

## **INDEPENDENT AUDITOR'S REPORT**

To the Members of Minda D Ten India Private Limited

### **Report on the Audit of the Ind AS Financial Statements**

#### **Opinion**

We have audited the accompanying Ind AS financial statements of Minda D Ten India Private Limited ("the Company"), which comprise the Balance sheet as at March 31 2020, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### **Basis for Opinion**

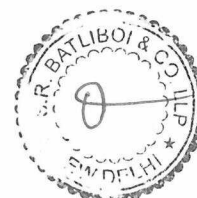
We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Ind AS Financial Statements'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

#### **Other Information**

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

Our opinion on the Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with



the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Responsibilities of Management for the Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities for the Audit of the Ind AS Financial Statements**

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

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

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



that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

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

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.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;



- (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2020 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

  
per **Vikas Mehra**

Partner

Membership Number: 094421

UDIN: 20094421AAAABU7776

Place of Signature: New Delhi

Date: June 04, 2020

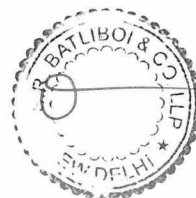




**Annexure- 1 referred to in paragraph under the heading “Report on Other Legal and Regulatory requirements” of our report of even date**

**Re: Minda D Ten India Private Limited (“the Company”)**

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given by the management, there are no immovable properties, included in property, plant and equipment of the Company and accordingly, the requirements under paragraph 3(i) (c ) of the Order are not applicable to the Company.
- (ii) The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- (iii) (a) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under section 148(1) of the Companies Act, 2013, for the products/ services of the Company.
- (vii) (a) The Company is regular in depositing with the appropriate authorities undisputed statutory dues including provident fund, employees’ state insurance, income-tax, duty of custom, goods and service tax, cess and other statutory dues that are applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees’ state insurance, income-tax, goods and service tax, duty of custom, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (c ) According to the information and explanations given to us, there are no dues of income tax, goods and service tax which have not been deposited on account of any dispute.
- (viii) The Company did not have any outstanding loans or borrowings dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.
- (ix) According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments) and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud on the company by the officers and employees of the Company has been noticed or reported during the year.



# **S.R. BATLIBOI & Co. LLP**

Chartered Accountants

- (xi) According to the information and explanations given by the management, the managerial remuneration has been paid/provided in accordance with the requisite approvals mandated by the provisions of the Section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the company and, not commented upon.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **S.R. Batliboi & CO. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per **Vikas Mehra**

Partner

Membership Number: 094421

UDIN: 20094421AAAABU7776

Place of Signature: New Delhi

Date: June 04, 2020



**ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE  
FINANCIAL STATEMENTS OF MINDA D TEN INDIA PRIVATE LIMITED**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the  
Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Minda D Ten India Private Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's Responsibility**

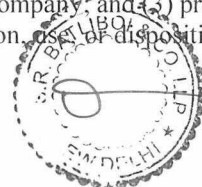
Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent 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 with reference to these 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 over financial reporting with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these financial statements.

**Meaning of Internal Financial Controls Over Financial Reporting With Reference to these Financial Statements**

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



**Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference to these Financial Statements**

Because of the inherent limitations of internal financial controls over financial reporting with reference to these 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 over financial reporting with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

**per Vikas Mehra**

Partner

Membership Number: 094421

UDIN: 20094421AAAABU7776

Place of Signature: New Delhi

Date: June 04, 2020



Minda D-Ten India Private Limited (Formerly Known as Minda F-Ten Private Limited)  
Balance Sheet as at March 31, 2020  
Amount in crores, unless otherwise stated

Particulars	Notes	As at March 31, 2020	As at March 31, 2019
<b>ASSETS</b>			
(1) Non-current assets			
(a) Property, plant and equipment	4	0.43	0.46
(b) Intangible assets	5	0.08	0.10
(c) Financial assets			
- Other financial assets	6	-	0.01
(d) Other non-current assets	7	0.36	0.72
(e) Deferred tax assets (net)	8	0.11	0.14
		<u>0.98</u>	<u>1.43</u>
(2) Current assets			
(a) Inventories	9	2.58	2.26
(b) Financial assets			
- Trade receivables	10	33.71	48.75
- Cash and cash equivalents	11	6.00	0.25
- Others financial assets	6	0.12	0.08
(c) Other current assets	7	1.29	0.90
		<u>43.70</u>	<u>52.24</u>
<b>Total Assets</b>		<b>44.68</b>	<b>53.67</b>
<b>EQUITY AND LIABILITIES</b>			
(1) Equity			
(a) Equity share capital	12	4.99	4.99
(b) Other equity	13	9.38	7.85
<b>Total equity</b>		<u>14.37</u>	<u>12.84</u>
<b>LIABILITIES</b>			
(2) Non-current liabilities			
(a) Provisions	14	0.30	0.23
		<u>0.30</u>	<u>0.23</u>
(3) Current liabilities			
(a) Financial liabilities			
- Trade payables	15		
(i) Total Outstanding Dues to Micro and Small Enterprises		0.01	0.01
(ii) Total Outstanding Dues to Other than Micro and Small Enterprises		29.74	40.28
(b) Provisions	14	0.15	0.21
(c) Other current liabilities	16	0.11	0.10
		<u>30.01</u>	<u>40.60</u>
<b>Total equity and liabilities</b>		<b>44.68</b>	<b>53.67</b>

The accompanying notes form an integral part of these financial statements

For S. R. Batliboi & Co. LLP  
Firm Registration No.: 301003E/E300005  
Chartered Accountants

  
per Vikas Mehra  
Partner  
Membership No 094421



For and on behalf of the Board of Directors  
Minda D-Ten India Private Limited  
(Formerly Known as Minda F-Ten Private Limited)

  
Amit Kumar Jain  
Managing Director  
DIN - 06940438

  
Suguru Omiya  
Director  
DIN - 08393069

Place: New Delhi  
Date: June 04, 2020





Minda D-Ten India Private Limited (Formerly Known as Minda F-Ten Private Limited)  
Statement of Profit and loss for year ended March 31, 2020  
Amount in crores, unless otherwise stated

