Deep Energy
Resources Limited

Date: 05th September, 2023

To,
Corporate Relations Department
BSE Limited
2nd Floor, P.J. Towers,
Dalal Street,
Mumbai-400 001

Scrip Code : 532760

To,
Corporate Relations Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1, Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

Symbol: DEEPENR

Sub.: Intimation of Notice of 33rd Annual General Meeting of the Company along with the Annual Report for the financial year 2022-23, Book Closure, E-voting Facility and fixation of cut-off date.

Dear Sir/Madam,

We would like to inform you that the 33rd Annual General Meeting of the Company is scheduled to be held on Thursday, 28th September, 2023 at 11:00 a.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Pursuant to Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations"), please find enclosed herewith the Annual Report of the Company for the financial year 2022-23 along with the notice convening 33rd Annual General Meeting, which is being sent through electronic mode to the members of the Company.

The Annual Report containing the Notice of 33rd Annual General Meeting is also uploaded on the website of the Company at www.deepenergy.ooo.

Further, pursuant to Regulation 42 of SEBI Listing Regulations, the Register of Member and Share Transfer Books of the Company will remain closed during the period mentioned below:

Symbol	**Stock Exchange**	**Type of Security**	**Book Closure (both days inclusive)**		**Record Date**	**Purpose**
			From	**To**		
532760	BSE Limited	Equity Share	Friday, 22nd September, 2023	Thursday, 28th September, 2023	---	Annual General Meeting
DEEPENR	National Stock Exchange of India Limited					

In compliance with provision of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 read with Regulation 44 of SEBI Listing Regulations, the Company has fixed **Thursday, 21st September, 2023** as the cut-off date to determine the entitlement of the shareholders to cast their vote electronically in respect of the businesses to be transacted as per the Notice of the AGM and to attend the AGM.

The Company has availed e-voting services from Link Intime India Private Limited and below is the calendar of the events for e-voting:

1.	Cut-off date to record the entitlement of the shareholders to cast their vote electronically.	Thursday, 21st September, 2023
2.	Date and time of commencement of voting through electronic means.	Monday, 25th September, 2023 (09:00 a.m. IST)
3.	Date and time of end of voting through electronic means.	Wednesday, 27th September, 2023 (05:00 p.m. IST)
4	Date of declaration of result by the Chairman.	Within two working days of conclusion of the Annual General Meeting i.e. 28th September, 2023.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,

For, Deep Energy Resources Limited

DIVYESHKUMAR SENJALIYA Digitally signed by DIVYESHKUMAR SENJALIYA Date: 2023.09.05 16:28:31 +05'30'

Divyeshkumar Senjaliya
Company Secretary & Compliance Officer

Encl: as above

DEEP ENERGY RESOURCES LIMITED

Oil & Gas Exploration & Production

33rd
Annual Report
2022-2023

DEEP ENERGY RESOURCES LIMITED
33rd Annual Report 2022-2023

BOARD OF DIRECTORS

Mr. Premsingh Mangatsingh Sawhney	Chairman & Non Executive Director
Mr. Shail Manoj Savla	Managing Director
Mr. Vishal Palkhiwala	Executive Director (Appointed w.e.f 13th August, 2022)
Mr. Navin Chandra Pandey	Independent Director
Mr. Hemendrakumar Shah	Independent Director
Mrs. Shaily Dedhia	Independent Director

KEY MANAGERIAL PERSONNEL

Mr. Shashvat Shah	Chief Financial Officer
Mr. Divyeshkumar Senjaliya	Company Secretary and Compliance officer (Appointed w.e.f 12th November, 2022)

BANKERS
IndusInd Bank Ltd.

STATUTORY AUDITORS
M/s. Mahendra N. Shah & Co.,
Chartered Accountants

SECRETARIAL AUDITOR
M/s. Ashish Shah & Associates
Practicing Company Secretary

SHARE TRANSFER AGENT
M/s. Link Intime India Private Limited
5th Floor, 506 to 508, Amarnath Business Centre-1
(ABC-1), Besides Gala Business Centre,
Near St. Xavier's College Corner,
Off C. G. Road, Ellisbridge, Ahmedabad 380 006

REGISTERED OFFICE
12A & 14, Abhishree Corporate Park,
Ambli Bopal Road, Ambli,
Ahmedabad – 380058
CIN: L63090GJ1991PLC014833
Phone: 02717- 298510 Fax: 02717-298520
E-mail: info@deepenergy.ooo
Website: www.deepenergy.ooo

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DEEP ENERGY RESOURCES LIMITED

CIN: L63090GJ1991PLC014833
Regd. Office: 12A & 14, Abhishree Corporate Park, Ambli Bopal Road, Ambli,
Ahmedabad – 380058, Phone: 02717- 298510, Fax: 02717-298520
E-mail:info@deepenergy.ooo, **Website** – www.deepenergy.ooo

NOTICE of the 33rd Annual General Meeting

NOTICE is hereby given that the **33rd Annual General Meeting** (AGM) of the Members of **DEEP ENERGY RESOURCES LIMITED (the Company)** will be held on Thursday, 28th September, 2023 at 11:00 A.M through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following businesses. The Venue of the AGM shall be deemed to be Registered Office of the Company situated at 12A & 14, Abhishree Corporate Park, Ambli-Bopal Road, Ambli, Ahmedabad-380058.

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone and consolidated financial statements of the company for the financial year ended on 31st March, 2023 together with the Reports of Board of Directors and Auditors thereon.

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **"Ordinary Resolution**"

"**RESOLVED THAT** the audited financial statement of the Company for the financial year ended on 31st March, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

"**RESOLVED FURTHER THAT** the audited consolidated financial statement of the Company for the financial year ended on 31st March, 2023 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To appoint a Director in place of Mr. Shail Manoj Savla (DIN: 08763064), who retires by rotation and being eligible offers himself for re – appointment.

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an "**Ordinary Resolution**"

"**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Shail Manoj Savla (DIN: 08763064), who retires by rotation at this Annual General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation "

SPECIAL BUSINESS:

3. To consider and approve Material Related Party Transaction(s) proposed to be entered into with Prabha Energy Private Limited (Subsidiary Company) during the period between the 33rd and 34th Annual General Meetings.

To Consider and, if thought fit, to pass the following resolution, with or without Modification(s) as an "**Ordinary Resolution".**

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zb) (zc), 23(4) and other applicable Regulations if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, ("SEBI Listing Regulations") and Section 2(76) and other applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, as amended from time to time and such other applicable laws/ statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force) and the Company's Policy on Related Party Transactions and based on the recommendation of the Audit Committee and subsequent approval of the Board of Directors of the Company, the approval of the members of the company be and is hereby accorded to the Board of Directors (hereinafter referred to as 'Board', which term shall be deemed to include any committee duly constituted/empowered/to be constituted by Board from time to time to exercise its powers including powers conferred under this resolution) for the Material Related Party Transaction(s)/Contract(s)/ Arrangement(s)/Agreement(s) proposed to be entered into (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Prabha Energy Private Limited (PEPL), a subsidiary company and related party of Deep Energy Resources Limited ("the Company") for providing corporate guarantee in respect of loan / credit facilities to be availed by it's subsidiary company on such material terms and conditions as may be mutually agreed between the Company and PEPL, for an aggregate value not exceeding ₹ 100 Crore during the period between the 33rd Annual General Meeting and 34th Annual General Meeting, and that the said Contract(s)/arrangement(s)/ transaction(s)/ Agreement(s) shall be carried out in the manner beneficial to the company and in ordinary course of business and at arm's length basis."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT Mr. Premsingh Sawhney, Chairman & Non Executive Director, Mr. Shail Savla, Managing Director, Chief Financial Officer and Company Secretary of the Company, be and is hereby jointly and/or severally authorized to do all such acts, deeds and things which are necessary or expedient, to give effect to the aforesaid resolution(s).

4. **To consider, review and approve the remuneration of Mr. Shail Savla, (DIN: 08763064) Managing Director of the Company for the remaining tenure of his appointment w.e.f 10th June, 2024.**

To Consider and, if thought fit, to pass the following resolution, with or without Modification(s) as a "**Special Resolution".**

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions of the Act and rules made there under (including any statutory modification(s) and re-enactment thereof for the time being in force) and pursuant to Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and the relevant provisions of the Articles of Association of the Company and all applicable guidelines as applicable from time to time and pursuant to recommendation of the Nomination & Remuneration Committee and subsequent approval by the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded for the payment of following remuneration including the remuneration to be paid in event of no profit or inadequate profit to Mr. Shail Savla, (DIN: 08763064) Managing Director of the Company (who was appointed as a Managing Director of the Company at the 31st Annual General Meeting held on 17th September, 2021 for a period of 5 years w.e.f 10th June, 2021) during the remaining period of his present tenure i.e. from 10th June, 2024 to 09th June, 2026, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted/empowered/to be constituted by Board from time to time to exercise its powers, including the powers conferred by this Resolution) to alter and vary the terms and conditions of the said appointment including remuneration in such manner as may be agreed by the Board and Mr. Shail Savla on the recommendation of the Nomination and Remuneration Committee.

Particulars	**Proposed**
Salary	Upto ₹ 3,50,000/- per month
Tenure	For the remaining tenure of his appointment i.e. w.e.f 10th June, 2024 to 09th June, 2026
Perquisites and Amenities	Car and Telephone: Provision of car used for Company's business and Telephone at residence will not be considered as perquisites. However, personal long distance calls and use of car for private purposes shall be billed by the Company. Mobile: Cost of Mobile Instrument and its bill will be paid by the Company. Electricity Charges: It will be paid by the Company Insurance Premium: Insurance Premium (Term Plan) upto ₹ 6,00,000/- p.a. to be reimbursed by the Company on production of documentary evidence. Club Fee: Fee upto ₹ 4,50,000/- p.a. to be reimbursed by the Company.
Other Terms and Conditions	He shall not be entitled to any sitting fees for attending the meetings of the Board of Directors or any Committee thereof. The Company will reimburse expenses incurred for traveling, boarding and lodging including for their respective spouses and attendant(s) during business trips, any medical assistance provided including for their respective family members and provision of cars for use on the Company's business and telephone expenses at residence shall be reimbursed at actual and not considered as perquisites. He shall be free to resign his office by giving proper notice in writing to the Company. The term of office of Mr. Shail Manoj Savla as a Managing Director of the Company shall be subject to retire by rotation.

"RESOLVED FURTHER THAT where in any financial year during the period of his tenure, the Company has no profits or its profits are inadequate, remuneration by way of salary, perquisites and other allowances or any combinations thereof shall not exceed the aggregate of the annual remuneration as provided above or the maximum remuneration payable as per the limits set out in Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) or such other limits as may be prescribed by the Government from time to time as minimum remuneration."

"**RESOLVED FURTHER THAT** Mr. Shail Manoj Savla in the event ceasing to be the Director of the Company at any time during the aforesaid period of service, he shall cease to be the Managing Director of the Company and terms and conditions including remuneration/salary mentioned above shall forthwith stand terminated."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts and take necessary steps as may be necessary, proper or expedient to give effect to this resolution."

"RESOLVED FURTHER THAT any of the present Directors of the Company and/or Company Secretary and/or Chief Financial Officer be and is hereby authorized to sign and file necessary e-forms and other relevant papers, documents with Registrar of the Companies and other applicable Statutory authorities if any in relation to the above resolution and to do all such acts, deeds, matters and things and also take all such steps as may be necessary, proper or expedient to give effect to this resolution and sign copy of aforesaid Resolution(s) as a certified copy for submission to any authority or person as may be required."

By Order of Board of Directors
For, Deep Energy Resources Limited

Date : 11th August, 2023
Place : Ahmedabad

Divyeshkumar Senjaliya
Company Secretary & Compliance Officer
Membership No. A-60456

Registered Office:
Deep Energy Resources Limited
12A & 14, Abhishree Corporate Park,
Ambli- Bopal Road, Ambli, Ahmedabad – 380058
CIN: L63090GJ1991PLC014833
E-mail:info@deepenergy.ooo

NOTES:

1. In compliance with the all the applicable Circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities Exchange Board of India ('SEBI'), the Companies are permitted to hold the General Meetings through VC / OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), Circulars issued by MCA and SEBI, the AGM of the Company is being held through VC / OAVM on Thursday, 28th September, 2023. In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Businesses Item Nos. 3 and 4 in the Notice is annexed hereto.
3. Pursuant to the requirement of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 issued by The Institute of Company Secretaries of India, the brief profile/particulars of the Director of the Company seeking his re-appointment at the AGM is stated at the end of the Explanatory Statement annexed hereto.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 22nd September, 2023 to Thursday, 28th September, 2023 (both days inclusive).
5. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM. Hence, proxy form, attendance slip and route map are not annexed to this Notice. However, Institutional Investors and Corporate Members are entitled to appoint authorised representatives to attend this AGM through VC / OAVM, participate there at, and cast their votes through e-voting.

6. Institutional shareholders (i.e. investors other than individuals, HUF, NRI etc.) intending to appoint authorised representative to participate and/ or vote through e-voting, are requested to send scanned copy of the certified true copy of Board Resolution/ Authority letter etc. to the Scrutinizer by e-mail to ashish@ravics.com with a copy marked to rnt.helpdesk@linkintime.co.in.

7. In case of Joint Holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

8. In compliance with the MCA Circulars and SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories/ RTA. For the physical copy of Annual Report, the Members may send requests to the Company's dedicated investor email-id: info@deepenergy.ooo and cs@deepenergy.ooo. Members may note that the Notice of 33rd AGM and the Annual Report of the Company for the financial year ended on 31st March, 2023 is uploaded on the Company's website www.deepenergy.ooo 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 Link Intime India Private Limited at https://instavote.linkintime.co.in.

9. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address with the Registrar and Share Transfer Agents (RTA) of the Company for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode upto the date of AGM and will also be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send the e-mail to cs@deepenergy.ooo.

11. Nomination Facility: In accordance with the provisions of Section 72 of the Act and SEBI circulars, the facility for nomination is available for the members of the Company in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting the Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form No. ISR-3 or Form No. SH-14, as the case may be.

Members are requested to submit the said details to their respective DPs, in case the shares are held by them in dematerialized form and to the Company / RTA in case the shares are held by them in physical form.

12. The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN and KYC details pursuant to SEBI Circular dated 3rd November, 2021 read with Circular dated 16th March, 2023 in Form ISR-1. Attention of the Members holding shares of the Company in physical form is invited to go through and submit the said Form ISR–1.

13. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,:

a) For shares held in electronic form: to their Depository Participants (DPs)

b) For shares held in physical form: to the Company/ Registrar and Transfer Agent in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023

14. SEBI vide Circular dated 3rd November, 2021, read with Circular dated 16th March, 2023, as amended, has made it mandatory for the holders of physical securities to furnish PAN, KYC details, Contact details, Bank A/c and details of nomination. In terms of the said Circulars, the folios wherein any of the above document(s)/details are not available on or after 01st October, 2023, shall be frozen by the RTA. The security holder(s) whose folio(s) have been frozen shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing the complete documents/ details, as per the above circular. Further, any payment including dividend, interest or redemption payment in respect of such frozen folios, shall be done only through electronic mode with effect from 01st April, 2024 and shall be made electronically only upon the complying with the provisions of circular.

As per the said Circulars, the frozen folios are required to be referred by the RTA/ Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on 31st December, 2025. Further, the physical shareholders are requested to ensure that their PAN is linked to Aadhaar, if not already done, to avoid freezing of folio.

Keeping in view the above provisions, the shareholders holding shares in physical mode are requested to follow the Procedure/ Instructions as notified by SEBI in regard to updation of PAN, KYC details, Nomination details etc. immediately in the specified forms as given:

Sr. No.	Details to be updated or incorporated	Form required
1.	PAN(S) (including of joint holder)	ISR-1
2.	Change of address	ISR-1
3.	Email id	ISR-1
4.	Mobile Number	ISR-1
5.	Bank detail	ISR-1
6.	Confirmation of Signatures	ISR-2 & ISR-1
7.	Incorporation of Nomination	SH-13
8.	Change of Nomination	SH-14
9.	Removal/ declaration to opt-out of nomination	ISR-3
10.	Request for issue of Duplicate Certificate and other Service Requests	ISR-4

The aforesaid forms can be downloaded from the website of the Company or RTA website.

15. Shareholders attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

16. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members by writing an e-mail to the Company Secretary at cs@deepenergy.ooo

17. Members seeking any information or clarification on the accounts or any other matter to be placed at AGM are requested to send written queries to the Company on cs@deepenergy.ooo at least 10 days before the date of the meeting to enable the management to respond appropriately.

18. Regulation 40 of the Listing Regulations provides that the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form.

SEBI circular dated 25th January 2022, has mandated that listed companies shall issue the securities in dematerialized form only, in order to enhance ease of dealing in securities markets by investors, for transactions including Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates / folios, transmission and transposition of shares. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at www.deepenergy.ooo.

After processing the service request, a letter of confirmation will be issued to the shareholders and shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerialising those shares. If the shareholders fail to submit the dematerialisation request within one hundred and twenty (120) days, then the Company shall credit those shares in the Suspense Escrow Demat account held by the Company. Shareholders can claim these shares transferred to Suspense Escrow Demat account on submission of necessary documentation.

Dematerialization would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate and will not attract any stamp duty. It also substantially reduce the risk of fraud. Hence, we request all those members who have still not dematerialized their shares to get their shares dematerialized at the earliest.

Members can contact the Company or M/s. Link Intime India Private Limited ('RTA'), for assistance in this regard. It may be noted that any service request can be processed only after the folio is KYC Compliant.

19. Members are hereby informed that under the Act, the company is obliged to transfer any money lying in the unpaid dividend account, which remains unclaimed for a period of seven years from date of such transfer to the Unpaid Dividend Account, to the credit of the Investor Education and Protection Fund ("the Fund") established by the Central Government.

In terms of Section 124 (6) of the Act read with Investor Education & Protection Fund (IEPF) Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended, and Notifications issued by the Ministry of Corporate Affairs from time to time, the Company is required to transfer the shares in respect of which dividends have remained unclaimed for a period of 7 (seven) consecutive years or more to the IEPF Account established by the Central Government.

In accordance with the aforesaid provisions of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, the Company has already transferred the unclaimed divided declared upto the financial year 2014-15 and had also transferred all the shares in respect of which the dividend have remained unclaimed for a period 7 (seven) consecutive years or more to the credit of IEPF.

Members/claimants whose shares, unclaimed dividend have been transferred to the IEPF, as the case may be, may claim the shares or dividend by making an application to the IEPF Authority in Form IEPF-5 (available on https://www.iepf.gov.in) along with requisite fees, if any, as decided by the IEPF Authority from time to time.

Shareholders wishing to claim dividends that remain unclaimed are requested to correspond with the RTA or with the Company Secretary, at the Company's registered office or at E-mail: cs@deepenergy.ooo

Members are requested to note that Dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Companies Act, 2013, be transferred to the Investor Education and Protection Fund (IEPF). The Shares on which Dividend remains unclaimed by the Members for 7 (seven) consecutive years or more will be transferred to the IEPF Authority as per Section 124 of the Companies Act, 2013 and the applicable Rules. In accordance with the IEPF Rules and its amendments from time to time, the Company has sent notices to all the Shareholders whose shares are due to be transferred to the IEPF Authority and simultaneously published newspaper advertisement.

20. The resolutions shall be deemed to be passed on the date of Annual General Meeting of the Company, subject to receipt of sufficient votes.

21. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only.

22. THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

a. The general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 05th May, 2020 and other circulars and guidelines issued thereafter from time to time. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

b. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 (as amended), and MCA Circulars dated 8th April , 2020, 13th April, 2020, 05th May, 2020 and other circulars and guidelines issued from time to time, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited (LIIPL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by LIIPL.

c. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

d. Pursuant to MCA Circular No. 14/2020 dated 08th April, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

e. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13th April, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.deepenergy.ooo. The Notice can also be accessed from the 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. The AGM Notice is also disseminated on the website of Link Intime India Private Limited (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. https://instavote.linkintime.co.in.

f. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 08th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020 and MCA Circular No. 20/2020 dated 05th May, 2020 and other circulars and guidelines issued from time to time.

g. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and General Circular No. 02/2022 dated 05th May, 2022 and after due examination, it has been decided by the Ministry of Corporate Affairs to allow companies whose AGMs are due to be held in the year 2023, to conduct their AGMs on or before 30th September, 2023, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 dated 05th May, 2020.

h. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Thursday, 21st September, 2023 shall be entitled to avail the facility of remote e-Voting as well as e-Voting system on the date of the AGM.

i. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Thursday, 21st September, 2023, shall be entitled to exercise his/her vote either electronically i.e. remote e-Voting or e-Voting system on the date of the AGM by following the procedure mentioned in the notice.

j. The remote e-Voting will commence on Monday, 25th September, 2023 at 9:00 a.m. and will end on Wednesday, 27th September, 2023 at 5:00 p.m. During this period, the Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Thursday, 21st September, 2023, may cast their vote electronically. The e-Voting module shall be disabled by LIIPL for voting thereafter. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.

k. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the Meeting venue.

l. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date.

m. **Information and other instruction relating to remote e-Voting are as under:**

As per the SEBI circular dated 9th December, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **NSDL**	1) Existing IDeAS user can visit the e-Services website of NSDL viz... https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login"" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to “InstaVote” website for casting your vote during the remote e-Voting period. 2) If you are 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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to

	see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful 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 the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in
2. Click on "**Sign Up**" under '**SHARE HOLDER**' tab and register with your following details: -

   A. User ID:

   Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

   B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

   C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

   D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

   Shareholders holding shares in **physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

   Shareholders holding shares in **NSDL form, shall provide 'D' above*

   - Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

   - Click "confirm" (Your password is now generated).

3. Click on 'Login' under '**SHARE HOLDER**' tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).

4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote.linkintime.co.in and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in

o Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'

o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

n) **Process and manner for attending the Annual General Meeting through InstaMeet:**

1. Open the internet browser and launch the URL: https://instameet.linkintime.co.in & Click on "Login".

   - Select the "**Company**" and '**Event Date**' and register with your following details: -

A. **Demat Account No. or Folio No**: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company

B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. **Mobile No**.: Enter your mobile number.

D. **Email ID**: Enter your email id, as recorded with your DP/Company.

- Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request with the company.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

23. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

24. **GENERAL INSTRUCTION AND INFORMATION FOR MEMBERS:**

1. The Company has appointed Mr. Ashish Shah, Proprietor of M/s. Ashish Shah & Associates, Practicing Company Secretaries, Ahmedabad as the Scrutinizer to scrutinize the remote e-voting & e-voting process in a fair and transparent manner.
2. The Scrutinizer shall, immediately after the conclusion of voting at the 33rd AGM, count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses who are not in the employment of the Company and make, not later than two working days of conclusion of the Meeting, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or to a person authorized by the Chairman in writing who shall countersign the same.
3. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website i.e. www.deepenergy.ooo and on the website of LLIP immediately after the Results is declared and communicated to the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited where the equity shares of the Company are listed.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES:

a. For Physical shareholders- please provide necessary details like 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 Company/RTA email id.

b. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).

c. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository

Contact Details:		
Company	:	Deep Energy Resources Limited CIN: L63090GJ1991PLC014833 Registered Office: 12A & 14, Abhishree Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad – 380058 Email Id: cs@deepenergy.ooo
Registrar & Share Transfer Agent	:	Link Intime India Pvt. Ltd. 5th Floor, 506 to 508, Amarnath Business Centre – 1 (ABC-1), Beside Gala Business Centre, Near St. Xavier's College Corner, Off C. G. Road, Ellisbridge, Ahmedabad – 380006 Tel No: +91 079 26465179 Fax: +91 022 4918 6060 Email Id: ahmedabad@linkintime.co.in Website: www.linkintime.co.in
Scrutinizer	:	Mr. Ashish Shah, Proprietor of M/s. Ashish Shah & Associates, Practicing Company Secretaries Email Id: ashish@ravics.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 SETTING OUT ALL MATERIAL FACTS RELATING TO SPECIAL BUSINESSES MENTIONED IN THE ACCOMPANYING NOTICE:

Item No. 3:

To consider and approve Material Related Party Transaction(s) proposed to be entered into with Prabha Energy Private Limited (Subsidiary Company) during the period between the 33rd and 34th Annual General Meetings.

Regulation 23 of the SEBI Listing Regulations, inter alia states that, all Material Related Party Transactions (‘RPT’) shall require prior approval of the shareholders by means of an Ordinary Resolution, even if such transaction(s) are in the ordinary course of business and at an arm’s length pricing basis. A transaction with a Related Party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ₹ 1,000 crore or 10% of the annual consolidated turnover of a listed entity as per the last audited financial statements of the listed entity, whichever is lower. Further as per Regulation 2(1)(zb) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Regulation) and provisions of Section 2(76) of the Companies Act, 2013, subsidiary company falls within the ambit of the related party and Regulation 2(1)(zc) of the SEBI Regulations defines related party transaction to mean a transaction involving transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity, regardless of whether a price is charged or not.

In view of the above mentioned regulations the Resolution No. 3 is placed for approval by the Members. The Management has provided the Audit Committee with relevant details of the proposed RPTs, including material terms and basis of the transaction. The Audit Committee, after reviewing all necessary information, has recommended the same for the approval of the members of the Company. The Audit Committee has noted that the said transaction(s) will be at an arm’s length pricing basis and will be in the ordinary course of business.

Background, details and rationale of transaction:

Deep Energy Resources Limited (DERL) is engaged in exploration & production of conventional and unconventional hydro carbons. DERL holds its unconventional Hydro carbon resources portfolio through its subsidiary Prabha Energy Private Limited (PEPL).

PEPL has got hands on expertise in upstream, midstream and downstream activities relating to exploration and production of Natural Gas from Coal Bed Methane (CBM) and is currently developing 2 such CBM blocks in partnership with PSU behemoths such as ONGC, IOC & Coal India.

Globally Natural Gas is increasingly seen as a source of energy assisting in a global transition trend towards low carbon / carbon neutral and sustainable energy supply. Natural Gas is gaining ground as an important contributor to the Indian Energy mix and is capable of ensuring affordable, clean and sustained energy supply. Natural Gas is cleanest of all fossil that burns with quite lower carbon emissions and does not leave any smell, ash or smoke.

CBM extraction helps in producing cleaner energy from coal as the Natural Gas is extracted first preventing the release of the Natural Gas into atmosphere while coal mining. The CBM Gas extraction also enables the relatively safer and cheaper coal extraction later on from the same field. It is worth noting that India has fifth largest coal reserves in the world and hence great potential for CBM exploration and production. Natural Gas production through CBM is relatively safer, cheaper and faster compared to conventional gas.

Currently PEPL holds 25% participatory interest in North Karanpura CBM Block (Jharkhand) with ONGC and Indian Oil Corporation holding rest of the interest. Being an E& P player with expertise in development of such blocks, PEPL also holds the operator ship for the North Karanpura block. North Karanpura block offers vast benefits in terms of promising gas reserves, its geographical location and its proximity with regional industrial areas and national gas grid.

PEPL has also entered into an agreement with Bharat Coking Coal Limited (a subsidiary of Coal India Limited) and agreed to develop the Jharia CBM-I Block. PEPL currently holds 90% revenue share in Jharia Block which vouches for its expertise in developing, operating and monetizing CBM assets.

With excellent CBM properties both the CBM blocks are an ideal CBM play and PEPL looks forward to develop these high potential assets.

Current Status & Way Forward

North Karanpura Project aims to drill and produce from total 74 wells (6 wells were already drilled when PEPL acquired participatory interest.)

Till date, drilling of 70 surface wells and 66 production wells is completed. Hydrofacturing is also completed for 61 wells.

Hydro fracturing and completion activities for rest of the wells planned in FY 2023-24. Further setting up of Inter-well connecting pipelines and setting up of GGS infrastructure is planned in FY 2023-24.

Out of total Capex anticipated for North Karanpura, more than 75% Capex has already been incurred and now it sees further capex of around ₹ 50 Crores for which PEPL is in talks with the banks/financial institutions for the Term Debt of around ₹ 40 Crore.

Jharia CBM-I A Revenue Sharing Agreement was signed in Sept 2021 between PEPL and BCCL for development of Jharia CBM-1. BCCL is a subsidiary of Coal India Limited. In Jharia CBM-I Block, Initial survey activities have been completed. Locations for first phase of work program have been identified. Land required for drilling of core holes and test wells have been acquired. The Work Program & budgeting exercise has been completed. Procurement of goods and services has commenced. All required manpower and resources required for execution of work are available. Planning for early evacuation and marketing of gas from the block has commenced. The Well Drilling Program is likely to start in FY 23-24. Total 75 wells are planned to be drilled in a phased manner so that commercial production can start after readying of some wells and the cash accruals from these wells can cater to the further capex.

For the next phase of activities for Jharia CBM-I block, PEPL is currently in talks with the banks/financial institution to raise term debt of around ₹ 40 Crores as against total immediate capex of around ₹ 50 Crore.

PEPL has already got credit facilities (Bank Guarantee Limit & CC) of ₹ 9.20 Crores with UBI.

In addition to that, PEPL is planning to raise fresh credit facilities up to ₹ 80 Crores comprising primarily of term debt and a small working capital facility. Being a parent company, it becomes an imperative strategic need for DERL to provide support assistance to the fund raising exercise of the subsidiary (PEPL) which aims to ultimately support the development activities of the CBM Blocks, related business operations and other corporate expenses. For this DERL will need to provide corporate guarantee to banks/financial institutions in relation to the credit facilities being sought by PEPL i.e upto Rs 100 Crores. The fund raising by PEPL is to ensure smooth next phase of developmental activities and to start commercial production for PEPL in order to augment the assets interests and resources of the Company with a view to create ultimate long term share holder value. Details of the proposed Related Party Transactions between the Company and Prabha Energy Private Limited (‘PEPL’), including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2021/662 dated 22nd November, 2021, are as follows:

Particulars	Details
1. Name of the Related Party and its relationship with the Company or its subsidiary, including nature of its concern or interest (financial or otherwise).	Prabha Energy Private Limited (“PEPL”) is a subsidiary of the Company. Deep Energy Resources Limited is in the business of Oil and gas exploration and production. PEPL is Related Party of the Company, as on the date of this Notice. The Company is holding 53.16% equity stake in PEPL as on the date.
2. Type, Material terms and particulars of the proposed transactions	Providing Corporate Guarantee for an an aggregate value not exceeding Rs 100 Crores in relation to various credit facilities to be availed by PEPL as and when required.
3. Tenure of proposed transaction	1 year i.e. during the period between the 33rd Annual General Meeting and 34th Annual General Meeting.
4. Value of proposed transaction	For an aggregate value not exceeding ₹ 100 crores.
5. 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 (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary’s annual turnover on a standalone basis shall be additionally provided)	More than 10% of the annual consolidated turnover.
6. If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	Not Applicable

1. details of source of funds in connection with the proposed transaction. 2. Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments- nature of indebtedness, cost of funds and tenure. 3. Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature or security; and 4. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	
7. Justification as to why the RPT is in the interest of the listed entity.	Please refer to "Back ground, details and rationale of the transaction" which forms part of explanatory statement to the resolution no. 3.
8. Copy of the valuation or other external party report, if any such report has been relied upon.	Not applicable
9. Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis.	-
10. Any other information that may be relevant	Not applicable

Pursuant to the provisions of Regulation 23 of SEBI Listing Regulations, no related party shall vote on above resolution. The Board recommends the members to pass the above resolution as an Ordinary Resolution.

Except Mr. Shail Savla, Managing Director, Mr. Premsingh Sawhney Non Executive Director and chairman, Mr. Vishal Palkhiwala, Executive Director and the relatives of the said directors, no other Directors and Key Managerial Personnel of the Company and their relatives are directly or indirectly concerned or interested, financial or otherwise in the above resolution.

Item No. 4

To consider, review and approve the remuneration of Mr. Shail Savla, (DIN: 08763064) Managing Director of the Company for the remaining tenure of his appointment w.e.f 10th June, 2024.

The members had at their the 31st Annual General Meeting held on 17th September, 2021 approved the appointment of Mr. Shail Savla as a Managing Director of the Company for a period of 5 years w.e.f 10th June, 2021 to 09th June, 2026 and other terms and conditions including the remuneration to be paid for a period of three years i.e. upto 09th June, 2024.

On the basis of approval granted by the members at their 31st Annual General Meeting held on 17th September, 2021, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on 11th August, 2023 had approved and revised the perquisites and amenities payable in form of insurance premium to Mr. Shail Savla, Managing Director of the Company w.e.f 11th August, 2023.

Further, the Nomination and Remuneration Committee and the Board of Directors of the Company had at their respective meetings held on the dates mentioned above considered the proposal and recommended/approved the remuneration proposed to be paid to Mr. Shail Savla during the remaining tenure of his appointment, subject to the approval of the Members by way of Special Resolution.

STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V OF THE COMPANIES ACT, 2013.

1) General Information

Nature of Industry

The Company is in the operations with business interests of both conventional and unconventional Oil and Gas Exploration and production. The Company was incorporate in the year 1991 and has been commercially known in the Oil and Gas segment since quite a long time. Our subsidiary has been selected as a strategic partner to carry out development of world class CBM property, North karanpura CBM block jointly with consortium partners ONGC and IOC.

