

CAPL MOTOR PARTS PRIVATE LIMITED

CAPL
2021-2022

05TH ANNUAL REPORT

BOARD'S REPORT

Your directors are pleased to present the 05th Annual Report with Audited Accounts together with Auditor's Report for the year ended 31st March 2022.

FINANCIAL HIGHLIGHTS

(Rs. in lakhs)

Particulars	31.03.2022	31.03.2021
Profit before Tax	165.20	121.46
Less: Provision for taxation (including deferred tax)	42.94	29.27
Profit After Tax carried over to Balance Sheet	122.53	92.19

Dividend

During the year under review, the Company has declared an interim dividend of Rs. 1.20 per share (12% on the face value of Rs.10/-), on the paid-up capital of Rs. 5.00 crores for the year ended 2021-22. The said Interim dividend is treated as the total dividend for the year.

Management Discussion and Analysis Report

There were lockdown and disruption in supplies during early part of the years, in spite of the same, your company managed to achieve a good sale during the year.

During the year under review, the Company had reported a turnover of Rs. 1850.45 lakhs as against Rs. 1379.28 lakhs for the previous year 2020-21, an increase of 34.16% over the previous year.

Profit Before Tax (PBT) was Rs.165.20 lakhs, an increase of 36.01% over that of the previous year. Your Company's good performance in FY 21-22 resulted in a Profit After Tax (PAT) of Rs. 122.53 lakhs against Rs. 92.19 lakhs for the previous year 2020-21, an increase of 32.91% from that of last year.

Outlook

The new fiscal year (2022-23) has brought along with it the fourth wave of COVID 19. Considering the measures taken by the Government to tackle the

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COVID 19 situation during the previous years, we expect the trading conditions for the company will not be adversely affected.

Subsidiaries, Joint Ventures and Associate Companies

The Company is not having Subsidiaries, Joint Ventures and Associate Companies and hence disclosure in Form AOC-1 under Section 129(3) of the Companies Act 2013, is not required.

Board Meeting

The Board Meetings of the Company were held as required under the Companies Act, 2013. During the period 2021-22, 5 Board Meetings were held on 15th June, 2021, 5th July, 2021, 12th August, 2021, 11th November, 2021 and 4th February, 2022.

Internal Control Systems

The Company has an established and adequate Internal Control System with appropriate policies and procedures covering all areas of operations commensurate with the size of the business. The Company is supported by the holding company in respect of internal Audit.

Information as per Sec 134 (3) (d) - Events subsequent to the date of financial statements

There have been no material changes and commitments affecting the financial position of the Company between 31.03.2022 and the date of the report.

Significant and Material Orders Passed by the Regulators or Courts

There are no significant material orders passed by the Regulators / Courts which impacts the going concern status of the Company and its future operations. There are no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial

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year of the Company to which the financial statements relate to and the date of the report.

Finance

a) Fixed Deposits

Your Company does not accept any public deposits.

b) Particulars of Loans, Guarantees or Investments

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. The details of the investments made by the Company are given in the notes to the financial statements.

Directors

Sri N Krishnan, (holding DIN 00041381), retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Key Managerial Personnel

The following persons are the Key Managerial Personnel of the Company under Section 203 of the Companies Act, 2013.

- 1.Sri Alkesh Manubhai Patel - Whole Time Director
- 2.Sri S Kalyanaraman - Company Secretary (Upto 31st May, 2022)
- 3.Sri Aditya Sharma – Company Secretary (w.e.f. 1st June, 2022)

Audit Committee

The provisions of section 177 of the Companies Act, 2013 read with Rule 6 & 7 of the Companies (Meetings of the Board and its Powers) Rules 2013 are not applicable to the Company.

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Related Party Transactions

The Related Party Transactions that were entered with holding Company during the period were in the ordinary course of business at arm's length. Since, the said contract is in ordinary course of business at arm's length, it is not a Related Party transaction in terms of Section 188 of the Companies Act 2013 and hence disclosure in form AOC-2 is not required.

There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other Designated persons which may have a potential conflict with the interest of the Company at large.

Corporate Social Responsibility

The provisions with regard to developing and implementing of Corporate Social Responsibility are not applicable to the Company.

Auditors

The Board recommends appointing M/s Sundaram & Srinivasan (Firm Registration No. 004207S), Chartered Accountants, Chennai, as Statutory Auditors of the Company for another term of 5 years, from the conclusion of 5th Annual General Meeting upto the conclusion of 10th Annual General Meeting. The Auditors have also confirmed their eligibility and willingness to accept office, if appointed. A certificate under section 141 of the Companies Act, 2013 has been received from them. Accordingly, the subject for re-appointment of Auditors forms part of the Notice of the ensuing Annual General Meeting.

Comments on Auditors' Report

There are no qualifications, reservations or adverse remarks or disclaimers made by the Statutory Auditors. The Statutory Auditors have not reported any incidents of fraud to the Company in the year under review.

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Extract of Annual Return

As required under Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules 2014 an extract of the Annual Return is attached as a part of this report and marked as **Annexure “A”**.

Information as per Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014

Your Company has no activity relating to conservation of energy or technology absorption. During the period ended 31st March 2022, the Company did not have any foreign exchange earnings or outgo.

Statutory Statements

The provisions of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable to the Company.

The company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India with respect to Board and General Meetings.

Directors' responsibility statement

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

- i) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company

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as at the period ended 31st March, 2022, and the profit of the Company for that period;

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

iv) the Directors have prepared the annual accounts on a going concern basis and;

v) the Directors have laid down adequate internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and are operating effectively.

Acknowledgement

Your Directors thank all the suppliers and dealers for their continued support and co-operation during the year under review. They also wish to thank the Bankers for its support and assistance.

Your Directors place on record their appreciation for the commitment, initiative and excellent contribution of all the staff and executives of the Company.