Particulars	Notes	For the year ended March 31, 2020	For the year ended March 31, 2019
<b>A Revenue from contracts with customers</b>			
Revenue from contracts with customers	17	331.69	430.29
Other income	18	0.39	
<b>I Total income</b>		<b>332.08</b>	<b>430.29</b>
<b>B Expenses</b>			
Purchase of traded goods		321.27	417.74
(Increase) in Inventories of traded goods	19	(0.32)	(0.94)
Employee benefits expense	20	3.08	3.01
Depreciation and amortization expense	21	0.10	0.09
Other expenses	22	4.48	4.99
<b>II Total expenses</b>		<b>328.61</b>	<b>424.89</b>
<b>III Profit before tax (I-II)</b>		<b>3.47</b>	<b>5.40</b>
<b>IV Tax expense:</b>			
- Current tax	8	0.88	1.84
- Deferred tax	8	0.01	(0.02)
<b>Total tax expense</b>		<b>0.89</b>	<b>1.82</b>
<b>V Profit for the year (VI-VII)</b>		<b>2.58</b>	<b>3.58</b>
<b>VI Other comprehensive Income</b>			
Items that will not be reclassified to statement of profit or loss			
Re-measurement profits/ (losses) on defined benefit plans	23	0.02	(0.06)
Income tax effect	23	(0.01)	0.02
<b>Net comprehensive income not to be reclassified to statement of profit or loss in subsequent periods</b>		<b>0.01</b>	<b>(0.04)</b>
<b>VII Other comprehensive income for the year, net of tax attributable to shareholders</b>		<b>0.01</b>	<b>(0.04)</b>
<b>VIII Total comprehensive income of the year, net of tax</b>		<b>2.59</b>	<b>3.54</b>
<b>Earnings per share:</b>			
1) Basic	24	5.16	7.17
2) Diluted	24	5.16	7.17

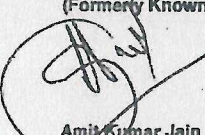
The accompanying notes form an integral part of these financial statements

For S. R. Batliboi & Co. LLP  
Firm Registration No.: 301003E/E300005  
Chartered Accountants

  
per Vikas Mehra  
Partner  
Membership No. 094421



For and on behalf of the Board of Directors  
Minda D-Ten India Private Limited  
(Formerly Known as Minda F-Ten Private Limited)

  
Amit Kumar Jain  
Managing Director  
DIN - 06940438

  
Suguru Omiya  
Director  
DIN - 08393069

Place New Delhi  
Date : June 04, 2020





Minda D-Ten Private Limited (Formally Known as Minda F-Ten Private Limited)  
Cash flow statement for year ended March 31, 2020  
Amount in crores, unless otherwise stated

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
<b>Cash Flow from Operating Activities</b>		
Profit before tax	3.47	5.40
Adjustment to reconcile profit before tax to net cash flows		
Non-cash adjustments:		
Depreciation and amortisation expenses	0.10	0.09
Interest income	(0.36)	-
Unrealised exchange (loss)/ gain	-	(0.14)
Operating profit before working capital changes	3.21	5.35
Adjustments		
Decrease/(Increase) in trade receivables	15.04	(5.08)
(Increase)/Decrease in financial assets	(0.03)	0.07
(Increase)/Decrease in other assets	(0.39)	1.35
(Increase) in inventories	(0.32)	(0.94)
(Decrease)/Increase in trade payable and other payable	(10.53)	2.20
Increase/(Decrease) in current liabilities, provisions	0.03	(0.10)
Cash generated from operations	7.01	1.97
Income tax paid	(0.51)	(1.60)
Net cash used in operating activities (A)	6.50	0.36
<b>Cash flows from Investing activities</b>		
Purchase of plant, property and equipment (including capital in progress and capital advances)	(0.05)	(0.31)
Interest received	0.36	-
Net cash generated/used in Investing activities (B)	0.31	(0.31)
<b>Cash flows from financing activities</b>		
Dividend Paid	(1.06)	-
Net cash used in financing activities (C)	(1.06)	-
Net Increase in cash and cash equivalents (A + B + C)	5.75	0.05
Cash and cash equivalents at the beginning of the year	0.25	0.20
Cash and cash equivalents at year end	6.00	0.25

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**Minda D-Ten Private Limited (Formerly Known as Minda F-Ten Private Limited)**  
**Cash flow statement for year ended March 31, 2020**  
**Amount in crores, unless otherwise stated**

Components of cash and cash equivalents		
Cash on hand	0.01	0.03
Balance with banks		
- on current accounts	3.99	0.22
- on deposit accounts	2.00	-
<b>Total cash and cash equivalents (refer note 11)</b>	<b>6.00</b>	<b>0.25</b>

Summary of significant accounting policies (refer note 2)

As per our report of even date

For S. R. Batliboi & Co. LLP  
Firm Registration No.: 301003E/E300005  
Chartered Accountants

Per Vikas Mehra  
Partner  
Membership No. 084421



For and on behalf of the Board of Directors  
**Minda D-Ten India Private Limited**  
(Formerly Known as Minda F-Ten Private Limited)

Amit Kumar Jain  
Managing Director  
DIN - 06940438

Suguru Omiya  
Director  
DIN - 08393069

Place : New Delhi  
Date : June 04, 2020





Minda D-Ten India Private Limited (Formerly Known as Minda F-Ten Private Limited)  
Statement of Changes in equity for the year ended March 31, 2020  
Amount in crores, unless otherwise stated

Particulars	Share capital*	Other Equity		Total equity (1+2)
		Retained earnings (note 13)	Total Reserves and surplus (2)	
(1)				
As at April 01, 2018 (A)	4.99	4.31	4.31	9.30
Add: Profit for the year	-	3.58	3.58	3.58
Add: Other comprehensive Income	-	(0.04)	(0.04)	(0.04)
Total comprehensive Income (B)	-	3.54	3.54	3.54
As at March 31, 2019 (A+B)	4.99	7.85	7.85	12.84
Add: Profit for the year	-	2.58	2.58	2.58
Add: Other comprehensive income	-	0.01	0.01	0.01
Less: Dividend	-	(0.88)	(0.88)	(0.88)
Less: Dividend Distribution Tax	-	(0.18)	(0.18)	(0.18)
Total comprehensive Income (C)	-	1.53	1.53	1.53
As at March 31, 2020 (A+B+C)	4.99	9.38	9.38	14.37

