 2023 as the 'Record Date' for determining entitlement of Members to dividend for the financial year ended 31st March, 2023. Dividend, if declared, at the ensuing Annual General Meeting will be paid only to those members whose names are registered as such in the Register of Members of the Company after giving effect to valid transmission/transposition of shares in physical form lodged with the Company on or before 14th August, 2023 and to the Beneficial Owners as per data as on 14th August, 2023, as may be provided by the NSDL and CDSL. Dividend as recommended by the Board of Directors, if declared at the meeting, will be paid on or after 31st August, 2023.
7. Members holding shares in electronic form may note that the bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrar & Transfer Agent cannot entertain any request received directly from members for deletion/change of bank details holding shares in electronic form. In this regard, Members should contact their Depository Participant (DP) and furnish particulars of any changes desired by them.
8. The Company has transferred the unpaid or unclaimed dividend upto the financial year 2014-15 from time to time on due dates, to the Investor Education and Protection Fund (IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, Further, the Company has uploaded the details of unpaid and unclaimed dividends lying with the Company, as on 21st September, 2022 (date of last Annual General Meeting) on the website of the Company and the Ministry of Corporate Affairs.

Details of dividend declared for the financial years 2015-16 onwards are given below:

Year	Date of Declaration	Dividend (%)	Per share (Rs.)
2015-16	27.09.2016	10	0.50
2016-17	26.09.2017	10	0.50
2017-18	25.09.2018	10	0.50
2018-19	24.09.2019	10	0.50
2019-20	28.09.2020	10	0.50
2020-21	28.09.2021	10	0.50
2021-22	21.09.2022	10	0.50

Shareholders who have not yet encashed their dividend warrants are requested in their own interest to claim the outstanding dividend before it falls due for transfer to the aforesaid Fund. Further, the shares in respect of such unpaid/unclaimed dividends are also liable to be transferred to the demat account of IEPF Authority. In view of this Members/Claimants are requested to claim their dividends from the Company within the stipulated timeline. The Members, whose unpaid/unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5, available on www.iepf.gov.in.

9. National Electronic Clearing Service (NECS) Facility:
 - a) Members holding shares in physical form who wish to avail NECS facility may authorize the Company with their NECS mandate in the prescribed form, which can be downloaded from the Company's website i.e. www.jindal.com and the requests for payment of dividend through NECS should be sent latest by 10th August, 2023 at secretarial@jindaldrilling.in
 - b) Members holding shares in demat form who wish to avail NECS facility, may send mandate in the prescribed form to their respective Depository Participants.
10. In case of joint holders attending the meeting, the person who is first in order of names recorded in the Register of Members will be entitled to attend and vote at the AGM.
11. Details under Regulation 36(3) of SEBI Listing Regulations read with Secretarial Standards [SS-2] issued by the Institute of

Company Secretaries of India, in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting forms integral part of the Notice as Annexure-A. The Directors have furnished the requisite declarations/ Disclosure for their appointment/re-appointment.