Date or expected date of commencement of commercial production: Existing Company in operation since 1991.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators

(₹ In Lakhs)

PARTICULARS	**STANDALONE** 2022-23	**CONSOLIDATED** 2022-23
Revenue from Operations	1490.28	3345.29
Other Income	175.22	30.46
Total Income	**1665.50**	**3375.74**
Less: Total Expenses	1294.93	3064.42
Profit Before Tax	370.56	311.33
Less: Tax Expenses	91.10	95.12
Profit/(Loss) for the Year	**279.47**	**216.21**

Foreign investments or collaborations, if any:

No Foreign direct capital investment has been made in the Company during the financial year 2022-23. Further as on 31st March, 2023, the foreign investment in the Company includes shareholding of FPIs, NRIs, FIIs and foreign nationals was 2.2159%. The Company does not have any collaboration with any other foreign entity and hence there is no equity participation by foreign Collaborators in the Company. However the Company hold 91.52 % equity in foreign Owned Subsidiary Company i.e. Deep Energy LLC.

2) **Information about the appointee:**

Mr. Shail Savla aged around 30 years is a Mechanical Engineer and MBA. He has experience of over 7 years in the Oil and Gas Industries. He was associated with the Company as a Non-Executive Director from 14th September, 2020 and is re-designated as Managing Director w.e.f 10th June, 2021.

Past Remuneration: The Company has paid remuneration of ₹ 1.20 Lakhs during the financial year 2022-23.

Recognition or awards: Not Applicable

Job profile and his suitability: Mr. Shail Savla has rich and wide experience in the Company's business, particularly in the areas of management, finance, human resources and operations. The Company has benefitted a lot on account of his sharp insight and analytical ability. His dynamic approach and leading business an initiative has given company new direction. Therefore Board of Director proposes to approve the remuneration of Mr. Shail Savla as Managing Director for the remaining tenure of his appointment as detailed in the Item No.4 of this notice.

The Board, based on the performance and as per the recommendation of the Nomination and Remuneration Committee, considers that, given his background and experience and contributions made by him during his tenure, the continued association of Mr. Shail Savla would be beneficial to the Company and is best suited for the responsibilities assigned to him as Managing Director of the company.

Remuneration proposed: As set out in the Item No. 4 of this notice.

Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The remuneration as proposed to Mr. Shail Savla is comparable to that is commensurate with the size of the Company and its group and diverse nature of the Business.

Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any;

Mr. Shail Savla is a member of the promoter group of the Company and holding 7,27,801 equity shares. Further Mr. Shail Savla is not related to any other Directors and Key Managerial Personnel of the Company.

Except remuneration and perquisites paid/proposed, Mr. Shail Savla does not have any pecuniary relationship with the company.

3) Other Information

a) Reason for loss or inadequate profits

The Company's commercial production of its main business activity i.e. exploration and production of natural gas is expected to begin in coming financial year. Therefore by then the company would reflect less or inadequate profit or may be loss

b) Steps taken or proposed to be taken for improvement

All economic measures are being adopted to maintain profitability, once the company gets into production.

c) Expected increase in productivity and profits in measurable terms

Continuous efforts are made to start production as soon as possible and field development is going on

d) Disclosures:

The disclosures in respect of remuneration package and other details of all Directors are given at appropriate places in the Director's report.

The other details of Mr. Shail Savla in terms of Regulation 36(3) of the Listing Regulation and Secretarial Standard 2 are annexed to this Notice. The Board of Directors is of the opinion that his knowledge and varied exposure will be of great value to the Company and has recommended the Resolution at Item No. 4 of this Notice relating to approval of remuneration of Mr. Shail Savla as Special Resolution for your approval.

Except Mr. Shail Savla and his relatives to whom the resolution relates, none of the other Director(s) and/or Key Managerial Personnel(s) of the Company and/or their respective relatives is/are in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

By Order of Board of Directors
For, Deep Energy Resources Limited

Date : 11th August, 2023
Place : Ahmedabad

Divyeshkumar Senjaliya
Company Secretary & Compliance Officer
Membership No. A-60456

Registered Office:
Deep Energy Resources Limited
12A & 14, Abhishree Corporate Park,
Ambli- Bopal Road, Ambli, Ahmedabad – 380058
CIN: L63090GJ1991PLC014833
E-mail:info@deepenergy.ooo

Annexure-1 to the Notice

Details of Directors Seeking Appointment/Re-appointment at the Annual General Meeting

The information or details required as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Secretarial Standard-2 issued by the Institute of Company Secretaries of India:

Item No.2 and 4

Name of the Directors	Mr. Shail Savla
DIN	08763064
Date of Birth and Age	14/05/1993 and Age: 30 Years
Date of Appointment	14th September, 2020
Qualification	Mr. Shail Savla is Mechanical Engineer and MBA.
Brief Resume Experience & Expertise	He has experience of over 7 years in the Oil and Gas Industries and has rich and wide experience in the Company's business, particularly in the areas of management, finance, human resources and operations. Please refer Company's website: www.deepenergy.ooo for detailed profile.
Remuneration last drawn by such person, if any	₹ 1,20,000/- p.a during the Financial year 2022-23.
Remuneration proposed to be paid	The remuneration to be paid for the remaining tenure of his appointment shall be as detailed in the item no. 4 of this notice.
Directorships held in other listed companies as on 31st March, 2023 (other than Deep Energy Resources Limited)	Nil
Directorship in other Companies	Prabha Energy Private Limited Syahee Pigments Private Limited
Chairman/Member of committee of the Board of Public companies other than Deep Energy Resources Limited	Nil
Number of Board meeting attended during FY 2022-23	5 (Five)
Terms and conditions of appointment along with details of remuneration sought to be paid	The members had at their the 31st Annual General Meeting held on 17th September, 2021 approved the appointment of Mr. Shail Savla as a Managing Director of the Company for a period of 5 years 10th June, 2021 to 09th June, 2026 and other terms and conditions including the remuneration to be paid for a period of three years i.e. upto 09th June, 2024. The approval of the members of the Company is being sought by way of special resolution for the remuneration to be paid detailed in item no.4 of this notice to Mr. Shail Savla during the remaining tenure of his appointment i.e. from 10th June, 2024 to 09th June, 2026.
Relationship with other Directors inter-se Manager and other Key Managerial Personnel of the company	He is a part of the promoter group of the Company. He has no inter-se relation with the other directors and Key Managerial Personnel of the Company.
No. of shares held in the Company	7,27,801 Equity Shares
Information as required pursuant to circular no. LISR/COMP/14/2018-19 dated June, 2018 w.r.t Enforcement of SEBI Orders Regarding Appointment of Directors by listed companies	He is not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India (SEBI) or any other such authority.
Names of Listed Entities from which the person has resigned in the past three years	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	As detailed in the report of the corporate governance annexed to this annual report.

BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting 33rd Annual Report together with the audited financial statement of your Company for the Financial Year ended 31st March, 2023.

HIGHLIGHTS OF THE RESULTS AND STATE OF COMPANY'S AFFAIRS:

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013, read with Rule 7 of the (Companies Accounts) Rules, 2014.

The Standalone and Consolidated financial performance of the Company, for the Financial Year ended on 31st March, 2023 are summarized below:

(₹ in Lakhs)

Particulars	**Standalone**		**Consolidated**	
	2022-23	**2021-22**	**2022-23**	**2021-22**
Revenue from Operations	1490.28	43.43	3345.29	265.48
Other Income	175.22	0.29	30.46	21.86
Total Income	**1665.50**	**43.72**	**3375.74**	**287.34**
Less: Total Expenses	1294.93	40.13	3064.42	233.45
Profit Before Tax	370.56	3.59	311.33	53.89
Less: Tax Expenses	91.10	0.40	95.12	7.76
Profit/(Loss) for the Year	**279.47**	**3.19**	**216.21**	**46.13**
Other Comprehensive Income/ (Loss) for the year	-	-	-	-
Total Comprehensive Income/ (Loss) for the year	279.47	3.19	216.21	46.13
Earning per Equity Share (Basic and Diluted)	0.87	0.01	0.65	0.10

COMPOSITE SCHEME OF ARRANGEENT

Your Directors are pleased to inform you that, the Board of Directors had at their meeting held on 15th September, 2022 approved the composite scheme of arrangement between Deep Energy Resources Limited ("Transferor Company 1" or "DERL"), and Savla Oil and Gas Private Limited ("Transferor Company 2" or "SOGPL"), with and into Praha Eergy Private Limited ("Transferee Company" or "PEPL") and their respective shareholders and creditors under section 230 to 232 of the Companies Act, 2013, and other applicable laws including the rules and regulations ("Scheme") with effect from the appointed date as 01st April, 2022.

The draft scheme is subject to the approval of the Stock Exchanges, SEBI and other regulatory authorities. The Company has filed the requisite application under Regulation 37 for seeking the "No-Objection Letters" from BSE Limited and National Stock Exchange of India Limited. Once "No-Objection Letter" received from the exchanges the Company, will move an application before the Hon'ble National Company Law Tribunal for further process.

The scheme and other documents are available on the website of the Company at http://www.deepenergy.ooo/composite-scheme-of-arrangement.html.

COMPANY PERFORMANCE (STANDALONE & CONSOLIDATED BASIS):

During the year under review, the Company's Standalone total revenue from operations increased to ₹ 1490.28 Lakhs as against ₹ 43.43 Lakhs in the previous Financial Year. While the consolidated total revenue from operations increased to ₹ 3345.29 Lakhs as against ₹ 265.48 Lakhs in the previous financial year.

The Company's Standalone net profit increased to ₹ 279.47 Lakhs as against ₹ 3.19 Lakhs in the previous year. On the other hand the consolidated net profit also increased to ₹ 216.21 Lakhs as compared to ₹ 46.13 Lakhs in the previous financial year.

Your Directors are expecting to achieve better results in time to come.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the year under review, there has been no change in the nature of business of the Company.

SUBSIDIARY COMPANIES AND THEIR PERFORMANCE:

As on 31st Mach, 2023, the Company has three subsidiaries namely Deep Natural Resources Limited, Prabha Energy Private Limited and Deep Energy LLC.

The Financial performance of each of the subsidiary company for the financial year 2022-23 is as follows:

1. Deep Natural Resources Limited has earned total revenue of ₹ 243.11 Lakhs and total profit of ₹ 14.05 Lakhs during the financial year under review as compared to the total revenue of ₹ 232.34 Lakhs and total profit of ₹ 46.70 Lakhs during the preceding financial year.
2. Prabha Energy Private Limited has earned total revenue of ₹ 1,640.97 Lakhs and total profit of ₹ 9.61 Lakhs during the financial year under review as compared to the total revenue of ₹ 11.28 Lakhs and total profit of ₹ 3.75 Lakhs during the preceding financial year.
3. Deep Energy LLC has not earned any revenue during the financial year under review and during the preceding financial year.

During the year under review, Prabha Energy Private Limited became an unlisted material subsidiary Company. The policy for determining material subsidiaries as approved is available on the Company's website at http://www.deepenergy.ooo/docs/Policy-on-determining-of-Material-Subsidiary.pdf

CONSOLIDATED FINANCIAL STATEMENTS:

The consolidated financial statements of the Company prepared in accordance with the Companies Act, 2013 and applicable accounting standards form part of the Annual Report. As provided under Section 129(3) of the Companies Act, 2013 and rules made there under a statement containing the salient features of the financial statement of its subsidiaries in Form AOC-1 is attached to the financial statements and hence not repeated here for the sake of brevity.

The Annual Financial Statements and related detailed information of the subsidiary companies shall be made available to the shareholders of the Company seeking such information on all working days during business hours upto the date of AGM. Any member desirous of obtaining a copy of the said financial statement may write to the Company Secretary at the Registered office of the Company. Further the financial statements of the Company and its subsidiary companies are available for inspection by the members at the Registered Office of the Company on all working days during business hours upto the date of the AGM as required under Section 136 of the Companies Act, 2013.

In accordance with Section 136 of the Act, the financial statements including the consolidated financial statement, financial statements of subsidiaries and all other documents required to be attached to this report are available on the Company's website www.deepenergy.ooo.

Pursuant to Section 134 of the Act read with rules made thereunder, the details of developments of subsidiaries of the Company are covered in the Management Discussion and Analysis Report, which forms part of this Annual Report.

DIVIDEND:

In view of the future Capital expenditures, the Directors have decided to plough back the profits. Hence, no dividend has been recommended this year on equity shares of the Company.

TRANSFER TO RESERVES:

The Board of Directors of the Company has decided not to transfer any amount to General Reserves for the financial year 2022-23.

DEPOSITS:

The Company has neither accepted nor renewed any deposits within the meaning of Chapter V of the Companies Act, 2013 read with the rules made there under. Further, there were no unpaid or unclaimed deposit as on 31st March, 2023.

SHARE CAPITAL:

The authorized, subscribed and paid up Equity Share Capital of the Company as on 31st March, 2023 was ₹ 32.00 Crores. During the period under review, there were no change in the authorised, subscribed and paid-up share capital of the Company.

During the year under review, the Company has not:

i. issued any shares, warrants, debentures, bonds or any other convertible or non-convertible securities.
ii. issued equity shares with differential rights as to dividend, voting or otherwise.
iii. issued any sweat equity shares or employee stock option scheme.

iv. made any changes in the voting rights of the existing shareholders.

v. reduced the share capital or bought back shares or provided money for purchase of its own shares by employees or by trustees for the benefit of employees.

Further the Company's equity shares are available for dematerialization through National Securities Depository Limited and Central Depository Services (India) Limited. As on 31st March, 2023, 99.99% of the equity shares of your Company were held in demat form.

ANNUAL RETURN:

The Annual Return of the Company as on 31st March, 2023 in Form MGT-7 in accordance with Section 92(3) read with Section 134(3)(a) of the Act and the Companies (Management and Administration) Rules, 2014, is available on the website of the Company at www.deepenergy.ooo. The same can be accessed through weblink http://www.deepenergy.ooo/annual-reports.html.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANY:

As on 31st March, 2023, your Company has three (3) subsidiaries. There were no company(ies) which became or ceased to be subsidiary, joint venture or associate company of the Company during the year under review.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

As at 31st March, 2023, your Company's Board comprised of 6 (six) Directors, of which 1 (one) is Chairman and Non Executive Director, 2 (two) are Executive Directors and 3 (Three) are Independent Directors including 1 (one) women director. Other statutory details are provided in the Corporate Governance Report, which forms a part of this Annual Report.

a) Appointment/Re-appointment during the year:

Based on the recommendation of the Nomination and Remuneration Committee, Mr. Vishal Palkhiwala (DIN: 09695011) has been appointed as a Additional Executive Director of the Company w.e.f 13th August, 2022 and further regularized as an Executive Director of the Company at the 32nd Annual General Meeting held on 29th September, 2022.

b) Directors Retire by Rotation:

In accordance with the provisions of Section 152[6] of the Act and in terms of the Articles of Association of the Company, Mr. Shail Savla (DIN: 08763064), Managing Director will retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Board of Directors recommends his appointment as Directors of the Company, liable to retire by rotation.

The Brief details of Mr. Shail Savla (DIN: 08763064) as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 are annexed to the notice convening the Annual General Meeting which forms part of this Annual Report.

c) Resignations:

Mr. Ajay Kumar Singhania, had tendered his resignation from the office of Executive the Director of the Company w.e.f 01st July, 2022.

There was no other changes in the composition of the Board of Directors during the year under review, except as stated above.

d) Independent Directors:

The terms and conditions of appointment of Independent Directors are in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also as per the provisions of the Companies Act, 2013 ("Act") read with Schedule IV to the Act.

As on 31st March, 2023, there were 3 (Three) Independent Directors on the Board of the Company including 1 (one) women Independent Director.

Declarations by Independent Directors:

The Company has received declarations from all the Independent Directors of the Company under Section 149(7) of the Companies Act, 2013 confirming that they meet with the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. They have further declared that they are not debarred or disqualified from being appointed or continuing as directors of companies by the SEBI /Ministry of Corporate Affairs or any such statutory authority.

In terms of Regulation 25(8) of SEBI (LODR) Regulations, 2015 the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impact or impair their ability to discharge their duties with an objective independent judgement and without any external influence.

All the Independent Directors of the Company have registered themselves with the Indian Institute of Corporate Affairs ("IICA"). As per the provisions of the Companies Act, 2013, 2 (two) independent directors have qualified their online self assessment test and 1 (one) independent director has been qualified for the exemption from the said test.

Familiarization Programme for Independent Directors:

In compliance with the requirements of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the Company has put in place a Familiarization Programme for the Independent Directors to familiarize them with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model etc. The details of the Familiarization Program are available on the website of the Company at www.deepenergy.ooo

KEY MANAGERIAL PERSONNEL

The following are the Key Managerial Personnel of the Company as on 31st March, 2023:

1. Mr. Shail Savla, Managing Director
2. Mr. Vishal Palkhiwala, Executive Director
3. Mr. Shashvat Shah, Chief Financial Officer
4. Mr. Divyeshkumar Senjaliya, Company Secretary and Compliance officer

During the year under review, Ms. Dixita Soni, Company Secretary and Compliance officer of the Company had tendered her resignation from the post of Company Secretary and Compliance Officer of the Company w.e.f closing of the business hours of 22nd October, 2022.

Mr. Divyeshkumar Senjaliya has been appointed as a Company Secretary and Compliance officer of the Company w.e.f 12th November, 2022 by the Board of Directors at their meeting held on the same date to fill the vacancy caused due to resignation of Ms. Dixita Soni.

There were no other changes in the Key Managerial Personnel of the Company during the year under review, except as stated above.

BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the guidance note issued by the SEBI, the Board has carried out an annual evaluation of the performance of the Board, performance of the Directors and also evaluated the working of Committees of the Board after taking inputs from the Directors, on the basis of degree of fulfillment of key responsibilities and roles, Qualifications, Experience, Knowledge and Competency, Structure of Board, Regularity of meetings, commitment, Contribution and Integrity, Independence, Independent views and judgment, Evaluation of Risk and various other criteria as recommended by the Nomination and Remuneration Committee of the Company. The Directors expressed their satisfaction with the evaluation process and outcome.

The evaluation of Chairperson was co-ordinated by the Chairman of the Independent Directors meeting. The way, the evaluation has been carried out has been explained in the Corporate Governance Report.

DETAILS OF MEETINGS OF THE BOARD AND ITS COMMITTEES:

During the year, 5 (five) meetings of Board of Directors were held. The details of composition, the number of meeting of Board of Directors held during the financial year under review and the number of meetings attended by each directors are given in the Corporate Governance Report which forms a part of this report.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

In terms of requirements under Schedule IV of the Act and Regulation 25(3) of the SEBI Listing Regulations, 2 (Two) separate meetings of the Independent Directors were held during financial year 2022-23. Further details are mentioned in the Report of Corporate Governance, which forms a part of this report.

COMPLIANCE OF THE SECRETARIAL STANDARDS

During the year under review, the Company has complied with applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) on the Board Meeting and General Meeting.

AUDIT COMMITTEE:

The Company has constituted Audit Committee in compliance with the provisions of the Companies Act, 2013 read with the rules made there under and Regulation 18 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The details relating to the number of the meeting held, attendance of the meeting by the committee members and the composition of the Committee are provided in the report of Corporate Governance, which forms a part of this report.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has constituted a Stakeholders Relationship Committee in terms of the requirements of the Companies Act, 2013 read with the rules made thereunder and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details relating to the number of the meeting held, attendance of the meeting by the committee members and the composition of the committee are provided in the report of Corporate Governance, which forms a part of this report.

NOMINATION AND REMUNERATION COMMITTEE:

The Company has constituted a Nomination and Remuneration Committee in accordance with the requirements of the Companies Act, 2013 read with the rules made thereunder and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details relating to the number of the meeting held, attendance of the meeting by the committee members and the composition of the committee are provided in the report of Corporate Governance, which forms a part of this report.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Company has constituted a Corporate Social Responsibility Committee in accordance with the provisions of Section 135 of the Companies Act, 2013. The details relating to the number of the meeting held, attendance of the meeting by the committee members and the composition of the committee are provided in the report of Corporate Governance, which forms a part of this report.

Pursuant to the provisions of section 135(5) of the Companies Act, 2013 (the Act) read with Rule made there under, the Company is required to spend at least 2% of the average net profits (calulated under section 198 of the Companies Act, 2013) made during the immediately three financial years towards CSR Expenditure. However, since the company does not falls under the threshold limits prescribed for the applicability of CSR obligation under section 135 of the Companies Act 2013, the company had not required to spend any amount on CSR activities for Financial Year 2022-23. Hence forth the disclosure required under Section 135 of the Companies Act, 2013 read with the rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 are not appended to this report.

The CSR policy is available on the Company's website at www.deepenergy.ooo.

DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134(5) of the Companies Act, 2013, in relation to the financial statements of the Company for the financial year ended on 31st March, 2023, the Board of Directors state that :

a. In the preparation of the Annual Accounts for the financial year ended 31st March, 2023, the applicable accounting standards had been followed and there are no material departures;

b. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2023 and of the profit of the Company for the year ended on that date;

c. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the Annual Accounts for the financial year ended 31st March, 2023 have been prepared on a going concern basis;

e. they have laid down internal financial controls to be followed by the Company and that such internal financial controls were adequate and operating effectively.

f. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

The aforesaid statement has also been reviewed and confirmed by the Audit Committee of the Board of Directors of the Company.

NOMINATION AND REMUNERATION POLICY

The Board has on the recommendation of Nomination and Remuneration Committee, framed a nomination and remuneration policy for the Directors, Key Managerial Personnel and Senior Management of the Company. The salient features of the Nomination and Remuneration Policy of the Company is outlined in the Corporate Governance Report forming part of this Annual Report. The Policy is also available on the website of the Company at
http://www.deepenergy.ooo/docs/Nomination%20_Remuneration_Policy.pdf

PROHIBITION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Regulating, Monitoring and Reporting of trading of Insiders with a view to regulate, monitoring and reporting of trading in securities by the Directors and designated persons of the Company. The Company has formulated the Code of Practices and Procedures for Fair Disclosure in terms of the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015. The Board is responsible for implementation of the Code. The Policy is available on our website. www.deepenergy.ooo.

POLICY ON DETERMINATION OF MATERIALITY OF EVENT/INFORMATION:

The Company has adopted Policy on determination of materiality of events/information for the purpose of disclosure to the stock exchanges in accordance with the provisions of SEBI (Listing Obligations and Disclosers Requirements) Regulation, 2015. The Board from time to time revised the said policy pursuant to the amendments in the regulatory framework. The updated policy is available on the website of the Company at
http://www.deepenergy.ooo/docs/Policy-on-determination-of-Materiality-of-Events-and-information.pdf.

RISK MANAGEMENT POLICY:

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. It involves reviewing operations of the organization, identifying potential threats to the organization and the likelihood of their occurrence and then taking appropriate actions to address the most likely threats both business and non-business risks. Pursuant to Section 134 (3) (n) of the Companies Act, 2013, the Company has put in place a Risk Management Policy primarily focusing on identification, assessment, communication and management of risk in a cost effective manner - a holistic approach to managing risk.

At present the company has not identified any element of risk which may threaten the existence of the company. Discussion on risks and concerns are covered in the Management Discussion and Analysis Report, which forms part of this Annual Report.

WHISTLE BLOWER POLICY/ VIGIL MECHANISM:

The Company promotes ethical behavior in all its business activities and has established a vigil mechanism for its Directors, Employees and Stakeholders associated with the Company to report their genuine concerns in compliance with the provisions of Section 177(10) of the Act and Regulation 22 of the Listing Regulations. The Vigil Mechanism provides adequate safeguards against victimization of persons who use such mechanism and provided direct access to the Chairperson of the Audit Committee.

The Whistle Blower Policy has been appropriately communicated within the Company and has also been posted on the Website of the Company http://www.deepenergy.ooo.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company is committed to create a healthy & conductive working environment that enables women employees to work without fear of prejudice, gender and sexual harassment and/or any such orientation in implicit or explicit form. The Company considers sexual harassment as a gross misconduct.

During the year under review there was only one female employee employed in the Company and she had also resigned from the services of the Company. The Company had organized an awareness programme to spread the awareness of this Act. Through this, the Company seeks to provide protection to its women employees against sexual harassment at work place and thereby provide mechanism for redressal of complaints relating to matters connected therewith or incidental thereto.

The following is a summary of sexual harassment complaints received, disposed off and pending at the end of the year.

(a) Number of complaints filed during the financial year : Nil

(b) Number of complaints disposed of during the financial year : Not Applicable

(c) Number of complaints pending as on end of the financial year: Nil

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT:

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS OF THE COMPANY:

There are no significant and Material Orders passed by the Regulators or Courts or Tribunals which would the going concern status of the Company and its operations in future.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

During the year under review, the Company has not entered into any transactions with its related parties within the purview of Section 188 of the Act and accordingly, the disclosure of Related Party Transactions as required in terms of Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 in Form AOC -2 is not required.

The requisite disclosure as per IND-AS in relation to related party transaction are provided in the notes to the financial statements forming part of this report.

The policy of Related Party Transaction (RPT) is available on the website of Company and weblink of the same is http://www.deepenergy.ooo/docs/Related-Transaction-Policy.pdf.

PARTICULARS OF EMPLOYEES:

The statement containing information as required under the provisions of 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 herewith as **Annexure – A** and forms part of this report.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNING AND OUTGO:

The particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014 is appended as **Annexure- B** to this Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

During the year under review the Company has granted inter corporate loan under the provisions of Section 186 of the Companies Act, 2013. The details relating to Inter Corporate Loan given and guarantee provided, investment made by the Company are given in the notes to the Financial Statements, which forms part of this Report.

INTERNAL FINANCIAL CONTROL SYSTEM AND THIER ADEQUACY:

The details in respect of internal financial control and their adequacy are included in the Management and Discussion & Analysis, which forms part of this report.

CORPORATE GOVERNANCE:

As required under Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, a report on Corporate Governance for the financial year ended 31st March, 2023 along with Certificate from Practicing Company Secretary confirming compliance of conditions of Corporate Governance is annexed herewith as **Annexure – C** which forms part of this report.

AUDITORS:

Statutory Auditors and their Report:

M/s. Mahendra N. Shah & Co., Chartered Accountant (Firm Registration No 105775W) were appointed as Statutory Auditors of the Company for a period of 5 consecutive financial year at 32nd Annual General Meeting held on 29th September, 2022 to conduct the statutory audit from financial year 2022-23 to financial year 2026-27.

The Statutory Auditors have given a confirmation to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors.

There are no qualifications, reservations or adverse remarks or disclaimers made by Statutory Auditor of the Company, in their audit report and therefore, does not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

Secretarial Auditors & Secretarial Audit Report:

Pursuant to the provision of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors had at their meeting held on 30th May, 2022 appointed M/s. Ashish Shah & Associates, Practicing Company Secretaries, Ahmedabad, as a Secretarial Auditor of the Company to conduct Secretarial Audit for the financial year 2022-23.

The Secretarial Audit Report for the Financial Year 2022-23 carried out by M/s. Ashish Shah & Associates, (CP No.:5974, FCS: 4178) is annexed herewith as **Annexure - D**. There are no qualifications, reservations or adverse remarks or disclaimers made by Secretarial Auditor of the Company, in secretarial audit report and therefore, does not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

Pursuant to the provision of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board at its meeting held on 29th May, 2023 has appointed Mr. Ashish Shah, Practicing Company Secretary (Membership No. 5974 & Certificate of Practice No. 4178) Proprietor of M/s. Ashish Shah & Associates as a Secretarial Auditors of the Company to carry out Secretarial Audit for the financial year 2023-24.

Further, as per the requirements of the Listing Regulations, Secretarial Auditors of Prabha Energy Private Limited (unlisted material subsidiary of the Company) have undertaken secretarial audit for the financial year ended 31st March, 2023. The Secretarial Audit Reports of such unlisted material subsidiary i.e. Prabha Energy Private Limited is appended as **Annexure-E**. There are no qualifications, reservations or adverse remarks or disclaimers made by Secretarial Auditor of the Company, in secretarial audit report.

Internal Auditors:

The Board had in its meeting held on 30th May, 2022 appointed M/s. Manubhai Shah & LLP, Chartered Accountants (ICAI Firm Registration Number 106041W/W100136) as Internal Auditors of the Company for the Financial Year 2022-23 on such terms and conditions including remuneration as may be mutually agreed from time to time between the Internal Auditors and the Company on the basis of recommendation by the Audit Committee.

MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis Report as required under Regulation 34 and Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 is annexed herewith as **Annexure –F** which forms part of this report.

COST RECORDS AND AUDIT:

Since, the Company does not falls under the criteria in terms of turnover prescribed for the applicability of the Cost Records and its Audit under Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the requirement of Cost Record and its audit was not applicable to the Company for the financial year 2022-23.

REPORTING OF FRAUDS BY AUDITORS:

During the year under review, the Statutory Auditors and the Secretarial Auditor have not reported any instances of frauds committed in the Company by its Officers or Employees either to the Central Government or the Audit Committee/Board under section 143(12) of the Companies Act, 2013.

INSURANCE:

All movable properties as owned by the Company continued to be adequately insured against risks.

GENERAL DISCLOSURE

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no such events/ transactions during the year under review:

a. There was no application made or proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year.

b. There has been no instance of valuation done for settlement or for taking loan from the Banks or Financial Institutions.

AKNOWLEDGEMENTS:

Your Directors wish to place on record their deep sense of appreciation for the commitment displayed by all the employees of the Company resulting in successful performance during the year under review.

Our Directors also take this opportunity to place on record the co-operation, assistance and continued support extended by the Banks, Government Authorities, Vendors and Shareholders during the year under review.

For and on behalf of the Board of Directors
Deep Energy Resources Limited

Date : 11.08.2023
Place : Ahmedabad

Premsingh M. Sawhney
Chairman & Non Executive Director
DIN:03231054

"ANNEXURE - A" TO THE BOARD'S REPORT

DETAILS PURSUANT TO THE PROVISIONS OF SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

I. 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 the percentage increase in remuneration of each director, Chief Financial Officer and Company Secretary during the financial year 2022-23.

Sr. No	Name	Designation	Ratio of remuneration of each Director to median remuneration of employees (Refer Note b)	% increase in Remuneration in the FY 2022-23
A	**EXECUTIVE DIRECTORS**			
1.	Mr. Shail Savla	Managing Director	NA	Nil
2.	Mr. Ajay Kumar Singhania[1]	Executive Director	NA	Nil
3.	Mr. Vishal Palkhiwwala[2]	Executive Director	NA	Nil
B	**NON EXECUTIVE DIRECTORS**			
1	Mr. Premsingh Sawhney	Chairman & NED	NA	Nil
C	**NON EXECUTIVE INDEPENDENT DIRECTORS**			
1	Mr. Hemendrakumar Shah	Independent Director	NA	Nil
2	Mr. Navin Chandra Pandey	Independent Director	NA	Nil
3	Mrs. Shaily Dedhia	Independent Director	NA	Nil
D	**KEY MANAGERIAL PERSONNEL**			
1	Mr. Shashvat Shah	Chief Financial Officer	NA	NA
2	Ms. Dixita Soni[3]	Company Secretary	NA	15%
3.	Mr. Divyeshkumar Senjaliya[4]	Company Secretary	NA	Nil

[1] Resigned from the office of Executive the Director of the Company w.e.f 01st July, 2022.
[2] Appointed as an Additional Executive Director w.e.f 13th August, 2023 and further regularized as Executive Director w.e.f 29th September, 2022.
[3] Resigned as a Company Secretary and Compliance officer w.e.f closing of the business hours of 22nd October, 2022.
[4] Appointed as a Company Secretary and Compliance officer w.e.f 12th November, 2022.

Notes:

a. The remuneration of Independent Directors includes only sitting fees paid to them for the financial year 2022-23.

b. As on 31st March, 2023 there were no employees other than 3 (Three) Key Managerial Personnel on the Board of the Company and henceforth the base for the calculation of median remuneration could not be taken.

II. The percentage increase in the median remuneration of employees in the financial year 2022-23: Not Applicable (Refer note b above)

III. The number of permanent employees on the rolls of the Company: As on 31st March, 2023, there were no employee in the Company other than 3 (three) Key Managerial Personnels.

IV. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration. : Not applicable since there were only Key Managerial Personnel on Board as on the year end. Accordingly the base for maiden remuneration cannot be taken.

V. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy of the Company.

VI. Details pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 – The Company does not have any employee who has received remuneration during the financial year, which in aggregate exceeds ₹ 1.02 Cr.

Further, Company does not have any employee who employed for the part of the year and was in receipt of remuneration for any part of that year exceeding ₹ 8.50 Lakhs per month.

VII. Apart from the 3 (Three) Key Managerial Personnel, the Company does not have any other employees and henceforth the statement containing the names of top three employees will be made available on request sent to the Company on cs@deepenergy.ooo.