\*0.499 Cr.(March 31, 2019 0.499 Cr ) equity shares of INR 10/- each fully paid up

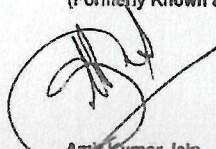
The accompanying notes form an integral part of these financial statements

For S. R. Batliboi & Co. LLP  
Firm Registration No.: 301003E/E300005  
Chartered Accountants

  
per Vikas Mehra  
Partner  
Membership No. 094421



For and on behalf of the Board of Directors  
Minda D-Ten India Private Limited  
(Formerly Known as Minda F-Ten Private Limited)

  
Amit Kumar Jain  
Managing Director  
DIN - 06940438

  
Suguru Omiya  
Director  
DIN - 08393069

Place: New Delhi  
Date : June 04, 2020



4 Property, plant and equipment and capital work in progress

a) Property, plant and equipment (net)

The details of property, plant and equipment (net) :

Particulars	As at March 31, 2020	As at March 31, 2019
Plant and Machinery	0.09	0.09
Furniture and Fixtures	0.03	0.04
Vehicles	0.26	0.29
Office Equipments	0.03	0.03
Computers	0.02	0.01
<b>Total</b>	<b>0.43</b>	<b>0.46</b>

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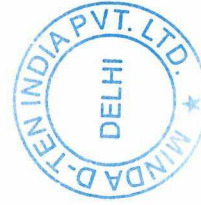
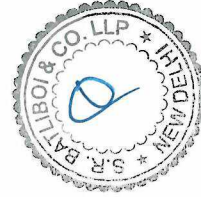


Minda D-Ten India Private Limited (Formerly Known as Minda F-Ten Private Limited)  
Notes to financial statements for the year ended March 31, 2020  
Amount in crores, unless otherwise stated

4.1 Property, Plant and Equipment

Particulars	Plant and Machinery	Office equipments	Computers	Furniture and fixtures	Vehicles	Total
<b>Cost</b>						
As at April 01, 2018	0.10	0.06	0.05	0.04	0.24	0.49
Additions	0.02	0.00	0.00	0.01	0.18	0.21
Disposals	-	-	-	-	-	-
As at March 31, 2019	0.12	0.06	0.05	0.05	0.42	0.70
Additions	0.01	0.00	0.01	0.00	0.03	0.05
Disposals	-	-	-	-	-	0.00
As at March 31, 2020	0.13	0.06	0.06	0.05	0.45	0.75
<b>Depreciation</b>						
As at April 01, 2018	0.02	0.02	0.04	0.00	0.09	0.17
Charge for the year	0.01	0.01	-	0.01	0.04	0.07
Disposal	0.00	0.00	0.00	0.00	0.00	0.00
As at March 31, 2019	0.03	0.03	0.04	0.01	0.13	0.24
Charge for the year	0.01	0.00	0.00	0.01	0.06	0.08
Disposal	-	0.00	0.00	0.00	0.00	0.00
As at March 31, 2020	0.04	0.03	0.04	0.02	0.19	0.32
<b>Net Block</b>						
As at March 31, 2020	0.09	0.03	0.02	0.03	0.26	0.43
As at March 31, 2019	0.09	0.03	0.01	0.04	0.29	0.46
As at March 31, 2018	0.08	0.04	0.01	0.04	0.15	0.32

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5 Intangible assets

a) Details of intangible assets:

Particulars	As at March 31, 2020	As at March 31, 2019
Intangible assets - Computer software	0.08	0.10
<b>Total</b>	<b>0.08</b>	<b>0.10</b>

b) Disclosures regarding gross block of intangible assets, accumulated amortisation and net block are as given below:

Particulars	Computer softwares	Total
<b>Cost</b>		
At April 01, 2018	0.06	0.06
Add: Additions	0.10	0.10
At March 31, 2019	0.16	0.16
Add: Additions	-	-
At March 31, 2020	0.16	0.16
<b>Amortisation and impairment</b>		
At April 01, 2018	0.04	0.04
Add: Amortisation charge for the year	0.02	0.02
At March 31, 2019	0.06	0.06
Add: Amortisation charge for the year	0.02	0.02
At March 31, 2020	0.08	0.08
<b>Net book value</b>		
At March 31, 2020	0.08	0.08
At March 31, 2019	0.10	0.10
At March 31, 2018	0.02	0.02

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6 Financial assets

a) Breakup of financial assets:

Particulars	As at March 31, 2020	As at March 31, 2019
A. Trade receivables (Refer note 10)	33.71	48.75
B. Cash and cash equivalents (Refer note 11)	6.00	0.25
<b>C. Other financial assets</b>		
<b>Non- current</b>		
Security deposits	-	0.01
	-	0.01
<b>Current</b>		
Security deposits	0.12	0.08
	0.12	0.08
<b>Total (C)</b>	0.12	0.09
<b>Total (A + B + C)</b>	39.83	49.09
<b>Total current</b>	39.83	49.08
<b>Total non- current</b>	-	0.01
	39.83	49.09

b) Break up of financial assets carried at amortised cost:

Particulars	As at March 31, 2020	As at March 31, 2019
Trade receivables	33.71	48.75
Cash and cash equivalents	6.00	0.25
Other financial assets	0.12	0.09
<b>Total</b>	39.83	49.09

7 Other assets

(Unsecured, considered good, unless otherwise stated)

The details of other assets:

Particulars	As at March 31, 2020	As at March 31, 2019
<b>Non- current</b>		
Advance income tax	0.36	0.72
<b>Total (A)</b>	0.36	0.72
<b>Current</b>		
Balance with statutory / government authorities	1.23	0.83
Prepaid expenses	0.03	0.03
Advance to suppliers	0.03	0.02
Advance to employees	-	0.02
<b>Total (B)</b>	1.29	0.90
<b>Total (A+B)</b>	1.65	1.62
<b>Total current</b>	1.29	0.90
<b>Total non -current</b>	0.36	0.72

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## 8 Income tax

The major components of income tax expense for the years ended March 31, 2020 and March 31, 2019 are:

### Statement of profit and loss:

#### Profit or loss section

Particulars	As at March 31, 2020	As at March 31, 2019
<b>Tax Expense:</b>		
Current tax	0.88	1.84
<b>Deferred tax:</b>		
Relating to origination and reversal of temporary differences	0.01	(0.02)
<b>Income tax expense reported in the statement of profit or loss</b>	<b>0.89</b>	<b>1.82</b>

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2020 and March 31, 2019.