Chennai

19th May, 2022

On behalf of the Board of Directors

N Krishnan

Alkesh Manubhai Patel

Mukund S Raghavan

S Ramasubramanian

DIRECTORS

FORM NO. MGT - 7**Annual Return****of****CAPL Motor Parts Private Limited**

[Pursuant to sub-section (1) of Section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

(i)	Corporate Identification Number (CIN) of the Company	U51909TN2017PTC116708
	Global Location Number (GLN) of the Company	
	Permanent Account Number (PAN) of the company	AAHCC0166D
(ii)	(a) Name of the company	M/s CAPL Motor Parts Private Limited
	(b) Registered office address	"Sundaram Towers" III Floor, #46 Whites Road, Chennai 600 014.
	(c) e-mail ID of the company	secy@impal.net
	(d) Telephone number with STD code	+914428591433
	(e) Website	Nil
(iii)	Date of Incorporation	24th May, 2017

	Type of the Company	Category of the Company	Sub-category of the Company
(iv)	Private Company	Company limited by shares	Indian Non-Government company

(v)	Whether company is having share capital	Yes	
(vi)	Whether shares listed on recognized Stock Exchange(s)	No	
(vii)	*Financial year From date	From (DD/MM/YYYY)	To (DD/MM/YYYY)
		01/04/2021	31/03/2022

(viii) Whether Annual general meeting (AGM) held	AGM to be held on 30 th August, 2022
(a) If yes, - Date of AGM	-
(b) Due date of AGM	30/09/2022
(c) Whether extension of AGM was granted - Yes / No.	No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Number of business activities	1
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S. No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G1	Wholesale Trading	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

* No. of Companies for which information is to be given	1
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S. No	Name of the Company	CIN / FCRN / LLPIN	Holding / Subsidiary / Associate	% of shares held
1.	M/s India Motor Parts & Accessories Limited	L65991TN1954PLC000958	Holding	90.00%

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) Share Capital

a) Equity Share Capital-

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	5,000,000	5,000,000	5,000,000	5,000,000
Total amount of equity shares (in Rupees)	50,000,000	50,000,000	50,000,000	50,000,000

Number of classes	1
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Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	5,000,000	5,000,000	5,000,000	5,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	50,000,000	50,000,000	50,000,000	50,000,000

b) Preference Share Capital-

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of preference shares	Nil			
Total amount of preference shares (in Rupees)	Nil			

Number of classes	0
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Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Redeemable Preference Shares				
Number of preference shares	0	0	0	0
Nominal value per share (in rupees)	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

c) Unclassified Share Capital-

Particulars	Authorised Capital
Total amount of unclassified shares	0

d) Break-up of paid-up share capital

Class of Shares	No. of shares			Total Nominal Amount	Total Paid up amount	Total Premium
	Physical	Demat	Total			
Equity Shares:						
At the beginning of the year	5,000,000	0	5,000,000	50,000,000	50,000,000	0
Increase during the year	0		0	0	0	0
(i) Public Issue	0	0	0	0	0	0
(ii) Rights Issue	0	0	0	0	0	0
(iii) Bonus Issue	0	0	0	0	0	0
(iv) Private Placement /	0	0	0	0	0	0

Preferential Allotment						
(v) ESOPs	0	0	0	0	0	0
(vi) Sweat Equity shares allotted	0	0	0	0	0	0
(vii) Conversion of Preference shares	0	0	0	0	0	0
(viii) Conversion of Debentures	0	0	0	0	0	0
(ix) GDRs / ADRs	0	0	0	0	0	0
(x) Others, specify	0	0	0	0	0	0
Decrease during the year	0	0	0	0	0	0
(i) Buy-back of shares	0	0	0	0	0	0
(ii) Shares Forfeiture	0	0	0	0	0	0
(iii) Reduction of share capital	0	0	0	0	0	0
(iv) Others, specify Dematerialization of Shares	0	0	0	0	0	0
At the end of the year	5,000,000	0	5,000,000	50,000,000	50,000,000	0
Preference Shares:						
At the beginning of the year	0	0	0	0	0	0
Increase during the year	0	0	0	0	0	0
(i) Issues of shares	0	0	0	0	0	0
(ii) Re-issue of forfeited shares	0	0	0	0	0	0
(iii) Others, specify						
Decrease during the year	0	0	0	0	0	0
(i) Redemption of shares	0	0	0	0	0	0
(ii) Shares forfeited	0	0	0	0	0	0
(iii) Reduction of share capital	0	0	0	0	0	0
(iv) Others, specify						
At the end of the year	0	0	0	0	0	0

ISIN of the equity shares of the Company -	NA
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(ii) Details of stock split / consolidation during the year (for each class of shares):- 0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares	-	-	-
	Face value per share	-	-	-
After split / Consolidation	Number of shares	-	-	-
	Face value per share	-	-	-

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media] Yes No Not Applicable

Separate sheet attached for details of transfers Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of Previous AGM	7 th September, 2021
Date of registration of transfer (Date Month Year)	Nil
Type of transfer	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	
Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor	
Transferor's Name	
Ledger Folio of Transferee	
Transferee's Name	

(iv) Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total	0	0	0

Details of Debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	No. of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i)	Turnover	Rs. 185,044,954
(ii)	Net worth of the Company	Rs. 83,544,939

VI. (a) SHARE HOLDING PATTERN - Promoter

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/ Hindu Undivided Family				
	(i) Indian	500,000	10.00	0	
	(ii) Non - resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3	Insurance companies	0	0	0	
4	Banks	0	0	0	
5	Financial institutions	0	0	0	
6	Foreign institutional investors	0	0	0	
7	Mutual funds	0	0	0	
8	Venture capital	0	0	0	
9	Body corporate (not mentioned above)	4,500,000	90.00	0	
10	Others				
	Total	5,000,000	100.00	0	0

Total number of shareholders (promoters)	3
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(b) SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/ Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non - resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3	Insurance companies	0	0	0	
4	Banks	0	0	0	
5	Financial institutions	0	0	0	
6	Foreign institutional investors	0	0	0	
7	Mutual funds	0	0	0	

8	Venture capital	0	0	0	
9	Body corporate (not mentioned above)	0	0	0	
10	Others				
	(i) Clearing Members	0	0	0	
	(ii) Directors & their Relatives	0	0	0	
	(iii) Hindu undivided family	0	0	0	
	(iv) Investor Education and protection Fund	0	0	0	
	(v) Foreign Portfolio Investors	0	0	0	
	(vi) Trust	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)	0
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Total number of shareholders (promoters + Public / other than promoters)	3
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(c) Details of Foreign institutional investors' (FIIs) holding shares of the company

0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Nil					

VII. NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non - Executive	Executive	Non - Executive	Executive	Non-Executive
A. Promoter	1	0	1	0	5.00	0
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	3	0	3	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors Representing	0	0	0	0	0	0

(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	3	1	3	5.00	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

5

(B) (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : if any)
Sri N Krishnan	00041381	Director	0	Nil
Sri Mukund S Raghavan	03411396	Director	0	
Sri S Ramasubramanian	01562835	Director	0	
Sri Alkesh Manubhai Patel	07768296	Whole-time Director	250,000	
Sri S Kalyanaraman	AHXP8782B	Company Secretary	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS/REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number	% of total shareholding
Annual General Meeting [AGM]	7 th September, 2021	3	3	100