For, and on behalf of Board of Directors
Deep Energy Resources Limited

Premsingh M. Sawhney
Chairman & Non Executive Director
DIN: 03231054

Date : 11th August, 2023
Place : Ahmedabad

"ANNEXURE - B" TO THE BOARD REPORT

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

[*pursuant to section 134(1)(m) of the Companies Act, 2013 read with Rule 8 of the Companies [Accounts] Rules, 2014]*

A. CONSERVATION OF ENERGY :

(i) Steps taken for conservation of energy	Energy conservation continues to receive priority attention at all levels in the Company. All efforts are made to conserve and optimize use of energy with continuous monitoring, improvement in maintenance systems and through improved operational techniques
(ii) Steps taken by the Company for utilizing alternate sources of energy	The Company evaluates all possibilities of utilizing alternate sources of energy in its operations, wherever possible.
(iii) The Capital investment on energy conservation equipments	During the year, the company has not made any capital investment on energy conservation equipment.

B. TECHNOLOGY ABSORPTION:

(i) the efforts towards technology absorption	Updation of Technology is a continuous process, absorption implemented and adapted by the Company for innovation. Efforts are continuously made to adopt new products and technology required in the Oil and Gas Industry.
(ii) the benefit derived like product improvement, cost reduction, product development or import substitution	Nil
(iii) In case of imported technology (imported during the last three years reckoned from the begining of the financial year;	No such technology imported during the year and in previous three years.

(a) the details of technology imported the year of import

(b) whether the technology been fully absorbed

(c) if not fully absorbed, areas where absorption has not taken place and the reasons thereof

C. FOREIGN EXCHANGE EARNING AND OUTGO:

(₹ in Lakhs)

Particulars	2022-23	2021-22
Earnings	NIL	NIL
Outgo	NIL	NIL

For and on behalf of the Board of Directors
Deep Energy Resources Limited

Date : 11th August, 2023
Place : Ahmedabad

Premsingh M. Sawhney
Chairman & Non Executive Director
DIN:03231054

Annexure-C

CORPORATE GOVERNANCE REPORT

Your Director's present the company's Corporate Governance Report for the financial year ended on 31st March, 2023 in terms of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosures Requirements), 2015 ("Listing Regulations").

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE CODE:

Deep Energy Resources Limited (herein referred as "the Company") believes in the highest level of accountability towards its Stakeholders and actively promotes fair, transparent and ethical Corporate Governance practices. The Company's philosophy on Corporate Governance practices is based on principles of integrity, fairness, equity, transparency, accountability and commitment to values. The Good Corporate Governance is creation and enhancing long-term sustainable value for the stakeholders through ethically driven business process. It is a process or a set of systems to ensure that Company is managed to suit the best interest of all Stakeholders. At your company, the Board is at the core of its Corporate Governance Practice and considers itself as a Trustee of its Shareholders and acknowledges its responsibilities towards them for creating and safeguarding their wealth. The Concept of Corporate Governance hinges on total transparency, integrity, accountability of the management and the Board of Directors. The Company has strong legacy of fair, transparent and ethical governance practices. We take pleasure in reporting that your Company's existing policies and procedures are in conformity with the requirements stipulated under Listing Regulations and the Company is committed to maintain the highest Standard of Corporate Governance to maintain proper Compliance with all the applicable legal and regulatory requirements under which the Company is carrying out its activities.

2. BOARD OF DIRECTORS :

The business of the Company is conducted under the directions of the Board. An active, well informed and independent Board of Directors is entrusted with the ultimate responsibility of the management, general affairs, direction and performance of the Company and has been vested with requisite powers, authorities and duties. The Directors take active part in the deliberations at the Board and Committee meetings and provide guidance and advice to the management on various aspects of business, governance, compliance, etc. The Managing Director is in overall control and responsible for the working of the Company. He gives strategic directions, lays down the policy guidelines and ensures the implementation of the decisions of the Board and its committees.

The Composition of the Board of Directors, with reference to the number of Executive and Non-Executive Directors, meet with the requirements of the Code of Corporate Governance. As on 31st March, 2023, the Board has an optimum combination of Executive, Non-Executive and Independent Directors in compliance of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (Listing Regulations) and Section 149(1) of the Companies Act, 2013. The Company has 6 (six) Directors comprising of two Executive Directors holding offices of Managing Director and Executive Director respectively and four Non-Executive Directors out of which three are Independent Directors including a Woman Director. The composition of the Board represents an optimal mix of professionalism, knowledge and experience which enables the Board to discharge its responsibilities and provide effective leadership to the business.

The Directors has disclosed the committee positions held by them in other public companied as on 31st March, 2023. The following is the composition of the Directors during the financial year under review including the changes therein.

A Composition and Category of Directors:

Name of Directors	Category of Directors
Mr. Premsingh Sawhney	Chairman & Non Executive Director
Mr. Shail Savla	Member of Promoter Group and Managing Director
Mr. Ajay Kumar Singhania*	Executive Director
Mr. Vishal Palkhiwala^	Executive Director
Mr. Hemendrakumar Shah	Non-Executive Independent Director
Mr. Navin Chandra Pandey	Non-Executive Independent Director
Mrs. Shaily Dedhia	Non-Executive Independent Director

* Mr. Ajay Kumar Singhania, had tendered his resignation from the office of Executive the Director of the Company w.e.f 01st July, 2022.

^ Appointed as an Additional Executive Director w.e.f 13th August, 2023 and further regularized as Executive Director w.e.f 29th September, 2022

At the ensuing Annual General Meeting ("**AGM**"), details of the Directors with respect to retire by rotation and seeking appointment are as under:-

Mr. Shail Savla**,** Managing Director of the Company retires by rotation and being eligible offers himself for re-appointment. The notice calling the 33rd AGM sets out the relevant details of his appointment.

B. Attendance of each Director at the meeting of the Board of Directors and the last Annual General Meeting.

Name of Directors	Number of Board meetings held during tenure	No. of Board Meetings (attended)	Whether attended last AGM (Yes/No)	Number of equity Shares held
Mr. Shail Savla	5	5	Yes	7,27,801
Mr. Premsingh Sawhney	5	5	Yes	—
Mr. Ajay Kumar Singhania*	1	1	NA	—
Mr. Hemendrakumar Shah	5	5	Yes	—
Mr. Navin Chandra Pandey	5	5	Yes	—
Mrs. Shaily Dedhia	5	5	Yes	—
Mr. Vishal Palkhiwala^	4	4	Yes	50

* Resigned from the office of Executive the Director of the Company w.e.f 01st July, 2022.

^ Appointed as an Additional Executive Director w.e.f 13th August, 2023 and further regularized as Executive Director w.e.f 29th September, 2022.

C. Number of other Board of Directors or committees in which a Director is a member or Chairperson and the names of the listed entities where the person is a director and the category of directorship:

Sr. No.	Name of the Director(s)	No. of other Director-ships[1]	Committee Membership/ Chairmanship of other Companies[2]		Directorship in other Listed Entities including category of Directorship.
			Member	Chairperson	
1)	Mr. Premsingh Sawhney	01	—-	—-	—-
2)	Mr. Shail Savla	02	—-	—-	—-
3)	Mr. Hemendrakumar Shah	06	04	02	Independent Director of: 1) Asian Granito India Limited 2) Sakar Healthcare Limited 3) Deep Industries Limited 4) Denis Chem Lab Limited 5) Prism Finance Limited
4)	Mrs. Shaily Dedhia	05	07	01	Independent Director of 1) Deep Industries Limited 2) Vadilal Industries Limited 3) Dolphin offshore Enterprises (India) Limited
5)	Mr. Navin Chandra Pandey*	—-	—-	—-	—-
6)	Mr. Vishal Palkhiwala^	—-	—-	—-	—-

^ Appointed as an Additional Executive Director w.e.f 13th August, 2023 and Executive Director w.e.f 29th September, 2022.

1. Includes Directorship in Private and Public Companies other than Deep Energy Resources Limited.

2. For the purpose of calculating the limit of Committee membership and chairpersonship of a director, membership and chairpersonship of Audit Committee and Stakeholders Relationship Committee of public companies other than Deep Energy Resources Limited has been considered.

3. None of the Director on the Board is a member of more than ten (10) Committees and Chairman of more than five (5) Committees (Committees includes Audit Committee and Stakeholders Relationship Committee as per Regulation 26 of the Listing Regulations), across all the listed Companies in which he/she is a Director. The necessary disclosures regarding Committee positions have been disclosed by all the Directors. None of the Independent Directors serve as an Independent Director in more than seven (7) listed entities.

4. It is affirmed that none of the Directors on the Board holds directorships in more than ten public companies. None of the Directors serves as a director on more than seven listed entities.

D. Number of meetings of Board of Directors held and dates on which held:

In compliance with regulation 17 of the Listing Regulations and as required under the Act, the Board meets at least once in each quarter and the gap between any two Board meetings was not more than 120 days. During the year under review, 5 (Five) Board meetings were held on 30th May, 2022, 13th August, 2022, 15th September, 2022, 12th November, 2022 and 10th February, 2023.

During the year, the Board of the Directors of the Company had passed one resolution through circulation on 13th June, 2022.

The Companies Act, 2013 read with the relevant rules made thereunder, provides for the participation of a Director in Board/Committee Meetings through video conferencing or other audio-visual mode. Accordingly, the option to participate in the Meeting through video conferencing was made available for the Directors except in respect of such Meetings / Agenda Items that are not permitted to be transacted through video conferencing.

E. Disclosure of relationships between Directors inter-se:

None of the Directors of the Company are related to each other and there are no inter-se relationships between the Directors as on 31st March, 2023.

F. Number of shares and convertible instruments held by Non-Executive Directors:

None of the Non-Executive Directors are holding any equity shares or non-convertible instrument in the Company.

G. Familiarization programmes:

The Independent Directors have been updated with their roles, rights and responsibilities in the Company by specifying them in their appointment letter along with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. The existing, as well as newly appointed Independent Directors, have been familiarized with the Company, their roles and responsibilities in the Company, the nature of the industry in which the Company operates, the business model of the Company etc. pursuant to Regulation 25(7) of SEBI (LODR) Regulations, 2015. The Company periodically presents the new developments in the law during its Committee/Board meetings. The quarterly financial details are also accompanied with various analytical reports so as to help the directors understand the performance in a better way. The objective of familiarization Programme is to understand company's business, industry and environment in which it functions. The details of familiarization Programme imparted to independent directors are available on the website of the Company http://www.deepenergy.ooo/docs/Programmes%20for%20IDs%20_2022-23.pdf

H. Meeting of Independent Directors:

During the financial year under review, 2 (Two) meetings of the Independent Directors were held respective on 15th September, 2022 and 10th February, 2023 without the presence of Non-Independent Directors and Member of the management. In accordance with the Listing Regulations and other applicable guidelines and circulars issued by the SEBI, the independent directors had at their meeting held on 15th September, 2022 had considered and recommended the draft composite scheme of arrangement amongst the Deep Energy Resources Limited, Savla Oil and Gas Private Limited and Prabha Energy Private Limited and their respective shareholders and creditors under Section 230 and 232 of the Companies Act, 2013 and other applicable provisions of the law and subject to the necessary regulatory approvals as may be required.

Further the independent directors at their meeting held on 10th February, 2023 reviewed the performance of Non-Independent Directors and the Board as a whole, reviewed the performance of the Chairperson of the Company after taking into account the views of the Executive and Non-Executive Directors, assessed the quality, quantity and timeline of flow of information between the Company management and the Board, that is necessary for the Board to perform their duties effectively and reasonably.

Name of Director	Meetings entitled to attend	Attended
Mr. Hemendrakumar Shah	2	2
Mrs. Shaily Dedhia	2	2
Mr. Navin Chandra Pandey	2	2

I. Compliance Framework:

The Company has effective framework for monitoring compliances with applicable laws within the organization and providing updates to senior management and the Board periodically. The Audit Committee and the Board of Directors periodically review the status of the compliances with the applicable laws.

Code of Conduct:

The Company has adopted Code of Conduct for Board Members and Senior Management Personnel in terms of Regulation 17(5) of SEBI Listing Regulations. The Code of Conduct also includes the duties of Independent Directors as per Schedule IV of Companies Act, 2013 and Regulation 17 of SEBI LODR Regulation. Further, all Board Members and Senior Management Personnel have affirmed compliance of the Code for Board and senior management for the financial year 2022-23. A declaration signed by the Managing Director to this effect, is attached at the end of this report. The Code of Business Conduct is available on the website of the Company www.deepenergy.ooo.

Prevention of Insider Trading Code:

As per SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted the Code of Conduct for Regulating, Monitoring and Reporting of trading of Insiders. All the Directors, employees and third parties such as auditors, consultants, etc. who could have access to the unpublished price sensitive information of the Company are governed by the said Code. The trading window is closed during the time of declaration of results.

J. Chart/Matrix setting out the skills/expertise/competence of the Board of Directors:

In order to effectively discharge duties assigned to the Board, it is necessary that the Board collectively holds the appropriate balance of skills and experience. As required under the provisions of Schedule V(C)(h) of the Listing Regulations, the Board of Directors has identified the core skills / expertise / competencies as required in the context of the business(es) and sector(s) for it to function effectively and that those actually available with the Board as follows:

Skills/Expertise/ Competencies	Detail for such Skills/ Expertise/ Competencies	Name of the Directors having such skills/ Expertise/ Competencies
Knowledge	Knowledge of Company's business policies, major risks/threats and potential opportunities, technical /professional skills and specialized knowledge of Company's business.	Mr. Premsingh Sawhney Mr. Shail Savla Mr. Navin Chandra Pandey Mr. Navin Chandra Pandey Mr. Hemendrakumar Shah Mrs. Shaily Dedhia Mr. Vishal Palkhiwala
Business strategy & Analytics, Critical & Innovative thinking, Leadership and decision making	Significant leadership experience to think strategically and develop effective strategies to drive change and growth in context of the Company's overall objectives.	Mr. Premsingh Sawhney Mr. Shail Savla
Corporate Management and Corporate Governance.	Experience in developing and implementing good corporate governance practices, maintaining board and management accountability, managing stakeholders' interests and Company's responsibilities towards customers, employees, suppliers, regulatory bodies and the communities in which it operates including establishing risk and compliance frameworks, identifying and monitoring key risks.	Mr. Premsingh Sawhney Mr. Shail Savla Mr. Vishal Palkhiwala Mr. Hemendrakumar Shah Mr. Navin Chandra Pandey Mrs. Shaily Dedhia
Financial including Accounting & Auditing, Management skills, administration.	Qualification and / or experience in accounting and/or finance coupled with ability to analyse the key financial statements; critically assess financial viability and performance; contribute to financial planning; assess financial controls and oversee capital management and funding arrangements.	Mr. Premsingh Sawhney Mr. Shail Savla Mr. Vishal Palkhiwala Mr. Hemendrakumar Shah Mr. Navin Chandra Pandey Mr. Shaily Dedhia
Behavioural skills	Attributes and competencies to use knowledge and skills for effective contribution to Company's growth.	Mr. Premsingh Sawhney Mr. Shail Savla Mr. Vishal Palkhiwala Mr. Hemendrakumar Shah Mr. Navin Chandra Pandey Mrs. Shaily Dedhia

These skills / competencies are broad-based, encompassing several areas of expertise / experience. Each Director may possess varied combinations of skills / experience within the described set of parameters.

K. Confirmation as regards independence of Independent Directors:

Based on the confirmation / disclosures received from the Independent Directors, the Board of Directors confirm that in its opinion, the Independent Directors fulfill the conditions specified in SEBI Listing Regulations and the Companies Act, 2013 and that they are independent from the management of the Company.

The Independent Directors have furnished their declaration that they qualify the conditions of being independent as per Regulation 16(1)(b) of SEBI Listing Regulations and Section 149(6) of the Companies Act, 2013 which were placed before the Board.

L. Reasons for the resignation of an Independent Director:

During the period under review none of the Independent Directors of the Company have resigned from the board of the Company.

3. BOARD COMMITTEES:

The Board Committees play a vital role in strengthening the Corporate Governance practices and focus effectively on the issues and ensures expedient resolution of the diverse matters. The Board of Directors has constituted Board Committees to deal with specific areas and activities which concern the Company and requires a closer review. These Committees play an important role in the overall Management of day-today affairs and governance of the Company. The Board Committees meet at regular intervals and take necessary steps to perform its duties entrusted by the Board. The Minutes of the Committee Meetings are placed before the Board for noting.

The Committees also make specific recommendations to the Board on various matters when required. All observations, recommendations and decisions of the committees are placed before the Board for information and/or for approval.

The Company has at present the following committees namely;

· Audit Committee

· Nomination & Remuneration Committee

· Stakeholders Relationship Committee

· Corporate Social Responsibility

· Executive Committee

3.1 AUDIT COMMITTEE

The Audit Committee of the Company is constituted in alignment with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations.

The purpose of the Audit Committee is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for Internal financial controls, governance and reviewing the Company's Statutory and Internal Audit activities. The Company Secretary of the Company acts as a Secretary to the Committee. The Chairman of the Committee is an Independent Director having knowledge in Finance.

The terms of reference of Audit Committee are wide enough to cover the matters specified for Audit Committee under Listing Regulations, as well as in Section 177 of the Companies Act, 2013. The terms of reference of the Audit Committee inter-alia includes the following functions:

Sr. No.	***Terms of Reference***
1.	Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2.	Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3	Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
4	Reviewing, with the management, the quarterly and Annual Financial Statements and Auditor's Report thereon before submission to the Board for approval.
5.	Reviewing and monitoring the Auditor's independence and performance, and effectiveness of audit process;
6.	Approval or any subsequent modification of transactions of the Company with related parties and to grant omnibus approval for related party transactions which are in the ordinary course of business and on an Arm's Length pricing basis and to review and approve such transactions subject to the approval of the Board;
7.	Scrutiny of inter-corporate loans and investments;

8. Evaluation of internal financial controls and risk management systems;
9. Discussion with Internal Auditors of any significant findings and follow up there on;
10. To review the functioning of the Whistle Blower mechanism;
11. Approval of appointment of CFO after assessing the qualifications, experience and background, etc. of the candidate;
12. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders
13. Review of compliance with the provisions of SEBI Insider Trading Regulation.

During the financial year 2022-23, Five (5) meetings of the Audit Committee were held on 30th May, 2022, 13th August, 2022, 15th September, 2022, 12th November, 2022 and 10th February, 2023 respectively. Further the gap between two meetings was not exceeding one hundred and twenty (120) days.

The composition of the Audit Committee and the details of meetings attended by its members during the year under review are as under:

Name of the Members in the Board tenure	Designation	Category in the Board	No. of meetings held during tenure	Attended
Mr. Hemendrakumar Shah	Chairman	Non-Executive - Independent Director	5	5
Mr. Premsingh Sawhney	Member	Non-Executive - Non Independent Director	5	5
Mrs. Shaily Dedhia	Member	Non-Executive - Independent Director	5	5

However, during the current year, the Board of Directors at their meeting held on 29th May, 2023 had reconstituted the Audit Committee and appointed Mr. Navin Chandra Pandey, Non-Executive Independent Director as the member of the Audit Committee w.e.f. 29th May, 2023.

The Committee at its discretion shall invite finance director or head of the financial function and any other executives, as it considers appropriate. The Chief Financial Officer, Representative of Internal Auditors, Representative of Statutory Auditors was invited to attend the meetings.

Mr. Hemendrakumar Shah, Chairman of the committee has attended the last 32nd Annual General Meeting held on 29th September, 2022.

Composition of the Committee is available on Company's website:
http://www.deepenergy.ooo/docs/Committee%20of%20Board%20of%20Directors.pdf

3.2 STAKEHOLDERS RELATIONSHIP COMMITTEE

The Board has constituted Stakeholders Relationship Committee pursuant to the Section 178 of Companies Act, 2013 and Regulation 20 read with Part D of Schedule II of Listing Regulations to look into various aspect of interest of shareholders and investors of the Company.

The terms of reference of Stakeholders Relationship Committee inter-alia includes:

Sr. No.	*Terms of Reference*
1.	Resolving the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.
2.	Review of measures taken for effective exercise of voting rights by shareholders
3	Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
4.	Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

Three (3) Meetings of the Stakeholders Relationship Committee were held during the financial year under review on 30th May, 2022, 12th November, 2022 and 10th February, 2023 respectively.

The composition of the Stakeholders Relationship Committee and the details of meetings attended by its members during the year under review are given below:

Name of the Members	Designation	Category in the Board	No. of Meeting held during tenure	Attended
Mr. Hemendrakumar Shah	Chairman	Non-Executive - Independent Director	3	3
Mrs. Shaily Dedhia	Member	Non-Executive - Independent Director	3	3
Mr. Shail Savla	Member	Managing Director	3	3

Mr. Divyesh Senjaliya, Company Secretary of the Company acts as Secretary & Compliance Officer to the Committee. There were no complaints received from the shareholders through SEBI Complaints Redress System (SCORES).

All correspondences/queries were replied satisfactorily to the members. The Status of all complaints received, resolved and pending at end of the year is as under:

Sr. No.	Details of Investor Complaints	No. of Complaints
1.	Number of Investor Complaints pending at the beginning of the year	0
2.	Number of Investor Complaints received during the year under review	1
3.	Number of Investor Complaints resolved during the year under review	1
4.	Complaints not solved to the satisfaction of shareholders during the year	0
5.	Number of Investor Complaints Unresolved at the end of the year	0

Composition of the Committee is available on Company's website:
http://www.deepenergy.ooo/docs/Committee%20of%20Board%20of%20Directors.pdf

3.3 NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company is constituted in alignment with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations of the Listing Regulations. The terms of reference of Nomination and Remuneration Committee inter-alia includes:

Sr. No.	*Terms of Reference:*
1.	Formulating of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2.	Formulation of criteria for evaluation of performance of Independent Directors and the Board;
3.	Devising a policy on Board diversity;
4.	Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal and shall carry out evaluation of every directors' performance;
5.	To recommend /review all remuneration in whatever form payable to the Managing Director(s), Whole-time Director(s) and senior management based on their performance and defied assessment criteria;
6.	Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
7.	To carry out any other function as is mandated by the Board from time to time and /or enforced by any statutory notification, amendment or modification, as may be applicable;

During the year under review, Four (4) meetings of Nomination and Remuneration Committee were held on 30th May, 2022, 13th August, 2022, 12th November, 2022 and 10th February, 2023 respectively.

The composition of the Nomination and Remuneration Committee and the details of meetings attended by each of its members during the year under review are given below:

Name of the Committee Members	Designation	Category in the Board	No. of Meeting held during tenure	Attended
Mrs. Shaily Dedhia	Chairperson	Non-Executive - Independent Director	4	4
Mr. Hemendrakumar Shah	Member	Non-Executive - Independent Director	4	4
Mr. Premsingh Sawhney	Member	Non-Executive Non-Independent Director	4	4
Mr. Navin Chandra Pandey	Member	Non-Executive - Independent Director	4	4

Composition of the Committee is available on Company's website:
http://www.deepenergy.ooo/docs/Committee%20of%20Board%20of%20Directors.pdf

Performance Evaluation for Independent Directors:

The Nomination and Remuneration Committee have laid down the manner in which formal evaluation of the performance of the Board, its Committees and Individual Directors has to be made, which is broadly in compliance with the Guidance Note on Board Evaluation issued the by SEBI vide its Circular dated 5th January 2017. The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Director being evaluated considering the various aspects such as Qualification, Experience and Knowledge & Competency, Availability & Attendance and Fulfillment of functions assigned by the Board / Law, Commitment, Contribution and Integrity, Independence, Independent views and judgment, Compliances with policies of the company, Code of Conduct & Ethics etc.

3.4. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Company has constituted a CSR Committee as required under Section 135 of the Companies Act, 2013 and rules made there under.

The terms of reference of Corporate Social Responsibility Committee inter-alia includes:

Sr. no.	*Terms of Reference*
1.	To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company in areas or subject, specified in Schedule VII of the Companies Act, 2013 and rules made there under
2.	To recommend the amount of expenditure to be incurred on the CSR activities.
3.	To monitor the implementation of framework of CSR Policy.
4.	To carry out any other functions as mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable or as may be necessary or appropriate for performance of its duties.

During the year under review, the Committee met on 13th August, 2022. The composition of the Corporate Social Responsibility Committee and the details of meetings attended by its members are as given below:

Name of Members	Designation	Category in the Board	No. of Meeting held during tenure	Attended
Mr. Premsingh Sawhney	Chairman	Non Executive Non Independent Director	1	1
Mr. Shail Savla	Member	Managing Director	1	1
Mrs. Shaily Dedhia	Member	Non Executive Independent Director	1	1

Since the Company does not attract the criteria of CSR obligation as per the provisions of Section 135, the Company had not spent any amount towards CSR for the FY 2022-23. However the Company has in place the CSR Committee and CSR Policy which inter-alia provides that CSR activities shall be undertaken by the Company as per the policy excluding activities undertaken in pursuance of its normal course of business and in the areas identified by the CSR Committee as per the provisions of the Companies Act, 2013. The CSR activities which are exclusively for the benefit of the Company or their family members shall not be considered as CSR activity. The Company shall give preference to the local area or areas around it where it operates, for spending the amount earmarked for CSR activities.

3.5. EXECUTIVE COMMITTEE

The Company has constituted Executive Committee of the Directors to speed up the routine business matters and to comply with other statutory formalities of the Company.

The Executive Committee comprised of two members viz. Mr. Premsingh Sawhney, Chairman & Non-Executive Director and Mr. Shail Savla, Managing Director. Mr. Premsingh Sawhney is the Chairman of the Committee. During the year under review, the Committee met for Six (6) times on 07th June, 2022, 28th July, 2022, 02nd September, 2022, 23rd September, 2022, 21st November, 2022 and 28th March, 2023 respectively.

Name of Members	Designation	Category in the Board	No. of Meeting held during tenure	Attended
Mr. Premsingh Sawhney	Chairman	Non-Executive - Non Independent Director	6	6
Mr. Shail Savla	Member	Managing Director	6	6

4. REMUNERATION OF DIRECTORS:

Remuneration Policy:

The remuneration policy of the Company is directed towards rewarding performance, based on review of achievements on a periodic basis. The Company endeavors to attract, retain, develop and motivate the high caliber executives and to incentivize them to develop and implement the Group's Strategy, thereby enhancing the business value and maintain a high performance workforce. The policy ensures that the level and composition of remuneration of the Directors is optimum.

The silent feature of the policy inter-alia includes roles of Nomination and Remuneration committee, Term/Tenure of appointment of Executive and Independent Directors, Retirement, Remuneration for Managing Director, Key Managerial Personnel and Senior Management. The committee carries out functions enumerated in the SEBI Listing Regulations

The Executive Directors and Chairman are not being paid any sitting fees for attending meetings of the Board of Directors and its committees. Other than sitting fees paid to Non- Executive Independent Directors, there were no material pecuniary relationship or transactions by the Company with any of the Non- Executive Director and Independent Directors.

Details showing gross remuneration paid to Executive Directors:

No.	Name of Directors	Amount (In Rupees)	Perquisites and Amenities	Total (In Rupees)
1	Mr. Shail Savla	1,20,000/-	—-	1,20,000/-
2	Mr. Ajay Kumar Singhania*	45,000/-	—-	45,000/-
3	Mr. Vishal Palkhiwala^	—-	—-	—-

* Resigned from the office of Executive the Director of the Company w.e.f 01st July, 2022.

^ Appointed as an Additional Executive Director w.e.f 13th August, 2023 and further regularized as Executive Director w.e.f 29th September, 2022.

Criteria for payment of Non-Executive Directors:

The Non Executive Independent Directors of the Company are paid by way of sitting fees only.

The Criteria for making payment to Non-executive Directors are available on the website of the Company at www.deepenergy.ooo. Further, no payment is made towards commission or any other remuneration to the Non-Executive Directors of the Company.

Details showing gross sitting fees paid to Non Executive Directors are under:

No.	Name of Directors	Amount (In Rupees)
1	Mr. Hemendrakumar Shah	50,000/-
2.	Mr. Shaily Dedhia	50,000/-
3.	Mr. Navin Chandra Pandey	1,25,000/-

Service Contract and notice period and Severance Fees:- The Executive Directors are subject to service conditions as per their respective terms of appointment approved by the members of the Company. There is no provision for payment of severance fees to Directors.

Stock option:- The Company has not issued any Stock Option scheme for the Directors and employees

5. GENERAL BODY MEETING

a) Details of last three Annual General Meetings:

Financial Year(s)	AGM	Date and Time	Venue/Location	No. of Special Resolution passed
2019-20	30th AGM	10th November, 2020 at 11:00 A.M	Through Video Conferencing and Other Audio and Video Means. The venue deemed to Register office of the Company.	2
2020-21	31st AGM	17th September, 2021 at 11:00 A.M		2
2021-22	32nd AGM	29th September, 2022 at 11:30 A.M		4

Details of Special Resolution(s) passed during in the immediate last three Annual General Meetings

AGM	Particulars of Special Business Passed
30th AGM	1. Appointment of Mrs. Shaily Jatin Dedhia (DIN: 08853685) as an Independent Director. 2. To accord consent to the Board to Create, Offer, Issue and allot securities amounting to Rs. 150 Crores (Rupees One Hundred And Fifty Crores Only) pursuant to Section 62(1) (C) and other applicable provisions of the Companies Act, 2013 and other applicable laws.
31st AGM	1. Appointment of Mr. Ajay Kumar Singhania (DIN: 05135968) as Executive Director of the Company. 2. To accord consent to the Board to Create, Offer, Issue and allot securities amounting to Rs. 150 Crores (Rupees One Hundred And Fifty Crores Only) pursuant to Section 62(1) (C) and other applicable provisions of the Companies Act, 2013 and other applicable laws.
32nd AGM	1. Appointment of Mr. Vishal Palkhiwala (DIN: 09695011) as Executive Director of the Company w.e.f 13th August, 2022. 2. To Re-appoint Mr. Hemendrakumar Shah (DIN: 00077654) as Non – Executive Independent Director for the second term with effect from 26th June, 2023. 3. To alter Main Object Clause of Memorandum of Association. 4. To accord consent to the Board to create, offer, issue and allot securities amounting to Rs.150 crores pursuant to applicable provisions of the companies act, 2013 and other applicable laws.

b) POSTAL BALLOT:

During the financial year 2022-23 no special resolution was passed through postal ballot. Further as on the date of this report there is no immediate proposal for passing of any special resolution through postal ballot.

6. MEANS OF COMMUNICATION

Financial Results:	The quarterly, half-yearly and annual financial results of the Company are regularly submitted to the stock exchanges soon after the the same is approved by the Board in it's meeting duly convened for the said purpose. Further the said results are also widely published in the newspapers viz The Business Standard in English Language and Jai Hind in Gujarati Language. The results are simultaneously posted on the Company's website at www.deepenergy.ooo.
Website	www.deepenergy.ooo
Investor Service	The Company has designated an e-mail id viz. info@deepenergy.ooo for the investor services and their grievances.
NSE Electronic Application Processing System (NEAPS) / Digital Exchange of NSE	The listing compliances are also filed electronically on NEAPS / Digital Exchange of NSE.
BSE Corporate Compliance & Listing Centre	The listing compliances are also filed electronically on BSE Corporate Compliance & Listing Centre.
Annual Report	Annual Report is circulated to the members and others as required.
Management Discussion & Analysis	This forms a part of the Annual Report, which is shared to the shareholders of the Company.

News Release	During the financial year 2022-23, there has been no news release by the Company.
Presentations / Investor Conference Calls to Institutional Investors / Analysts	During the financial year 2022-23, there has been no such presentations/investor conference calls to institutional investors/ analysts.

7. GENERAL SHAREHOLDER INFORMATION

(i) 33rd Annual General Meeting:

- Date : Thursday, 28th September, 2023.
- Time : 11:30 a.m.
- Financial Year : 1st April, 2022 to 31st March, 2023
- Venue : Meeting to be conducted through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").The venue of the AGM shall deemed to be Registered Office of the Company.
- Remote E-voting Period : Monday, 25th September, 2023 at 9.00 a.m. to Wednesday, 27th September, 2023 at 5.00 p.m.
- Cut off date for remote e-voting : Thursday, 21st September, 2023.
- Date of Book Closure : Friday, 22nd September, 2023 to Thursday, 28th September, 2023 (Both days inclusive)
- Stock Exchange where Company's Shares are Listed : **BSE Limited**
  Phiroz Jeejeebhoy Towers, Dalal Street, Mumbai 400 001, Maharashtra.
  Scrip Code : 532760

  National Stock Exchange of India Limited
  Exchange Plaza, Bandra Kurla Complex, Bandra (East),
  Mumbai 400 051, Maharashtra.
  Scrip Symbol : DEEPENR
- Listing fees: : The Company has paid Annual Listing fees for the financial year 2022-23 and 2023-24 to both the above stock exchanges.

As required under Regulation 36(3) of the Listing Regulations and Secretarial Standard 2, particulars of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting (AGM) are given in the Annexure to the Notice of the AGM to be held on Thursday, 28th September, 2023.