Particulars	As at March 31, 2020	As at March 31, 2019
<b>Accounting profit before income tax</b>	<b>3.47</b>	<b>5.40</b>
At India's statutory income tax rate of 25.168% (March 31, 2019: 33.384%)	0.87	1.80
<b>Non-deductible expenses for tax purposes:</b>		
Impact of Change in Tax Rate *	0.04	-
Others	(0.02)	0.02
<b>At the effective income tax rate</b>	<b>0.89</b>	<b>1.82</b>
<b>Income tax expense reported in the statement of profit and loss</b>	<b>0.89</b>	<b>1.82</b>

\* The Company elected to exercise the option permitted under Section 115 BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognized provision for income for the year and re-measured its Deferred tax assets and deferred tax liabilities basis the rate prescribed in said section. Accordingly deferred tax assets (and deferred tax liabilities) has reduced by Rs0.04 Crores and tax credit for the year has decreased by Rs 0.04 Crores.

Deferred tax: Particulars	Balance sheet	
	As at March 31, 2020	As at March 31, 2019
<b>Deferred tax assets relates to the following :</b>		
Impact of expenditures charged to statement of profit and loss in the current year but allowed for tax purposes on payment basis	0.11	0.15
	<b>0.11</b>	<b>0.15</b>
<b>Deferred tax liability relates to the following :</b>		
Property, plant and equipment: impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting	-	(0.01)
	<b>-</b>	<b>(0.01)</b>
<b>Total deferred tax assets (Net)</b>	<b>0.11</b>	<b>0.14</b>

As per para 71 of Ind AS-12 the company offsets tax assets and 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 tax authority.

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9 Inventories (Valued at lower of cost and net realisable value)

a) Details of inventories:

Particulars	As at March 31, 2020	As at March 31, 2019
Traded goods (including sales in transit) [INR Nil (March 31, 2019: INR Nil)]	2.58	2.26
<b>Total</b>	<b>2.58</b>	<b>2.26</b>

10 Trade receivables

a) Details of trade receivables:

Particulars	As at March 31, 2020	As at March 31, 2019
Unsecured - considered good		
Trade receivables	33.25	48.56
Receivables from related parties (refer note 30)	0.46	0.19
	<b>33.71</b>	<b>48.75</b>
Provision for doubtful receivables	-	-
<b>Total (A)</b>	<b>33.71</b>	<b>48.75</b>

b) Trade receivables are non-interest bearing and are generally on terms of not more than 30-60 days.

11 Cash and cash equivalents

a) Details of cash and cash equivalents:

Particulars	As at March 31, 2020	As at March 31, 2019
Balances with banks:		
-On Current account	3.99	0.22
- Deposits with original maturity of less than three months	2.00	-
Cash on hand	0.01	0.03
<b>Total</b>	<b>6.00</b>	<b>0.25</b>

b) For the purpose of the statement of cash flow, cash and cash equivalents comprise of the following:

Particulars	As at March 31, 2020	As at March 31, 2019
Balances with banks:		
-On Current account	3.99	0.22
- Deposits with original maturity of less than three months	2.00	-
Cash on hand	0.01	0.03
<b>Total</b>	<b>6.00</b>	<b>0.25</b>

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12 Share Capital

a) Details of share capital is as follows:

Particulars	As at March 31, 2020	As at March 31, 2019
<b>Authorised share capital</b> 0.50 cr. (March 31, 2020: 0.50 cr., March 31, 2019: 0.50 cr.) equity shares of INR 10 each	5.00	5.00
	<b>5.00</b>	<b>5.00</b>
<b>Issued, subscribed and paid up</b> 0.49 cr. (March 31, 2020: 0.49 cr., March 31, 2019: 0.49 cr. ) equity shares of INR 10 each	4.99	4.99
	<b>4.99</b>	<b>4.99</b>

b) Reconciliation of authorised, issued, subscribed and paid up share capital:

i. Reconciliation of authorised share capital as at year end :

Particulars	Equity Shares	
	No. of shares	Amount in Cr
At April 01, 2018	0.50	5.00
Increase/(decrease) during the year	-	-
At March 31, 2019	0.50	5.00
Increase/(decrease) during the year	-	-
At March 31, 2020	0.50	5.00

ii. Reconciliation of issued, subscribed and paid up share capital as at year end:

Particulars	Equity Shares	
	No. of shares	Amount
<b>Equity shares of INR 10 each issued, subscribed and fully paid</b>		
At April 01, 2018	0.50	4.99
Issued during the year	-	-
At March 31, 2019	0.50	4.99
Issued during the year	-	-
At March 31, 2020	0.50	4.99

c) Terms/ rights attached to equity shares:

The Company has only one class of equity shares having a par value of INR 10 per share. Each holder of equity is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the Annual General Meeting.

During the year, final dividend amounting to Rs. 0.88 Cr. (Net of DDT of Rs. 0.18 Cr.) in respect of FY 2018-19 has been paid during the year by the Company which has been approved by shareholders at AGM. Refer Note 13

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

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

Name of the shareholder	As at March 31 2020		As at March 31 2019	
	No. of shares	% holding in the equity shares	No. of shares	% holding in the equity shares
Equity shares of INR 10 each fully paid Denso Ten Limited, Japan(formerly known as Fujitsu Ten Limited)	0.24	49%	0.24	49%
Minda Industries Limited (w.e.f January 01, 2018)	0.26	51%	0.26	51%

e) There are no bonus issue or buy back of equity shares during the period of five years immediately preceding the reporting date.

f) As per records of the company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