B. BOARD MEETINGS:

Number of meetings held

5

S. No.	Date of meeting	Total No. of Directors on the Date of Meeting	Attendance	
			No. of Directors attended	% of Attendance
1	15.06.2021	4	4	100%
2	05.07.2021	4	4	100%
3	12.08.2021	4	4	100%
4	11.11.2021	4	4	100%
5	04.02.2022	4	4	100%

C. COMMITTEE MEETINGS

Number of meetings held

NA

S. No.	Type of Meeting	Date of meeting	Total No. of Members as on the Date of Meeting	Attendance	
				No. of Members attended	% of Attendance

D. ATTENDANCE OF DIRECTORS

Sl. N	Name of the Director	Board of Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		No. of meeting which director was entitled to attend	No. of Meeting attended	% of attendance	No. of meetings which director was entitled to attend	No. of Meeting attended	% of attendance	
1	Sri N Krishnan	5	5	100	0	0	0	AGM to be held on 30 th Aug, 2022
2	Sri Mukund S Raghavan	5	5	100	0	0	0	
3	Sri S Ramasubramanian	5	5	100	0	0	0	
4	Sri Alkesh Manubhai Patel	5	5	100	0	0	0	

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
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1	Sri Alkesh Manubhai Patel	Whole Time Director	1,755,000	0	0	0	1,755,000
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Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Sri Kalyanaraman S	Company Secretary	0	0	0	0	0

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Sri N Krishnan	Director	0	0	0	0	0
2	Sri Mukund S Raghavan	Director	0	0	0	0	0
3	Sri S Ramasubramanian	Director	0	0	0	0	0
	Total		0	0	0	0	0

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

Yes No

B. If No, give reasons/observations

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XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS

Nil

Name of the company/directors/officers	Name of the court/concerned Authority	Date of Order	Name of the Act and section under which penalized / punished	Details of penalty/punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES

Nil

Name of the company/directors/officers	Name of the court /concerned Authority	Date of Order	Name of the Act and section under which penalized / punished	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Core rupees or more or turnover of Fifty Core rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

N.A.

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorized by the Board of Directors of the company vide resolution no.

4

dated 19/05/2022 (DD/MM/YYYY) to sign this form and declare that all requirements of

the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

00041381

To be digitally signed by



Company Secretary



Company Secretary in Practice

Membership Number

39666

Certificate of practice number

Attachments

1. List of shareholders, debenture holders
- ~~2. Copy of MGT-8~~
- ~~3. Optional Attachment(s), if any~~

Note: The above Annual Return (MGT-7) is prepared as on March 31, 2022 as per the new format prescribed by the Companies (Management and Administration) Amendment Rules, 2021. The Annual General Meeting (AGM) is scheduled to be held on 30th August, 2022. The Company would replace the duly submitted Annual Return (MGT-7) after completion of AGM.

Attachments

SI. No.	Name of the Shareholders	Folio Number / DP-ID and Client ID	No. of shares	Class of shares
1.	Alkesh Manubhai Patel	1	2,50,000	Equity
2.	Manubhai Patel	3	2,50,000	Equity
3.	India Motor Parts and Accessories Limited	4	45,00,000	Equity

Independent Auditors' Report

To the Members of CAPL Motor Parts Private Limited

Report on the Audit of the Indian Accounting Standards (Ind AS) Financial Statements

Opinion

We have audited the accompanying Indian Accounting Standards (Ind AS) financial statements of CAPL Motor Parts Private Limited ('the Company'), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the statement of changes in equity for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information for the year then ended.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Indian Accounting Standards (Ind AS) financial statements give the information required by 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, 2022, and Profit, its cash flows and changes in equity for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing ('SAs') specified under Section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Indian Accounting Standards (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 ('the ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Indian Accounting Standards (Ind AS) financial statements of the current period. These matters were addressed in the context of our audit of the 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 are no key audit matters to be communicated in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's Report, Annexures to Director's Report, Shareholders Information, Business Responsibility Report, Corporate Governance Report, Management Discussions & Analysis Report

included in the Company's Annual report, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Indian Accounting Standards (Ind AS) Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Indian Accounting Standards (Ind AS) financial statements that give a true and fair view of the financial position, financial performance, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Indian Accounting Standards (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 Indian Accounting Standards (Ind AS) Financial Statements

Our objectives are to obtain reasonable assurance about whether the Indian Accounting Standards (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 financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to the financial statement are 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 a company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 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.

Report on Other Legal and Regulatory Requirements

1. 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-A", a statement on the matters specified in the paragraph 3 and 4 of the order, to the extent applicable.
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, Statement of Profit and Loss, Cash Flow Statement and the statement of changes in equity dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Indian Accounting Standards (Ind AS) financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with relevant Rules issued thereunder;
 - e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) Reporting on the adequacy of the Internal Financial Controls over Financial Reporting of the Company and the Operating effectiveness of such controls is not applicable to the company; and
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of 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, 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 on its financial position in the Indian Accounting Standards (Ind AS) financial statements;
- ii. The Company does not have any long term contracts including derivatives contracts for which there were any material foreseeable losses, if any, on long term contracts;
- iii. There were no amounts which were 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, 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 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 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, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have 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 provided under (a) and (b) above, contain any material misstatement.



v. As stated in the Ind AS financial statements

- (a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.
- (b) The company has not declared any interim dividend during the year and until the date of this report.
- (c) The Board of Directors of the Company have not proposed final dividend for the year.

for SUNDARAM & SRINIVASAN
Chartered Accountants
(Firm's Registration No. 004207S)



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P Menakshi Sundaram
Partner

Membership No: 217914

Place: Karur

Date: 19/05/2022

UDIN: 22217914AJGOHY4570



**Annexure - A to the Independent Auditors' Report
(Referred to in Paragraph 1 of our Report on Other Legal and Regulatory Requirements relevant to
paragraph 3&4 of "the Order")**

The Annexure referred to in Independent Auditors' Report to the members of the Company on the Indian Accounting Standards (Ind AS) financial statements for the year ended 31 March 2022, we report that:

- (i)
- (a) According to the information given to us, the company is maintaining proper records showing full particulars, including quantitative details and situation of Plant and Equipment;
 - (b) The company is maintaining proper records showing full particulars of intangible assets;
 - (c) According to the explanation and information furnished to us, major portion of the Plant and Equipment to the extent applicable have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification.
 - (d) The company does not own any immovable properties.
 - (e) The company has not revalued its Plant and Equipment and intangible assets.
 - (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii)
- (a) According to the information and explanations given to us, physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion, the coverage and procedure of such verification by the management is appropriate, no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.
 - (b) During any point of time of the year, the company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.
- (iii)
- According to the information and explanations given to us, during the year the company has not made investments, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence, the provisions of clause 3(iii) of the Order are not applicable.
- (iv)
- In our opinion and according to the information and explanations given to us, the company has not given any loans, Guarantees and securities and has not made any investments under the provisions of section 185 and 186 of the Companies Act 2013.