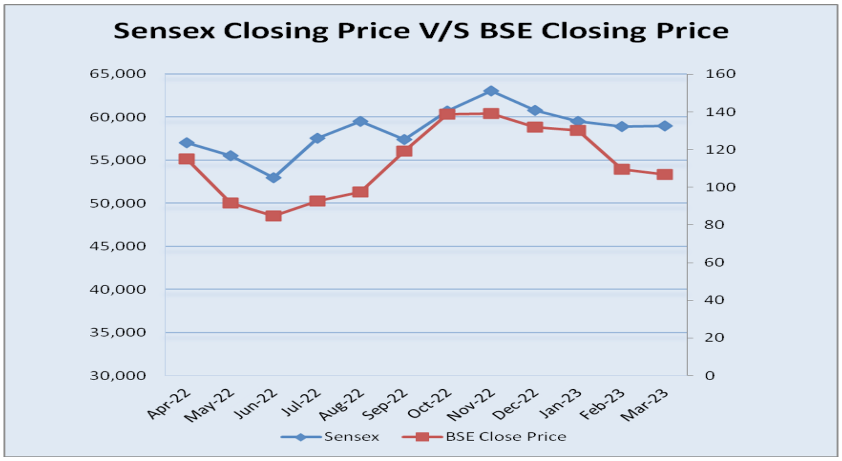
(ii) Stock Market Price Data :

High & Low price (based on closing price) during each month in last Financial Year 2022- 2023 on BSE and NSE:

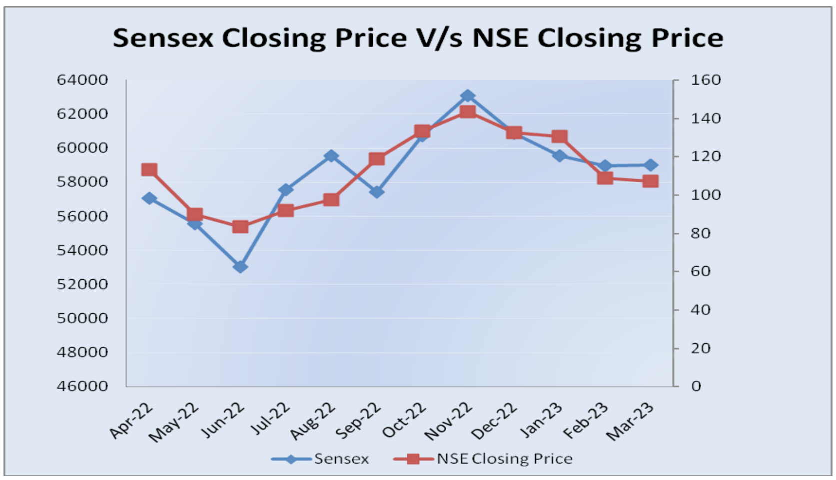
MONTH	SENSEX	BSE			NSE		
		HIGH	LOW	CLOSE	HIGH	LOW	CLOSE
April, 2022	57060.87	114.95	52.1	114.95	113	51.15	113
May, 2022	55566.41	119.8	76.05	91.65	118.65	76.50	89.90
June, 2022	53018.94	104.45	75.65	84.95	104.85	74.05	83.25
July, 2022	57570.25	96.25	80	92.55	98	79.20	91.90
August, 2022	59537.07	97.45	80	97.4	97.40	78.80	97.40
September, 2022	57426.92	131.8	91.95	119.05	131.35	92.30	118.75
October, 2022	60746.59	153	119.25	138.7	152.75	120.25	133.30
November, 2022	63099.65	154	128	139.15	154.45	128	143.25
December, 2022	60840.74	144.9	116.5	131.95	144	114.25	132.45
January, 2023	59549.9	137.45	123.2	130.15	137	122	130.55
February, 2023	58962.12	133.5	108.15	109.4	134	108.15	108.80
March, 2023	58991.52	119	82.15	106.65	119.95	86	107.30

(iii) Performance in comparison of Price of Company at BSE & NSE with Sensex:

a) **Comparison of Closing Price at BSE with BSE Sensex Closing Price**



b) **Comparison of Closing Price at NSE with BSE Sensex Closing Price**



(iv) Tentative Financial calendar for the year 2023-24

Board Meetings for approval of quarterly results (tentative schedule)

Financial Year	:	01st April, 2023 to 31st March, 2024
1st quarter result	:	On or before 14th August, 2023
2nd quarter result	:	On or before 14th November, 2023
3rd quarter result	:	On or before 14th February, 2024
4th quarter result	:	On or before 30th May, 2024

(v) Dividend payment

In view of the future Capital expenditures, the Directors have decided to plough back the profits. Hence, no dividend has been recommended this year on equity shares of the Company.

(vi) Dividend Policy:

Dividends, other than interim dividend(s), are to be declared at the Annual General Meetings of shareholders based on the recommendation of the Board of Directors. Generally, the factors that may be considered by the Board of Directors before making any recommendations for dividend include, without limitation, the Company's future expansion plans and capital requirements, profits earned during the fiscal year, cost of raising funds from alternate sources, liquidity position, applicable taxes including tax on dividend, as well as exemptions under tax laws available to various categories of investors from time to time and general market conditions.

(vii) Distribution of Shareholding as on 31st March, 2023.

No. of Shares	No. of Holders	% of holders	No. of Shares	% of holding
1 to 500	11909	88.4507	1220463	3.8139
501 to 1000	726	5.3922	582661	1.8208
1001 to 2000	355	2.6367	545376	1.7043
2001 to 3000	119	0.8838	309651	0.9677
3001 to 4000	76	0.5645	270758	0.8461
4001 to 5000	58	0.4308	270874	0.8465
5001 to 10000	111	0.8244	831694	2.5990
10001 and above	110	0.8170	27968523	87.4016
Total	**13464**	**100.00**	**3,20,00,000**	**100.00**

(viii) Shareholding Pattern of the Company as on 31st March, 2023:

Sr.No.	Category	No. of shares		Total No. of Shares	% of Shareholding
		Physical	Electronic		
1	Promoters	—	21756845	21756845	67.99
2	Alternate Investment Fund	—	19800	19800	0.06
3	Mutual Fund and UTI	—	—	—	—
4	Clearing Member	—	1103	1103	0.00
5	Foreign Portfolio Investors	—	536264	536264	1.68
6	Private Corporate Bodies	—	1155536	1155536	3.61
7	NRIs/OCBs/Foreign Nationals	—	172349	172349	0.54
8	Indian Public/HUF	260	8307924	8308184	25.96
9	Banks, Financial Institution, Insurance Co.	—	—	—	—
10	Government Companies	—	—	—	—
11	GDR	—	—	—	—
12	NBFCs registered with RBI	—	—	—	—
13	IEPF	—	12102	12102	0.04
14	LLP	—	37817	37817	0.12
	Total	**260**	**31999740**	**32000000**	**100**

(ix) Registrar and Share Transfer Agents

The Investors may contact the Company's Registrar and Transfer Agent for lodgment of transfer deeds and other documents or for any grievances / complaints at the following address:

Name : Link Intime India Private Limited

Address : Ahmedabad Address- 5th Floor, 506 to 508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near ST Xavier's College Corner, Off C G Road , Ellisbridge, Ahmedabad 380006
Mumbai Address- C 101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai-400083

Phone : +91 79 26465179 /86 / 87

E-mail : ahmedabad@linkintime.co.in

Website : www.linkintime.co.in

(x) Share Transfer System

With effect from 1st April, 2019, Securities and Exchange Board of India ("SEBI") has barred physical transfer of shares of listed companies and mandated transfers only in demat mode.

Pursuant to SEBI circular dated 25th January 2022, has mandated that listed companies shall issue the securities in dematerialized form only, in order to enhance ease of dealing in securities markets by investors, for transactions including Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates / folios, transmission and transposition of shares. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at www.deepenergy.ooo.

After processing the service request, a letter of confirmation will be issued to the shareholders and shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerializing those shares. If the shareholders fail to submit the dematerializing request within one hundred and twenty (120) days, then the Company shall credit those shares in the Suspense Escrow Demat account held by the Company. Shareholders can claim these shares transferred to Suspense Escrow Demat account on submission of necessary documentation.

In view of the aforesaid, members holding shares in physical form are therefore requested to convert their holdings into dematerialized mode to avoid loss of shares and fraudulent transactions and avail better investor servicing.

The Board of Directors of Company has delegated the powers regarding share transfer, splitting/consolidation of share certificate and re-materialization of shares, etc. to the Registrar and Share Transfer Agent of the Company i.e. Link Intime India Private Limited. The Company obtains from a Company Secretary in Practice yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the SEBI (Listing Obligation and disclosure Requirements) Regulations, 2015 and files a copy of the certificate with the Stock Exchanges. The Company has signed necessary agreements with two depositories currently functional in India viz. National Securities Depository Limited & Central Depository Services (India) Limited. The transfer of shares in electronic mode need not be approved by the Company.

(xi) Dematerialization of Shares & Liquidity

Equity shares of the Company are traded only in dematerialized form by the investors. The Company has established connectivity with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

Demat security (ISIN) code for the equity shares is INE677H01012. As on 31st March, 2023, 3,19,99,740 shares of the company, constituting 99.99% were in dematerialized form.

(xii) Outstanding GDRs / ADRs / Warrants / any other convertible instruments:

As on 31st March, 2023, the Company does not have any outstanding GDRs / ADRs / Warrants / any other convertible instrument.

(xiii) Commodity price risk or Foreign exchange risk and hedging activities:

The Company has risk Management policy which primarily focuses on identifying, assessing and managing foreign exchange risk.

In order to reduce the uncertainty arising on account of exchange rate movements and currency movement on foreign exchange exposures, Company has in place the hedging policy to secure forex exposures either naturally or otherwise so that the volatility does not impact the core business of the Company. The policy aims at monitoring the market condition for favourable development and minimizing the risk arising out of forex fluctuations with minimum cost of hedging.

(xiv) Plant locations:

The company as of now does not have any plant. However company has marginal fields in Jaisalmer, Rajasthan.

(xv) Investor Correspondence

The Shareholders may address their communication/grievances at the following address.:-

Name	Address	Telephone No./Fax No.	Email Ids and Website
Mr. Divyeshkumar Senjaliya Company Secretary and Compliance officer	12A & 14, Abhishree Corporate Park, Ambli-Bopal Road, Ambli, Ahmedabad-380058.	Tele. No: 02717-298510 Fax No.: 02717-298520	cs@deepenergy.ooo, info@deepenergy.ooo Website: www.deepenergy.ooo

(xvi) List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit Programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad :

No such event during period under review.

(xvii) The securities of the Company were not suspended from trading at any time during the year.

8. OTHER DISCLOSURES

(a) Disclosures on materially significant related party transactions that may have potential conflict with the interests of the Company at large.

There were no materially significant related party transactions that may have potential conflict with the interests of the Company at large. Suitable disclosures as per requirements of IND AS 24, are made in the notes to accounts annexed to the Financial Statements.

In line with requirement of the Companies Act, 2013 and Listing Regulations, your Company has formulated Related Party Transactions Policy. The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and Related Parties. The Related Party Transaction Policy is available on the website of the Company www.deepenergy.ooo and the weblink of the said policy is http://www.deepenergy.ooo/docs/Related-Transaction-Policy.pdf

(b) Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any other Statutory Authority on any matter related to the Capital Markets during the last three years:

The Company has complied with all the requirements of the Stock Exchanges as well as the regulations and guidelines prescribed by the Securities and Exchange Board of India (SEBI). There were no penalties or strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

(c) Vigil Mechanism and Whistle Blower Policy

The Company has a Vigil Mechanism and whistle blower policy to deal with any instance of fraud and mismanagement. The employees of the Company are free to report violations of any laws, rules, regulations and concerns about unethical conduct to the Audit Committee under this policy. The policy ensures that strict confidentiality is maintained while dealing with concerns and also ensures that no discrimination with any person for a genuinely raised concern. During the year under review, no employee was denied access to the Audit Committee.

The Vigil mechanism and Whistle Blower Policy is available on the website of the Company www.deepenergy.ooo.

(d) Details of compliance with mandatory requirements and adoption of the non mandatory requirements:

The Company has complied with the Corporate Governance requirement specified in Regulation 17 to 27 and clause (b) to (i) of Regulation 46(2) of SEBI Listing Regulations.

The Company has complied with all the mandatory requirements of the Listing Regulations relating to Corporate Governance.

The status of compliance with the non-mandatory requirements listed in Part E of Schedule II of the SEBI Listing Regulations, is as under:

Board: The Chairman of the Board is Non Executive Director and hence the requirements of maintaining chairman office are not applicable. .

Shareholder's Rights: The Company's financial results are published in the news papers and are also posted on website of the Company i.e. www.deepenergy.ooo. Hence, the financial results are not sent to the Shareholders of the Company.

Modified Opinion(s) in Audit Report: The Financial Statements presented for the year 2022-23 do not have any qualifications.

Separate posts of Chairperson and the Managing Director or the Chief Executive Officer: The Chairman of the Board is a Non-Executive Director and his position is separate from that of the Managing Director. Further, the Chairman of the Company is not related to the Managing Director.

Reporting of Internal Auditor: The Internal Auditor of the Company directly reports to the Audit Committee.

(e) Material Subsidiary

The Company has one material unlisted subsidiary as on 31st March, 2023 namely Prabha Energy Private Limited. The Company has formulated Policy on determining the Material Subsidiary as per the provisions of the Listing Regulations and the same is uploaded on the Website of the Company www.deepenergy.ooo at the weblink of the said policy is http://www.deepenergy.ooo/docs/Policy-on-determining-of-Material-Subsidiary.pdf

The details pertaining to material subsidiary is as under:

Name of the Material Subsidiary	Date of Incorporation	Place of Incorporation	Name and Date of Appointment of Statutory Auditor
Prabha Energy Resources Limited	05/08/2009	Ahmedabad, Gujarat	M/s. Mahendra N. Shah & Co. Date of Appointment is 13th August, 2022.

(f) Disclosure of commodity price risks and commodity hedging activity:

During the Financial Year 2022-23, Company has not carried out commodity price risks and commodity hedging activity as there was no foreign exposure.

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

During the Financial Year 2022-23, the Company has not raised funds through preferential allotment or qualified institutional placement as specified under Regulation 32(7A) of Listing Regulations.

(h) A certificate from a Company Secretary in practice as per Schedule V Para C clause (10)(i) of the Listing Regulations:

Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the Listing Regulations, a certificate from M/s. Ashish Shah & Associates, Company Secretary in Practice, to the effect that none of Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority has been obtained and is annexed to this report.

(i) Acceptance of the mandatory recommendation of the committee by the Board

During the Financial Year 2022-23, the Board has accepted all the recommendation of various committees of Board and specifically those which are mandatorily required to be accepted by the Board.

(j) Fees paid to the Statutory Auditors

Total fees for all services paid by the company and its subsidiaries on the consolidated basis to the statutory Auditors and all entities in the network firm/network entity of which the statutory auditor is a part is given below:

(Amount in ₹)

Payment to Statutory Auditors	F.Y. 2022-23
Audit Fees	1,40,000/-
Other Services	
Total	**1,40,000/-**

(k) The Company's securities were not suspended for trading during the year under review.

(l) Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013 is as below:

(a) Number of complaints filed during the financial year : Nil

(b) Number of complaints disposed of during the financial year : Not Applicable

(c) Number of complaints pending as on end of the financial year : Nil

(m) Disclosure of Loans and advances in the nature of loans to firms/companies in which directors are interested by listed entity and its subsidiaries:

The Loans and advances in the nature of loans to firms/ companies in which directors are interested are disclosed separately in the Board's Report and forms part of this Annual Report.

(n) Policy on Disclosure of Material Events / Information and Policy on Preservation of Documents / Records and Archival Policy on website Disclosures is uploaded on the website of the Company i.e. www.deepenergy.ooo.

(o) The Company has complied with all the requirements of the Stock Exchanges as well as the regulations and guidelines prescribed by the Securities and Exchange Board of India (SEBI). During the year under review, there were no penalties or strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets. The Company has also complied with the requirements of Corporate Governance Report of Paras (2) to (10) mentioned in Part 'C' of Schedule V of the Listing Regulations.

(p) CODE OF CONDUCT:

The Board has laid down Code of Conduct for the Board Members and for Senior Management of the Company. The same has been posted on the website of the Company. All Board Members and Senior Management Personnel (as per Regulation 26(3) of the Listing Regulations) have affirmed compliance with this Code. A declaration to this effect, signed by the Managing Director forms part of this Report.

(q) Certificate regarding compliance of conditions of Corporate Governance:

Mr. Ashish Shah, Practising Company Secretary (Membership No. FCS 5974 and C.P No. 4178) proprietor of M/s. Ashish Shah & Associates have certified that the Company has complied with the conditions of Corporate Governance as stipulated in Schedule V to the SEBI Listing Regulation and the certificate in compliance with Para E of Schedule V of SEBI (LODR) Regulation, 2015 forms a part of this Annual Report.

(r) CEO/CFO Certification

Mr. Shail Savla, Managing Director and Mr. Shashvat Shah, Chief Financial Officer (CFO) have provided Compliance Certificate regarding the Financial Statements to the Board for the year ended on 31st March, 2023 in terms of provisions of Regulation 17(8) read with Part B of Schedule II of the Listing Regulation.

(s) Details of unclaimed shares in terms of the Listing Regulations as on 31st March, 2023.

Particulars	No. of Shareholders	No. of Shares
Aggregate number of Shareholders and the outstanding shares in the suspense account lying at the beginning of the year.	4	1489
Number of Shareholders who approached the Company / Registrars and Transfer Agents (RTA) for transfer of shares from Unclaimed Suspense Account during the year.	Nil	Nil
Number of Shareholders to whom Shares were transferred from suspence Account during the year.	Nil	Nil
Aggregate number of Shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the end of the year.	4	1489

The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

Transfer of Unclaimed amounts to Investor Education and Protection Fund

All unclaimed dividend amount up to financial year 2014-15 have been transferred to Investor Education & Protection Fund.

Transfer of the "Shares" into Investor Education and Protection Fund ("IEPF") (in cases where dividend has not been claimed for seven consecutive years or more)

In terms of applicable provisions of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the IEPF Rules"), during the year under review, unclaimed dividend amounting to ₹ 74,062/- was transferred by the Company to the Investor Education and Protection Fund ("IEPF"), established by the Government of India.

In terms of Section 124 (6) of the Act read with Investor Education & Protection Fund (IEPF) Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended, and Notifications issued by the Ministry of Corporate Affairs from time to time, the Company is required to transfer the shares in respect of which dividends have remained unpaid/unclaimed for a period of seven consecutive years or more to the IEPF Account established by the Central Government. As required under the said Rules, the Company has transferred 2975 equity shares to the IEPF Authority in the financial year 2022-23.

For and on behalf of the Board of Directors
Deep Energy Resources Limited

Date : 11th August, 2023
Place : Ahmedabad

Premsingh M. Sawhney
Chairman & Non Executive Director
DIN:03231054

Declaration

I, Shail Savla, Managing Director of Deep Energy Resources Limited, confirm that the Company has adopted a Code of Conduct for the members of Board and Senior Management Personnel.

I further confirm that, all the members of the Board of Directors and Senior Management have affirmed that they have complied with the Code of Conduct for Board Members and Senior Management Personnel in terms of Regulation 26(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended on 31st March, 2023.

For and on behalf of the Board of Directors
Deep Energy Resources Limited

Date : 11.08.2023
Place : Ahmedabad

Shail M. Savla
Managing Director
DIN: 08763064

CEO AND CFO CERTIFICATION

(Pursuant to Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the financial year ended 31st March, 2023.

To
The Board of Directors,
Deep Energy Resources Limited
Ahmedabad

This is to certify that:

[A] We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief;

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

(ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable Laws & Regulations.

[B] To the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Companies Code of Conduct.

[C] We accept responsibility for establishing & maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control system of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls if any, of which we are aware and that we have taken the required steps to rectify these deficiencies.

[D] We have indicated to the Auditors and the Audit Committee:

(i) There have been no significant changes, in internal control over financial reporting during the year;

(ii) There have been no significant changes in accounting policies during the year except that disclosed in the notes to the financial statement; and

(iii) There have been no instances of significant fraud of which we have become aware and involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.

Date : 11.08.2023	**Shail Savla**	**Shashvat Shah**
Place : Ahmedabad	**Managing Director**	**Chief Financial Officer**
	DIN : 08763064	

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
DEEP ENERGY RESOURCES LIMITED
12A & 14, Abhishree Corporate Park,
Ambli Bopal Road, Ambli, Ahmedabad - 380 058.

We have examined online the relevant registers, records, forms, returns and disclosures received from the Directors of **Deep Energy Resources Limited** having CIN **L63090GJ1991PLC014833** and having registered office at 12A & 14, Abhishree Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad – 380 058 (hereinafter referred to as 'the Company'), produced before 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 our opinion and to the best of our 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 us by the Company & its officers, We 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.	Shail Manoj Savla	08763064	14/09/2020
2.	Hemendrakumar Chamanlal Shah	00077654	26/06/2018
3	Navin Chandra Pandey	08252350	14/08/2021
4	Premsingh Mangatsingh Sawhney	03231054	10/06/2021
5	Shaily Jatin Dedhia	08853685	14/09/2020
6	Vishal Gautambhai Palkhiwala	09695011	13/08/2022

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.

For, Ashish Shah & Associates

Ashish Shah
Proprietor
Mem. No FCS. 5974
CP No. 4178
UDIN :F005974E000786292

Date : 11th August, 2023
Place : Ahmedabad

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
DEEP ENERGY RESOURCES LIMITED

We have examined the Compliance Conditions of Corporate Governance by **DEEP ENERGY RESOURCES LIMITED** for the year ended on 31stMarch, 2023 as per Para E of Schedule V read with Regulation 34(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the period 01stApril, 2022 to 31st March, 2023. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of certification.

The Compliance of Conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review of the procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

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.

Ashish Shah & Associates

Ashish Shah
Proprietor
Mem. No FCS. 5974
COP No. 4178
UDIN : F005974E000786633

Date : 11th August, 2023
Place : Ahmedabad

Annexure - D
Form No. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st March, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Deep Energy Resources Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Deep Energy Resources Limited (herein after referred to as "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the statutory compliances and expressing our opinion thereon.

We have verified the soft copies of records maintained by the Company. Based on our online verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Deep Energy Resources Limited ("the Company") for the financial year ended on 31st March, 2023 and verified the provisions of the following acts, regulations and also their applicability as far as the Company is concerned during the period under Audit:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under 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 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;- (During the year these Regulations were not applicable)
- (d) Securities And Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;- (During the year these Regulations were not applicable)
- e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Debt Securities) Regulations, 2021;- (During the year these Regulations were not applicable)
- (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and- (During the year these Regulations were not applicable)
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - (During the year these Regulations were not applicable)

We have also examined compliance with applicable clauses of the following

1. Secretarial Standards issued by the Institute of Company Secretaries of India.
2. Provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that:

i) The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors of the Company that took place during the year were carried out in accordance with the provisions of the Act.

ii) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

iii) All decisions at Board Meetings & Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or the Committees of the Board, as the case may be.

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

We further report that during the audit period there are no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For, Ashish Shah & Associates

Ashish Shah
Proprietor
FCS No.: F5974 CP No.: 4178
UDIN: F005974E000786589

Place : Ahmedabad
Date : 11th August, 2023

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

Annexure 'A'

To
The Members,
Deep Energy Resources Limited

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

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

For, Ashish Shah & Associates

Ashish Shah
Proprietor
FCS No.: F5974 CP No.: 4178
UDIN: F005974E000786589

Place : Ahmedabad
Date : 11th August, 2023

Annexure - E

Form No. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended March 31, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Prabha Energy Private Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Prabha Energy Private Limited (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 Prabha Energy Private Limited 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 March 31, 2023 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 Prabha Energy Private Limited ("The Company") for the financial year ended on March 31, 2023, according to the provisions of:

i. The Companies Act, 2013 (the Act) and the rules made there under;

ii. The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

Based on the above said information provided by the company, I report that during the financial year under report, the company has generally complied with the provisions, as applicable of the above-mentioned Acts including the applicable provisions of the Companies Act ,2013 and Rules, Regulations, Guidelines, Standards, etc mentioned above subject to the following observations:

1. I further report that certain compliance related e-forms were filed by the company with Ministry of Corporate Affairs (MCA) beyond the time limit prescribed under Companies Act, 2013 by paying additional fees.

I further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. However, the certain meetings were held at a shorter notice in compliance of the relevant provisions of the Companies Act, 2013 and rules made there under.

All decisions at Board Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors.

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

I further report that during the audit period there were following specific events and actions having a major bearing on Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc:-

1. Increasing of Authorised Share Capital.
2. Issue/redeemed/converted/change in terms and conditions of preference shares of the company in accordance with the provisions of the Act.
3. Alteration of Object clause of Memorandum of Association

Note: The Board of Directors had approved Composite Scheme of Arrangement amongst Deep Energy Resources Limited ("Transferor Company 1" or "DERL"), and Savla Oil and Gas Private Limited ("Transferor Company 2" or "SOGPL") with and into the Prabha Energy Private Limited ("Transferee Company" or "PEPL"), with effect from appointed date i.e., April 01, 2022;

However, the said scheme is subject to necessary regulatory approvals.

Place: Ahmedabad

Signature:

Date: 10-08-2023

Name of Company Secretary in practice: Chirag Atulbhai Kular

Name of Firm: Kular Chirag & Associates

ACS No. A56764

CP No. 21547

PR. No. 3152/2023

UDIN: A056764E000780951

Annexure A

To,
The Members,
Prabha Energy Private Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events, etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure 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.

Place: Ahmedabad

Signature:

Date: 10-08-2023

Name of Company Secretary in practice: Chirag Atulbhai Kular

Name of Firm: Kular Chirag & Associates

ACS No. A56764

CP No. 21547

PR. No. 3152/2023

UDIN: A056764E000780951

Annexure-F

MANAGEMENT DISCUSSION AND ANALYSIS

Indian Oil & Gas Exploration & Production Industry

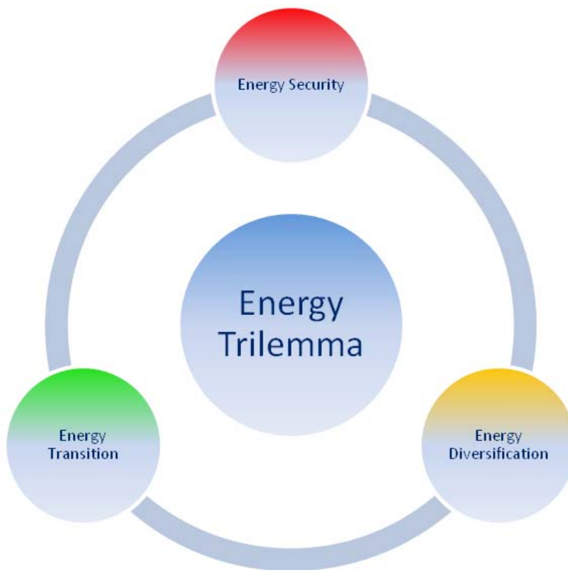
The Global Oil and Gas (O&G) producers had a robust but volatile FY 23. Indian Oil & Gas producers were no exception to it. At the start of the year strong energy demand was expected as the economy continued its recovery from the global pandemic. However Russia-Ukraine conflict introduced huge geopolitical uncertainties and caused energy priced to soar. This has only strengthened the intent of the nations across the world to further bolster the Energy Security and Self Sufficiency while transitioning to greener sources of energy in the long term. The trident of Energy Security & self sufficiency, Supply chain diversification and transition to low carbon energy sources is in focus like never before.

Figure 1: The Energy Trilemma

Energy Security

Reflects nation's ability to meet current and future Energy demand reliably and affordably

To withstand and bounce back from systems shocks with minimum disruption to Energy supplies



Energy Transition
Transition of country's Energy system towards mitigating and avoiding potential environmental harm and climate change impacts

Energy Diversification
Dealing with concentrated demand, production and supply and trade of Energy resources

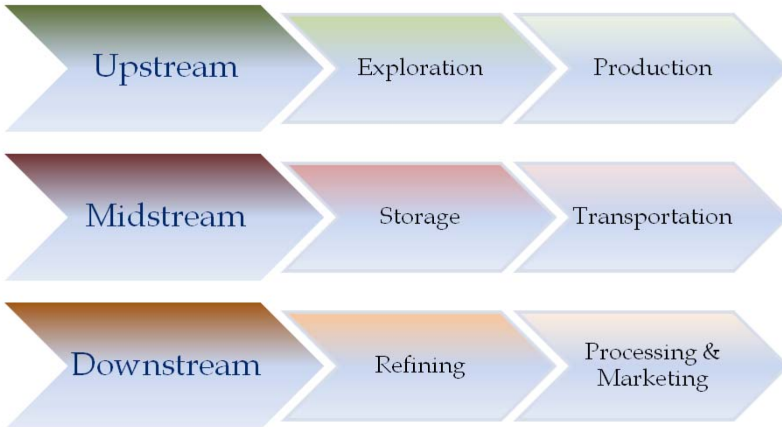
India is now world's third largest energy consumer and is expected to grow its energy consumption at thrice the speed as compared to rest of world by 2040. Further 25% of global energy growth between 2020 and 2040 is envisaged to come from India due to its fast growing economy backed by favorably placed demographics.

India is also a fourth largest importer of LNG (Liquefied Natural Gas) and currently imports large quantities of LNG to support its overall natural gas consumption. India has got abundant reserves of Natural Gas, largely untapped. Natural Gas as a source of energy is greener and still cheaper. Government of India's aim to increase the share of Natural Gas in primary energy basket from current 6.5% to 15% by 2030 opens up the doors for huge opportunities in natural gas domain. The shift towards natural gas will not only bring in larger share of greener energy but will also carry remarkable economic and strategic significance as India targets to stay on multi-year growth trajectory and need to harness the gas reserves to feed to the growth. It also saves us huge foreign exchange resources for us and helps increasing our energy independence in a significant way.

According to IEA (India Energy Outlook 2021), primary energy demand is expected to nearly double to 1,123 million tonnes of oil equivalent, as the country's gross domestic product (GDP) is expected to increase to US$ 8.6 trillion by 2040. Robust energy demand, focus on energy self sufficiency coupled with proactive reforms in energy policies sets the brighter outlook for Indian Oil & Gas Industry in the years ahead.

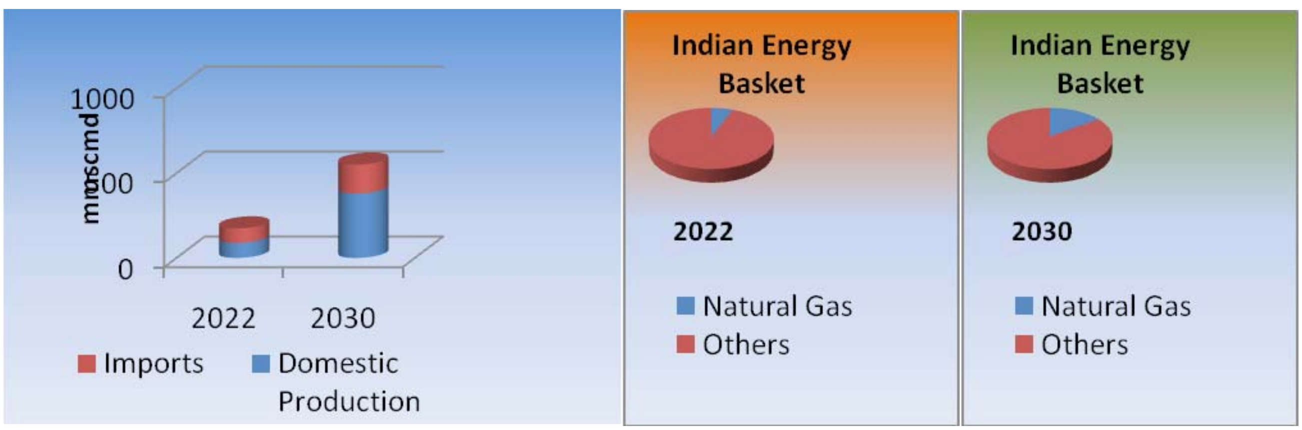
Industry structure and developments in Natural Gas Domain

The Oil and Gas industry is typically split into three segments mainly - Upstream, Midstream and Downstream.



Opportunities and Threats

The Natural Gas Opportunity in India



- India's Natural Gas consumption is~174 mmscmd. Of this around 49% is met through domestic production while the rest is through import in form of Liquefied Natural Gas.
- India's Natural Gas consumption is expected to reach around 550 mmscmd by 2030 of which ~380 mmscmd is expected to be coming from domestic production.
- India targets to increase the share of Natural Gas in the country's energy mix from 6% to 15% by 2025. Global Average is around 24%
- India holds the Natural Gas reserves of 1,339.57 bcm.
- $60 bn investment planned in Natural Gas Infrastructure of the country by 2030 including expansion of pipeline network to 30,000 km. by 2025 and 10,000+CNG stations by 2025.