13 Other equity

Particulars	Retained earnings	Total
<b>At April 01, 2018</b>	4.31	4.31
Profit for the year	3.58	3.58
Other comprehensive income for the year, net of tax	(0.04)	(0.04)
<b>At March 31, 2019</b>	<b>7.85</b>	<b>7.85</b>
Profit for the year	2.58	2.58
Other comprehensive income for the year, net of tax	0.01	0.01
Dividend	(0.88)	(0.88)
Dividend distribution tax	(0.18)	(0.18)
<b>At March 31, 2020</b>	<b>9.38</b>	<b>9.38</b>

Distribution Paid & proposed

Particulars	As at March 31 2020	As at March 31 2019
<b>Cash dividend on equity shares declared and paid</b>		
Final dividend for the year ended March 31, 2020: INR 1.77 per share (March 31, 2019 :Nil) *	0.88	-
Dividend distribution tax on final dividend	0.18	-
	<b>1.06</b>	<b>-</b>
<b>Proposed dividends on equity shares*</b>		
Final dividend for the year ended March 31, 2020: INR 1.56 per share (March 31, 2019 :INR 1.77 per share)	0.71	0.88
TDS/ Dividend distribution tax on Proposed dividend	0.07	0.18
	<b>0.78</b>	<b>1.06</b>

\* Proposed dividend on equity shares are subject to approval at the forth coming annual general meeting and are not recognised as a liability at March 31, 2020, whereas the dividend proposed for FY 2018-19 has been paid during the year. (Refer Note 12 (c)).

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14 Provisions

a) Details of provisions:

Particulars	As at March 31 2020	As at March 31 2019
<b>Non- current</b>		
Provision for gratuity (refer note 26(b))	0.23	0.23
Provision for compensated absences	0.07	-
<b>Total (A)</b>	<b>0.30</b>	<b>0.23</b>
<b>Current</b>		
<b>Provision for employee benefits</b>		
Provision for gratuity (refer note 26(b))	0.04	0.02
Provision for compensated absences	0.11	0.19
<b>Total (B)</b>	<b>0.15</b>	<b>0.21</b>
<b>Total (A+B)</b>	<b>0.45</b>	<b>0.44</b>

15 Trade payables

a) Details of trade payables:

Particulars	As at March 31 2020	As at March 31 2019
<b>Trade payables</b>		
(A) Total Outstanding Dues to Micro and Small Enterprises (refer note 28)	0.01	0.01
(B) Total Outstanding Dues to Other than Micro and Small Enterprises		
- Others	0.47	0.32
- Related parties (refer Note 30 )	28.69	39.33
<b>Other payables</b>		
- Other payables	0.58	0.62
<b>Total</b>	<b>29.75</b>	<b>40.29</b>

b) Trade payables are non-interest bearing and are normally settled on 30-60 days terms.

c) Breakup of financial liabilities at amortised cost:

Particulars	As at March 31 2020	As at March 31 2019
Trade payables	29.75	40.29
<b>Total</b>	<b>29.75</b>	<b>40.29</b>

16 Other current liabilities

a) Details of other liabilities:

Particulars	As at March 31 2020	As at March 31 2019
<b>Current</b>		
Statutory dues	0.11	0.10
<b>Total</b>	<b>0.11</b>	<b>0.10</b>

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17 Revenue from contracts with customers

a) Revenue from contracts with customers

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Sale of products		
Traded goods	330.18	428.75
Total sale of products (A)	330.18	428.75
Other operating revenue:		
Sale of services	1.51	1.54
Total other operating revenue (B)	1.51	1.54
Revenue from operations (A+B)	331.69	430.29

b) Detail of products sold:

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Details of finished goods sold		
Car infotainment devices	330.18	428.75
Total	330.18	428.75

18 Other income

The details of other income:

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest income		
- On fixed deposits	0.31	-
- Others	0.05	-
Duty Drawback	0.03	-
	0.39	-

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19 Increase in inventories of traded goods

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Changes in inventories of traded goods	(0.32)	(0.94)
<b>Total</b>	<b>(0.32)</b>	<b>(0.94)</b>

a) Detailed breakup of the changes in inventories of traded goods is as follows:

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
<b>Opening stock</b>		
Traded goods (refer note 9)	2.26	1.32
<b>Total A</b>	<b>2.26</b>	<b>1.32</b>
<b>Closing stock</b>		
Traded goods (refer note 9)	2.58	2.26
<b>Total B</b>	<b>2.58</b>	<b>2.26</b>
<b>Changes in inventories of traded goods</b>		
Traded goods	(0.32)	(0.94)
<b>Total (A-B)</b>	<b>(0.32)</b>	<b>(0.94)</b>

Details of inventory

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
<b>Traded Goods</b>		
Car infotainment devices	2.58	2.26
<b>Total</b>	<b>2.58</b>	<b>2.26</b>

20 Employee benefits expense

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Salaries, wages and bonus (includes wages for contract labour)	2.66	2.51
Contributions to provident and other funds	0.07	0.10
ESOP Expense	0.06	-
Gratuity expense (Refer note 26)	0.04	0.04
Staff welfare expense	0.25	0.36
<b>Total</b>	<b>3.08</b>	<b>3.01</b>

21 Depreciation and amortization expense

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Depreciation of property, plant and equipment (Refer note 4.1)	0.08	0.07
Amortization of intangible assets (Refer note 5)	0.02	0.02
<b>Total</b>	<b>0.10</b>	<b>0.09</b>

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22 Other expenses

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Rent	0.32	0.35
Repair and maintenance (others)	-	0.01
Insurance	0.01	-
Legal and professional expenses	0.15	0.13
Payment to auditors (refer details below)	0.10	0.11
Communication cost	0.19	0.13
Travelling and conveyance	0.47	0.60
Business promotion	0.13	0.18
Freight and packing charges	1.50	1.58
Shared services- management & administration	0.83	1.07
Miscellaneous expenses	0.57	0.78
Sales Warranty Year end Provision	0.13	-
CSR Expenditure (refer details below)	0.08	0.05
<b>Total</b>	<b>4.48</b>	<b>4.99</b>

Payment made to auditors is as follows:

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
As auditor:		
- Audit fee	0.05	0.05
- Tax audit fee	0.01	0.02
- Limited Review	0.02	0.02
In other capacity	-	-
- Other services (including certification)	0.01	0.01
- Reimbursement of expenses	0.01	0.01
<b>Total</b>	<b>0.10</b>	<b>0.11</b>