12. All documents referred to in the Notice and the Explanatory Statement shall be available for inspection by the Members at the registered office of the Company on all working days i.e. except Saturdays, Sundays and public holidays between 11.00 A.M. and 1.00 P.M. up to AGM. Such documents will also be available electronically for inspection by the members from the date of circulation of this Notice upto AGM on the basis of the request being sent at secretarial@jindaldrilling.in
13. Pursuant to MCA Circular and Section 101 of the Companies Act, 2013 read with rules made thereunder, the companies are allowed to send communication to shareholders electronically. Therefore, the Shareholders holding shares in physical form are requested to register/update their e-mail address by submitting ISR-1 along with relevant documents to Registrar and Transfer Agent, Alankit Assignments Limited for receiving all communication including Annual Reports, Notices, Circulars, etc. from the Company electronically. Shareholders holding shares in dematerialized form, are requested to register/update their email addresses with the Depository Participants with whom the demat account is maintained.
14. Securities and Exchange Board of India (SEBI) has mandated furnishing of PAN, KYC details [i.e., Postal Address with PIN Code, email address, mobile number, bank account details] and nomination details by holders of securities in prescribed forms. Effective from 1st January 2022, any service requests or complaints received from the member, are being processed by RTA on receipt of aforesaid details/ documents. On or after 1st October 2023, in case any of the above cited documents/ details are not available in the Folio(s), in terms of SEBI circulars, RTA shall be constrained to freeze such Folio(s). Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company at www.jindal.com
15. Corporate/Institutional Members are required to send a scanned certified true copy of the Board Resolution/Authority Letter, etc., authorising their representative to attend the AGM through VC on their behalf and to vote through remote e-voting or during the AGM. The said Resolution/Authorisation shall be sent to the Scrutinizer by email through its registered email address at rguptafcs@gmail.com with a copy marked to the Company at secretarial@jindaldrilling.in, if they have voted from individual Tab and not uploaded the same in the NSDL e-voting system for the scrutinizer to verify the same.
16. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Companies Act, will be made available electronically for inspection by Members of the Company during the AGM on the basis of the request being sent on secretarial@jindaldrilling.in
17. Shareholders may note that the Income Tax Act, 1961, as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after 1st April, 2020, shall be taxable in the hands of the shareholders. The Company shall therefore be required to deduct Tax at Source (TDS) at the time of making payment of the final dividend, if approved at AGM. In order to enable the Company to determine the appropriate TDS rate, as applicable, shareholders are requested to submit their documents in accordance with the provisions of the Income Tax Act, 1961 by 10th August, 2023.
18. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request upto 21st August, 2023, mentioning their name, demat account number/ folio no., email ID, mobile no. on secretarial@jindaldrilling.in. The shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions during the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending on the availability of time as appropriate for smooth conduct of the AGM.
19. **Instructions for e-voting and joining the AGM are as follows:**

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9th December, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Company is pleased to provide the facility of voting by electronic means viz. 'remote e-voting' through National Securities Depository Limited (NSDL), for all members of the Company to enable them to cast their votes electronically, on the resolutions mentioned in the notice of the Annual General Meeting (AGM) of the Company.

The facility for electronic voting system, shall also be made available at the 39th AGM. The Members attending the AGM, who have not cast their votes through remote e-voting, shall be able to exercise their voting rights at the AGM. The Members who have already cast their votes through remote e-voting may attend the meeting but shall not be entitled to cast their votes again at the AGM.

The remote e-voting period begins on 25th August, 2023 [9.00 A.M] and ends on 27th August, 2023 [5.00 P.M]. During

this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st August, 2023 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

The members who have already cast their vote through remote e-voting may attend the meeting, but shall not be entitled to cast their vote again at the AGM and a person who is not a Member as on cut off date i.e. 21st August, 2023 should treat this Notice for information purpose only.

The voting rights of shareholders shall be in proportion to their shares of the Paid-up Equity Share Capital of the Company as on cut-off date i.e. 21st August, 2023.

Mr. Rajesh Gupta (FCS 4870), Practicing Company Secretary, has been appointed as Scrutinizer to scrutinize the voting process in a fair and transparent manner.

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

The Company has enabled e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the NSDL [E-Voting Service Provider-ESPs], thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

The manner and process of remote e-Voting are as under:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in de-mat mode with NSDL	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 2. If the user is not registered for IDeAS e-Services, option to register is available at. https://eservices.nsdl.com/ Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID [i.e. your sixteen digit demat account number held with NSDL], Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or http://www.cdslindia.com/ and click on New System Myeasi. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in de-mat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in de-mat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Type of shareholders	Login Method
Individual Shareholders holding securities in de-mat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in de-mat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B. Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - I. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - II. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?" [If you are holding shares in your demat account with NSDL or CDSL] option available on www.evoting.nsdl.com
- b) "Physical User Reset Password?" [If you are holding shares in physical mode] option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your de-mat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP [One Time Password] based login for casting the votes on the e-Voting system of NSDL

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button

9. After you click on the "Login" button, Home page of e-Voting will open

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate [front and back], PAN [self attested scanned copy of PAN card], AADHAR [self attested scanned copy of Aadhar Card] by email to secretarial@jindaldrilling.in
2. In case shares are held in demat mode, please provide DPID-CLID [16 digit DPID + CLID or 16 digit beneficiary ID], Name, client master or copy of Consolidated Account statement, PAN [self attested scanned copy of PAN card], AADHAR [self attested scanned copy of Aadhar Card] to secretarial@jindaldrilling.in If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 [A]
i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status
2. Select "EVEN" of Jindal Drilling and Industries Limited to cast your vote during the remote e-Voting period or casting your

vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.