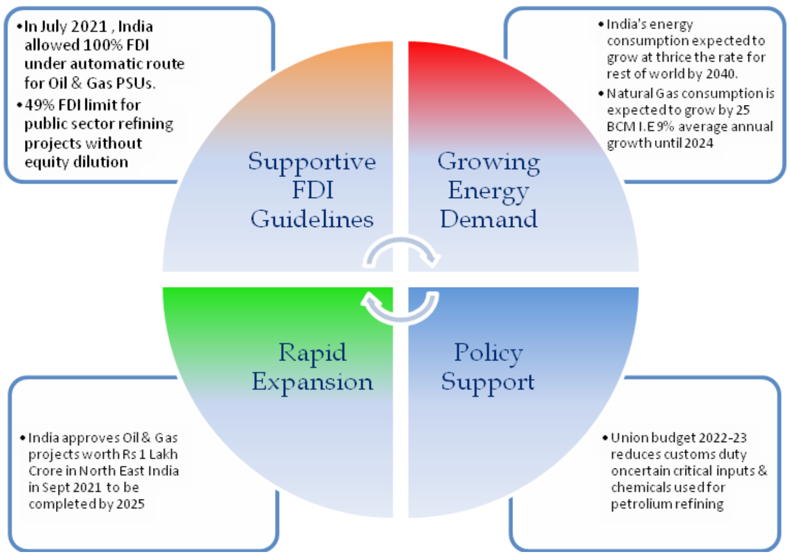
Why Natural Gas? Why CBM?

Cleanest Fossil Fuel: Natural Gas is cleanest of all fossil fuels and the best energy choice for the clean environment. During utilisation of Natural Gas, the emissions are very low as compared to the alternate fuels like coal, Fuel Oil, Naphtha, Petrol, etc. Natural Gas is pre-dominantly made up of Methane (CH_4) and results in lesser carbon emissions. Natural Gas burns cleaner without leaving any smell, ash or smoke.

Global Energy Transition Trend: Natural Gas is increasingly seen as a source of energy assisting in a global transition trend towards low carbon / carbon neutral and sustainable energy supply. Natural Gas is gaining ground as an important contributor to the Indian Energy mix and is capable of ensuring affordable, clean and sustained energy supply.

Coal Bed Methane (CBM) extraction helps in producing cleaner energy from coal as the Natural Gas is extracted first preventing the release of the Natural Gas into atmosphere while coal mining. The technology also enables the relatively safer and cheaper coal extraction later on from the same field and results into duel monetization from the same field. **India** has fifth largest coal reserves in the world and hence great potential for CBM exploration and production.

Figure: 2 Advantage India – Drivers to the growth of Industry



Threats

The deployment of skilled human resources and harnessing of technology has becoming increasingly important. Timely execution of the development plans and monetization of the gas assets remains critical for the growth objectives to be achieved.

The fortunes of the exploration & production business are largely tied up with the buoyancy of gas prices and stability in pricing regime.

Strategy of the company

The Company and its subsidiary companies are holding large acreage of onshore exploration & production assets in both conventional and unconventional category. Out of 10, 4 assets are in development phase, 3 assets are in exploration phase and 3 have been relinquished. DERL holds 25% stake in North Karanpura CBM block through its subsidiary Prabha Energy Private Limited (PEPL). This asset is in development phase. PEPL is the joint operator of this asset along with ONGC and IOCL is the third partner. PEPL also signed a Revenue Sharing Contract with BCCL for exploration, development and production of CBM gas from Jharia CBM Block I. PEPL holds 100% stake for development of this block. The Company has a strong management team with decades of experience in oil & gas and CBM development businesses.

The Company is currently focusing on developing the CBM Gas Assets portfolio through its subsidiary – Prabha Energy Private Limited. Along the lines, the company has started engaging in trading of Natural Gas. This activity is carried with strategic intent since it greatly helps in establishing natural gas market connectivity, brings familiarity with industry norms and builds important supplier – client relationships. It better positions the company within the entire eco-system of natural gas market when the commercial production of natural gas starts from the gas blocks in future.

Performance and Progress of the CBM Gas Assets.

<u>North Karanpura CBM Block:</u>

North Karanpura CBM block was initially awarded to the consortium of ONGC & IOCL during first CBM bid round in 2001. ONGC had completed drilling of 9 core holes and 6 test wells during the Exploration Phase I & II. Exploration work by ONGC had indicated good CBM reservoir parameters like coal thickness, gas content, saturation levels and permeability. Gas-In-Place (GIP) for the development area is about 22.93 billion cubic meters (BCM) of gas. Field Development Plan was approved by the Government of India in 2012. The statutory clearances like environmental clearance, mining lease and other approvals has been granted by the government. In the Year 2015, ONGC through international competitive bidding process awarded its 25% participating interest and operatorship to Prabha Energy Private Limited (PEPL) Thereafter, PEPL started further developmental activities in the block wherein a total of 74 wells were planned to be drilled.

The initial developmental activities have now been completed. The wells drilled and completed so far have shown good CBM gas production. Most of the wells have shown the gas during production testing. One of the well has shown initial gas production of about 12,000 standard cubic meter per day (SCMD) during initial dewatering of well which is very positive.

Further steps are being taken to start commercial production from the North Karanpura Block as well as towards selling small quantity of CBM gas from the block. For this, Gas Sales Agreements have been signed with few buyers. Volume of gas to be sold will be around 25,000 SCMD and the gas will be transported by the buyers using cascades. Infrastructure development for gas off-take is also being developed.

The National Gas Grid is 68 kilometers away from North Karanpura block. Petroleum & Natural Gas Regulatory Board (PNGRB), after competitive bidding process, has now awarded the contract to Indian Oil Corporation Limited (IOCL) for laying the gas pipeline for connecting NK CBM block to Jagdishpur-Haldia-Bokaro-Dhamra Natural Gas Pipeline (JHBDPL) which is part of National Grid.

Jharia CBM Block I

Jharia CBM Block I was awarded to PEPL in September 2021 as a CBM Developer with 100% Participating Interest through international competitive bidding process by Bharat Coking Coal Limited (BCCL) – subsidiary of Coal India Limited. Environmental Clearance (EC) for exploration phase has been granted by the State Pollution Control Board (JSPCB). Initial survey activities have been completed. Locations for exploration phase work program have been identified. Lands required for drilling of core holes and test wells have been acquired. The Work Program & budgeting exercise has been completed and the procurement of goods and services have commenced. The Tenders for Core hole drilling rig, testing rig and other long lead equipment & materials have been floated.

Discussion on Financial Performance with respect to Operational Performance and Key Financial Ratios

Key Financial figures on standalone basis: (in INR Lakhs)

Particulars	FY 2022-23	FY 2021-22
Revenue from Operations	1,490.28	43.43
Other Income	175.22	0.29
Total Income	1,665.50	43.72
Total Expenses	1,294.93	40.13
Profits Before Tax	370.56	3.59
Profits After Tax	279.47	3.19

Key Financial figures on consolidated basis: (in INR Lakhs)

Particulars	FY 2022-23	FY 2021-22
Revenue from Operations	3,345.29	265.48
Other Income	30.46	21.86
Total Income	3,375.74	287.34
Total Expenses	3,064.42	233.45
Profits Before Tax	311.33	53.89
Profits After Tax	216.21	46.13

Revenue from Operations

Revenues from Operations were Rs 1,490.28 Lakhs on standalone basis and Rs 3,345.29 Lakhs on consolidated basis. The revenues were largely derived from dealing in Natural Gas i.e Natural Gas Trading activity- engaged in with strategic intent.

Operating Expenses

Operating Expenses on standalone basis has been Rs 1,200.79 Lakhs and Rs 2,373.08 Lakhs on consolidated basis. The operating expenses are largely consisting of costs incurred on account of purchase of natural gas for trading purposes and other costs associated with it.

Other Expenses

Other Expenses have been listed in table below:

Particulars	FY 22-23 (Standalone basis)	FY 22-23 (Consolidated basis)
Employee Benefit Expenses	7.63	141.60
Finance Cost	0.54	28.34
Depreciation & Amortization	6.94	31.40
Other Expenses	79.03	102.80
Total	**93.60**	**304.14**

DETAILS OF SIGNIFICANT CHANGES IN THE KEY FINANCIAL RATIOS & RETURN ON NET WORTH

Pursuant to Schedule V Para B Clause (1) (i) of the Listing Regulations, Please find below details of Significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in Key Financial Ratios along with detailed explanation therefore.

Sr. No	Financial Ratios	FY 23	FY 22	Change	Explanation / Remarks
1.	Debtors Turnover Ratio	62.28	3.39	1,736%	Expedited collection mechanism. Also trading activity has a faster cash conversion of trade receivables.
2.	Debt Equity Ratio	N.A	N.A	N.A	Not Applicable as there is no external debt.
3.	Return on Net worth(Please refer note 1)	4.33%	0.05%		Better utilization of assets.
4.	Inventory Turnover	N.A	N.A	N.A	Not Applicable as there were no inventories.
5.	Interest Coverage Ratio	N.A	N.A	N.A	Not Applicable as there is no external debt.
6.	Current Ratio **	2.53	1.61		Larger proportion of short term assets relative to the short term liabilities.
7.	Operating Profit Margin (%)	13.14%	8.17%		This is due to better revenue mix whereby large share of revenues revenue came from activities with better operating margins.
8.	Net Profit Margin (%)	16.78%	7.30%		This is due to better revenue mix whereby large share of revenues revenue came from activities with better profit margins.

Note 1

Return on Net worth is calculated on average net worth and is on Ex-Goodwill basis.

RISKS & CONCERNS

1. Tapping of skilled Human resources
2. Lower / Volatile Natural Gas Prices

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has built adequate systems of internal controls to safeguard all assets against loss from unauthorized use or disposition as well as ensuring the preparation of timely and accurate financial information. Regular internal audits and checks are carried out to provide assurance that adequate systems are in place and that the responsibilities at various levels are discharged effectively.

HUMAN RESOURCES & DEVELOPMENT

The Company values its Human Resources most and continued in its endeavors to ensure work-life balance of its employees. The Company believes that employees are the key to achievement of Company's objectives and strategies. The Company provides to the employees a fair and equitable work environment and support from their peers with a view to develop their capabilities leaving them with the freedom to act and to take responsibilities for the task assigned. We provide our employees outstanding career development opportunities and reward to the staff for their good performance and loyalty to the organization.

In order to meet steady flow of talent, Company has appointed experienced professionals in Technical as well as Commercial Departments. Apart from that, as a strategic policy, every year, Company hires new pool of talent from reputed Technical / Petroleum Institute through campus selection process. Other than Key Managerial Personnel, there were no any other employees in the Company as on 31st March, 2023.

HEALTH, SAFETY & ENVIRONMENT

Being a service provider to high risk industry, safety of employees is utmost priority of our Company. While carrying out operations, Company ensures compliance to all Rules and Regulations regarding Health, Safety and Environment protection. Imparting essential health and safety training such as MVT, Firefighting etc is being followed on regular basis.

CAUTIONARY STATEMENT

Statement in Management Discussion and Analysis may be forward looking within the meaning of applicable securities laws and regulations. Many factors may affect the actual results, which could be different from what the Directors envisage in terms of future performance and outlook.

The Company assumes no responsibilities in respect of the forward looking statements herein, which may undergo changes in future on the basis of subsequent developments, information or events.

For and on behalf of the Board of Directors
Deep Energy Resources Limited

Date : 11th August, 2023
Place : Ahmedabad

Premsingh M. Sawhney
Chairman & Non Executive Director
DIN:03231054

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
Deep Energy Resources Limited (Formerly known as Deep Industries Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Deep Energy Resources Limited (Formerly known as Deep Industries Limited)** (the 'Company') which comprise the Balance Sheet as at March 31, 2023, and the statement of Profit and Loss (including the statement of other comprehensive income), Statement of changes in equity and Statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit, total comprehensive income, the changes in equity and its cash flows for the year then ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the standalone 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 that there is no key audit matter to communicate in our report.

Information other than Financial Statements & Auditors Report thereon

The Company's Board of Directors is responsible for the Other Information. The Other Information comprises the information included in the Board's Report including Annexures to Board's Report, Corporate Governance report and Management Discussion and Analysis (but does not include the standalone financial statements, consolidated financial statements and our auditor's reports thereon).

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

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

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.

Responsibilities of Management and those charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgement and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone 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.

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

Auditor's Responsibilities 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 Standard on Auditing, we exercise professional judgment 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 the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting polices 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 statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the 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 in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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

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

Other Matter

The comparative financial information of the company for the year ended March 31, 2022 included in standalone financial statement, have been audited by predecessor auditor M/s. Dhirubhai Shah & Co LLP , who had expressed unmodified opinion on the same, vide their report dated May 30, 2022.

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 are necessary for the purpose 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 the examination of those books;

   (c) The Balance Sheet, the Statement of Profit and Loss including statement of other comprehensive income and the Cash Flow Statement, 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 financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act;

   (e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act;

   (f) With respect to the adequacy of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure A"**;

   (g) With respect to the 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 is in accordance with the provisions of section 197 read with Schedule V to the Companies Act, 2013;

   (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rule, 2014, 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 the financial position of its financial statements – Refer Note 26 to the financial statements;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

      iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the notes to accounts, no funds (which are material either individually or in the aggregate) 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, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provide under (a) & (b) above contain any material misstatement.

v. (a) The Company has not declared or paid any dividend during the current year.

(b) 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.

2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **"Annexure B"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Place : Ahmedabad
Date : May 29, 2023

Chirag M. Shah
Partner
Membership No. 045706
UDIN: 23045706BGUVSN3131

"Annexure A" to the Independent Auditors' Report

(**Report on the Internal Financial Controls under Clause (1) 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 **Deep Energy Resources Limited (Formerly known as Deep Industries Limited)** ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Opinion

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

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

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 Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal Financial Controls and, both issued by the 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 systems 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 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 purpose 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 of procedures may deteriorate.

For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Place : Ahmedabad
Date : May 29, 2023

Chirag M. Shah
Partner
Membership No. 045706
UDIN: 23045706BGUVSN3131

"Annexure B" to the Independent Auditors' Report

Referred to in paragraph 15 under the heading 'Report on Other Legal & Regulatory Requirements' of our report of even date to the financial statements of the Company for the year ended March 31, 2023:

i. In respect of Company's Plant Property and Equipment, Right to use of Assets and Intangible Assets:

(a) (i) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.

(ii) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a program of physical verification of property, plant and equipment and right-of-use assets so as to cover all the assets once every five years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) 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) as disclosed in the financial statements are held in the name of the company. Immovable properties of land and buildings whose title deeds have been pledged as security for loans are held in the name of the Company based on the confirmations directly received by us from lenders.

(d) The Company has not revalued its Property, plant and Equipment (including right to use assets) and its intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) The company does not have any inventory, hence reporting under this clause is not applicable

(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii) (b) of the Order is not applicable.

iii. The Company has made investments in, provided guarantee to companies and other parties during the year. The Company has granted loans or advances in the nature of loans, secured or unsecured, to companies and any other parties during the year, in respect of which:

(a) The Company has granted loans or advances in the nature of loans and guarantee during the year and details of which are given below:

(Rs. In lakhs)

A. Aggregate amount granted / provided during the year:	**Loans**	**Advances in nature of loan**	**Guarantee**
- Subsidiaries	3,000.00	-	-
- Joint Ventures	-	-	-
- Associates	-	-	-
- Others	-	-	-

(Rs. In lakhs)

B. Balance outstanding as atbalance sheet date:	**Loans**	**Advances in nature of loan**	**Guarantee**
- Subsidiaries	3,173.84	-	920
- Joint Ventures	-	-	-
- Associates	-	-	-
- Others	-	-	-

(b) The grant of all the above-mentioned loans and advances in the nature of loans and guarantees provided, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

(c) The Company has granted loans or provided advances in the nature of loan are payable on demand. During the year the Company has not demanded such loan or advances in the nature of loan. 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 is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has 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:

Particulars	All Parties- Including Related Party* (Rs. In Lakhs)	Promoters* (Rs. In Lakhs)	Related Parties* (Rs. In Lakhs)
Aggregate amount of loans or advances in the nature of loans which are repayable on demand or without specifying any terms or period of repayment	3,173.84	Nil	3,173.84
Percentage of loans to the total loans	100%	Nil	100%

iv. In our opinion and according to the information and explanations given to us, the company has not entered into any transaction covered under Section 185 and 186 of the Act in respect of investments made, guarantee given and loans granted, to the extent applicable to the Company.

v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

vi. In our opinion and according to the information and explanations given to us, company is not required to maintain cost records as per Section 148. Hence reporting under clause (VI) of the Order is not applicable.

vii. According to information and explanations given to us in respect of statutory dues and on the basis of our examination of the books of account, and records,

(a) The Company has been generally regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2023 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanations given to us, there are no statutory dues referred to in sub-clause (a) above which have not been deposited as on 31st March, 2023 on account of any dispute, except the following:

Name of statue	Nature of Dues	Amount (in Lakhs)	Period to which amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax	1,499.16	2018-19	CIT-Appeals
Income Tax Act, 1961	Income Tax	262.25	2016-17	CIT-Appeals

viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

ix. (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) Term loans availed by the company were, applied by the company during the year for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary, associate or joint venture.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiary, associate or joint venture.

x. (a) According to the information and explanations given by the management, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause x(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

xi. (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and up to the date of this report.

xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the company during the year and covering the period up to 31st March, 2023.

xv. In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi) (a), (b), (c) & (d) of the Order is not applicable.

xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

xviii. There has been resignation of the statutory auditors of the Company during the year and there were no issues, objections or concerns raised by the outgoing auditors.

xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Place : Ahmedabad
Date : May 29, 2023

Chirag M. Shah
Partner
Membership No. 045706
UDIN: 23045706BGUVSN3131

STANDALONE BALANCE SHEET AS AT 31ST MARCH 2023

₹ In Lakhs

ASSETS	Note No.	As at 31st March, 2023		As at 31st March, 2022	
NON-CURRENT ASSETS					
(a) Property, Plant and Equipment	4	**131.66**		138.60	
(b) Capital Work in Progress	4	**1,194.58**		1,194.58	
(c) Intangible Assets	4	**31,852.56**		31,852.56	
(d) Financial Assets					
(i) Investments	5	**1,861.54**		4,861.54	
(e) Income Tax Assets (Net)	6	**126.84**		126.84	
			35,167.17		**38,174.12**
CURRENT ASSETS					
(a) Financial Assets					
(i) Trade Receivables	7	**23.93**		12.80	
(ii) Cash and Cash Equivalents	8	**1.46**		3.02	
(iii) Bank balances other than above	9	**27.79**		20.48	
(iv) Other Financial Assets	10	**196.12**		0.08	
(v) Loans	11	**3,000.00**		-	
(b) Other Current Assets	12	**246.55**		1.80	
			3,495.84		**38.18**
TOTAL ASSETS			**38,663.01**		**38,212.30**
EQUITY AND LIABILITIES					
EQUITY					
(a) Equity Share Capital	13	**3,200.00**		**3,200.00**	
(b) Other Equity	14	**35,242.06**		34,962.09	
Total Equity			**38,442.06**		**38,162.09**
LIABILITIES					
NON-CURRENT LIABILITIES					
(a) Deferred Tax Liabilities (Net)	15	**25.30**		26.51	
			25.30		26.51
CURRENT LIABILITIES					
(a) Financial Liabilities					
(i) Trade Payables					
- Dues to Micro & Small Enterprises	16	**-**		-	
- Dues to Other than Micro & Small Enterprises	16	**94.80**		3.29	
(ii) Other Financial Liabilities	17	**37.05**		9.63	
(b) Current tax liabilities(Net)		**52.79**		-	
(c) Other Current Liabilities	18	**11.01**		10.78	
			195.65		**23.70**
TOTAL EQUITY & LIABILITIES			**38,663.01**		**38,212.30**

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

As per our report of even date attached
For MAHENDRA N. SHAH & CO.
Chartered Accountants
Firm Registration Number: 105775W

Chirag M. Shah
Partner
Membership Number: F-045706

Place : Ahmedabad
Date : 29/05/2023

FOR & ON BEHALF OF DEEP ENERGY RESOURCES LIMITED

Shail Savla
Managing Director
DIN : 08763064

Premsingh Sawhney
Chairman & Non-Executive Director
DIN : 03231054

Shashvat Shah
Chief Financial Officer

Divyesh Senjaliya
Company Secretary
Membership No: 60456

Place : Ahmedabad
Date : 29/05/2023

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

(₹ in Lakhs except per equity share data)

Particulars	Note No.	Year ended 31st March, 2023		Year ended 31st March, 2022	
INCOME					
Revenue from operations	19	**1,490.28**		43.43	
Other income	20	**175.22**		0.29	
TOTAL INCOME			**1,665.50**		43.71
EXPENSES					
Cost of Material Consumed & Operating Expenses	21	**1,200.79**		-	
Employee benefits expenses	22	**7.63**		12.14	
Finance Costs	23	**0.54**		0.25	
Depreciation and amortization expenses	24	**6.94**		6.94	
Other expenses	25	**79.03**		20.80	
TOTAL EXPENSES			**1,294.94**		40.12
Profit before exceptional items and tax			**370.56**		3.59
Exceptional items (net)			**-**		-
Profit before tax			**370.56**		3.59
Tax items					
(i) Current tax		**92.31**		0.52	
(ii) Deferred Tax Income		**(1.21)**		(0.12)	
Total tax items			**91.09**		0.40
Profit for the year			**279.47**		3.19
Other Comprehensive Income					
Items that will not be re-classified to Profit or Loss					
Items that will be re-classified to Profit or Loss					
Income tax relating to items that will not be reclassified to Profit or Loss		**-**		-	
Other Comprehensive Income for the year			**-**		-
Total Comprehensive Income for the year			**279.47**		3.19
Earnings Per Equity Share of face value of 10 each					
(1) Basic	26		**0.87**		0.01
(2) Diluted	26		**0.87**		0.01

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

As per our report of even date attached
For MAHENDRA N. SHAH & CO.
Chartered Accountants
Firm Registration Number: 105775W

Chirag M. Shah
Partner
Membership Number: F-045706

Place : Ahmedabad
Date : 29/05/2023

FOR & ON BEHALF OF DEEP ENERGY RESOURCES LIMITED

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Shashvat Shah
Chief Financial Officer

Divyesh Senjaliya
Company Secretary
Membership No: 60456

Place : Ahmedabad
Date : 29/05/2023

STANDALONE STATEMENT OF CASH FLOW 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	**370.56**	3.59
Adjustments for:		
Depreciation and amortization	**6.94**	6.94
Interest and finance charges	**0.54**	0.25
Interest income	**(175.22)**	(0.29)
Operating Profit before Working Capital Changes	**202.83**	10.49
Adjustments for changes in working capital :		
(Increase)/decrease in trade receivables, loans & advances and other assets	**(284.87)**	9.59
Increase/(decrease) in trade payables, other liabilities and provisions	**119.16**	(11.22)
Cash Generated from Operations	**37.12**	8.86
Income taxes paid	**39.51**	0.88
Net Cash (Used) / generated by Operating activities (Total A)	**(2.39)**	7.98
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Additions in capital work in progress	**-**	(5.00)
Loans Given	**(3,000.00)**	-
Redemption of Investment	**3,000.00**	-
Interest Received	**1.38**	0.29
Net Cash (Used) / generated by Investing activities (Total B)	**1.38**	**(4.71)**
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Interest and finance charges	**(0.54)**	(0.25)
Net Cash used in Financing activities (Total C)	**(0.54)**	(0.25)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	**(1.55)**	**3.02**
Cash and bank balances at the beginning of the year	**3.02**	-
Cash and bank balances at the end of the year	**1.47**	3.02

NOTES:

1) The above cash flow statement has been prepared as per the "Indirect method" set out in the Indian Accounting Standard (Ind AS) - 7 Statement of Cash Flows
2) Figures in bracket indicate cash outflow.
3) Previous year figures have been regrouped and recast wherever necessary to confirm to current year's classification.

Cash and cash equivalents at the end of the year consist of cash on hand, cheques, draft on hand and balance with banks as follows:

DETAIL OF CASH AND CASH EQUIVALENTS	As at 31st March, 2023	As at 31st March, 2022
Balances with banks		
In current accounts	**1.39**	3.02
Cash on hand	**0.07**	-
	1.46	3.02

As per our report of even date attached
For MAHENDRA N. SHAH & CO.
Chartered Accountants
Firm Registration Number: 105775W

Chirag M. Shah
Partner
Membership Number: F-045706

Place : Ahmedabad
Date : 29/05/2023

FOR & ON BEHALF OF DEEP ENERGY RESOURCES LIMITED

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Shashvat Shah
Chief Financial Officer

Divyesh Senjaliya
Company Secretary
Membership No: 60456

Place : Ahmedabad
Date : 29/05/2023

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

(A) EQUITY SHARE CAPITAL

For the year ended 31st March, 2023

(₹ In Lakhs)

Particulars	Balance as at 1st April, 2022	Change in Equity share capital due to prior period items	Restated balance as at 1st April, 2022	Changes in Equity share capital during the year	Balance as at 31st March, 2023
Equity Share Capital	3,200.00	-	3,200.00	-	3,200.00

For the year ended 31st March, 2022

(₹ In Lakhs)

Particulars	Balance as at 1st April, 2021	Change in Equity share capital due to prior period items	Restated balance as at 1st April, 2021	Changes in Equity share capital during the year	Balance as at 31st March, 2022
Equity Share Capital	3,200.00	-	3,200.00	-	3,200.00

(B) OTHER EQUITY

For the year ended 31st March, 2023

Particulars	Capital Reserve	General Reserve	Security premium account	Retained Earnings	Total Equity
Balance as at 1st April, 2022	412.48	980.36	13,872.88	19,696.37	34,962.09
Addition / (Deduction) During the Year	-	-	-	-	-
Transferred from Statement of Profit and Loss	-	-	-	279.47	279.47
Dividend on Equity Shares	-	-	-	-	-
Other Comprehensive income/(loss) for the year	-	-	-	-	-
Balance as at 31st March, 2023	**412.48**	**980.36**	**13,872.88**	**19,975.84**	**35,241.56**

For the year ended 31st March, 2022

Particulars	Capital Reserve	General Reserve	Security premium account	Retained Earnings	Total Equity
Balance as at 1st April, 2021	412.48	980.36	13,872.88	19,693.18	34,958.90
Addition / (Deduction) During the Year	-	-	-	-	-
Transferred from Statement of Profit and Loss	-	-	-	3.19	3.19
Dividend on Equity Shares	-	-	-	-	-
Other Comprehensive income/(loss) for the year	-	-	-	-	-
Balance as at 31st March, 2022	**412.48**	**980.36**	**13,872.88**	**19,696.37**	**34,962.09**

As per our report of even date attached
For MAHENDRA N. SHAH & CO.
Chartered Accountants
Firm Registration Number: 105775W

Chirag M. Shah
Partner
Membership Number: F-045706

Place : Ahmedabad
Date : 29/05/2023

FOR & ON BEHALF OF DEEP ENERGY RESOURCES LIMITED

Shail Savla
Managing Director
DIN : 08763064

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DIN : 03231054

Shashvat Shah
Chief Financial Officer

Divyesh Senjaliya
Company Secretary
Membership No: 60456

Place : Ahmedabad
Date : 29/05/2023

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

1. CORPORATE INFORMATION

Deep Energy Resources Limited (the Company) is a public limited company domiciled in India having its registered officesituated at 12A & 14, Abhishree Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad Ahmedabad GJ 380058. The Companywas incorporated on 1st January, 1991, under the provisions of the Companies Act, 1956 applicable in India and its equity sharesare listed on the National Stock Exchange of India Limited (NSE) and BSE Limited. Deep Energy Resources Ltd (DERL) is a welldiversified oil & gas company serving the industry since 1991 with business interests in Air and Gas compression, Gas Dehydration,work over, Drilling and Oil & Gas Exploration and Production. DERL is the first company in India to provide high pressure Air andGas compressors on charter hire basis. DERL is the largest Natural Gas Compression services provider in India and has alsodiversified into providing of work-over & Drilling services to exploration and production (E&P) players through its fleet of rigs.

2. Basis of Preparation

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 from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013.

These financial statements have been prepared on a historical cost convention basis, except for the following:

- Certain financial assets and liabilities that are measured at fair value (refer accounting policy regarding financial instruments).
- Defined benefit plans assets measured at fair value.
- Derivative financial instruments

The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. The financial statements are presented in Indian Rupees (‘INR’) and all values are rounded to the nearest Lakhs (INR 00,000) except when otherwise indicated.

2.1 Summary of significant accounting policies

a) Current versus non-current classification

An asset is treated as current when it is:

(i) Expected to be realized or intended to be sold or consumed in normal operating cycle; or

(ii) Held primarily for the purpose of trading; or

(iii) Expected to be realized within twelve months after the reporting period; or

(iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when it is:

(i) Expected to be settled in normal operating cycle; or

(ii) Held primarily for the purpose of trading; or

(iii) Due to be settled within twelve months after the reporting period; or

(iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Foreign currencies

The Company financial statements are presented in Indian Rupees. The Company determines the functional currency and items included in the financial statements are measured using that functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Company initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Company determines the transaction date for each payment or receipt of advance consideration.

c) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Fair-value related disclosures for financial instruments and non-financial assets that are measured at fair value are disclosed in the relevant notes.

d) Revenue from contract with customer

Revenue from contracts with customers is recognised 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. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of products/ Service

Revenue from sale of products is recognised at the point in time when control of the asset is transferred to the customer. Amounts disclosed as revenue are net of returns and allowances, trade discounts and rebates. The Company collects Goods & Service Tax (GST) on behalf of the government and therefore, these are not economic benefits flowing to the Company. Hence, these are excluded from the revenue.

Variable consideration includes trade discounts, volume rebates and incentives, etc. The Company estimates the variable consideration with respect to above based on an analysis of accumulated historical experience. The Company adjusts estimate of revenue at the earlier of when the most likely amount of consideration we expect to receive changes or when the consideration becomes fixed.

Interest Income

Other revenue streams Interest Income For all debt instruments measured at amortised cost, interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in “other income” in the Statement of Profit and Loss.

Interest income on fixed deposits is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head “other income” in the Statement of Profit and Loss.

Dividend income

Dividend on financial assets is recognised when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Contract balances

Contract assets

A contract asset is initially recognised for revenue earned from sale of goods or services. Upon acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables.

Contract assets are subject to impairment assessment. Refer to accounting policies on impairment of financial assets in section - Financial instruments – initial recognition and subsequent measurement.

Trade receivables

A trade receivable is recognised if the amount of consideration is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section - Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Company transfers the related goods or services. Contract liabilities are recognised as revenue when the Company performs under the contract (i.e., transfers control of the related goods or services to the customer).

e) Taxes

Current Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

f) Property, plant and equipment (PPE)

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Depreciation is calculated on a Straight Line Method (SLM) over the estimated useful lives of assets.

The Company has based on a technical review and re-assessment by the management, decided to adopt the existing useful life for certain asset blocks which is lower as against the useful life recommended in Schedule II to the Companies Act, 2013, since the Company believes that the estimates followed are reasonable and appropriate, considered current usage of such assets.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

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.

g) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Software

Cost of software is amortised over its useful life of 36 months starting from the month of project implementation. Gains 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 asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

h) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

i) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section “Impairment of non-financial assets”.

ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases and leases of low-value assets

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

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

j) Inventories

Inventories are stated at lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.
- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads (to the extent apportioned based on the stage of completion) based on the normal operating capacity but excluding borrowing costs. Cost is determined on weighted average basis.
- Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

k) Impairment of non-financial assets

The Company assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash-Generating Unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses, including impairment on inventories, are recognised in the Statement of Profit and Loss, except for properties previously revalued with the revaluation surplus, if any, taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

The impairment assessment for all assets is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit and Loss.

l) Provisions, contingent liabilities and contingent assets

Provisions

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise. Contingent liabilities are disclosed by way of note to the financial statements.

Contingent Assets

A contingent asset is a possible asset that arises from past events the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise.

Contingent assets are neither recognised nor disclosed in the financial statements.

m) Retirement and other employee benefits

Provident fund

Retirement benefit in the form of Provident Fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident scheme as an expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Gratuity

Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit (PUC) method made at the end of each financial year. The Company contributes to Life Insurance Corporation of India (LIC) and SBI Life Insurance Company Limited, a funded defined benefit plan for qualifying employees.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to Statement of Profit and Loss in subsequent periods.

Past service costs are recognised in Statement of Profit and Loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised on an undiscounted accrual basis during the year when the employees render the services. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services.

Long-term employee benefits

Other long term employee benefits comprise of compensated absences/leaves. Provision for Compensated Absences and its classifications between current and non-current liabilities are based on independent actuarial valuation. The actuarial valuation is done as per the projected unit credit method.

n) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section "Revenue from contracts with customer".

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- financial assets at amortised cost
- financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses
- financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- financial assets at fair value through profit or loss

Financial assets at amortised cost

A 'financial assets' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade receivables, security deposits and other receivables.

Financial assets at fair value through other comprehensive income (FVTOCI)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent Solely Payments of Principal and Interest.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through other comprehensive income (OCI), interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value changes recognised in OCI is reclassified from the equity to profit or loss

The Company's debt instruments at fair value through OCI includes investments in quoted debt instruments included under other non-current financial assets.

Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Company elected to classify irrevocably its non-listed equity investments under this category.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

This category includes derivative instruments and listed equity investments which the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are recognised in the statement of profit and loss when the right of payment has been established.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.

b) Trade receivables.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables which do not contain a significant financing component. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, historical observed default rates are updated and changes in the forward- looking estimates are analysed.