Details of CSR Expenditure

Particulars		For the year ended March 31, 2020	For the year ended March 31, 2019
A) Gross Amount required to be spent by the Company during the year		0.08	0.05
B) Amount spent during the year ending on 31st March, 2020			
	In Cash	Yet to be paid in cash	Total
i) Construction/Acquisition of any asset	-	-	-
ii) On purposes other than (i) above	0.08	-	0.08
C) Amount spent during the year ending on 31st March, 2019			
	In Cash	Yet to be paid in cash	Total
i) Construction/Acquisition of any asset	-	-	-
ii) On purposes other than (i) above	0.05	-	0.05

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## 23 Components of Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

Particulars	Retained earnings	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Re-measurement gains/ (losses) on defined benefit plans (Refer note 26)	0.02	(0.06)
Income tax effect	(0.01)	0.02
	<b>0.01</b>	<b>(0.04)</b>

## 24 Earnings per share (EPS)

- Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.
- Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company (after adjusting for interest on the convertible preference shares) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.
- The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	March 31, 2020	March 31, 2019
Profit attributable to the equity holders of the Company	2.58	3.58
Weighted average number of equity shares for basic and diluted EPS	0.50	0.50
<b>Basic and diluted earnings per share (face value INR 10 per share)</b>	<b>5.16</b>	<b>7.17</b>

- There have been no transactions involving equity shares or potential equity shares between the reporting date and the date of authorisation of these financial statements.

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## 25 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

### Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on amounts recognised in the financial statements:

### Contingencies

Contingent liability may arise from the ordinary course of business in relation to claims against the Company, including legal and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of existence, and potential quantum, of contingencies inherently involves the exercise of significant judgement and use of estimates regarding the outcome of future events.

### Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

### Taxes

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

### Defined benefit plans

The present value of the gratuity is 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 and mortality rates. 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.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

### Property, plant and equipment

Refer note 3 for the estimated useful life of property, plant and equipment. The carrying value of property, plant and equipment has been disclosed in note 4.

### Intangible assets

Refer note 3 for the estimated useful life of intangible assets. The carrying value of intangible assets has been disclosed in note 5.

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26 Gratuity and other post-employment benefit plans

a) Defined contribution plans

The Company makes provident fund contributions to defined contribution plans for qualifying employees. Under the Scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised INR 0.07 cr. (March 31, 2019: INR 0.10 Cr.) for provident fund contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the scheme.

b) Gratuity scheme

The Company offers the employee benefit schemes of Gratuity to its employees. Benefits payable to eligible employees of the Company with respect to gratuity, a defined benefit plan is accounted for on the basis of an actuarial valuation as at the balance sheet date. Under the gratuity plan, every employee who has completed at least five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and amounts recognized in the balance sheet for the respective plans.

Particulars	As at March 31, 2020	As at March 31, 2019
	Gratuity (Unfunded)	Gratuity (Unfunded)
<b>Change in benefit obligation</b>		
1 Present value of obligation as at the beginning of the year	0.25	0.15
2 Add: Current service cost	0.02	0.03
3 Less: Acquisition adjustment	-	-
4 Add: Net Interest cost	0.02	0.01
5 Add: Actuarial (gain) / loss	(0.02)	0.06
6 Less: Benefits paid		
7 Present value of obligation as at the end of the year	0.27	0.25
Current	0.04	0.02
Non-current	0.23	0.23

The following tables summarise the components of net benefit expense recognised in the Statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Particulars	March 31, 2020	March 31, 2019
	Gratuity (Unfunded)	Gratuity (Unfunded)
Cost for the year included under employee benefit		
Add: Current service cost	0.02	0.03
Add: Interest cost	0.02	0.01
Add: Actuarial (gain) / loss	(0.02)	0.06
<b>Net cost</b>	<b>0.02</b>	<b>0.10</b>

Particulars	March 31, 2020	March 31, 2019
	Gratuity (Unfunded)	Gratuity (Unfunded)
Actuarial gain / loss recognised in the Statement of Profit and Loss		
1 Actuarial (gain) / loss for the year – obligation	(0.02)	0.06
2 Total (gain) / loss for the year	(0.02)	0.06
3 Actuarial (gain) / loss recognised in the year in Other comprehensive income	(0.02)	0.06

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Particulars	March 31, 2020	March 31, 2019
	Gratuity	Gratuity
	(Unfunded)	(Unfunded)
<b>Economic assumptions</b>		
1 Discount rate	6.85%	7.70%
2 Rate of increase in compensation levels	8.00%	6.00%
<b>Demographic assumptions</b>		
1 Expected average remaining working lives of employees (years)	23.29 Years	22.62 Years
2 Retirement Age (years)	58 years	58 years
3 Mortality Rate	Indian Assured Lives Mortality (2012-14) (modified) ultimate	Indian Assured Lives Mortality (2006-08) (modified) ultimate
<b>Withdrawal Rate</b>		
1 unto 30 years	12%	20%
2 Ages from 31-44	12%	8%
3 Above 44 years	12%	7%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Net / liabilities recognized in the Balance Sheet and experience adjustments on actuarial gain / (loss) for benefit obligation and plan assets.

i. Gratuity

Particulars	As at March 31, 2020	As at March 31, 2019
Present value of obligation	0.27	0.25
Less: Fair value of plan assets	-	-
<b>Net liability</b>	<b>0.27</b>	<b>0.25</b>

A quantitative sensitivity analysis for significant assumption as at March 31, 2020 and March 31, 2019 is as shown below:

Particulars	As at March 31, 2020	As at March 31, 2019
	Gratuity	Gratuity
<b>A. Discount rate</b>		
Impact due to increase of 0.50%	(0.01)	(0.01)
Impact due to decrease of 0.50 %	0.01	0.01
<b>B. Salary escalation rate</b>		
Impact due to increase of 0.50%	0.01	0.01
Impact due to decrease of 0.50 %	-	(0.01)

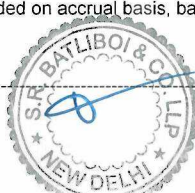
The expected benefit payments in future years is as follows:

Particulars	As at March 31, 2020	As at March 31, 2019
0 to 1 Year	0.04	0.02
1 to 2 Year	0.04	-
2 to 3 Year	0.03	-
3 to 4 Year	0.03	-
4 to 5 Year	0.03	-
5 to 6 Year	0.03	-
6 Year onwards	0.26	0.21

c) Compensated absences

Compensated absences include earned leaves and sick leaves. These have been provided on accrual basis, based on year end actuarial valuation.