3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote
 - I. In case of any queries/grievance, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdcl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in or rta@alankit.com or to Company at secretarial@jindaldrilling.in. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdcl.com or contact NSDL at the following toll free no.: 1800-222-990. The Individual Shareholders holding securities in demat mode, may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-Voting system”
 - II. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication[s]
 - III. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. 21st August, 2023.
 - IV. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 21st August, 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Registrar and Transfer Agent (RTA) of the Company. The Individual Shareholders holding securities in de-mat mode, may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-Voting system”
 - V. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or e-voting at the AGM and a person who is not a Member as on the cut-off date i.e. 21st August, 2023, should treat this Notice for information purposes only.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of “VC/OAVM link” placed under “Join General meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

B. e-voting result

1. The Scrutinizer shall immediately after the conclusion of e-voting at the AGM, unblock the votes cast through remote e-voting and e-vote cast during AGM and will make, not later than 2 working days from the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
2. The Results declared along with the report of the Scrutinizer will be placed on the website of the Company <http://www.jindal.com> and on the website of NSDL at www.evoting.nsdcl.com immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results will also be immediately submitted to the BSE Limited & The National Stock Exchange of India Ltd.

Other instructions

Please note that:

- Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through ‘Forgot Password’ option available on the site to reset the same.

- Your login ID and password can be used by you exclusively for e-voting on the Resolutions placed by the companies in which you are the Shareholder
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013, AND REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

Item No. 3

Shri Dharam Pal Jindal [DIN: 00405579], aged 73 years, is a Director of the Company since its incorporation i.e. 17th October, 1983. He shall retire by rotation at this Annual General Meeting of the Company and being eligible offers himself for re-appointment as a Director of the Company liable to retire by rotation. As per Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to obtain approval of the Members by means of a special resolution to appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of seventy five years by giving justification thereof. The Company has achieved new milestones of performance under his able leadership. Keeping in view vast industry experience of Shri Jindal, it will be in the interest of the Company to continue his directorship in the category of Non-Executive Director after attaining the age of 75 years during this tenure in year 2025.

Mr. Dharam Pal Jindal is not debarred or disqualified from being appointed or continuing as Director of the Company by SEBI/Ministry of Corporate Affairs or such other Statutory Body. The Company has received a notice in writing under Section 160(1) of the Companies Act, 2013 proposing his candidature as Director and consent to act as Director of the Company.

Except Mr. Dharam Pal Jindal, himself and Mr. Raghav Jindal, being his son and their relatives who may be deemed to be interested to the extent of their shareholdings, none of the other Directors and/or Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the resolution.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings [SS-2] of ICSI.

The Board recommends the resolution as set out in Item No. 4, to the members for their approval as a special resolution.

Item No. 4

The present term of Mr. Raghav Jindal as Managing Director of the Company is valid upto 12th August, 2023. The Board of Directors of the Company at its meeting held on 1st August, 2023, has subject to the approval of members, reappointed Mr. Raghav Jindal as Managing Director for a period of five years w.e.f. 13th August, 2023 on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board.

Mr. Raghav Jindal is not debarred or disqualified from being appointed or continuing as Managing Director of the Company by SEBI/Ministry of Corporate Affairs or such other Statutory Body. The Company has received a notice in writing under Section 160(1) of the Companies Act, 2013 proposing his candidature as Director and consent to act as Managing Director of the Company.

Except Mr. Raghav Jindal, himself and Mr. D. P. Jindal, being his father and their relatives who may be deemed to be interested to the extent of their shareholdings, none of the other Directors and/or Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the resolution.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings [SS-2] of ICSI.