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, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

Financial liabilities at amortised cost (Loans and borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

o) Derivative financial instruments

The Company uses derivative financial instruments such as foreign currency forward contracts and option currency contracts to hedge its foreign currency risks arising from highly probable forecast transactions. The counterparty for these contracts is generally a bank.

Derivatives not designated as hedging instruments

This category has derivative assets or liabilities which are not designated as hedges.

Although the Company believes that these derivatives constitute hedges from an economic perspective, they may not qualify for hedge accounting under Ind AS 109. Any derivative that is either not designated a hedge, or is so designated but is ineffective, is recognized on balance sheet and measured initially at fair value. Subsequent to initial recognition, derivatives are re-measured at fair value, with changes in fair value being recognized in the statement of profit and loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

p) Cash & Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

q) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

r) Dividend

The Company recognises a liability to pay dividend to equity holders of the parent when the distribution is authorised, and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

s) Investment in subsidiaries, joint ventures and associates

Equity investments in subsidiaries, joint ventures and associates are shown at cost less impairment, if any. The Company tests these investments for impairment in accordance with the policy applicable to 'Impairment of non-financial assets'. Where the carrying amount of an investment or CGU to which the investment relates is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is recognized in the Statement of Profit and Loss.

2.2 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company accounting policies, the management of the Company is required to make judgements, estimates and assumptions about the carrying amounts 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 ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Useful lives of Intangible assets

The intangible assets are amortised over the estimated useful life. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Useful lives of depreciable tangible assets

Management reviews the useful lives of depreciable assets at each reporting date. As at March 31, 2023 management assessed that the useful lives represent the expected utility of the assets to the Company.

Defined benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. 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.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for determined period and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows, the growth rate used for extrapolation purposes and the impact of general economic environment (including competitors).

2.3 Other Notes

a) 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 under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iii) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

(iv) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) orb) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(v) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) Regulatory Updates :

i) Standards notified but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, as and when they become effective. The Ministry of Corporate affairs (MCA) has notified certain amendments to Ind AS, through Companies (Indian Accounting Standards) Amendment Rules, 2023 on 31st March, 2023. The amendments have been made in the following standards:

Ind AS 1: Presentation of Financial Statements is amended to replace the term "significant accounting policies" with "material accounting policy information" and providing guidance relating to immaterial transactions, disclosure of entity specific transactions and more

Ind AS 8: Accounting Policies, Changes in Accounting Estimates and Errors to include the definition of accounting estimates as "monetary amounts in financial statements that are subject to measurement uncertainty."

Ind AS 12: Income Taxes relating to initial recognition exemption of deferred tax related to assets and liabilities arising from a single transaction.

Other Amendments in Ind AS 102 – Share based Payments, Ind AS 103 – Business Combinations, Ind AS 109 – Financial Instruments, Ind AS 115 – Revenue from Contracts with Customers which are mainly editorial in nature in order to provide better clarification of the respective Ind AS's.

These amendments shall come into force with effect from April 01, 2023. The Company is assessing the potential effect of the amendments on its financial statements. The Company will adopt these amendments, if applicable, from applicability date.

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2023

(₹ In Lakhs)

	TANGIBLE ASSETS	
	Rigs	**Total**
4 - PROPERTY, PLANT AND EQUIPMENT & CAPITAL WORK-IN-PROGRESS		
Cost of Assets:		
As at 1st April, 2021	**219.06**	**219.06**
Addition / Transfers	-	-
Disposal / Adjustments	-	-
As at 31st March, 2022	**219.06**	**219.06**
Addition / Transfers	-	-
Disposal / Adjustments	-	-
As at 31st March, 2023	**219.06**	**219.06**
Depreciation / Amotization:		
As at 1st April, 2021	**73.51**	**73.51**
Charged for the year	6.94	6.94
Disposal / Adjustments	-	-
As at 31st March, 2022	**80.46**	**80.46**
Charged for the year	6.94	6.94
Disposal / Adjustments	-	-
As at 31st March, 2023	**87.40**	**87.40**
Net Block		
As at 31st March, 2022	**138.60**	**138.60**
As at 31st March, 2023	**131.66**	**131.66**

Notes:

a) The company doesn't have any immovable property where the title deeds are not held in the name of the Company.

Particular	**INTANGIBLE ASSETS**	
	Goodwill	**Total**
Cost of Assets:		
As at 1st April, 2021	**31,852.56**	**31,852.56**
Addition / Transfers	-	-
Disposal / Adjustments	-	-
As at 31st March, 2022	**31,852.56**	**31,852.56**
Addition / Transfers	-	-
Disposal / Adjustments	-	-
As at 31st March, 2023	**31,852.56**	**31,852.56**
Depreciation / Amotization:		
As at 1st April, 2021	**-**	**-**
Charged for the year	-	-
Disposal / Adjustments	-	-
As at 31st March, 2022	**-**	**-**
Charged for the year	-	-
Disposal / Adjustments	-	-
As at 31st March, 2023	**-**	**-**
Net block		
As at 31st March, 2022	31,852.56	31,852.56
As at 31st March, 2023	**31,852.56**	**31,852.56**
Capital Work-in-Progress		
As at 1st April, 2021		**1,189.58**
Addition		5.00
Transfer / Adjustments		-
As at 31st March, 2022		**1,194.58**
Addition		-
Transfer / Adjustments		-
As at 31st March,2023		**1,194.58**

Capital Work-in-Progress Ageing Schedule	**Amount in CWIP for a period of**				
	< 1 year	**1-2 years**	**2-3 years**	**> 3 Year**	**Total**
Project in Progress as at 31st March 2022	5.00	-	-	1,189.58	1,194.58
Project in Progress as at 31st March 2023	**0.00**	**5.00**	**-**	**1,189.58**	**1,194.58**

The company does not have any project temporarily suspended or any CWIP which is overdue or has exceeded its cost compared to its original plan.

(₹ In Lakhs)

Sr. No.	Particulars	No. of Shares	As at 31st March, 2023	No. of Shares	As at 31st March, 2022
5 -	**INVESTMENTS - NON-CURRENT**				
	Investments at Cost				
	Investments in Subsidiaries (Unquoted)				
(a)	**Investments in Equity Shares**				
	- Investment in Subsidiaries				
	91.52% share in Deep Energy LLC	**30,200**	**12.41**	30,200	12.41
	70% share in Deep Natural Resources Ltd.	**3,50,000**	**3.50**	3,50,000	3.50
	53.16% share in Prabha Energy Pvt. Ltd. (PY: 78.45%)	**9,46,563**	**1,845.63**	9,46,563	1,845.63
(b)	**Investments in Preference Shares**				
	Prabha Energy Private Limited	**-**	**-**	15,00,000	3,000.00
			1,861.54		4,861.54
	Book Value of Unquoted Investment		**1,861.54**		4,861.54
	* Investment in Subsidiaries is carried at Cost in accordance with Ind AS 27				

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
6 -	**INCOME TAX ASSETS (Net)**		
	Advance Taxes & TDS Receivables of Earlier years (Net of Provisions)	**126.84**	126.84
		126.84	126.84
7 -	**TRADE RECEIVABLES - CURRENT**		
	Trade Receivables considered good - Unsecured	**23.93**	12.80
	Less: Allowance for expected credit loss	-	-
		23.93	12.80

Notes:

The concentration of credit risk is very limited due to the fact that the large customers are mainly public sector units (which are government undertakings). Hence, Expected Credit Loss is Nil.

Particulars	Non Due	Outstanding for following periods from Bill date: Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade Receivables ageing schedule as at 31st March, 2023							
i. Undisputed Trade Receivables - Considered good	-	23.93	-	-	-	-	**23.93**
ii. Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-	
iii. Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-	
iv. Disputed Trade Receivables - Considered good	-	-	-	-	-	-	
v. Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-	
vi. Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-	
	-	**23.93**	**-**	**-**	**-**	**-**	**23.93**
Trade Receivables ageing schedule as at 31st March, 2022							
i. Undisputed Trade Receivables - Considered good	-	12.80	-	-	-	-	**12.80**
ii. Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-	
iii. Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-	
iv. Disputed Trade Receivables - Considered good	-	-	-	-	-	-	
v. Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-	
vi. Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-	
	-	**12.80**	**-**	**-**	**-**	**-**	**12.80**

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
8 -	**CASH AND CASH EQUIVALENTS**		
	A) Cash on Hand	**0.07**	0.02
	B) Balances with Banks		
	- In Current Accounts	**1.39**	3.00
		1.46	3.02
9 -	**BANK BALANCES OTHER THAN ABOVE**		
	(A) Eamarked balances with banks (Unpaid Dividend)	**6.03**	6.79
	(B) Others		
	- Margin Money deposits with bank held as security with more than 3 months but less than 12 months maturity	**21.75**	13.69
		27.79	**20.48**
	Margin money is given against Gaurantee given. (Refer Note 27)		
10 -	**OTHER FINANCIAL ASSETS - CURRENT**		
	Interest Accrued & Receivable - Fixed Deposits	**0.14**	**0.08**
	Interest Accrued & Receivable - Loan to subsidiary*	**173.84**	**-**
	Security Deposit	**22.14**	**-**
		196.12	**0.08**
	* For interest from subsidiaries, **refer note 30**		
11 -	**OTHER FINANCIAL ASSETS - LOANS**		
	Unsecured considered good		
	Loan to Subsidiary **(Refer note 30)**	**3,000.00**	**-**
		3,000.00	**-**
12 -	**OTHERS CURRENT ASSETS**		
	Unsecured, considered good, unless otherwise stated		
	Prepaid Expenses	**0.17**	0.07
	Adavance to Vendors	**218.52**	0.56
	Balance with Govt Authorities*	**27.86**	1.18
		246.55	1.80
	* Balance with Goverment authorities includes GST.		
13 -	**SHARE CAPITAL**		
	Authorised:		
	3,20,00,000 (PY 31st March,2022 : 3,20,00,000)Equity Shares of Rs. 10 each	**3,200.00**	3,200.00
	Issued, Subscribed and paid-up:		
	3,20,00,000 (PY 31st March,2022 : 3,20,00,000) Equity Shares of Rs. 10 each	**3,200.00**	3,200.00

13.1 Reconciliation of number of Equity shares outstading at the beginning & at the end of the reporting year

Particulars (Equity Shares of ₹ 10 Each Fully Paid up)	As at 31st March 2023		As at 31st March 2022	
	No of Shares	Value ₹	No of Shares	Value ₹
— At the beginning of the year	**3,20,00,000**	**3,200.00**	3,20,00,000	3,200.00
— Issue/Adjustments during the period	**-**	**-**	-	-
— Outstanding at the end of the year	**3,20,00,000**	**3,200.00**	**3,20,00,000**	**3,200.00**

13.2 Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholders (Equity Shares of ₹ 10 Each Fully Paid up)	As at 31st March, 2023		As at 31st March, 2022	
	No. of Share held	% of Holding	No. of Share held	% of Holding
Rupesh Savla Family Trust	**1,00,76,908**	**31.49%**	1,00,76,908	31.49%
Shantilal Savla Family Trust	**40,62,576**	**12.70%**	40,62,576	12.70%
Dharen Shantilal Savla	**22,68,822**	**7.09%**	22,68,822	7.09%
Priti Paras Savla	**20,58,822**	**6.43%**	20,58,822	6.43%
	1,84,67,128	**57.71%**	1,84,67,128	57.71%

13.3 Details of Equity Shares held by Promoters holding more than 5% of the aggregate shares in the Company

Name of the Shareholders (Equity Shares of ₹ 10 Each Fully Paid up)	As at 31st March, 2023		As at 31st March, 2022	
	No. of Share held	% of Holding	No. of Share held	% of Holding
Rupesh Savla Family Trust	**1,00,76,908**	**31.49%**	1,00,76,908	31.49%
Shantilal Savla Family Trust	**40,62,576**	**12.70%**	40,62,576	12.70%
Dharen Shantilal Savla	**22,68,822**	**7.09%**	22,68,822	7.09%
Priti Paras Savla	**20,58,822**	**6.43%**	20,58,822	6.43%
	1,84,67,128	**57.71%**	1,84,67,128	57.71%

13.4 The Company has only one class of equity shares having a par value of Rs. 10 per share, each shareholder is elligible for one vote per share. The dividend if proposed by the Board of Directors is subject to approval of share holder in ensuing Annual General Meeting. In the event of liquidation, the Equity Sharesholders are eligible to receive the remaining Assets of the company after Distribution of all Preferential amount, in proportion to Shareholding. There are no shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus shares and bought back during the last 5 years.

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
14 -	**OTHER EQUITY**		
	(A) Other Reserves		
	Securities Premium		
	Balance as per last financial year	**13,872.88**	13,872.88
	Add: Addition during the year	-	-
		13,872.88	13,872.88
	Capital Reserve		
	Balance as per last financial year	**412.48**	412.48
	Add: Addition during the year	-	-
		412.48	**412.48**
	General Reserve		
	Balance as per last financial year	**980.36**	980.36
	Add: Addition during the year	-	-
		980.36	**980.36**
	(B) Retained Earnings		
	Balance as per last financial year	**19,696.87**	19,693.18
	Add: Net Profit For the year	**279.47**	3.19
	Less: Appropriations	**-**	-
		19,976.34	19,696.87
	Total	**35,242.06**	34,962.09

<u>Nature of Other Reserves</u>

Securities Premium Account

Securities Premium is used to record the premium on issue of shares, pursuant to scheme to demerger of Deep Energy. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

Capital Reserve

Represent a non-distributable reserve.

General Reserve

General Reserve is created out of profit after tax earned by the Company by way of transfer from surplus in the statement of profit and loss.The Company can use this Reserve for payment of dividend and issue of fully paid-up shares. As General Reserve is created by transfer of one component of equity to another and is not an item of other comprehensive income, items included in the General Reserve will not be subesquently reclassified to statement of profit and loss

Retained Earning

Retained earnings represents the amount of profits or losses of the company earned till date net of appropriation.

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
15 -	**DEFERRED TAX LIABILITIES (NET)**		
	Opening Balance	**26.51**	26.63
	Addition/ (Reduction) during the year	**(1.21)**	(0.12)
	Closing Balance	**25.30**	26.51
	Deferred Tax Liabilities		
	Difference between Tax Base and Book Base	**25.30**	26.51
	Gross Deferred Tax Liabilities (a)	**25.30**	**26.51**
	Deferred Tax Assets		
	Difference between Tax Base and Book Base	**-**	-
	Deferred Tax Assets (b)	**-**	**-**
	Net Deferred Tax Liabilities	**25.30**	**26.51**

Movement in Deferred Tax is recognised through Profit and Loss statement and nothing is recognised in Other Comprehensive Income.

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
16 -	**TRADE PAYABLES - CURRENT**		
	Total outstanding dues of micro enterprises and small enterprises	**-**	-
	Total outstanding dues of other than micro enterprises and small enterprises	**94.80**	3.29
		94.80	3.29

		Outstanding for following periods from bill date				Total
	Non Due	Less than 1 year	1-2 years	2-3 years	More than 3 Years	
Trade payables ageing schedule as at 31st March, 2023						
(i) MSME	-	-	-	-	-	**-**
(ii) Others	**-**	**94.80**	-	-	-	**94.80**
(iii) Disputed Dues-MSME	-	-	-	-	-	
(iv) Disputed Dues-Others	-	-	-	-	-	-
Total	**-**	**94.80**	-	-	-	**94.80**
Trade payables ageing schedule as at 31st March, 2022						
(i) MSME	-	-	-	-	-	**-**
(ii) Others	-	3.29	-	-	-	3.29
(iii) Disputed Dues-MSME	-	-	-	-	-	
(iv) Disputed Dues-Others	-	-	-	-	-	
Total	-	3.29	-	-	-	3.29

Note :

DUES TO MICRO AND SMALL ENTERPRISES

The dues of Micro Enterprises and Small Enterprises as required under the Micro, Small and Medium Enterprises Development Act, 2006 to the extent information available with the Company is given below:

Sr. No.	Particulars	As at 31st March, 2023 (₹ In Lakhs)	As at 31st March, 2022 (₹ In Lakhs)
(A)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
	(i) Principal amount due to micro enterprises and small enterprises	**-**	-
	(ii) Interest due on above	**-**	-
(B)	The amount of interest paid by buyer in terms of section 16 of MSMED Act, 2006 along with the amount of payment made to supplier beyond the appointed day during the year.	**-**	-
(C)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	**-**	-
(D)	The amount of interest accrued and remaining unpaid at the end of each accounting year	**-**	-
(E)	The amount of further interest remaining due and payable even in succeeding years, until such date when interest dues above are actually paid to the small enterprises, for the purpose of disallowance of deductible expenditure under section 23 of MSMED Act, 2006		

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
17 -	**OTHER FINANCIAL LIABILITIES - CURRENT**		
	Unpaid dividends	**6.03**	6.79
	Palary payable	**0.42**	2.54
	Expenses Payable	**30.60**	0.30
		37.05	9.63
18 -	**OTHER CURRENT LIABILITIES**		
	Statutory liabilities*	**11.01**	1.62
	Other Liabilities	**-**	9.16
		11.01	10.78
	* Statutory liabilities includes TDS & Professional Tax.		

Sr. No.	Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
19 -	**REVENUE FROM OPERATIONS**		
	Sale of Natural Gas		
	Domestic	**1,481.32**	-
	Sale of Services		
	Domestic	**8.96**	43.43
		1,490.28	**43.43**
20 -	**OTHER INCOME**		
	Interest Income:		
	From banks	**1.38**	0.29
	From subsidiary*	**173.84**	-
		175.22	0.29
	* For interest from related parties, refer note 30.		
21 -	**COST OF MATERIAL CONSUMED & OPERATING EXPENSES**		
	Purchase of Natural Gas	**1,022.19**	-
	Consumption Spares, Oil & Other Operating Expense	**178.60**	-
		1,200.79	-
22 -	**EMPLOYEE BENEFITS EXPENSES**		
	Salaries, Wages, Bonus and Other Employee Benefits*	**7.63**	12.14
		7.63	12.14
	*Includes Directors remunaration (Refer note 30)		
23 -	**FINANCE COSTS**		
	Other borrowing costs		
	Finance Charges	**0.54**	0.25
		0.54	0.25
24 -	**DEPRECIATION AND AMORTIZATION EXPENSES**		
	Depreciation & Amortization of Property, Plant & Equipments	**6.94**	6.94
	Amortization of Other Intangible Assets	-	-
		6.94	6.94
25 -	**OTHER EXPENSES**		
	Legal and professional charges	**51.19**	9.60
	Other Operating Related Expenses	**-**	0.22
	Payment to the auditors		
	For Statutory Audit	**0.60**	0.30
	Advertisement & Sales Promotion Expenses	**0.38**	0.44
	Listing Fees	**19.50**	5.40
	Director Sitting Fees	**2.35**	1.85
	Miscellaneous Expenses	**5.01**	2.99
		79.03	20.80

Sr. No.	Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
26 -	**EARNINGS PER EQUITY SHARE**		
	Net Profit attributable to the Equity Shareholders (₹ in lakhs) (A)	**279.47**	3.19
	Weighted average number of Equity Shares outstanding during the period (B)	**3,20,00,000**	3,20,00,000
	Nominal value per equity share (in Rupees)	**10**	10
	Basic/Diluted Earnings per Share (₹) (A/B)	**0.87**	0.01
27 -	**CONTINGENT LIABILITIES AND COMMITMENTS**		
	CONTINGENT LIABILITIES		
	(a) Claims against the Company not acknowledged as debts (Net of Payments)	**2,280.38**	2,280.38
	Statute — Amount		
	Service Tax — 150.03		
	Income Tax — 2,125.01		
	TDS (Income Tax) — 5.34		
	(b) Guarantees given (Net)	**930.03**	920.00
	CAPITAL COMMITMENTS	**-**	-

28 - SEGMENT REPORTING

As per para 4 of Ind AS 108 "Operating Segments", if a single financial report contains both consolidated financial statements and the separate financial statements of the Parent Company, segment information may be presented on the basis of the consolidated financial statements. Thus, the information related to disclosure of operating segments required under Ind AS 108 "Operating Segments", is given in Consolidated Financial Statements.

The Revenue from transactions with the single external customer amounting to 10% or more of the Company's Revenue is:

Name of the customer	(₹ in lakhs) Amount	% Share to Total Sales
Enertech Fuel Solutions Private Limited	714.56	48%
Hindalco Industries Limited	218.05	15%
Indian Oil-Adani Gas Private Limited	183.04	12%
Gail India Limited	168.75	11%
	1,284.40	**86%**
Total Annual Sales During the year	**1,490.28**	**100%**

29 - CORPORATE SOCIAL RESPONSIBILITY

Pursuant to the provisions of section 135(5) of the Companies Act, 2013 (the Act), As per the relevant provisions of the Act read with Rule 2(1)(f) of the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company is required to spend at least 2% of the average net profits (determined under section 198 of the Companies Act 2013 and section 349 of the Companies Act 1956) made during the immediately three financial years. However, due to arriving at net loss for average of preceding three financial years calculated as per Section 198 of the Companies Act, 2013, the company is not required to spend any amount on CSR activities for Financial Year 2022-23.

Gross amount required to be spent by the Company during the year: Rs. NIL (Previous year - Rs. NIL).

30 - RELATED PARTY DISCLOSURES AS PER INDIAN ACCOUNTING STANDARD-24

30.1 Name of the Related Parties and Nature of the Related Party Relationship with whom transactions have taken place during the reported period.

1. **Subsidiaries**
   - Deep Energy LLC, USA
   - Deep Natural Resources Limited
   - Prabha Energy Private Limited
2. **Enterprises significantly influences by KMP, or Relatives of KMP**
   - Savla Oil & Gas Private Limited
3. **Key Management Personnel**

Name	Designation
Mr. Shail Savla	Managing Director (w.e.f 10.06.2021)
Mr. Kirit Joshi	Independent Director (Resigned w.e.f 08.07.2021)
Mrs. Shaily Dedhiya	Independent Director
Mr. Hemendrakumar Shah	Independent Director
Mr. Premsingh Sawhney	Chairman and Non-Executive Director
Mr. Navin Chandra Panday	Independent Director
Mr. Ajaykumar Singhania	Executive Director
Mr. Shashvat Shah	Chief Financial Officer
Mr. Divesh Senjaliya	Company Secretary (w.e.f 12.11.2022)
Ms. Dixita Soni	Company Secretary (Resigned w.e.f 22.10.2022)

30.2 Transactions with related parties:

(₹ in lakhs)

Nature of Transaction		Name of Related Party	As at 31st March, 2023	As at 31st March, 2022
1.	**Managerial Remuneration**	Mr. Ajay Singhaniya	**0.83**	1.50
		Mr. Shail Manoj Savla	**1.20**	0.90
		Ms. Dixita Soni	**2.05**	3.60
		Mr. Divesh Senjaliya	**1.66**	
2.	**Sitting Fees**	Mr. Hemendrakumar Shah	**0.50**	0.50
		Mrs. Shaily Dedhia	**0.50**	0.50
		Mr. Kirit V.Joshi	**0.10**	0.10
		Mr. Navin Chandra Pandey	**1.25**	0.75
3.	**Interest Income**	Prabha Energy Private Limited	**173.84**	-
4.	**Proceeds from Redemption of Prefrence Shares**	Prabha Energy Private Limited	**3,000.00**	-
5.	**Investment in Prefrence Shares**	Prabha Energy Private Limited	**-**	**3,000.00**
6.	**Loan Given**	Prabha Energy Private Limited	**3,000.00**	-

30.3 Balances with related parties:

(₹ in lakhs)

Nature of Balance	Name of Related Party	As at 31st March, 2023	As at 31st March, 2022
Loans given (refernote (i) below)	Prabha Energy Private Limited	**3,000.00**	
Interest Receivable	Prabha Energy Private Limited	**173.84**	
Corporate Guarantee Given	Prabha Energy Private Limited	**920.00**	920.00
Advances recoverable in cash or kind	Prabha Energy Private Limited	**14.75**	

Note:

(i) The above related party transactions have been reviewed periodically by the Board of Directors of the Company vis-à-vis the applicable provisions of the Companies Act, 2013, and justification of the rates being charged/ terms thereof and approved the same.

(ii) The details of guarantees and collaterals extended by the related parties in respect of borrowings of the Company have been given at the respective notes.

iii) Entity under common control are disclosed only transaction has taken place during the year.

iv) All related party transaction have been taken at arm's length price.

31. FINANCIAL INSTRUMENTS - Financial Risk and Capital Management

31.1 All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is insignificant to the fair value measurements as a whole.

Level 1 : quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2 : valuation techniques for which the lowest level inputs that has a significant effect on the fair value measurement are observable, either directly or indirectly.

Level 3 : valuation techniques for which the lowest level input which has a significant effect on fair value measurement is not based on observable market data.

There have been no transfers between Level 2 and Level 3 during the period.

31.2 The management assessed that fair value of short term financial assets and liabilities significantly approximate their carrying amounts largely due to the short term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amounts at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

31.3 The Company determines fair values of financial assets or liabilities by discounting the contractual cash inflows / outflows using prevailing interest rates of financial instruments with similar terms. The initial measurement of financial assets and financial liabilities is at fair value.

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

- The fair value of The Company's interest bearing borrowings are determined using discount rate that reflects The entity's discount rate at the end of the reporting period. The own non-performance risk as at the reporting period is assessed to be insignificant.
- The fair value of unquoted instruments and other financial assets and liabilities is estimated by discounting future cash flows using rates currently applicable for debt on similar terms, credit risk and remaining maturities.

31.5 Set out below, is a comparison by class of the carrying amounts and fair value of the Company's Financial Instruments.

	Particulars	**FVTOCI**	**FVTPL**	**Amortised Cost**	**Total**
	Fair value measurement as at March 31, 2023				
	Financial assets				
	Non-current				
(i)	Investments				
	A. Quoted	-	-	-	-
	B. Unquoted	-	-	1,861.54	1,861.54
(ii)	Other Financial Assets				
	Current				
(i)	Trade Receivables	-	-	23.93	23.93
(ii)	Cash and Cash Equivalents	-	-	1.46	1.46
(iii)	Bank balances other than above	-	-	27.79	27.79
(iv)	Other Financial Assets	-	-	196.12	196.12
(v)	Loans	-	-	3,000.00	3,000.00
	TOTAL	**-**	**-**	**5,110.84**	**5,110.84**
	Financial Liabilities				
	Current				
(i)	Trade Payables	-	-	94.80	94.80
(ii)	Other Financial Liabilities	-	-	37.05	37.05
	TOTAL	**-**	**-**	**131.85**	**131.85**
	Fair value measurement as at March 31, 2022				
	Financial assets				
	Non-current				
(i)	Investments				
	A. Quoted	-	-	-	-
	B. Unquoted	-	-	4,861.54	4,861.54
(ii)	Other Financial Assets				
	Current				
(i)	Trade Receivables	-	-	12.80	12.80
(ii)	Cash and Cash Equivalents	-	-	3.02	3.02
(iii)	Bank balances other than above (iii)	-	-	20.48	20.48
(iv)	Other Financial Assets	-	-	0.08	0.08
(v)	Loans	-	-	-	-
	TOTAL	**-**	**-**	**4,897.92**	**4,897.92**
	Financial Liabilities				
	Current				
(i)	Trade Payables	-	-	3.29	3.29
(ii)	Other Financial Liabilities	-	-	9.63	9.63
	TOTAL	**-**	**-**	**12.92**	**12.92**

Investment in subsidiaries is carried at Cost as per Ind AS 27.

32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's Risk Management framework encompasses practices relating to the identification, analysis, evaluation, treatment, mitigation and monitoring of the strategic, external and operational controls risks to achieving the Company's business objectives. It seeks to minimize the adverse impact of these risks, thus enabling the Company to leverage market opportunities effectively and enhance its long-term competitive advantage. The focus of risk management is to assess risks and deploy mitigation measures.

The Company's activities expose it to variety of financial risks namely market risk, credit risk and liquidity risk. The Company has various financial assets such as deposits,other receivables and cash and bank balances directly related to the business operations. The Company's principal financial liabilities comprise of trade and other payables. The Company's senior management's focus is to foresee the unpredictability and minimize potential adverse effects on the Company's financial performance. The Company's overall risk management procedures to minimize the potential adverse effects of financial market on the Company's performance are outlined hereunder:

The Company's Board of Directors have overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management is carried out by the management in consultation with the Board of Directors. They provide principles for overall risk management, as well as policies covering specific risk areas.

The note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

(A) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and from its financial activities including deposits with banks and other financial instruments.

(i) Cash and cash equivalents:

The Company considers factors such as track record, size of institution, market reputation and service standard to select the banks with which deposits are maintained. The Company does not maintain significant deposit balances other than those required for its day to day operations. Credit risk on cash and cash equivalents is limited as these are generally held or invested in deposits with banks and financial institutions with good credit ratings.

(B) Liquidity Risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

The Company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company relies on a mix of borrowings, capital and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure that it has sufficient cash to meet operational needs.

The table below provides undiscounted cash flows towards non-derivative financial assets/ (liabilities) into relevant maturity based on the remaining period at the Balance Sheet date to the contractual maturity date and where applicable, their effective interest rates.

Particulars	As At 31st March, 2023			Total
	Not later than 1 year	Later than 1 and not later than 5 years	Later than 5 years	
Financial Liabilities				
Current				
(i) Trade Payables	94.80	-	-	94.80
(ii) Other Financial Liabilities	37.05	-	-	37.05
TOTAL	131.85	-	-	131.85

Particulars	As At 31st March, 2022			Total
	Not later than 1 year	Later than 1 and not later than 5 years	Later than 5 years	
Financial Liabilities				
Current				
(i) Trade Payables	3.29	-	-	3.29
(ii) Other Financial Liabilities	9.63	-	-	9.63
TOTAL	12.92	-	-	12.92

(C) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices.Market risk comprises following types of risks : foreign currency risk and interest risk.

(i) Interest rate risk

The Company's exposure to the risk of changes in market interest rates relates primarily to debts having floating rate of interest. Its objective in managing its interest rate risk is to ensure that it always maintains sufficient headroom to cover interest payment from anticipated cashflows which are regularly reviewed by the Board. However, the company does not have any borrowings.

The Company's non-current borrowings from banks are Nil as at 31st March, 2023 and 31st March, 2022 respectively thus the risk of changes in the interest rates is nil. As a result, the sensitivity affecting the profit before tax due to the Company's exposure to the risk of changes in market interest rates is nil.

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates and arises where transactions are done in foreign currencies. It arises mainly where receivables and payables exist due to transactions entered in foreign currencies. The Company evaluates exchange rate exposure arising from foreign currency transactions and follows approved policy parameters utilizing forward foreign exchange contracts whenever felt necessary. The Company does not enter into financial instrument transactions for trading or speculative purpose. The company does not have any outstanding foreign currency exposure at the end of the reporiting periods.

(D) Capital management

The Company manages its capital to be able to continue as a going concern while maximising the returns to shareholders through optimisation of the debt and equity balances. For the purpose of calculating gearing ratio, debt is defined as non current and current borrowings (excluding derivatives). Equity includes all capital and reserves of the Company attributable to equity holders of the Company. The Company is not subject to externally imposed capital requirements. The Board reviews the capital structure and cost of capital on an annual basis but has not set specific targets for gearing ratios. The risks associated with each class of capital are also considered as part of the risk reviews presented to the Audit Committee and the Board of Directors.

33. ADDITIONAL REGULATORY INFORMATION - RATIOS

Ratios	Numerator	Denominator	As at 31st March, 2023	As at 31st March, 2022
Current ratio (in times)	Total Current assets	Total Current liabilities	17.87	1.61
Debt equity ratio (in times)	Total debt	Total equity	-	-
Debt service coverage ratio (in times)	Earnings available for debt service = Net profit after taxes+ Non-cash operating expenses + Interest+/-Deferred tax Expense	Debt service = Interest + Principal repayments	-	-
Return on equity (%)	Net Profit after taxes	Total equity	0.73%	0.01%
Inventory turnover ratio (in times)	Revenue from Operations (Net)	Closing Inventory	-	-
Trade receivable turnover ratio (in times)	Revenue from Operations (Net)	Closing Trade receivable	62.28	3.39
Trade Payable turnover Ratio (in times)	Cost of spares + other operating expenses	Closing Trade payables	12.67	-
Net capital turnover ratio (in times)	Revenue from Operations (Net)	Working capital = Total Current assets - Total Current liabilities	0.45	3.00
Net profit ratio (%)	Net Profit after taxes	Revenue from Operations (Net)	18.75%	7.34%
Return on capital employed (%)	Earnings before interest and taxes	Capital employed = Total Equity + Non Current Borrowing	96.54%	1.00%
Return on Investment (%)	Earnings before interest and taxes	Total Assets	95.98%	1.00%

1) **Current ratio (in times)**
   Improved due to speedier recovery of receivables.
2) **Trade receivable turnover ratio (in times)**
   Improved due to speedier recovery of receivables.
3) **Trade Payable turnover Ratio (in times)**
   Mainly due to improved cashflow and timely payment to suppliers.
4) **Net capital turnover ratio (in times)**
   Decreased mainly due to strategic investments by the company.
5) **Net profit ratio (%):**
   During the year company mainly operated in high margin service segment.
6) **Return on capital employed (%)**
   Major impact due to better profitibility of the company during the year.
7) **Return on Investment (%)**
   Major impact due to better profitibility of the company during the year.