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27 Commitments

a) Other Commitments

(1) Commitments relating to lease arrangements

Operating lease commitments - Company as lessee

The total rent expense under these agreements during the year ended March 31, 2020 is INR 0.32 Cr. (March 31, 2019: INR 0.35 Cr.). All the lease agreements are for a period less than 12 months

28 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

Particulars	As at March 31, 2020	As at March 31, 2019
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	0.01	0.01
Interest due on above	-	-
	<b>0.01</b>	<b>0.01</b>
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-

29 Segment Information

The Company is engaged in the business of manufacturing and selling of car infotainment products. The entire operations are governed by the same set of risk and returns and, hence, the same has been considered as representing a single primary segment.

Since the Company's business activity falls within a single business segment, there are no additional disclosures to be provided under Ind AS-108 'Operating Segments' other than those already provided in the Financial Statements.

**Geographical segments:**

The Company sells its products and services within India and do not have any operations in economic environments with different set of risks and returns. Hence, it is considered to be operating in a single geographical segment.

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**Minda D-Ten India Private Limited (Formerly Known as Minda F-Ten Private Limited)**  
Notes to financial statements for the year ended March 31, 2020  
*Amount in crores, unless otherwise stated*

**30. Related party disclosures**

**1. Name of related party and related party relationship**

**Holding Company**  
Minda Industries Limited

**Entities having significant influence or under common influence/ control with whom transaction have taken place during the year**

Mindarika Private Limited  
Denso Ten Minda India Private Limited (formerly known as Fujitsu Ten Minda India Private Limited)  
Denso Ten Limited (Formerly known as Fujitsu Ten Limited)  
Denso Ten (Thailand) Co. Limited (Formerly known as Fujitsu Ten (Thailand) Co. Limited)  
Minda Investments Limited  
Denso Ten Singapore Pvt. Ltd ( Formerly known as Fujitsu Ten Singapore Pvt. Ltd)  
Denso Ten Trading (Tianjin) Limited (formerly known as Fujitsu Ten Trading (Tianjin) Limited)  
Denso Haryana Pvt Ltd  
Denso Ten (Europe) GmbH  
PTE. Denso Ten AVE Indonesia

**Key Management Personnel**

Suguru Omiya - Whole Time Director  
Amit Kumar Jain- Managing Director

**2. Related party transactions**

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

Nature of transactions	Holding Company		Entities having Significant influence or under common influence/ control		Key management personnel	
	As at March 31 2020	As at March 31 2019	As at March 31 2020	As at March 31 2019	As at March 31 2020	As at March 31 2019
(A) Purchases of fixed assets						
Minda Industries Limited	-	0.10	-	-	-	-
Denso Ten Limited (Formerly known as Fujitsu Ten Limited)	-	-	0.01	-	-	-
(B) Purchases of traded goods (inclusive of taxes)						
Denso Ten (Thailand) Co. Limited (Formerly known as Fujitsu Ten (Thailand) Co. Limited)	-	-	-	0.01	-	-
Denso Ten Limited (Formerly known as Fujitsu Ten Limited)	-	-	-	0.01	-	-
Denso Ten Minda India Private Limited (formerly known as Fujitsu Ten Minda India Private Limited)	-	-	382.08	496.32	-	-





## Notes to financial statements for the year ended March 31, 2020

**(C) Reimbursement of expenses**

**Minda D-Ten India Private Limited (Formerly Known as Minda F-Ten Private Limited)**  
**Notes to financial statements for the year ended March 31, 2020**  
*Amount in crores, unless otherwise stated*

**3. Outstanding balances at the year end**

Nature of transactions	Holding Company		Entities having Significant influence or under common influence/ control		Key management personnel	
	As at March 31 2020	As at March 31 2019	As at March 31 2020	As at March 31 2019	As at March 31 2020	As at March 31 2019
<b>(A) Trade Payables</b>						
Denso Ten Minda India Private Limited (formerly known as Fujitsu Ten Minda India Private Limited)	-	-	28.21	36.89	-	-
Denso Ten Singapore Pvt. Ltd ( Formerly known as Fujitsu Ten Singapore Pvt. Ltd)	-	-	0.01	2.15	-	-
Minda Industries Limited	0.42	0.29	-	-	-	-
Denso Ten (Thailand) Co. Limited (Formerly known Fujitsu Ten (Thailand) Co. Limited)	0.08	-	-	-	-	-
Denso Ten Limited (Formerly known as Fujitsu Ten Limited)	-	-	-0.03	-	-	-
<b>(B) Other current assets</b>						
Denso Ten Limited (Formerly known as Fujitsu Ten Limited)	-	-	-	-	-	-
<b>(B) Trade Receivables</b>						
Denso Ten Limited (Formerly known as Fujitsu Ten Limited)	-	-	0.02	0.10	-	-
PTE. Denso Ten AVE Indonesia	-	-	0.40	-	-	-
Denso Ten (Thailand) Co. Limited (Formerly known Fujitsu Ten (Thailand) Co. Limited)	-	-	-	0.07	-	-
Denso Haryana Pvt Ltd	-	-	0.04	0.02	-	-
Denso Ten (Europe) GmbH	-	-	-	-	-	-

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### 31 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, all equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholders' value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants, if any. To maintain or adjust the capital structure, the Company reviews the fund management at regular intervals and take necessary actions to maintain the requisite capital structure.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2020 and March 31, 2019.