- (v) According to the information and explanations given to us, the company has not accepted any deposits from the public during the year hence the provisions of clause 3(v) of the Order are not applicable it.
- (vi) The company is not required to maintain Cost Records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 hence the provisions of clause 3(vi) of the Order are not applicable it.
- (vii)
- (a) According to the records, information and explanations given to us, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, VAT, GST, cess and other statutory dues applicable to it and no undisputed amounts payable were outstanding as on 31st March, 2022 for a period of more than six months from the date they become payable.
- (b) According to the information & explanations given to us, there are no pending dues disputes payable in respect of Sales Tax, Income Tax, Wealth Tax, Custom Duty, Service Tax, VAT, GST and Cess as at March 31, 2022.
- (viii) In our opinion and according to the information and explanations given to us, there is no transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) According to the information and explanations given to us, the company has not availed any loans or borrowings during the year. Hence, provisions of clause 3(ix) of the Order are not applicable.
- (x)
- (a) According to the information and explanations given to us, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) According to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- (xi)
- (a) According to the information and explanations given to us by the management and based on audit procedures performed, no fraud by the company or fraud on the company has been noticed or reported during the year.
- (b) In our opinion and according to the information and explanations given to us, no report under sub-section (12) of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.





- (c) According to the information and explanations given to us, there were no whistle blower complaints received during the year by the Company.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us by the management, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us by the management, the company is not required to have an internal audit system. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us by the management, the company has not entered into any non-cash transactions with directors or persons connected with them.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Hence, the provisions of clause 3(xvi) of the Order are not applicable.
- (xvii) The company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There is no resignation of the statutory auditors during the year. Accordingly, Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, along with details provided in Notes to the Ind AS Financial statements which describe the maturity analysis of assets & liabilities other information accompanying the financial statements, 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 that the 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) According to the information and explanations given to us by the management, Section 135 of the Companies Act 2013 is not applicable to the company. Accordingly, Clause 3(xx) of the Order is not applicable to the Company.
- (xxi) According to the information and explanations given to us by the management, the Company is not required to prepare consolidated financial statements. Accordingly, Clause 3(xxi) of the Order is not applicable to the Company.

for SUNDARAM & SRINIVASAN
Chartered Accountants
(Firm's Registration No. 004207S)



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P Menakshi Sundaram
Partner
Membership No: 217914

Place: Karur
Date: 19/05/2022
UDIN: 22217914AJGOHY4570



**INDEPENDENT AUDITOR'S REVIEW REPORT ON SPECIAL PURPOSE FINANCIAL INFORMATION FOR
CONSOLIDATION PURPOSES FOR THE YEAR ENDED MARCH 31,2022**

Review Report

To the Board of Directors of CAPL Motor Parts Private limited

We have reviewed the accompanying special purpose financial information of CAPL Motor Parts Private Limited (the 'Company') which comprise the Balance Sheet as at 31st March 2022 and Statement of Profit and Loss for the period ended. These special purposes financial information is the responsibility of the Company's management. Our responsibility is to issue a report on these financial statements based on our review.

These special purpose financial statements have been prepared by the management for the purposes of providing information to India Motor Parts and Accessories Limited (IMPAL) to enable it to prepare the consolidated financial results of the Group.

Management Responsibility for the Special Purpose Financial Information

Management is responsible for the preparation and presentation of this special purpose financial information in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended, and the relevant provisions of the Act . This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and presentation of special purpose financial information that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances. This special purpose financial information has been prepared solely to enable to India Motor Parts and Accessories Limited (IMPAL) to prepare its consolidated financial results.

Auditor's Responsibility

Our responsibility is to express conclusion on the special purpose financial information based on our review. We conducted our review in accordance with Standard on Review Engagements ("SRE") 2410 – Review of interim financial information performed by the Independent Auditor' issued by the Institute of Chartered Accountants of India (ICAI). SRE 2410 requires that we comply with ethical requirements and plan and perform the review to obtain reasonable assurance whether the special purpose financial information is free from material misstatement.

A review of Interim Financial Information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than audit conducted in accordance with Standards on Auditing issued by ICAI and consequently does not enable us to obtain assurance that we would become aware of all



significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review conducted as stated above, nothing has come to our attention, that causes us to believe that the accompanying Statement is not prepared, in all material respects, in accordance with Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Companies (Indian Accounting Standards) Rule, 2015, as amended, and the relevant provisions of the Companies Act, 2013 as applicable and other recognised accounting practices and policies.

Restriction on Use and Distribution

This special purpose financial information has been prepared for purposes of providing information to IMPAL to enable it to prepare the consolidated financial results of the group. As a result, the special purpose financial information is not a complete set of financial statements of CAPL Motor Parts Private Limited in accordance with Indian Accounting Standards (IND AS) prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, other accounting principles generally accepted in India and the Group's accounting policies and is not intended to present fairly, in all material respects in accordance with IND AS prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, other accounting principles generally accepted in India and the Group's accounting policies. The financial information may, therefore, not be suitable for another purpose.

This report is provided solely for the information and use of to India Motor Parts and Accessories Limited (IMPAL) to enable it to prepare the consolidated financial results of the group for the period ended 31st March 2022. It should not be distributed to anyone in the Group, any of its components, or any other third party.

for **SUNDARAM & SRINIVASAN**
Chartered Accountants
(Firm's Registration No. 004207S)



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Date: 19/05/2022
UDIN: 22217914AJGOHY4570