34 - STRUCK OFF COMPANIES
The Company does not have any transactions with companies struck - off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.

35 - Balances of Other Current Liabilities, Trade Receivables and Trade Payables are subject to confirmation, reconciliation and adjustments if any.

36 - In the opinion of the Management, current assets have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated except where indicated otherwise.

37 - Previous period figures have been regrouped, re-classified and re-arranged wherever considered necessary to confirm to the current year's classification.

38 - The MCA wide notification dated March 24, 2021 has amended Schedule III to the Companies Act, 2013 in respect of certain disclosures. The Company has incorporated appropriate changes in the above results.

39 - Additional information as required under para 2 of General Instruction of Division II of Schedule III to the Companies Act, 2013.

A. The Company has not carried out any revaluation of Property, Plant and Equipment in any of the period reported in this Financial Statements hence reporting is not applicable.

B. The company does not hold any benami property as defined under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder. No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder

C. The company is not required to submit Stock statement to Banks on quarterly basis as there are no borrowings from banks during the year.

D. The company does not have any charges or satisfaction, which is yet to be registered with ROC beyond the statutory period.

E. The Company does not have any such trasaction 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).

F. 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

G. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

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

H. During FY 2022-23, the company has not raised any amount from issue of securities.

I. The Company has not traded or invested in crypto currency or virtual currency during the financial year.

J. The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.

As per our report of even date attached
For MAHENDRA N. SHAH & CO.
Chartered Accountants
Firm Registration Number: 105775W

Chirag M. Shah
Partner
Membership Number: F-045706

Place : Ahmedabad
Date : 29/05/2023

FOR & ON BEHALF OF DEEP ENERGY RESOURCES LIMITED

Shail Savla Managing Director DIN : 08763064	**Premsingh Sawhney** Chairman & Non-Executive Director DIN : 03231054
Shashvat Shah Chief Financial Officer	**Divyesh Senjaliya** Company Secretary Membership No: 60456

Place : Ahmedabad
Date : 29/05/2023

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
Deep Energy Resources Limited (Formerly known as Deep Industries Limited)

Report on the Audit of the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Deep Energy Resources Limited (Formerly known as Deep Industries Limited)**, its subsidiary (the Holding Company and its subsidiary together referred to as the "Group"), which comprise the consolidated Balance Sheet as at March 31, 2023, and the consolidated statement of Profit and Loss (including the statement of other comprehensive income), Consolidated Statement of changes in equity and consolidated Statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information(herein after referred as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on consideration of audit report of on separate financial statement of subsidiary, these consolidated financial statements:

a. Include the annual financial statement of :

- Deep Natural Resources Limited
- Prabha Energy Private Limited
- Deep Energy LLC, USA

b. give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2023, and its consolidated profit including total comprehensive income, the consolidated statement of changes in equity and its consolidated cash flows for the year then ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company of the Group in accordance with the Code of Ethics issued by 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 made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us 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, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2023. 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 that there is no key audit matter to communicate in our report.

Information other than Financial Statements & Auditors Report thereon

The Holding Company's Board of Directors is responsible for the Other Information. The Other Information comprises the information included in the Board's Report including Annexures to Board's Report, Corporate Governance report and Management Discussion and Analysis (but does not include the standalone financial statements, consolidated financial statements and our auditor's reports thereon).

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information; we are required to report that fact. We have nothing to report in this regard.aterial misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated statement of changes in equity and consolidated statement cash flows of the group in accordance with the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the company(ies) included in the Group are responsible 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; selection and application of appropriate accounting policies; making judgment and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated 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 Financial Statements by the Directors of the Holding company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the company(ies) included in the Group are 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.

The respective Board of Directors of the company(ies) included in the group are also responsible for overseeing the Company's financial reporting process of the group.

Auditor's Responsibilities 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 Standard on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

- Evaluate the appropriateness of accounting polices 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 ability of the group 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 statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the 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 consolidate financial statement. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by 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.

- 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 governance of the Holding company and such other entities included in the consolidated financial statement of which we are the independent auditor 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 the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

1. The consolidated financial statements includes management certified financial statement of Deep Energy LLC, USA included in the consolidated financial statement, whose financial statements reflects total assets of Nil as at March 31, 2023, total revenue of Nil, total net profit after tax Nil, total comprehensive income (comprising of profit and other comprehensive income) of Nil, as considered in the consolidated financial results. Our opinion on the consolidated financial results is not modified in respect of above matter.

3. The comparative financial information of the company for the corresponding quarter and year ended March 31, 2022, included in these financial results were audited by predecessor auditor who expressed an unmodified opinion on those financial information vide their audit report dated May 30,2022. Opinion on the consolidated financial results is not modified in respect of above matter.

Report on Other Legal and Regulatory Requirements

(1) As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the Standalone / Consolidated Financial Statements / financial information of the subsidiaries, referred to in the Other Matters section above we report, to the extent applicable that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief are necessary for the purpose 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 the examination of those books;

   (c) The consolidated Balance Sheet, the consolidated Statement of Profit and Loss including statement of other comprehensive income and the consolidated Cash Flow Statement, consolidated Statement of changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid Consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Companies Act, 2013;

   (e) On the basis of the written representations received from the directors of the Holding company as on 31st 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 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of internal financial controls over financial reporting, with reference to Consolidated Financial Statements and the operating effectiveness of such controls, refer to our separate report in **"Annexure A"**;

(g) With respect to the 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 and based on the auditor's reports of subsidiary companies, the remuneration paid/provided by the Holding company and such subsidiary companies to their respective directors during the year is in accordance with the provisions of section 197 read with Schedule V to the Companies Act, 2013;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rule, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the auditor's reports of subsidiary companies:

(i) The consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Refer note 35 of financial statements.

(ii) Provision has been made in the Consolidated Financial Statements, as required under the applicable law or Indian accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts

(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, which are companies incorporated in India.

(iv) (a) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of its knowledge and belief, as disclosed in consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries to or in any other person or entity, 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 respective Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of its knowledge and belief, as disclosed consolidated financial statements, no funds (which are material either individually or in the aggregate) have been received by the respective Holding Company or any of such subsidiaries from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;.

(c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(v) (a) No dividend has been declared or paid during the year by the Holding Company, its subsidiaries, associate and joint venture companies, incorporated in India.

(b) 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.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the Consolidated Financial Statements, as provided to us by the Management of the Holding company, if any, we report that in respect of those companies where audits have been completed under Section 143 of the Act, there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the Consolidated Financial Statements

For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Place : Ahmedabad
Dated : May 29, 2023

Chirag M. Shah
Partner
Membership No. 045706
UDIN: 23045706BGUVSO4382

Annexure A" to the Independent Auditors' Report

Report on the Internal Financial Controls under Clause (1) 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 Deep Energy Resources Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Opinion

In our opinion 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 referred to in the Other Matters paragraph below, the Holding company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at 31st March, 2023, based on the criteria for internal financial control with reference to Consolidated Financial Statements established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company and its subsidiary companies, are responsible for establishing and maintaining internal financial controls with reference to Consolidated Financial Statements based on the internal control with reference to Consolidated Financial Statements criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting 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 respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to Consolidated Financial Statements of the Holding company and its subsidiary companies, 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 the ICAI and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Consolidated Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statements 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 with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Consolidated Financial Statements of the the Holding company and its subsidiary companies, which are companies incorporated in India.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control with reference to Consolidated Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Consolidated Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2)

provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 with reference to Consolidated Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Consolidated Financial Statements to future periods are subject to the risk that the internal financial control with reference to Consolidated Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements insofar as it relates to 1 subsidiary company, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India. Our opinion is not modified in respect of the above matters.

For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Place : Ahmedabad
Dated : May 29, 2023

Chirag M. Shah
Partner
Membership No. 045706
UDIN: 23045706BGUVSO4382

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2023

(₹ in lakhs)

ASSETS	Note No.	As at 31st March, 2023		As at 31st March, 2022	
NON-CURRENT ASSETS					
(a) Property, Plant and Equipment	4	**342.35**		374.26	
(b) Capital Work in Progress	4	**18,777.94**		16,875.85	
(c) Intangible Assets	4	**31,852.56**		31,852.56	
(d) Financial Assets					
(i) Loans	5	**-**		0.10	
(ii) Other Financial Assets	6	**-**		460.21	
(e) Deferred Tax Assets (Net)	7	**1.96**		-	
(f) Other Non-Current Assets	8	**131.58**		134.34	
			51,106.39		49,697.32
CURRENT ASSETS					
(a) Inventories	9	**585.51**		640.35	
(b) Financial Assets					
(i) Trade Receivables	10	**39.78**		83.58	
(ii) Cash and Cash Equivalents	11	**93.16**		18.37	
(iii) Other balances with banks	12	**27.79**		20.48	
(iv) Other Financial Assets	13	**6,733.98**		6,810.41	
(v) Loans	14	**0.10**		-	
(c) Other Current Assets	15	**722.48**		173.45	
			8,202.78		7,746.64
TOTAL ASSETS			**59,309.17**		57,443.96
EQUITY AND LIABILITIES					
EQUITY					
(a) Equity Share Capital	16	**3,200.00**		3,200.00	
(b) Other Equity	17	**36,751.47**		38,151.34	
Total Equity			**39,951.47**		41,351.34
Non Controlling Interest			**2,269.92**		2,261.14
LIABILITIES					
NON-CURRENT LIABILITIES					
(a) Financial Liabilities					
(i) Borrowings	18	**3,399.06**		27.90	
(ii) Other Financial Liabilities	19	**296.52**		207.10	
(b) Deferred Tax Liabilities (Net)	20	**71.95**		69.76	
(c) Provision	21	**231.74**		231.74	
			3,999.26		536.50
CURRENT LIABILITIES					
(a) Financial Liabilities					
(i) Borrowings	22	**-**		693.51	
(ii) Trade Payables					
- Dues to Micro & Small Enterprises	23	**32.50**		40.11	
- Dues to Other than Micro & Small Enterprises	23	**12,566.03**		11,080.70	
(iii) Other Financial Liabilities	24	**311.46**		1,435.62	
(b) Current Tax Liabilities (Net)	25	**67.69**		-	
(c) Other Current Liabilities	26	**110.84**		45.04	
			13,088.50		13,294.98
TOTAL EQUITY & LIABILITIES			**59,309.17**		57,443.96

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

As per our report of even date attached
For MAHENDRA N. SHAH & CO.
Chartered Accountants
Firm Registration Number: 105775W

Chirag M. Shah
Partner
Membership Number: F-045706

Place : Ahmedabad
Date : 29/05/2023

FOR & ON BEHALF OF DEEP ENERGY RESOURCES LIMITED

Shail Savla
Managing Director
DIN : 08763064

Premsingh Sawhney
Chairman & Non-Executive Director
DIN : 03231054

Shashvat Shah
Chief Financial Officer

Divyesh Senjaliya
Company Secretary
Membership No: 60456

Place : Ahmedabad
Date : 29/05/2023

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

(₹ in Lakhs except per equity share data)

Particulars	Note No.	Year ended 31st March, 2023		Year ended 31st March, 2022	
INCOME					
Revenue from operations	27	**3,345.29**		265.48	
Other income	28	**30.46**		21.86	
TOTAL INCOME			**3,375.74**		**287.34**
EXPENSES					
Cost of Material Consumed and Operating Expenses	29	**2,760.27**		57.69	
Employee benefits expense	30	**141.60**		89.69	
Finance Costs	31	**28.34**		19.45	
Depreciation and amortization expenses	32	**31.40**		30.65	
Other expenses	33	**102.80**		35.97	
TOTAL EXPENSES			**3,064.42**		**233.45**
Profit before exceptional items and tax			**311.33**		**53.89**
Exceptional items (net)			-		-
Profit before tax			**311.33**		**53.89**
Tax items					
(i) Current tax		**95.14**		0.52	
(ii) Deferred tax		**(0.02)**		7.24	
Total tax items			**95.12**		**7.76**
Profit for the year			**216.21**		**46.13**
Other Comprehensive Income					
Items that will not be re-classified to Profit or Loss					
Items that will be re-classified to Profit or Loss					
Income tax relating to items that will not be reclassified to Profit or Loss			-		-
Other Comprehensive Income for the year			**-**		**-**
Total Comprehensive Income for the year			**216.21**		**46.13**
Profit For the year attributable to:					
Owners			**207.44**		**32.93**
Non-controlling interest			**8.77**		**13.20**
Total comprehensive income for the year attributable to:					
Owners			**207.44**		**32.93**
Non-controlling interest			**8.77**		**13.20**
Earnings Per Equity Share of face value of 10 each					
(1) Basic	34		**0.65**		**0.10**
(2) Diluted	34		**0.65**		**0.10**

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

As per our report of even date attached
For MAHENDRA N. SHAH & CO.
Chartered Accountants
Firm Registration Number: 105775W

Chirag M. Shah
Partner
Membership Number: F-045706

Place : Ahmedabad
Date : 29/05/2023

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Shashvat Shah
Chief Financial Officer

Divyesh Senjaliya
Company Secretary
Membership No: 60456

Place : Ahmedabad
Date : 29/05/2023

CONSOLIDATED STATEMENT OF CASH FLOW 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	**311.33**	53.89
Adjustments for:		
Depreciation and amortization	**31.40**	30.65
Interest and finance charges	**115.27**	19.45
Interest income	**(18.00)**	(11.56)
Loss / (Gain) on Sale of Property, Plant and Equipment (Net)	**-**	(10.28)
Operating Profit before Working Capital Changes	**440.00**	82.14
Adjustments for changes in working capital :		
(Increase)/Decrease in Trade Receivables, Loans & Advances and other assets	**36.20**	(4,748.94)
(Increase)/Decrease in Inventories	**55.33**	644.46
Increase/(Decrease) in Trade Payables, Other liabilities and Provisions	**495.73**	7,644.36
Cash used/ Generated from Operations	**1,027.25**	3,622.03
Income taxes paid	**(44.25)**	(6.43)
Net Cash used/ generated by Operating activities (Total A)	**983.00**	3,615.60
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Payments for Property, Plant and Equipments	**-**	(6.50)
Payments for capital Work-in-progress	**(1,989.01)**	(4,244.93)
Proceeds from sale of fixed assets	**-**	105.00
Payment for Fixed Deposits	**(14.68)**	(460.11)
Payment for Security Deposit	**-**	(0.10)
Interest received	**18.00**	11.55
Net Cash used in Investing activities (Total B)	**(1,985.70)**	(4,595.09)
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds/Payment from Secured Loans	**(93.51)**	428.44
Proceeds from long term borrowings	**5,955.50**	-
Reduction in Security Premium	**(4,421.70)**	-
Repayment of Share Capital	**(159.31)**	-
Share Issue Expense	**(1.31)**	-
Proceeds from Preference Share	**-**	275.55
Interest and finance charges	**(202.19)**	(19.45)
Net Cash generated by Financing activities (Total C)	**1,077.49**	684.54
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	**74.79**	(294.95)
Cash and bank balances at the beginning of the year	**18.37**	313.32
Cash and bank balances at the end of the year	**93.16**	18.37

NOTES:

1) The above cash flow statement has been prepared as per the "Indirect method" set out in the Indian Accounting Standard (Ind AS) - 7 Statement of Cash Flows
2) Figures in bracket indicate cash outflow.
3) Previous year figures have been regrouped and recast wherever necessary to confirm to current year's classification.

Cash and cash equivalents at the end of the year consist of cash on hand, cheques, draft on hand and balance with banks as follows:

DETAIL OF CASH AND CASH EQUIVALENTS	As at 31-03-2023 ₹ In Lakhs	As at 31-03-2022 ₹ In Lakhs
Balances with banks - In current accounts	**92.60**	17.96
Cash on hand	**0.56**	0.41
	93.16	18.37

Particulars	As at April 01, 2022	Net Cashflows	Others	As at March 31, 2023
Non Current Borrowings (Including Current Maturities)	121.41	3,277.65	-	3,399.06
Current Borrowings	600.00	-	(600.00)	-
Interest Accrued	-	-	-	-
Total	**721.41**	**3,277.65**	**(600.00)**	**3,399.06**

Particulars	As at April 01, 2021	Net Cashflows	Others	As at March 31, 2022
Non Current Borrowings (Including Current Maturities)	292.98	(171.57)	-	121.41
Current Borrowings	-	600.00	-	600.00
Interest Accrued	-	-	-	-
Total	**292.98**	**428.43**	**-**	**721.41**

As per our report of even date attached
For MAHENDRA N. SHAH & CO.
Chartered Accountants
Firm Registration Number: 105775W

Chirag M. Shah
Partner
Membership Number: F-045706

Place : Ahmedabad
Date : 29/05/2023

FOR & ON BEHALF OF DEEP ENERGY RESOURCES LIMITED

Shail Savla
Managing Director
DIN : 08763064

Premsingh Sawhney
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Shashvat Shah
Chief Financial Officer

Divyesh Senjaliya
Company Secretary
Membership No: 60456

Place : Ahmedabad
Date : 29/05/2023

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

(A) EQUITY SHARE CAPITAL

For the year ended 31st March, 2023

(₹ In Lakhs)

Particulars	Balance as at 1st April, 2022	Change in Equity share capital due to prior period items	Restated balance as at 1st April, 2022	Changes in Equity share capital during the year	Balance as at 31st March, 2023
Equity Share Capital	3,200.00	-	3,200.00	-	3,200.00

For the year ended 31st March, 2022

(₹ In Lakhs)

Particulars	Balance as at 1st April, 2021	Change in Equity share capital due to prior period items	Restated balance as at 1st April, 2021	Changes in Equity share capital during the year	Balance as at 31st March, 2022
Equity Share Capital	3,200.00	-	3,200.00	-	3,200.00

(B) OTHER EQUITY

For the year ended 31st March, 2023 (₹ In Lakhs)

Particulars	Capital Reserve	General Reserve	Security premium account	Retained Earnings	Total Equity
Balance as at 1st April, 2022	1,419.46	980.36	15,981.50	19,770.02	38,151.34
Addition / (Deduction) During the Year	-	-	(1,607.31)	-	(1,607.31)
Transferred from Statement of Profit and Loss	-	-	-	207.44	207.44
Dividend on Equity Shares	-	-	-	-	-
Other Comprehensive income/(loss) for the year	-	-	-	-	-
Balance as at 31st March, 2023	**1,419.46**	**980.36**	**14,374.19**	**19,977.47**	**36,751.47**

For the year ended 31st March, 2022 (₹ In Lakhs)

Particulars	Capital Reserve	General Reserve	Security premium account	Retained Earnings	Total Equity
Balance as at 1st April, 2021	1,419.46	980.36	15,766.60	19,737.09	37,903.52
Addition / (Deduction) During the Year	-	-	214.90	-	214.90
Transferred from Statement of Profit and Loss	-	-	-	32.93	32.93
Dividend on Equity Shares	-	-	-	-	-
Other Comprehensive income/(loss) for the year	-	-	-	-	-
Balance as at 31st March, 2022	**1,419.46**	**980.36**	**15,981.50**	**19,770.02**	**38,151.34**

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

As per our report of even date attached
For MAHENDRA N. SHAH & CO.
Chartered Accountants
Firm Registration Number: 105775W

Chirag M. Shah
Partner
Membership Number: F-045706

Place : Ahmedabad
Date : 29/05/2023

FOR & ON BEHALF OF DEEP ENERGY RESOURCES LIMITED

Shail Savla
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DIN : 03231054

Shashvat Shah
Chief Financial Officer

Divyesh Senjaliya
Company Secretary
Membership No: 60456

Place : Ahmedabad
Date : 29/05/2023

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

1. CORPORATE INFORMATION

Deep Energy Resources Limited (the "Company") is a public limited company domiciled in India having its registered office situated at 12A & 14, Abhishree Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad, GJ 380058. The Company was incorporated on 1st January, 1991, under the provisions of the Companies Act, 1956 applicable in India and its equity shares are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited. The Group operates as an integrated Group with business encompassing to serve the oil & gas industry. The service portfolio of the Group includes Oil & Gas Exploration and Production.

2. Basis of Preparation

The 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 from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013.

These financial statements have been prepared on a historical cost convention basis, except for the following:

- Certain financial assets and liabilities that are measured at fair value (refer accounting policy regarding financial instruments).
- Defined benefit plans assets measured at fair value.
- Derivative financial instruments

The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest Lakhs (INR 00,000) except when otherwise indicated.

3. Principles of consolidation

The consolidated financial statements comprise the financial statements of the Company and subsidiaries as at March 31, 2023.

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- has power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies. The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation procedure:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

(c) Eliminate in full intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full). Intra-group losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated Statement of Profit and Loss from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

All intra-group assets and liabilities, equity, income, expenses, and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

3.1 Summary of significant accounting policies

a) Current versus non-current classification

An asset is treated as current when it is:

(i) Expected to be realized or intended to be sold or consumed in normal operating cycle; or

(ii) Held primarily for the purpose of trading; or

(iii) Expected to be realized within twelve months after the reporting period; or

(iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when it is:

(i) Expected to be settled in normal operating cycle; or

(ii) Held primarily for the purpose of trading; or

(iii) Due to be settled within twelve months after the reporting period; or

(iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

b) Foreign currencies

The Group financial statements are presented in Indian Rupees. The Group determines the functional currency and items included in the financial statements are measured using that functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Group at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Group initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of advance consideration.

c) Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Fair-value related disclosures for financial instruments and non-financial assets that are measured at fair value are disclosed in the relevant notes.

d) Revenue from contract with customer

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of products/ Service

Revenue from sale of products is recognised at the point in time when control of the asset is transferred to the customer. Amounts disclosed as revenue are net of returns and allowances, trade discounts and rebates. The Group collects Goods & Service Tax (GST) on behalf of the government and therefore, these are not economic benefits flowing to the Group. Hence, these are excluded from the revenue.

Variable consideration includes trade discounts, volume rebates and incentives, etc. The Group estimates the variable consideration with respect to above based on an analysis of accumulated historical experience. The Group adjusts estimate of revenue at the earlier of when the most likely amount of consideration we expect to receive changes or when the consideration becomes fixed.

Interest Income

Other revenue streams Interest Income For all debt instruments measured at amortised cost, interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in "other income" in the Statement of Profit and Loss.

Interest income on fixed deposits is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the Statement of Profit and Loss.

Dividend income

Dividend on financial assets is recognised when the Group's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Contract balances

Contract assets

A contract asset is initially recognised for revenue earned from sale of goods or services. Upon acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables.

Contract assets are subject to impairment assessment. Refer to accounting policies on impairment of financial assets in section - Financial instruments – initial recognition and subsequent measurement.

Trade receivables

A trade receivable is recognised if the amount of consideration is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section - Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

e) Taxes

Current Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Group shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Group offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

f) Property, plant and equipment (PPE)

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Depreciation is calculated on a Straight Line Method (SLM) over the estimated useful lives of assets.

The Group has based on a technical review and re-assessment by the management, decided to adopt the existing useful life for certain asset blocks which is lower as against the useful life recommended in Schedule II to the Companies Act, 2013, since the Group believes that the estimates followed are reasonable and appropriate, considered current usage of such assets.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

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.

g) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Software

Cost of software is amortised over its useful life of 36 months starting from the month of project implementation. Gains 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 asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

h) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

i) Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section "Impairment of non-financial assets".

ii) Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases and leases of low-value assets

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

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

j) Inventories

Inventories are stated at lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.
- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads (to the extent apportioned based on the stage of completion) based on the normal operating capacity but excluding borrowing costs. Cost is determined on weighted average basis.
- Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

k) Impairment of non-financial assets

The Group assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash-Generating Unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses, including impairment on inventories, are recognised in the Statement of Profit and Loss, except for properties previously revalued with the revaluation surplus, if any, taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

The impairment assessment for all assets is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit and Loss.

l) Provisions, contingent liabilities and contingent assets

Provisions

A provision is recognised when the Group has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise. Contingent liabilities are disclosed by way of note to the financial statements.

Contingent Assets

A contingent asset is a possible asset that arises from past events the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise.

Contingent assets are neither recognised nor disclosed in the financial statements.

m) Retirement and other employee benefits

Provident fund

Retirement benefit in the form of Provident Fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognises contribution payable to the provident scheme as an expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Gratuity

Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit (PUC) method made at the end of each financial year. The Group contributes to Life Insurance Corporation of India (LIC) and SBI Life Insurance Group Limited, a funded defined benefit plan for qualifying employees.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to Statement of Profit and Loss in subsequent periods.

Past service costs are recognised in Statement of Profit and Loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised on an undiscounted accrual basis during the year when the employees render the services. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services.

Long-term employee benefits

Other long term employee benefits comprise of compensated absences/leaves. Provision for Compensated Absences and its classifications between current and non-current liabilities are based on independent actuarial valuation. The actuarial valuation is done as per the projected unit credit method.

n) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset’s contractual cash flow characteristics and the Group’s business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section “Revenue from contracts with customer”.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are ‘solely payments of principal and interest (SPPI)’ on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group’s business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- financial assets at amortised cost

- financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses
- financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- financial assets at fair value through profit or loss

Financial assets at amortised cost

A 'financial assets' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade receivables, security deposits and other receivables.

Financial assets at fair value through other comprehensive income (FVTOCI)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent Solely Payments of Principal and Interest.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through other comprehensive income (OCI), interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value changes recognised in OCI is reclassified from the equity to profit or loss

The Group's debt instruments at fair value through OCI includes investments in quoted debt instruments included under other non-current financial assets.

Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Group elected to classify irrevocably its non-listed equity investments under this category.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

This category includes derivative instruments and listed equity investments which the Group had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are recognised in the statement of profit and loss when the right of payment has been established.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or

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

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.

b) Trade receivables.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables which do not contain a significant financing component. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Group uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, historical observed default rates are updated and changes in the forward- looking estimates are analysed.

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, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to Profit and Loss. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Group has not designated any financial liability as at fair value through profit or loss.

Financial liabilities at amortised cost (Loans and borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

o) Derivative financial instruments

The Group uses derivative financial instruments such as foreign currency forward contracts and option currency contracts to hedge its foreign currency risks arising from highly probable forecast transactions. The counterparty for these contracts is generally a bank.

Derivatives not designated as hedging instruments

This category has derivative assets or liabilities which are not designated as hedges.

Although the Group believes that these derivatives constitute hedges from an economic perspective, they may not qualify for hedge accounting under Ind AS 109. Any derivative that is either not designated a hedge, or is so designated but is ineffective, is recognized on balance sheet and measured initially at fair value. Subsequent to initial recognition, derivatives are re-measured at fair value, with changes in fair value being recognized in the statement of profit and loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

p) Cash & Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

q) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of the Group by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

r) Dividend

The Group recognises a liability to pay dividend to equity holders of the parent when the distribution is authorised, and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

s) Investment in subsidiaries, joint ventures and associates

Equity investments in subsidiaries, joint ventures and associates are shown at cost less impairment, if any. The Group tests these investments for impairment in accordance with the policy applicable to 'Impairment of non-financial assets'. Where the carrying amount of an investment or CGU to which the investment relates is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is recognized in the Statement of Profit and Loss.

3.2 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group accounting policies, the management of the Group is required to make judgements, estimates and assumptions about the carrying amounts 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 ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Useful lives of Intangible assets

The intangible assets are amortised over the estimated useful life. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Useful lives of depreciable tangible assets

Management reviews the useful lives of depreciable assets at each reporting date. As at March 31, 2023 management assessed that the useful lives represent the expected utility of the assets to the Group.

Defined benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. 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.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for determined period and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows, the growth rate used for extrapolation purposes and the impact of general economic environment (including competitors).

3.3 Other Notes

a) Other Statutory Information

(i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(ii) The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iii) The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.

(iv) The Group have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) orb) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(v) The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) Regulatory Updates :

i) Standards notified but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these standards, if applicable, as and when they become effective. The Ministry of Corporate affairs (MCA) has notified certain amendments to Ind AS, through Companies (Indian Accounting Standards) Amendment Rules, 2023 on 31st March, 2023. The amendments have been made in the following standards:

Ind AS 1: Presentation of Financial Statements is amended to replace the term "significant accounting policies" with "material accounting policy information" and providing guidance relating to immaterial transactions, disclosure of entity specific transactions and more

Ind AS 8: Accounting Policies, Changes in Accounting Estimates and Errors to include the definition of accounting estimates as "monetary amounts in financial statements that are subject to measurement uncertainty."

Ind AS 12: Income Taxes relating to initial recognition exemption of deferred tax related to assets and liabilities arising from a single transaction.

Other Amendments in Ind AS 102 – Share based Payments, Ind AS 103 – Business Combinations, Ind AS 109 – Financial Instruments, Ind AS 115 – Revenue from Contracts with Customers which are mainly editorial in nature in order to provide better clarification of the respective Ind AS's.

These amendments shall come into force with effect from April 01, 2023. The Group is assessing the potential effect of the amendments on its financial statements. The Group will adopt these amendments, if applicable, from applicability date.

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2023

4 - PROPERTY, PLANT AND EQUIPMENT & CAPITAL WORK-IN-PROGRESS

(₹ In Lakhs)

	TANGIBLE ASSETS			
	Vehicles	Rigs	Plant and Equipments	Total
Cost of Assets:				
As at 1st April, 2021	**62.64**	**219.06**	**319.30**	**601.00**
Addition / Transfers	6.50	-	-	6.50
Disposal / Adjustments	-	-	106.35	106.35
As at 31st March, 2022	**69.14**	**219.06**	**212.94**	**501.14**
Addition / Transfers	-	-	-	-
Disposal / Adjustments	-	-	0.51	0.51
As at 31st March, 2023	**69.14**	**219.06**	**212.43**	**500.63**
Accumulated depreciation:				
As at 1st April, 2021	**12.11**	**73.51**	**22.25**	**107.87**
Charged for the year	9.98	6.94	13.72	30.65
Disposal / Adjustments	-	-	11.64	11.64
As at 31st March, 2022	**22.09**	**80.45**	**24.34**	**126.88**
Charged for the year	11.01	6.94	13.45	31.40
Disposal / Adjustments	-	-	-	-
As at 31st March, 2023	**33.10**	**87.39**	**37.79**	**158.28**
Net block				
As at 31st March, 2022	**47.05**	**138.61**	**188.60**	**374.26**
As at 31st March, 2023	**36.04**	**131.67**	**174.64**	**342.35**

a) The company doesn't have any immovable property where the title deeds are not held in the name of the Company.

Particular	INTANGIBLE ASSETS	
	Goodwill	Total
Cost of Assets:		
As at 1st April, 2021	**31,852.56**	**31,852.56**
Addition / Transfers	-	-
Disposal / Adjustments	-	-
As at 31st March, 2022	**31,852.56**	**31,852.56**
Addition / Transfers	-	-
Disposal / Adjustments	-	-
As at 31st March, 2023	**31,852.56**	**31,852.56**
Depreciation / Amotization:		
As at 1st April, 2021	**-**	**-**
Charged for the year	-	-
Disposal / Adjustments	-	-
As at 31st March, 2022	**-**	**-**
Charged for the year	-	-
Disposal / Adjustments	-	-
As at 31st March, 2023	**-**	**-**
Net block		
As at 31st March, 2022	31,852.56	31,852.56
As at 31st March, 2023	**31,852.56**	**31,852.56**
Capital Work-in-Progress		
As at 1st April, 2021		**12,630.91**
Addition		4,244.93
Transfer / Adjustments		-
As at 31st March, 2022		**16,875.85**
Addition		1,902.09
Transfer / Adjustments		-
As at 31st March,2023		**18,777.94**

Capital Work-in-Progress Ageing Schedule	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 Year	Total
Project in Progress as at 31st March 2022	4,244.93	1,928.81	3,877.78	6,824.33	16,875.85
Project in Progress as at 31st March 2023	**1,902.09**	**4,244.93**	**1,928.81**	**10,702.11**	**18,777.94**

The company does not have any project temporarily suspended or any CWIP which is overdue or has exceeded its cost compared to its original plan.

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
5 -	**FINANCIAL ASSETS - LOANS**		
	Unsecured, considered good, unless otherwise stated		
	Loans to employees	-	0.10
		-	**0.10**
6 -	**OTHER FINANCIAL ASSETS - NON CURRENT**		
	Margin Money Deposits with bank held as security with more than 12 months maturity	-	460.11
	CDSL Deposit	-	0.10
		-	**460.21**
7 -	**DEFERRED TAX ASSETS (NET)**		
	Deferred Tax Assets (Net)	1.96	-
		1.96	**-**
8 -	**OTHER NON CURRENT ASSETS**		
	Advance Taxes & TDS Receivables of Earlier years (Net of Provisions)	**131.58**	134.34
		131.58	134.34
9 -	**INVENTORIES**		
	As taken, valued and certified by the Management		
	At lower of Cost and Net Realizable Value		
	Consumable Stores and Spares	**585.51**	640.35
		585.51	640.35
10 -	**TRADE RECEIVABLES - CURRENT**		
	Trade Receivables considered good - Unsecured	39.78	83.58
	Less: Allowance for expected credit loss	-	-
		39.78	**83.58**

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade Receivables ageing schedule as at 31st March, 2023						
i. Undisputed Trade Receivables - Considered good	39.78	-	-	-	-	**39.78**
ii. Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
iii. Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
iv. Disputed Trade Receivables - Considered good	-	-	-	-	-	-
v. Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
vi. Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-
	39.78	-	-	-	-	**39.78**
Trade Receivables ageing schedule as at 31st March, 2022						
i. Undisputed Trade Receivables - Considered good	83.58	-	-	-	-	**83.58**
ii. Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
iii. Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
iv. Disputed Trade Receivables - Considered good	-	-	-	-	-	-
v. Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
vi. Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-
	83.58	-	-	-	-	**83.58**

Notes: The concentration of credit risk is very limited due to the fact that the large customers are mainly public sector units (which are government undertakings). Hence, Expected Credit Loss is Nil.