The Board recommends the resolution as set out in Item No. 4, to the members for their approval as an ordinary resolution.

Item No. 5

As disclosed on 22 December 2022, the Company has been awarded a contract by Oil and Natural Gas Corporation Limited for deployment of jack-up rig named "Virtue-1" on charter hire for a period of 3 years. In order to enable the Company to fulfil the same, the Company proposes to charter hire the jack-up rig named "Virtue-1" from Virtue Drilling Pte. Ltd., Singapore, a joint venture of the Company, during the period from financial year 2023-24 to financial year 2026-27 for an aggregate amount not exceeding USD 53 million ("Proposed Charter Arrangement"). Further, at the Company's option (which the Board of Directors may at the relevant point in time decide to exercise considering the prevailing circumstances), the Company may choose to purchase the aforementioned rig from Virtue Drilling Pte. Ltd., Singapore, at fair market value on an arm's length basis for consideration not exceeding USD 65 million, within a period of 12 months from the date of entering into the contract for charter hire ("Potential Acquisition").

Virtue Drilling Pte. Ltd., Singapore, being a joint venture of the Company in which the Company holds 49% of the total share capital, is a related party in terms of Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["Listing Regulations"] and Section 2(76) of the Companies Act 2013 ["Act"]. The Proposed Charter Arrangement and the Potential Acquisition separately qualify as material related party transactions as per the thresholds set out in Regulation 23 of the Listing Regulations and Section 188 of the Act. Accordingly, shareholders' approval is being sought herein. The Audit Committee have granted their approval on 1 August 2023 and the Board of Directors of the Company have granted their in-principle approval on 1 August 2023, subject to the approval of the shareholders and other approvals, consents, permissions and sanctions, if any, as may be required, for the aforementioned material related party transactions.

Additional information required to be disclosed pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014:

- a. Name of the Related Party:
Virtue Drilling Pte. Ltd.; Singapore
- b. Name of the Director or Key Managerial Personnel, who is related, if any:
Mr. Raghav Jindal, Managing Director of the Company, is also a director on the board of Virtue Drilling Pte. Ltd., Singapore.
- c. Nature of relationship:
Virtue Drilling Pte. Ltd., Singapore is a joint venture of the Company in which the Company holds 49% of the total share capital.
- d. Nature, material terms, monetary value and particulars of transaction:
The Company proposes to charter hire a jack-up rig named "Virtue-I", owned by Virtue Drilling Pte. Ltd., for the purpose of deploying the rig with ONGC Limited on charter hire basis. The amount for the charter hire during each of the financial years shall not exceed the amounts set out in the table below:

Transaction Amount (USD in million)			
FY 2023-24	FY 2024-25	FY 2025-26	FY 2026-27
9	16	16	12

Further, at the Company's option (which the Board of Directors may at the relevant point in time decide to exercise considering the prevailing circumstances), the Company may choose to purchase the aforementioned rig from Virtue Drilling Pte. Ltd., at fair market value on an arm's length basis for consideration not exceeding USD 65 million, within a period of 12 months from the date of entering into the contract for charter hire.

- e. Any other information relevant for the members to make a decision on the transaction: Nil

Additional information required to be disclosed pursuant to Section III-B of the master circular for compliance with the provisions of the Listing Regulations dated 11 July 2023 [apart from those disclose above]:

Particulars	Information
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction.	The aggregate value of the proposed transactions would be 189% approximately of the Company's annual consolidated turnover during Financial Year 2022-23. If the Board of Directors decides not to exercise the option to undertake the Potential Acquisition, the value of the Proposed Charter Arrangement would be 85% approximately of the Company's annual consolidated turnover during Financial Year 2022-23.
Justification as to why the proposed transaction is in the interest of the Company.	The proposed transaction is in the interest of the Company as it will increase the scale of operations of the Company, which will increase profitability.
Copy of the valuation or other external party report, if any such report has been relied upon	Not applicable.