P Menakshi Sundaram
Partner
Membership No: 217914

CAPL MOTOR PARTS PRIVATE LIMITED
Balance Sheet as at March 31, 2022

Amount in INR Lakhs

Particulars	Notes	Amount in INR Lakhs	
		March 31, 2022	March 31, 2021
I. ASSETS			
(1) Non - Current Assets			
(a) Property, Plant and Equipment	1	6.35	8.74
(b) Capital Work-in-progress	1	266.50	266.50
(c) Other Intangible assets			
(d) Financial Assets	2	126.15	0.00
(i) Long Term Investment		1.89	1.62
(e) Other Non-Current Assets- Deferred Tax Asset		400.89	276.86
Total Non - Current Assets			
(2) Current Assets			
(a) Inventories	3	137.08	96.65
(b) Financial Assets			
(i) Current Investments	4	78.74	102.67
(ii) Trade Receivables	5	269.11	214.26
(iii) Cash and Cash Equivalents	6A	34.03	26.95
(iv) Short Term Deposits	6B	140.00	200.00
(iv) Short term Loans and Advances	7	8.65	12.53
Total Current Assets		667.61	653.06
TOTAL ASSETS		1,068.50	929.92
II. EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share Capital		500.00	500.00
(b) Other Equity	8	335.45	272.92
Total Equity		835.45	772.92
LIABILITIES			
(2) Non - Current Liabilities			
Total Non - Current Liabilities		-	-
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	9	0.00	0.00
(ii) Trade Payables	10	215.64	145.95
(b) Other Current Liabilities		17.41	11.05
Total Current Liabilities		233.05	157.00
Total Liabilities		233.05	157.00
TOTAL EQUITY AND LIABILITIES		1,068.50	929.92

Mukund S Raghavan

MUKUND S RAGHAVAN
Director

Alkesh M Patel

ALKESH M PATEL
Whole Time Director

S Kalyanaraman

S KALYANARAMAN
Secretary

S Ramasubramanian

S RAMASUBRAMANIAN
Director

As per our Report of even date
For **SUNDARAM & SRINIVASAN**

Chartered Accountants

Firm Registration No. 004207S

P. Menakshi Sundaram

P. MENAKSHI SUNDARAM
Partner

Membership No. 217914

Place: Karur




Chennai
19th May, 2022


CAPL MOTOR PARTS PRIVATE LIMITED
Statement of Profit and Loss account for the Year Ended March 31, 2022

Amount in INR Lakhs


	Note	Year ended March 31, 2022	Year ended March 31, 2021
REVENUE			
Revenue from operations	11	1850.45	1,379.28
Other income	12	15.37	12.91
Total Revenue		1865.82	1,392.19
EXPENSES :			
Purchase of Stock-in-Trade	13	1634.01	1,155.99
Changes in inventories - Stock-in-Trade	14	(40.43)	25.51
Employee benefits expense	15	51.51	39.26
Finance cost	-	-	-
Depreciation and amortization expense		3.09	4.63
Other expenses	16	52.44	45.34
Total expenses		1700.62	1,270.73
Profit before exceptional and extraordinary items and tax		165.20	121.46
Current tax		41.81	29.77
Prior year Tax		1.13	-
Deferred tax		(0.27)	(0.50)
Total		42.67	29.27
Profit for the year		122.53	92.19
Other comprehensive income (loss)			
Items that will not be reclassified subsequently to profit or loss			
Remeasurements of defined benefit liability (asset)		-	-
Net other comprehensive income (loss) not to be reclassified to profit or loss		-	-
Total comprehensive income (loss) for the year		122.53	92.19
Earnings per share			
Basic earnings per share (In rupees)		2.45	1.84
Diluted earnings per share (In rupees)		2.45	1.84


MUKUND S RAGHAVAN
Director


ALKESH M PATEL
Whole Time Director



S KALYANARAMAN
Secretary

Chennai
19th May, 2022


S RAMASUBRAMANIAN
Director



As per our Report of even date
For SUNDARAM & SRINIVASAN
Chartered Accountants
Firm Registration No. 004207S


R. MENAKSHI SUNDARAM
Partner
Membership No. 217914
Place: Karur



CAPL MOTOR PARTS PRIVATE LIMITED
Statement of Changes in Equity

Amount in Rs. Lakhs

(a) Equity share capital	31st March 2022		31st March 2021	
	No. of Shares	Amount	No. of Shares	Amount
Authorised Share Capital Equity shares of Rs. 10/- each	5,000,000	500.00	5,000,000	500.00
Issued, Subscribed & Paid-up Capital Equity shares of Rs. 10/- each	5,000,000	500.00	5,000,000	500.00
Balance at the end of the reporting	5,000,000	500.00	5,000,000	500.00

Details of shareholder holding more than 5% shares in the company

Particulars		31st March 2022	31st March 2021
India Motor Parts and Accessories Limited	No of Shares % of holding	45,00,000 90%	45,00,000 90%
Alkesh M Patel HUF	No of Shares % of holding	2,50,000 5%	2,50,000 5%
Manubhai M Patel HUF	No of Shares % of holding	2,50,000 5%	2,50,000 5%

Amount in Rs.
Lakhs

(b) Other equity	Retained Earnings
Particulars	
Balance at 31st March 2021	272.92
Dividends Paid	(60.00)
Profit for the period ended 31st March 2022	122.53
Sub-Total	62.53
Balance at 31st March 2022	335.45



MUKUND S RAGHAVAN
Director



ALKESH M PATEL
Whole Time Director



S KALYANARAMAN
Secretary

Chennai
19th May, 2022


S RAMASUBRAMANIAN
Director

As per our Report of even date
For **SUNDARAM & SRINIVASAN**
Chartered Accountants
Firm Registration No. 004207S


P. MENAKSHI SUNDARAM
Partner
Membership No. 217914



CAPL MOTOR PARTS PRIVATE LIMITED
CASH FLOW STATEMENT FOR THE PERIOD ENDED 31st March 2022


	2021-22 (Rs in lakhs)	2020-21 (Rs in lakhs)
A) Cash flow from Operating Activities		
a) Net Profit Before tax	165.20	121.46
Adjustments for:		
Depreciation	3.09	4.63
Interest from Bank Deposits	(7.99)	(9.16)
Profit on sale / Fair Value Change of Mutual Funds (Net)	(7.38)	(3.58)
Profit on Sale of Assets	(0.15)	-
b) Operating Profit before Working Capital Changes	152.77	113.35
Adjustment for:		
Decrease/(Increase) in Trade Receivables	(54.85)	63.37
Decrease/(Increase) in Loans and Advances	0.20	3.05
Decrease/(Increase) in Inventories	(40.43)	25.51
Increase/(Decrease) in Trade Payables	69.69	(17.69)
Increase/(Decrease) in Other Liabilities	2.45	3.71
c) Cash Generated from Operations	129.83	191.30
Direct taxes Paid	(33.94)	(25.10)
d) Cash flow before Extraordinary item	95.89	166.20
e) Extraordinary Item	95.89	166.20
Net Cash flow from Operating Activities		
B) Cash flow from Investing Activities		
Sale of Fixed Assets	0.05	-
Sale of Investments	2,260.13	1,479.01
Proceeds / (Deposits) with bank and others	60.00	(200.00)
Net Gain on Mutual Fund Investments	6.19	1.81
Interest Income from Bank Deposits	11.80	1.31
Purchase of Fixed Assets	(0.87)	(0.16)
Purchase of Investments	(2,366.12)	(1,485.80)
Net Cash used in Investing Activities	(28.82)	(203.83)
C) Cash flow from Financing Activities		
Dividend Paid	(60.00)	-
Net Cashflow from Financing Activities	(60.00)	-
D) Net Increase / (Decrease) in Cash & Cash Equivalents	7.07	(37.63)
Cash & Cash Equivalent at beginning of the year	26.95	64.58
Cash & Cash Equivalent at the end of the year	34.03	26.95