### 32 Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

#### a) Fair value of financial assets:

Particulars	Carrying values		Fair values	
	As at March 31 2020	As at March 31 2019	As at March 31 2020	As at March 31 2019
<b>Financial assets where carrying amounts that are reasonable approximations of fair values:</b>				
Trade receivables *	33.71	48.75	33.71	48.75
Cash and cash equivalents *	6.00	0.25	6.00	0.25
Security deposit*	0.12	0.09	0.12	0.09
<b>Total (A+B)</b>	<b>39.83</b>	<b>49.09</b>	<b>39.83</b>	<b>49.09</b>

#### b) Fair value of financial liabilities:

Particulars	Carrying values		Fair values	
	As at March 31 2020	As at March 31 2019	As at March 31 2020	As at March 31 2019
<b>Financial assets where carrying amounts that are reasonable approximations of fair values:</b>				
Trade payables *	29.75	40.29	29.75	40.29
<b>Total (A+B)</b>	<b>29.75</b>	<b>40.29</b>	<b>29.75</b>	<b>40.29</b>

\* Management has assessed that trade receivables, cash and cash equivalents, other bank balances, trade payables and Interest accrued on borrowings approximate their carrying amounts largely due to the short-term maturities of these instruments.

#### Discount rate used in determining fair value

The interest rate used to discount estimated future cash flows, where applicable, are based on the incremental borrowing rate of borrower which in case of financial liabilities is average market cost of borrowings of the Company and in case of financial asset is the average market rate of similar credit rated instrument. The company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available.

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

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### 33 Fair value hierarchy

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 significant to the fair value measurement 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 input 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 the fair value measurement is unobservable.

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities

#### Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2020:

Particulars	Total (Carrying Value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets where carrying amounts that are reasonable approximations of fair values:				
Trade receivables	33.71	-	-	33.71
Cash and cash equivalents	6.00	-	-	6.00
Security deposit	0.12	-	-	0.12
<b>Total</b>	<b>39.83</b>	<b>-</b>	<b>-</b>	<b>39.83</b>

#### Quantitative disclosures fair value measurement hierarchy for liabilities as at March 31, 2020:

Particulars	Total (Carrying Value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets where carrying amounts that are reasonable approximations of fair values:				
Trade payables	29.75	-	-	29.75
<b>Total</b>	<b>29.75</b>	<b>-</b>	<b>-</b>	<b>29.75</b>

#### Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2019:

Particulars	Total (Carrying Value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets where carrying amounts that are reasonable approximations of fair values:				
Trade receivables	48.75	-	-	48.75
Cash and cash equivalents	0.25	-	-	0.25
Security deposit	0.09	-	-	0.09
<b>Total</b>	<b>49.09</b>	<b>-</b>	<b>-</b>	<b>49.09</b>

#### Quantitative disclosures fair value measurement hierarchy for liabilities as at March 31, 2019:

Particulars	Total (Carrying Value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets where carrying amounts that are reasonable approximations of fair values:				
Trade payables	40.29	-	-	40.29
<b>Total</b>	<b>40.29</b>	<b>-</b>	<b>-</b>	<b>40.29</b>

Management has assessed that trade receivables, cash and cash equivalents, other bank balances, trade payables and Interest accrued on borrowings approximate their carrying amounts largely due to the short-term maturities of these instruments.

There have been no transfers between Level 1 and Level 2 during the period.

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### 34 Financial risk management objectives and policies

The Company's principal financial liabilities comprise of trade and other payables, borrowings, security deposits and payables for property, plant and equipment. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, cash, fixed deposits and security deposits that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by Finance department that advises on financial risks and the appropriate financial risk governance framework for the Company. The Finance department provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

#### A. 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 risk: interest rate risk, currency risk and other price risk, such as equity price risk.

The sensitivity analyses in the following sections relate to the position as at March 31, 2020 and March 31, 2019.

The analyses exclude the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations; provisions; and the non-financial assets and liabilities.

##### i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's interest bearing financial liabilities includes borrowings with fixed interest rates.

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

##### 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. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

The Company transacts business in local currency as well as in foreign currency. The Company has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. The Company may use currency swaps or forward contracts towards hedging risk resulting from changes and fluctuations in foreign currency exchange rate as per the risk management policy.

#### Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives.

Exposure gain/(loss)	31-Mar-20		31-Mar-19	
Particulars	Change +1%	Change -1%	Change +1%	Change -1%
Trade Receivable	-	-	-	-
Trade Payable	-	-	(0.02)	0.02

#### B. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

##### i) Trade receivables

Customer credit risk is managed by each Company subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of financial assets (trade receivable) disclosed in Note 10. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in largely independent markets.

Further, the Company's customer base majorly includes Original Equipment Manufacturers (OEMs), Large Corporates and Tier-1 vendors of OEMs. Based on the past trend of recoverability of outstanding trade receivables, the Company has not incurred material losses on account of bad debts. Hence, no adjustment has been made on account of Expected Credit Loss (ECL) model.

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### C. Liquidity risk

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

The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans from banks at an optimised cost.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

As at March 31, 2020	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Trade and other payables	-	29.75	-	-	-	29.75
<b>Total</b>	-	<b>29.75</b>	-	-	-	<b>29.75</b>

As at March 31, 2019	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Trade and other payables	-	40.29	-	-	-	40.29
<b>Total</b>	-	<b>40.29</b>	-	-	-	<b>40.29</b>

35 The Company is in the process of updating the documentation for the transactions entered into with the associated enterprises during the financial year and expects it to be completed before the filing of tax return for the current period. The management confirms that all transactions with associated enterprises are undertaken at negotiated contracted prices on usual commercial terms and is of the opinion that its international transactions are at arm's length and thus, no adjustments are likely to arise which will have to be recorded in any subsequent period.

36 During the previous year, the Company had received notice from Directorate General of Goods and Services Tax Intelligence, Gurugram Zonal unit alleging that by not including the cost of drawings, designs, Specifications, the Company has suppressed the value of moulds, dies, components causing short payment of Central Excise duty. The amount involved is Rs.1,84,63,137/-. During the year Company has filed reply to the show cause notice, based on various consultation done by it both internally and at industry platforms, it is confident that it shall be able to sustain its present position and thus is confident that no liability shall arise on it and hence doesn't carry any provision in this regard. The facts are disclosed from a contingent liability standpoint.

### 37 Events occurring after the reporting period

The board of directors have proposed dividend after the balance sheet date which are subject to approval by the shareholders at the annual general meeting. Refer note 13 for details.

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