Mr. Raghav Jindal, being a Director of Virtue Drilling Pte. Ltd., Singapore, his relatives (including Mr. D.P. Jindal, Director of the Company) may be deemed concerned or interested, financially or otherwise in the said resolution. None of the other Directors/ Key Managerial Personnel of the Company / their relatives is in any way concerned or interested, financially or otherwise in the resolution.

The Board of Directors is of the opinion that, based on the reasons set out above, it would be in the best interest of the Company to undertake the aforementioned transactions and, accordingly recommends the ordinary resolutions as set out in item no. 5 of the accompanying Postal Ballot Notice for the approval of members of the Company.

The members may note that, as per the provisions of applicable law, all related parties (whether such related party is a party to the abovementioned transactions or not), shall not vote to approve the Resolutions set out in Item No. 5.

**By Order of the Board of Directors,
For Jindal Drilling and Industries Limited**

Place : New Delhi
Dated : 1st August, 2023

Pawan Kumar Rustagi
Chief Financial Officer

Annexure-A

Details of the Directors seeking appointment/re-appointment at the ensuing Annual General Meeting

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]:

Particulars	Mr. Dharam Pal Jindal	Mr. Raghav Jindal
Age (in Years)	73	43
Qualifications	B. Com.	M. Sc. in Management from London School of Economics and Political Science
Brief Profile Expertise in specific functional area	He has been associated with Steel pipe and Oil and Gas industry for over four decades and has contributed substantially to the industrial growth of the Country with major ascent catering to the requirements of the Oil sector and core sector industry. He has been closely associated with apex bodies of trade and industry and had been President of Federation of Engineering Industries of India (FEII) and Chairman of International Tube Association, India Chapter. His philanthropic activities include education and healthcare for betterment of the Society.	Prominent Industrialist having wide experience in Industries engaged specially in steel pipe and Oil exploration services
Terms and Conditions of Re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Mr. Dharam Pal Jindal is liable to retire by rotation at ensuing Annual General Meeting	To be reappointed as Managing Director for a period of five years w.e.f. 13th August, 2023.
Remuneration last drawn (including sitting fees, if any).	The Company pays only sitting fees to Non-Executive Directors (Please refer to Corporate Governance Report)	Please refer to the Corporate Governance Report
Date of first appointment on the Board.	17th October, 1983	19th May, 1998
Shareholding in the Company as on March 31, 2023.	69,420	1,69,776
Relationship with other Directors / Key Managerial Personnel	Mr. D. P. Jindal is father of Mr. Raghav Jindal, Managing Director of the Company	Mr. Raghav Jindal is son of Mr. D. P. Jindal, Chairman of the Company
Number of meetings of the Board attended during the financial year (2022-23).	Please refer the Corporate Governance Report	Please refer to the Corporate Governance Report
Directorships of other Boards as on March 31, 2023.	Please refer the Corporate Governance Report	Please refer the Corporate Governance Report
Membership / Chairmanship of Committees of other Boards as on March 31, 2023	Audit Committee – Member Maharashtra Seamless Ltd. Stakeholders' Relationship Committee – Chairman- Maharashtra Seamless Ltd.	Audit Committee Member – Jindal Pipes Ltd.



JINDAL DRILLING AND INDUSTRIES LIMITED

Registered Office:

Pipe Nagar, Village Sukeli, NH 17, BKG Road,
Taluka Roha, Distt. Raigad- 402 126, Maharashtra, INDIA
Tel.: +91 219 4238 511/ 12/ 16
Fax: +91 219 423 8513
CIN: L27201MH1983PLC233813

Corporate Office:

Plot No. 30, Institutional Sector-44, Gurugram-122 003, Haryana, INDIA
Tel.: +91 124 2574325 / 26. 4624000
Fax: +91 124 2574327

Mumbai Office:

3rd Floor, Keshava Building, Bandra Kurla Complex, Bandra (East)
Mumbai- 400 051, Maharashtra, INDIA
Tel.: +91 22 26592888 / 89
Fax: +91 22 26592630

www.jindal.com



Member: International Association
of Drilling Contractors, Houston, Texas, USA