MUKUND S RAGHAVAN
 Director

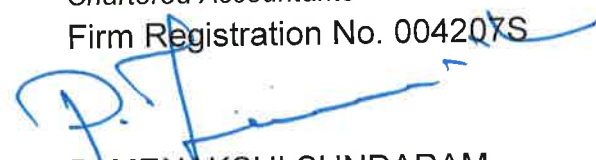

ALKESH M PATEL
 Whole Time Director


S KALYANARAMAN
 Secretary

Chennai
 19th May, 2022


S RAMASUBRAMANIAN
 Director

As per our Report of even date
 For **SUNDARAM & SRINIVASAN**
 Chartered Accountants
 Firm Registration No. 0042075


P. MENAKSHI SUNDARAM
 Partner
 Membership No. 217914
 Place: Karur



1. SIGNIFICANT ACCOUNTING POLICIES

1.1. Corporate Information

CAPL Motor Parts Private Limited (CAPL) was incorporated in India on 24th May 2017 as a Private Limited Company. The registered office of the Company is situated at Sundaram Towers 3rd Floor, No. 46 Whites Road, Royapettah, Chennai 600014. After the investment by India Motor Parts & Accessories Limited (IMPAL), it has become a subsidiary of IMPAL on and from 29th November 2017.

The Company is engaged in sale and distribution of automobile spare parts.

1.2. Basis of Preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed by Ministry of Corporate Affairs under Companies (Indian Accounting Standards) Rules, 2015, provisions of the Companies Act, 2013, to the extent notified and pronouncements of the Institute of Chartered Accountants of India.

These financial statements have been prepared from the date of incorporation and are made up to 31st March 2022.

Disclosures under Ind AS are made only in respect of material items as applicable.

The financial statements for the period ended 31st March 2022 are duly adopted by the Board on May 19, 2022 for consideration and approval by shareholders.

2. Summary of accounting policies

2.1. Overall considerations

The financial statements have been prepared applying the significant accounting policies and measurement bases summarized below. Books of Accounts are maintained on accrual basis as a going concern

Cash Flow Statement is prepared under "Indirect" Method".

2.2. Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable and net of returns, trade allowances, rebates and amounts collected on behalf of third parties. It excludes Value Added Tax, Central Sales Tax and Goods and Service tax.

2.2.1. Sale of Products:

Revenue from sale of products is recognised, when significant risks and rewards of ownership pass to the dealer / customer, as per terms of contract and it is probable that the economic benefits associated with the transaction will flow to the Company.

2.2.2. Interest and Dividend Income:

Interest incomes are recognized using the time proportion method based on the rates implicit in the transaction. Interest income is included in other income in the statement of profit and loss.

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



2.3. Property, plant and equipment

All items of Property, Plant and Equipment are stated at cost of acquisition less depreciation and impairment, if any. Cost includes purchase price, taxes and duties, labour cost. However, cost excludes Excise Duty, Value Added Tax and Goods and Service Tax, to the extent credit of the duty or tax is availed of.

Depreciation and amortization:

2.3.1.1. Depreciation is recognized on a straight-line basis, over the useful life of the assets as prescribed under Schedule II of the Companies Act, 2013.

2.3.1.2. On tangible fixed assets added / disposed off during the year, depreciation is charged on pro-rata basis from the date of addition / till the date of disposal.

2.4. Intangible Assets: Goodwill on acquisition is included in intangible assets, which is not amortised but tested for impairment annually or more frequently, if circumstances indicate that the same might be impaired.

2.5. Inventories: Inventories are valued in accordance with Ind AS 2 at lower of cost or net realizable value. Net realisable value is the estimated selling price in the ordinary course of business. Cost is ascertained on FIFO basis.

2.6. Employee Benefits There are no employees on rolls of the company and hence benefit plans are not structured yet.

2.7. Income Taxes: Tax expense comprises of current and deferred taxes. Deferred income tax is recognized using the balance sheet approach.

2.8. Segment Reporting: The Company operates in only one segment viz., sale and distribution of automobile Parts, which is covered under this Report.

2.9. Related Party Transactions: Information on Related Party Transactions are compiled based on Ind AS 24 on Related Party Disclosures.

Related Party Disclosure

A. Related Parties:

a. Holding Company

India Motor Parts and Accessories Limited

b. Key Management Personnel:

Sri Alkesh M Patel – Whole Time Director

The disclosure of related party transactions during the year and balances as on 31/03/2022 are as follows.

Nature of Transaction	Holding Company Rs. In lakhs	Key Management Personnel Rs. In lakhs
	2021-22	2021-22
Sale of Goods	12.93	
Receipt of Services	30.20	
Purchase of Goods	8.97	
Dividend Paid	54.00	
Remuneration		17.55



B. Disclosures required under the "Micro, Small and Medium Enterprises Development Act, 2006"

Particulars	2021-22	2020-21
a) Principal amount and the interest due to Suppliers under the Act	Nil	Nil
b) Interest paid to Suppliers in terms of Section 16 of the Act, along with payment made beyond the appointed day	Nil	Nil
c) 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 Act	Nil	Nil
d) Interest accrued and remaining unpaid at the end of the year	Nil	Nil
e) Further interest remaining due and payable even in the succeeding years, until such date, when interest dues above are actually paid in the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the Act	Nil	Nil

This information has been given in respect of such vendors to the extent they could be identified as "Micro, Small and Medium Enterprises" on the basis of information available with the Company on which the Auditors have relied upon.