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
11 -	**CASH AND CASH EQUIVALENTS**		
	A) Balances with Banks		
	- In Current Accounts	92.60	17.96
		92.60	**17.96**
	B) Cash on Hand	0.56	0.41
		0.56	**0.41**
	Total	**93.16**	**18.37**
12 -	**OTHER BALANCES WITH BANKS**		
	(A) Eamarked balances with banks (Unpaid Dividend)	6.03	6.79
		6.03	**6.79**
	(B) Others		
	- Margin Money deposits with bank held as security with more than 3 months but less than 12 months maturity Margin money is given against Gaurantee given. (Refer Note 35)	21.75	13.69
		21.75	**13.69**
		27.79	**20.48**
13 -	**OTHER FINANCIAL ASSETS - CURRENT**		
	Interest Accrued & Receivable - Fixed Deposits	0.14	0.08
	Receivable from Consortium Partners	6,072.03	6,789.77
	Other Financial Assets	492.10	12.68
	Security Deposit	169.71	7.88
		6,733.98	**6,810.41**
14 -	**Loans**		
	Unsecured Loan, Considered Good	0.10	-
		0.10	**-**
15 -	**OTHERS CURRENT ASSETS**		
	Unsecured, considered good, unless otherwise stated		
	Adavance to Vendors	535.97	7.64
	Prepaid Expenses	19.50	40.35
	Balance with Government Authorities	145.09	125.46
	CDSL Deposit	0.10	-
	Other Receivables	21.82	-
		722.48	**173.45**
16 -	**EQUITY SHARE CAPITAL**		
	Authorised:		
	3,20,00,000 Equity Shares of Rs. 10 each (P.Y. 3,20,00,000 Equity Shares of Rs. 10 each)	3,200.00	3,200.00
	Issued, Subscribed and paid-up:		
	3,20,00,000 Equity Shares of Rs. 10 each fully paid up (P.Y. 3,20,00,000 Equity Shares of Rs. 10 each)	3,200.00	3,200.00
	Total	**3,200.00**	**3,200.00**

16.1 Reconciliation of number of Equity shares outstading at the beginning & at the end of the reporting year

Particulars (Equity Shares of ₹ 10 Each Fully Paid up)	As at 31st March 2023		As at 31st March 2022	
	No of Shares	Value ₹	No of Shares	Value ₹
— At the beginning of the year	3,20,00,000	3,200.00	3,20,00,000	3,200.00
— Movement during the period	-	-	-	-
— Outstanding at the end of the year	**3,20,00,000**	**3,200.00**	**3,20,00,000**	**3,200.00**

16.2 Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholders (Equity Shares of Rs.10 Each Fully Paid up)	As at 31st March 2023		As at 31st March 2022	
	No. of Share held	**% of Holding**	**No. of Share held**	**% of Holding**
Rupesh Savla Family Trust	**1,00,76,908**	**31.49%**	1,00,76,908	31.49%
Shantilal Savla Family Trust	**40,62,576**	**12.70%**	40,62,576	12.70%
Dharen Shantilal Savla	**22,68,822**	**7.09%**	22,68,822	7.09%
Priti Paras Savla	**20,58,822**	**6.43%**	20,58,822	6.43%
	1,84,67,128	**57.71%**	1,84,67,128	57.71%

16.3 Details of Equity Shares held by Promoters holding more than 5% of the aggregate shares in the Company

Name of the Shareholders (Equity Shares of ₹ 10 Each Fully Paid up)	As at 31st March, 2023		As at 31st March, 2022	
	No. of Share held	**% of Holding**	**No. of Share held**	**% of Holding**
Rupesh Savla Family Trust	**1,00,76,908**	**31.49%**	1,00,76,908	31.49%
Shantilal Savla Family Trust	**40,62,576**	**12.70%**	40,62,576	12.70%
Dharen Shantilal Savla	**22,68,822**	**7.09%**	22,68,822	7.09%
Priti Paras Savla	**20,58,822**	**6.43%**	20,58,822	6.43%
	1,84,67,128	**57.71%**	1,84,67,128	57.71%

16.4 The Holding Company has only one class of equity shares having a par value of Rs. 10 per share, each shareholder is elligible for one vote per share. The Holding Company delcares and pays dividend in Indian Rupees.

16.5 In the event of liquidation, the Equity Sharesholders are eligible to receive the remaining Assets of the company after Distribution of all Preferential amount, in proportion to Shareholding.

14.6 There are no shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus shares and bought back during the last 5 years.

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
17 -	**OTHER EQUITY**		
	(A) Other Reserves		
	Securities Premium		
	Balance as per last financial year	15,981.50	15,766.60
	Add: Addition during the year	(1,607.31)	214.90
		14,374.19	**15,981.50**
	Capital Reserve		
	Balance as per last financial year	1,419.46	1,419.46
	Add: Addition during the year	-	-
		1,419.46	**1,419.46**
	General Reserve		
	Balance as per last financial year	980.36	980.36
	Add: Addition during the year	-	-
		980.36	**980.36**
	(B) Retained Earnings		
	Balance as per last financial year	19,770.02	19,737.09
	Add: Net Profit For the year	207.44	32.93
		19,977.46	**19,770.02**
	Total	**36,751.47**	**38,151.34**

Nature of Other Reserves

Securities Premium Account : Securities Premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions ofthe Companies Act, 2013.

Capital Reserve : Represent a non-distributable reserve.

General Reserve : General Reserve is created out of profit after tax earned by the Company by way of transfer from surplus in the statement of profit and loss.The Company can use this Reserve for payment of dividend and issue of fully paid-up shares. As General Reserve is created by transfer of one component of equity to another and is not an item of other comprehensive income, items included in the General Reserve will not be subesquently reclassified to statement of profit and loss

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
18 -	**NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS**		
	Secured		
	a. Term Loans		
	From banks		
	- Vehicle Loans	-	121.41
	Less: Current Maturities of Long Term Debts	-	(93.51)
	b. Non Convertible Preference Shares	159.30	-
	c. Unsecured Loans		
	From Company		
	- Savla Oil & Gas Private Limited	2,186.01	-
	- Horn Ok Please Transport private Limited	303.65	-
	From Director	750.09	-
	(Refer note 37)		
		3,399.06	**27.90**
	Unsecured loans are payable on mutually agreed terms carrying an interest rate ranging from 7.5% to 9.5% p.a”		
19 -	**OTHERS FINANCIAL LIABILITIES - NON-CURRENT**		
	Unsecured, considered good, unless otherwise stated		
	Payable to consortium partners	296.52	207.10
		296.52	**207.10**
20 -	**DEFERRED TAX LIABILITIES (NET)**		
	Opening Balance	69.76	62.53
	Addition/ (Reduction) during the year	2.18	7.24
	Closing Balance	**71.95**	**69.76**
	Deferred Tax Liabilities		
	Difference between Tax Base and Book Base	**71.95**	69.76
	Gross Deferred Tax Liabilities (a)	**71.95**	69.76
	Deferred Tax Assets		
	Difference between Tax Base and Book Base	**-**	-
	Deferred Tax Assets (b)	**-**	**-**
	Net Deferred Tax Liabilities	**71.95**	**69.76**
	Movement in Deferred Tax is recognised through Profit and Loss statement and nothing is recognised in Other Comprehensive Income.		
21 -	**PROVISION NON-CURRENT**		
	Abandonment Cost Provision	231.74	231.74
		231.74	**231.74**
22 -	**CURRENT FINANCIAL LIABILITIES - BORROWINGS**		
	Borrowing repayble on demand		
	Savla Oil & Gas Private Limited (Unsecured)	-	600.00
	Current Maturities of Long Term Debts	-	93.51
		-	**693.51**

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
23 -	**TRADE PAYABLES - CURRENT**		
	Total outstanding dues of micro enterprises and small enterprises	32.50	40.11
	Total outstanding dues of other than micro enterprises and small enterprises	12,566.03	11,080.70
		12,598.53	**11,120.81**

	Outstanding for following periods from bill date/due date					
	Not Due	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 Years**	**Total**
Trade payables ageing schedule as at 31st March, 2023						
(i) MSME	7.22	25.28	-	-	-	**32.50**
(ii) Others	3,480.60	3,438.48	5,434.06	42.11	170.78	**12,566.03**
(iii) Disputed Dues-MSME	-	-	-	-	-	-
(iv) Disputed Dues-Others	-	-	-	-	-	-
Total	**3,487.82**	**3,463.76**	**5,434.06**	**42.11**	**170.78**	**12,598.53**

	Outstanding for following periods from bill date/due date					
	Not Due	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 Years**	**Total**
Trade payables ageing schedule as at 31st March, 2022						
(i) MSME	29.87	10.24	-	-	-	**40.11**
(ii) Others	-	9,496.75	1,407.84	48.33	127.78	**11,080.70**
(iii) Disputed Dues-MSME	-	-	-	-	-	-
(iv) Disputed Dues-Others	-	-	-	-	-	-
Total	**29.87**	**9,506.99**	**1,407.84**	**48.33**	**127.78**	**11,120.81**

Note :

DUES TO MICRO AND SMALL ENTERPRISES

The dues of Micro Enterprises and Small Enterprises as required under the Micro, Small and Medium Enterprises Development Act, 2006 to the extent information available with the Group is given below:

Particulars	As at 31st March, 2023	As at 31st March, 2022
(A) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
(i) Principal amount due to micro enterprises and small enterprises	32.50	40.11
(ii) Interest due on above	-	-
(B) The amount of interest paid by buyer in terms of section 16 of MSMED Act, 2006 along with the amount of payment made to supplier beyond the appointed day during the year.	-	-
(C) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-
(D) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(E) The amount of further interest remaining due and payable even in succeeding years, until such date when interest dues above are actually paid to the small enterprises, for the purpose of disallowance of deductible expenditure under section 23 of MSMED Act, 2006		

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
24 -	**OTHER FINANCIAL LIABILITIES - CURRENT**		
	Unclaimed Dividends	6.03	6.79
	Salary payable	22.65	27.92
	Expenses Payable	263.40	1,386.11
	Bid Bond Deposits	19.37	14.37
	Provision for Interest	-	0.43
		311.46	**1,435.62**

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
25 -	**CURRENT TAX LIABILITIES (NET)**		
	Income Tax Liabilities (Net)	67.69	-
		67.69	**-**
26 -	**OTHER CURRENT LIABILITIES**		
	Statutory liabilities*	70.23	35.87
	Other Liabilities	40.61	9.17
		110.84	**45.04**

* Statutory liabilities includes GST, Provident Fund, TDS & Professional Tax.

(₹ In Lakhs)

		Year Ended 31st March, 2023	Year Ended 31st March, 2022
27 -	**REVENUE FROM OPERATIONS**		
	(I) Operating Revenues:		
	Sale of Services		
	Domestic	251.90	265.48
	Sale of Natural Gas		
	Domestic	3,093.39	-
		3,345.29	**265.48**
28 -	**OTHER INCOME**		
	Interest Income:		
	From banks	18.17	11.57
	From Others	0.07	-
	Profit on Sale of Property, Plant & Equipment (Net)	-	10.29
	Other Income	7.22	-
	Excess Provision Written Back	5.00	-
		30.46	**21.86**
29 -	**COST OF MATERIAL CONSUMED & OPERATING EXPENSES**		
	Consumption of Spares, Oil & Other Operating Expenses	387.19	25.11
	Purchase of Natural Gas	2,373.08	-
	Equipment Running & Maintainence Expenses	-	32.58
		2,760.27	**57.69**
30 -	**EMPLOYEE BENEFITS EXPENSES**		
	Salaries, Wages, Bonus and Other Employee Benefits*	141.60	89.69
		141.60	**89.69**

* For remuneration to Director and their relatives, please refer note 37.

		Year Ended 31st March, 2023	Year Ended 31st March, 2022
31 -	**FINANCE COSTS**		
	Interest costs		
	- Interest Expenses on Financial Liabilities	0.21	8.83
	Other borrowing costs		
	- Other Interest & Finance Charges	28.13	10.62
		28.34	**19.45**
32 -	**DEPRECIATION AND AMORTIZATION EXPENSES**		
	Depreciation & Amortization of Property, Plant & Equipments (Refer Note No. 4)	31.40	30.65
	Amortization of Other Intangible Assets (Refer Note No. 4)	-	-
		31.40	**30.65**

	Year Ended 31st March, 2023	Year Ended 31st March, 2022
		(₹ In Lakhs)
33 - OTHER EXPENSES		
Insurance	2.56	1.50
Legal and professional charges	53.18	17.04
Other Operating Related Expenses	-	0.22
Payment to the auditors		
For Statutory Audit	1.45	0.74
Advertisement and Sales Promotion Expenses	0.38	0.44
Listing Fees	19.50	5.40
ROC Filing Fees	0.75	0.19
Director Sitting Fees	2.35	1.85
Miscellaneous Expenses	18.43	3.40
TOLL Tax	0.05	0.01
RTO Tax	0.72	0.81
Repair & Maintenance Expense	2.74	4.24
Office Expence	0.06	0.03
Travelling Expenses	0.43	0.08
Conveyance Expenses	0.03	0.02
Printing & Stationary	0.15	-
	102.80	**35.97**
34 - EARNINGS PER EQUITY SHARE		
Net Profit attributable to the Equity Shareholders (₹ in lakhs) (A)	**207.44**	**32.93**
Weighted average number of Equity Shares outstanding during the period (B)	**3,20,00,000**	**3,20,00,000**
Nominal value of Equity Shares (₹)	**10**	**10**
Basic/Diluted Earnings per Share (₹) (A/B)	**0.65**	**0.10**

		As at 31-03-2023 (₹ In Lakhs)	As at 31-03-2022 (₹ In Lakhs)
35 - CONTINGENT LIABILITIES AND COMMITMENTS			
CONTINGENT LIABILITIES			
(a) Claims against the Group not acknowledged as debts (Net of Payments)		**2,280.38**	2,341.54
Statute	Amount		
Service Tax	150.03		
Income Tax	2,125.01		
TDS (Income Tax)	5.34		
(b) Guarantees given (Net)		**455.03**	454.20
CAPITAL COMMITMENT		**4,500.00**	**-**

36 - SEGMENT REPORTING

The Group operates mainly in oil and gas exploration and production and all other activities are incidental thereto, which have similar risk and return. Accordingly, there are no separate reportable Segments as required under IND AS 108 " Operating Segment "

The Revenue from transactions with the single external customer amounting to 10% or more of the Group's Revenue is :

Name of the customer

	Amount	(₹ in lakhs) % Share to Total Sales
Enertech Fuel Solutions Private Limited	714.56	21.36%
Hindalco Industries Limited	218.05	6.52%
IndianOil-Adani Gas Private Limited	183.04	5.47%
Gail India Limited	168.75	5.04%
	1,284.40	**38.39%**
Total Annual Sales During the year	**3,345.29**	**100%**

37 - RELATED PARTY DISCLOSURES AS PER INDIAN ACCOUNTING STANDARD-24

37.1 Name of the Related Parties and Nature of the Related Party Relationship with whom transactions have taken place during the reported period.

1. **Enterprises significantly influences by KMP, or Relatives of KMP**
   - Savla Oil & Gas Pvt. Ltd

2. **Key Management Personnel**

KMP of Deep Energy Resources Limited	Designation
Mr. Shail Savla	Managing Director (w.e.f 10.06.2021)
Mrs. Shaily Dedhiya	Independent Director
Mr. Hemendrakumar Shah	Independent Director
Mr. Premsingh Sawhney	Chairman and Non-Executive Director
Mr. Navin Chandra Panday	Independent Director
Mr. Ajaykumar Singhania	Executive Director
Mr. Shashvat Shah	Chief Financial Officer
Ms. Dixita Soni	Company Secretary (Resigned w.e.f 22.10.2022)
Mr. Divesh Senjaliya	Company Secretary (w.e.f 12.11.2022)

37.2 Transactions with related parties:

(₹ In Lakhs)

Nature of Transaction	Key Management Personnel and their relatives		Enterprises significantly influences by KMP, or Relatives of KMP		Total	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Remuneration, Salary and Sitting Fees	**8.09**	147.65	-	-	**8.09**	**147.65**
Rent Paid	**57.65**	13.55	-	-	**57.65**	**13.55**

37.3 Breakup of compensation to Key Management Personnel & their relatives:

(₹ in lakhs)

Nature of Transaction	Key Management Personnel & their relatives	As at 31st March, 2023	As at 31st March, 2022
1. **Managerial Remuneration**	Mr. Ajay Singhaniya	**0.83**	8.70
	Mr. Shail Manoj Savla	**1.20**	8.40
	Mr. Premsingh Sawhney	**-**	97.00
	Mr. Dharen Savla	**-**	11.07
	Mr. Raj Kishor Mishra	**-**	13.22
	Mr. Bharat Kumar Shah	**-**	1.85
	Mr. Nitin Shah	**-**	1.97
2. **Sitting Fees**	Mr. Hemendrakumar Shah	**0.50**	0.50
	Mrs. Shaily Dedhia	**0.50**	0.50
	Mr. Kirit V.Joshi	**0.10**	0.10
	Mr. Navin Chandra Pandey	**1.25**	0.75
3. **Salary**	Ms. Dixita Soni	**2.05**	3.60
	Mr. Divyesh Senjaliya	**1.66**	-
		8.09	147.65

37.4 Disclosures in respect of transactions which are more than 10% of the total transactions of the same type with related parties during the year:

Nature of Transaction	Related Party	As at 31st March, 2023	As at 31st March, 2022
Rent Paid	Mr. Dharen Savla	**9.61**	2.26
	Mrs. Mita Manoj Savla	**9.61**	2.26
	Mrs. Priti Paras Savla	**9.61**	2.26
	Mr. Rupesh Savla	**14.41**	3.39
	Mrs. Shital Rupesh Savla	**14.41**	3.39
		57.65	13.55

Note:

i) The above related party transactions have been reviewed periodically by the Board of Directors of the Company vis-à-vis the applicable provisions of the Companies Act, 2013, and justification of the rates being charged/ terms thereof and approved the same.

ii) The details of guarantees and collaterals extended by the related parties in respect of borrowings of the Group have been given at the respective notes.

iii) Entity under common control are disclosed only transaction has taken place during the year.

iv) All related party transaction have been taken at arm's length price.

38. FINANCIAL INSTRUMENTS - ACCOUNTING CLASSIFICATIONS AND FAIR VALUE MEASUREMENTS

The carrying value of financial instruments by categories as of 31st March, 2023 is as follows:

Particulars	FVTOCI	FVTPL	Amortised Cost	Total
Financial assets				
Non-current				
(i) Loans	-	-	-	-
(ii) Other Financial Assets				
Current				
(i) Trade Receivables	-	-	39.78	39.78
(ii) Cash and Cash Equivalents	-	-	93.16	93.16
(iii) Bank balances other than above	-	-	27.79	27.79
(iv) Other Financial Assets	-	-	6,733.98	6,733.98
(v) Loans	-	-	0.10	0.10
TOTAL	**-**	**-**	**6,894.80**	**6,894.80**
Financial Liabilities				
Non-current				
(i) Borrowings	**-**	**-**	3,399.06	3,399.06
(ii) Other Financial Liabilities	**-**	**-**	296.52	296.52
Current				
(i) **Borrowings**	**-**	**-**	**-**	**-**
(ii) Trade Payables	**-**	**-**	12,598.53	12,598.53
(iii) Other Financial Liabilities	**-**	**-**	311.46	311.46
TOTAL	**-**	**-**	**16,605.56**	**16,605.56**

The carrying value of financial instruments by categories as of 31st March, 2022 is as follows:

Particulars		FVTOCI	FVTPL	Amortised Cost	Total
Financial assets					
Non-current					
(i)	Loans	-	-	0.10	0.10
(ii)	Other Financial Assets	-	-	460.21	460.21
Current					
(i)	Trade Receivables	-	-	83.58	83.58
(ii)	Cash and Cash Equivalents	-	-	18.37	18.37
(iii)	Bank balances other than above (iii)	-	-	20.48	20.48
(iv)	Other Financial Assets	-	-	6,810.41	6,810.41
(v)	Loans	-	-	-	-
	TOTAL	**-**	**-**	**7,393.16**	**7,393.16**
Financial Liabilities					
Non-current					
(i)	Borrowings	-	-	27.90	27.90
(ii)	Other Financial Liabilities	-	-	207.10	207.10
Current					
(i)	Borrowings	-	-	693.51	693.51
(ii)	Trade Payables	-	-	11,120.81	11,120.81
(iii)	Other Financial Liabilities	-	-	1,435.62	1,435.62
	TOTAL	**-**	**-**	**13,484.95**	**13,484.95**

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The group's Risk Management framework encompasses practices relating to the identification, analysis, evaluation, treatment, mitigation and monitoring of the strategic, external and operational controls risks to achieving the group's business objectives. It seeks to minimize the adverse impact of these risks, thus enabling the group to leverage market opportunities effectively and enhance its long-term competitive advantage. The focus of risk management is to assess risks and deploy mitigation measures.

The group's activities expose it to variety of financial risks namely market risk, credit risk and liquidity risk. The group has various financial assets such as deposits,other receivables and cash and bank balances directly related to the business operations. The group's principal financial liabilities comprise of trade and other payables. The group's senior management's focus is to foresee the unpredictability and minimize potential adverse effects on the group's financial performance. The group's overall risk management procedures to minimize the potential adverse effects of financial market on the group's performance are outlined hereunder:

The group's Board of Directors have overall responsibility for the establishment and oversight of the group's risk management framework.

The group's risk management is carried out by the management in consultation with the Board of Directors. They provide principles for overall risk management, as well as policies covering specific risk areas.

The note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

(A) Credit risk

Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the group's receivables from customers and from its financial activities including deposits with banks and other financial instruments.

(i) Cash and cash equivalents:
The group considers factors such as track record, size of institution, market reputation and service standard to select the banks with which deposits are maintained. The group does not maintain significant deposit balances other than those required for its day to day operations. Credit risk on cash and cash equivalents is limited as these are generally held or invested in deposits with banks and financial institutions with good credit ratings.

(B) Liquidity Risk

Liquidity risk is the risk that the group will face in meeting its obligations associated with its financial liabilities. The group's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

The group's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements. The group relies on a mix of borrowings, capital and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The group monitors rolling forecasts of its liquidity requirements to ensure that it has sufficient cash to meet operational needs.

The table below provides undiscounted cash flows towards non-derivative financial assets/ (liabilities) into relevant maturity based on the remaining period at the Balance Sheet date to the contractual maturity date and where applicable, their effective interest rates.

Particulars	As At 31st March, 2023			Total
	Not later than 1 year	Later than 1 and not later than 5 years	Later than 5 years	
Financial Liabilities				
Non-current				
(i) Borrowings	-	3,399.06	-	3,399.06
(ii) Other Financial Liabilities	-	296.52	-	296.52
Current				
(i) Borrowings	-	-	-	-
(ii) Trade Payables	12,598.53	-	-	12,598.53
(iii) Other Financial Liabilities	311.46	-	-	311.46
TOTAL	12,909.99	3,695.58	-	16,605.56

Particulars	As At 31st March, 2022			Total
	Not later than 1 year	Later than 1 and not later than 5 years	Later than 5 years	
Financial Liabilities				
Non-current				
(i) Borrowings	-	27.90	-	27.90
(ii) Other Financial Liabilities	-	207.10	-	207.10
Current				
(i) Borrowings	693.51	-	-	693.51
(ii) Trade Payables	11,120.81	-	-	11,120.81
(iii) Other Financial Liabilities	1,435.62	-	-	1,435.62
TOTAL	13,249.95	235.00	-	13,484.95

(C) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices.Market risk comprises three types of risks : foreign currency risk, interest risk and other price risk such as commodity risk.

(i) Interest rate risk

The group's exposure to the risk of changes in market interest rates relates primarily to debts having floating rate of interest. Its objective in managing its interest rate risk is to ensure that it always maintains sufficient headroom to cover interest payment from anticipated cashflows which are regularly reviewed by the Board.

Particular	Change in Interest rate	Effect on Profit before tax 31st March, 2023	Effect on Profit before tax 31st March, 2022
Non-current & Current Borrowings	-0.50%	(17.00)	(3.61)
	0.50%	17.00	3.61

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates and arises where transactions are done in foreign currencies. It arises mainly where receivables and payables exist due to transactions entered in foreign currencies. The Group evaluates exchange rate exposure arising from foreign currency transactions and follows approved policy parameters utilizing forward foreign exchange contracts whenever felt necessary. The Group does not enter into financial instrument transactions for trading or speculative purpose. The Group does not have any outstanding foreign currency exposure at the end of the reporiting periods.

(iii) Commodity Risk:

The group is exposed to the movement in the price of key raw materials and other traded goods in the domestic and international markets. The group has in place policies to manage exposure to fluctuation in prices of key raw materials used in operations. The group enters into contracts for procurement of raw materials and traded goods, most of the transactions are short term fixed price contracts and a few transactions are long term fixed price contracts.

(D) Capital management

The group manages its capital to be able to continue as a going concern while maximising the returns to shareholders through optimisation of the debt and equity balances. For the purpose of calculating gearing ratio, debt is defined as non current and current borrowings (excluding derivatives). Equity includes all capital and reserves of the group attributable to equity holders of the group. The group is not subject to externally imposed capital requirements. The Board reviews the capital structure and cost of capital on an annual basis but has not set specific targets for gearing ratios. The risks associated with each class of capital are also considered as part of the risk reviews presented to the Board of Directors.

(₹ in lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Total Debt (A)	**3,399.06**	721.41
Equity	**3,200.00**	3,200.00
Other Equity	**36,751.47**	38,151.34
Capital and total debt (B)	**43,350.53**	42,072.76
Gearing ratio % (A/B)	**7.84%**	1.71%

40 - STRUCK OFF COMPANIES

The Group does not have any transactions with companies struck - off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.

41 - Balances of Other Current Liabilities, Trade Receivables and Trade Payables are subject to confirmation, reconciliation and adjustments if any.

42 - In the opinion of the Management, current assets have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated except where indicated otherwise.

43 - Previous period figures have been regrouped, re-classified and re-arranged wherever considered necessary to confirm to the current year's classification.

44 - The MCA wide notification dated March 24, 2021 has amended Schedule III to the Companies Act, 2013 in respect of certain disclosures. The Group has incorporated appropriate changes in the above results.

45 - Statement showing shares of entities in Consolidated Networth and Consolidated Total Comprehensive Income

Particulars	Country of origin	Proportionate ownership interest 2022-23	Proportionate ownership interest 2021-22
Subsidiaries:			
Deep Energy LLC	USA	91.52%	91.52%
Deep Natural Resources Ltd.	India	70.00%	70.00%
Prabha Energy Pvt. Ltd.	India	53.16%	78.45%

	Net Assets		Profit and Loss		Other Comprehensive Income		Total Comprehensive Income	
Name of Entity	**% in consolidated Net assets**	**Amount**	**% in consolidated Profit and Loss**	**Amount**	**% in consolidated Other Comprehensive Income**	**Amount**	**% in consolidated Comprehensive Income**	**Amount**
As on 31st March, 2023								
Parent								
Deep Energy Resources Limited	95.79%	38,268.23	129.26%	279.47	0.00%	-	129.26%	279.47
Parent Total	**95.79%**	**38,268.23**	**129.26%**	**279.47**	**0.00%**	**-**	**129.26%**	**279.47**
Subsidiaries								
Deep Energy LLC	0.04%	15.99	0.00%	-	0.00%	-	0.00%	-
Deep Natural Resources Ltd.	0.38%	152.22	6.50%	14.05	0.00%	-	6.50%	14.05
Prabha Energy Pvt. Ltd.	13.99%	5,587.88	4.45%	9.62	0.00%	-	4.45%	9.62
Subsidiaries Total	**14.41%**	**5,756.09**	**10.95%**	**23.67**	**0.00%**	**-**	**10.95%**	**23.67**
Non Controlling Interest Total	**5.68%**	**2,269.92**	**4.06%**	**8.77**	**0.00%**	**-**	**4.06%**	**8.77**
Adjustment in Consolidated Accounts	**-15.88%**	**(6,342.76)**	**-44.26%**	**(95.70)**	**0.00%**	**-**	**-44.26%**	**(95.70)**
Total	**100.00%**	**39,951.47**	**100.00%**	**216.21**	**100%**	**-**	**100.00%**	**216.21**
As on 31st March, 2022								
Parent								
Deep Energy Resources Limited	92.29%	38,162.09	6.91%	3.19	0.00%	-	6.91%	3.19
Parent Total	**92.29%**	**38,162.09**	**6.91%**	**3.19**	**0.00%**	**-**	**6.91%**	**3.19**
Subsidiaries								
Deep Energy LLC	0.04%	15.99	0.00%	-	0.00%	-	0.00%	-
Deep Natural Resources Ltd.	0.33%	138.17	101.21%	46.69	0.00%	-	101.21%	46.69
Prabha Energy Pvt. Ltd.	24.57%	10,160.58	-8.13%	(3.75)	0.00%	-	-8.13%	(3.75)
Subsidiaries Total	**24.94%**	**10,314.74**	**93.08%**	**42.94**	**0.00%**	**-**	**93.08%**	**42.94**
Non Controlling Interest Total	**5.47%**	**2,261.14**	**28.61%**	**13.20**	**0.00%**	**-**	**28.61%**	**13.20**
Adjustment in Consolidated Accounts	**-22.70%**	**(9,386.63)**	**-28.60%**	**(13.20)**	**0.00%**	**-**	**-28.60%**	**(13.20)**
Total	**100.00%**	**41,351.34**	**100.00%**	**46.13**	**100%**	**-**	**100.00%**	**46.13**

As per our report of even date attached
For MAHENDRA N. SHAH & CO.
Chartered Accountants
Firm Registration Number: 105775W

Chirag M. Shah
Partner
Membership Number: F-045706

Place : Ahmedabad
Date : 29/05/2023

FOR & ON BEHALF OF DEEP ENERGY RESOURCES LIMITED

Shail Savla
Managing Director
DIN : 08763064

Premsingh Sawhney
Chairman & Non-Executive Director
DIN : 03231054

Shashvat Shah
Chief Financial Officer

Divyesh Senjaliya
Company Secretary
Membership No: 60456

Place : Ahmedabad
Date : 29/05/2023

AOC 1

Statement containing the salient features of the financial statements of Subsidiaries/Associates/Joint Ventures
[Pursuant to first proviso to sub section (3) of section 129 read with rule 5 of Companies (accounts) Rules, 2014]
Part A - Subsidiaries

Sr. No.	Name of Subsidiary	The date since when subsidiary was acquired	Reporting Period	Reporting Currency	Exchange Rate	INR-Millions										
						Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments other than Investment in subsidiaries	Turnover & Other Income from operations*	Profit/ [Loss] before Taxation*	Provision for Taxation*	Profit/ [Loss] after Taxation*	Proposed Dividend	% of Share-holding
1	Deep Natural Resources Limited	25/08/2009	31st March, 2023	INR	1	18.00	121.91	267.88	127.97	-	243.11	18.07	4.02	14.05	-	70%
2	Prabha energy Private Limited	24/08/2009	31st March, 2023	INR	1	178.06	5,409.82	25,497.95	19,910.07	-	1,640.97	9.62	-	9.62	-	53.16%
3	Deep Energy LLC	02/04/2008	31st March, 2023	INR	82.2169	27.13	-5.76	27.13	-	-	-	-	-	-	-	91.52%

Notes:

The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations: NIL
2. Names of subsidiaries which have been liquidated or sold during the year - NIL
3. The Company does not have any associate and joint venture copany as on 31st March, 2023.

As per our report of even date attached
Mahendra N. Shah & Co.,
Chartered Accountants
Firm Registration Number: 105775W

Chirag M. Shah
Partner
Membership Number: F-045706

Place : Ahmedabad
Date : 29/05/2023

FOR & ON BEHALF OF DEEP ENERGY RESOURCES LIMITED

Shail Savla
Managing Director
DIN : 08763064

Premsingh M. Sawhney
Chairman & Non-Executive Director
DIN : 03231054

Shashvat Shah
Chief Financial Officer

Divyeshkumar Senjaliya
Company Secretary
Membership No: 60456

Place : Ahmedabad
Date : 29/05/2023

To,

DEEP ENERGY RESOURCES LIMITED

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