C. Basic and diluted Earnings Per Share (EPS) of Face Value of Rs.10 each is calculated as under:

Particulars		2021-22	2020-21
Profit after Tax	Rs. in lakhs	122.53	92.19
Total Equity Shares outstanding at the end of the year	Nos.	5000000	5000000
Earnings per share (Basic and Diluted)	Rs.	2.45	1.84
Face value per share	Rs.	10	10

D. Contingent Liability is not provided for.



CAPL MOTOR PARTS PRIVATE LIMITED

**NOTE 1
FIXED ASSETS**

(Rs in lakhs)

Description	Gross Block				Depreciation				Net Block	
	As on 01.04.2021	Additions	Deductions	As at 31.03.2022	Opening as on 01.04.2021	Depreciation for the year	Deductions	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022
Tangible Assets										
Land	0.00			0.00					0.00	0.00
Building	0.00			0.00					0.00	0.00
Plant & Equipments	1.98	0.25	0.33	1.90	0.85	0.25	0.17	0.93	1.11	0.97
Others - Electrical Fittings	0.07			0.07	0.02	0.01		0.03	0.05	0.04
Office Equipments	3.28	0.20		3.48	2.65	0.21		2.86	0.62	0.62
Furniture & Fixtures	7.28	0.42		7.70	2.76	0.86		3.62	4.53	4.08
Vehicles	12.70		0.09	12.61	10.28	1.76	0.07	11.97	2.42	0.64
SUB TOTAL (A)	25.31	0.87	0.42	25.76	16.56	3.09	0.24	19.41	8.74	6.35
Tangible Assets under Lease										
Leasehold land & Building				0.00						0.00
SUB TOTAL (B)	0.00	0.00	0.00	0.00	0.00	0.00		0.00		0.00
Intangible Assets										
Computer Software				0.00						0.00
SUB TOTAL (C)	0.00	0.00	0.00	0.00	0.00	0.00		0.00		0.00
Intangible Assets										
Goodwill	266.50			266.50					266.50	266.50
SUB TOTAL (D)	266.50	0.00	0.00	266.50	0.00	0.00		0.00	266.50	266.50
Total [A + B + C + D]	291.81	0.87	0.42	292.26	16.56	3.09	0.24	19.41	275.24	272.85



CAPL MOTOR PARTS PRIVATE LIMITED

Notes to Balance Sheet

Amount in INR Lakhs

Note	Particulars	March 31, 2022	March 31, 2021
2	Long-Term Investments SBI FMP SERIES 61 DIRECT- GROWTH	126.15	0.00
	TOTAL	126.15	0.00
	CURRENT ASSETS		
3	Inventories Stock in Trade	137.08	96.65
	TOTAL	137.08	96.65
4	Current Investments Sundaram Liquid Fund - Direct	78.74	102.67
	Total	78.74	102.67
5	Trade Receivables - Unsecured - considered good More than six months Others (refer note G)	0.00 269.11	0.00 214.26
	TOTAL	269.11	214.26
6A	Cash & Cash Equivalent Balances with Banks Cheques and Drafts on hand Cash on hand	24.73 9.05 0.25	20.92 5.73 0.30
	TOTAL	34.03	26.95
6B	Short Term Deposits HDFC Limited	140.00	200.00
	TOTAL	140.00	200.00



CAPL MOTOR PARTS PRIVATE LIMITED
Notes to Balance Sheet

Note	Particulars	Amount in INR Lakhs	
		March 31, 2022	March 31, 2021
7	Short-term Loans & Advances		
	Unsecured Advances		
	Accrued Income	3.32	7.13
	Unsecured & Considered Good - advances recoverable in Cash or in kind or for value to be received	3.46	2.94
	Advance Tax and T.D.S. (Net of Provisions)	0.00	0.26
	Prepaid Expenses	0.39	0.00
	Rent advances	1.35	1.00
	Advances to Employees and Others	0.13	1.20
	TOTAL	8.65	12.53
8	EQUITY AND LIABILITIES		
	EQUITY		
	a) Equity Share Capital	500.00	500.00
	b) Other Equity	335.45	272.92
	TOTAL	835.45	772.92
9	Trade Payable		
	Total outstanding dues of micro enterprises and small enterprises		
	Total outstanding dues of creditors other than micro enterprises and small enterprises	215.64	145.95
	(Refer note H)		
	TOTAL	215.64	145.95
10	Other Current Liabilities		
	For expenses	4.01	2.92
	TDS Payable	0.85	0.75
	GST payable	6.06	4.42
	Other payables	2.58	2.96
	TOTAL	13.50	11.05
	Short-Term Provisions		
	Provision for Taxation (Net)	3.91	0.00
	TOTAL	3.91	-



CAPL MOTOR PARTS PRIVATE LIMITED
Notes to Profit and Loss

Amount in INR Lakhs

Note	Particulars	Year ended March 31, 2022	Year ended March 31, 2021
11	Revenue from operations		
	Sales - Less Returns (Net)		
	Sale of Products	1850.45	1379.28
	TOTAL	1850.45	1379.28
12	Other income		
	Interest Income from Bank Deposits	7.99	9.16
	Bad Debts Recovered	0.00	0.17
	Profit on Sale / Fair Value Change of Mutual Funds (Net)	7.38	3.58
	TOTAL	15.37	12.91
13	Purchase of Stock-in-Trade		
	Purchase	1634.01	1155.99
	TOTAL	1634.01	1155.99
14	Changes In Inventories - Stock-in-Trade		
	Opening Stock	96.65	122.16
	Closing Stock	137.08	96.65
	(Increase)/Decrease in inventories	(40.43)	25.51
15	Employee benefits expense		
	Salaries, Bonus and other allowances	48.91	37.58
	Staff Welfare Expenses	2.60	1.68
	TOTAL	51.51	39.26
16	Other expenses		
	Audit Fees:		
	as Auditors	0.87	0.87
	for Tax Audit	0.38	0.38
	out of pocket expenses	0.04	0.00
	Power and fuel	0.33	0.38
	Rent	6.28	6.08
	Repairs to Buildings	4.01	2.87
	Repairs to Plant & Equipments	2.01	1.09
	Insurance	0.45	0.46
	Rates, Taxes and Licences	0.38	0.55
	Other expenses	37.69	32.66
	TOTAL	52.44	45.34



Financial instruments and fair values

A Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets

March 31, 2022

(Rs. In Lakhs)

	Carrying amount (Cost)			Total carrying amount (Cost)	Fair value
	FVTPL	Other financial assets - amortized cost	Other financial assets - recognized through OCI		
Financial assets					
Mutual fund investments	204.89	0.00	0.00	203.70	204.89
Trade receivables	0.00	269.11	0.00	269.11	269.11
Cash and cash equivalents	0.00	174.03	0.00	174.03	174.03
Loans	0.00	8.65	0.00	8.65	8.65
Financial Liabilities					
Trade payables	0.00	215.64	0.00	215.64	215.64

March 31, 2021

	Carrying amount (Cost)			Total carrying amount (Cost)	Fair value
	FVTPL	Other financial assets - amortized cost	Other financial assets - recognized through OCI		
Financial assets					
Mutual fund investments	102.67	0.00	0.00	100.90	92.31
Trade receivables	0.00	214.26	0.00	214.26	277.63
Cash and cash equivalents	0.00	226.95	0.00	226.95	64.58
Loans	0.00	11.53	0.00	11.53	11.71
Financial Liabilities					
Trade payables	0.00	145.95	0.00	145.95	145.95

Trade Receivables, Trade Payables, Cash and Cash equivalents and other financial assets and liabilities are stated at amortised cost which approximates their fair values.

Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1 hierarchy - Includes Financial Instruments measured using quoted prices in the active market.

Level 2 hierarchy - The Fair value of Financial Instruments that are not traded in an active market, is determined using valuation techniques which maximise the use of observable market data.

Level 3 hierarchy - includes Financial Instruments for which one or more of the significant inputs are not based on observable market data. This is applicable for unlisted securities.

B Fair value hierarchy			
(Rs in Lakhs)			
	Level 1	Level 2	Level 3
As at March 31, 2022			
Financial assets :			
Equity shares	-		-
Mutual fund investments	204.89		-
As at March 31, 2021			
Financial assets :			
Equity shares	-		-
Mutual fund investments	102.67		-

C Financial risk management

The Company's business activities are exposed to liquidity risk and credit risk. The Risk management policies have been established to identify and analyse the risks faced by the Company, to set and monitor appropriate risk limits and controls; periodically review and reflect the changes in the policy accordingly.

a) Management of 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. In doing this, management considers both normal and stressed conditions.

The Company regularly monitors the rolling forecasts and the actual cash flows to service the financial liabilities on a day-to-day basis through cash generation from business and by having adequate banking facilities.

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows along with its carrying value as at the Balance sheet date.

<i>Rs. In Lakhs</i>		
	31st March 2022	31st March 2021
<u>Payable within one year</u>		
Trade payable	215.64	145.95
Borrowings - Cash Credit	-	-

b) Management of Credit risk

Credit risk is the risk of financial loss to the Company if the other party to the financial assets fails to meet its contractual obligations.

a) Trade receivables:

Concentration of credit risk with respect to trade receivables are limited as the customers are reviewed, assessed and monitored regularly on a monthly basis with pre determined credit limits assessed based on their payment capacity. Our historical experience of collecting receivables demonstrates that credit risk is low. Hence, trade receivables are considered to be a single class of financial assets.

b) Other financial assets:

The Company has exposure in Cash and cash equivalents and term deposits with banks. The Company's maximum exposure to credit risk as at 31st March, 2022 is the carrying value of each class of financial assets as on that date.



Disclosure on Accounting for revenue from customers in accordance with IND AS 115

Disaggregated revenue information		Rs. In Lakhs	
A	Type of goods and service	31/Mar/2022	31/Mar/2021
	a) Sale of products	1850.45	1379.28
	b) Sale of services	0.00	0.00
	c) Other operating revenues	0.00	0.00
	Total operating revenue	1850.45	1379.28
	In India	1850.45	1379.28
	Outside India	-	-
B	Timing of revenue recognition	At a point of time	Over a period of time
	Sale of products and other operating income	1850.45	Nil
C	Contract Balances	31/Mar/2022	
	Contract Assets	Nil	
	Contract Liabilities	Nil	
D	Revenue recognised in relation to contract liabilities	Nil	
E	Reconciliation of revenue recognised in the statement of profit and loss with the contracted price		
	Revenue at contracted prices	Nil	
	Revenue from contract with customers	Nil	
	Difference	Nil	
F	Unsatisfied or partially satisfied performance obligation		Nil
	As permitted under the transitional provision in Ind As 115, the relevant disclosures for the comparative period is not disclosed		

Disclosure on Accounting for adoption in accordance with IND AS 116

All Rent payments being in the nature of short term/cancellable leases, charged off in the Statement of Profit and Loss

G Trade Receivables ageing schedule

Particulars	Rs. In Lakhs					
	Outstanding for following periods from due date of payment#					
	Less than 6 months	6 months 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - considered good	269.11	0.00	0.00	0.00	0.00	269.11
(iv) Disputed dues - Others	0.00	0.00	0.00	0.00	0.00	0.00

2020-21

Particulars	Rs. In Lakhs					
	Outstanding for following periods from due date of payment#					
	Less than 6 months	6 months 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - considered good	214.26	0.00	0.00	0.00	0.00	214.26
(iv) Disputed dues - Others	0.00	0.00	0.00	0.00	0.00	0.00



H Trade Payables ageing schedule

Rs. In Lakhs

2021-22

Particulars	Outstanding for following periods from due date of payment#				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	0.00	0.00	0.00	0.00	0.00
(ii) Others	215.64	0.00	0.00	0.00	215.64
(iii) Disputed dues - MSME	0.00	0.00	0.00	0.00	0.00
(iv) Disputed dues - Others	0.00	0.00	0.00	0.00	0.00


2020-21


Particulars	Outstanding for following periods from due date of payment#				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	0.00	0.00	0.00	0.00	0.00
(ii) Others	145.95	0.00	0.00	0.00	145.95
(iii) Disputed dues - MSME	0.00	0.00	0.00	0.00	0.00
(iv) Disputed dues - Others	0.00	0.00	0.00	0.00	0.00

I Ratios


Key Ratios	31/Mar/2022	31/Mar/2021
Current Ratio (Current assets / Current liabilities)	3.41	4.16
Return on Equity Ratio (Net Profit after taxes / Average Shareholder's Equity)	0.15	0.13
Inventory Turnover (Sales / Average inventory)	15.83	12.61
Trade Receivable Turnover Ratio (Net credit sales / Average Accounts Receivable)	7.65	5.60
Trade Payable Turnover Ratio (Purchase / Average Trade Payable)	9.04	7.47
Net Profit Ratio (Net Profit / Net Sales)	0.07	0.07
Return On Capital Employed (EBIT / Capital Employed)	0.20	0.16


MUKUND S RAGHAVAN
Director


ALKESH M PATEL
Whole Time Director



S KALYANARAMAN
Secretary

Chennai
19th May, 2022


S RAMASUBRAMANIAN
Director



As per our Report of even date
For SUNDARAM & SRINIVASAN
Chartered Accountants
Firm Registration No. 004207S


P. MENAKSHI SUNDARAM
Partner
Membership No. 217914
Place: Karur