



# V.R. BANSAL & ASSOCIATES

*Chartered Accountants*

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## INDEPENDENT AUDITOR'S REPORT

To  
The Members of  
Havells Lighting LLC, USA  
251, Little Falls Drive,  
Wilmington, Delaware ,  
Zip Code- 19808

### **Report on the Special Purpose Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying Special Purpose Standalone Financial Statements of Havells Lighting LLC, USA (the 'Company'), which comprise the Balance Sheet as at 31 March 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the 'Special Purpose Standalone Financial Statements'. The Special Purpose Standalone Financial Statements have been prepared by the Management of the Company for the limited purpose of facilitating the preparation of the consolidated financial statements of Havells India Limited as at and for the year ended 31 March 2025 in accordance with Generally Accepted Accounting Principles in India ('Indian GAAP') and to assist Havells India Limited, the ultimate holding company to comply with the requirements of Section 129(3) of the Companies Act, 2013 ('the Act').

In our opinion and to the best of our information and according to the explanation given to us, the aforesaid Special Purpose Standalone Financial statements give the information required by the Companies Act, 2013 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, 2025, and its loss for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit of the Special Purpose Standalone Financial Statements 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 Special Purpose Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the registrar of companies Financial Statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Special Purpose Standalone Financial Statements.

### **Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these Special Purpose Standalone financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 Special Purpose standalone financial statements, the management is responsible for the 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 the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibility for the Audit of the Special Purpose Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Special Purpose 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 SAs, we exercise professional judgment and maintain professional Skepticism throughout the audit. We also:

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



- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the Purpose of expressing an opinion on the effectiveness of the Companies internal control.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by made management.
- Evaluate the overall presentation, structure and content of the Special Purpose standalone financial statements, including the disclosures, and whether the Special Purpose standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatement in the Special Purpose Standalone financial statement that, individually or in aggregate, makes it probable that the economic decisions of reasonably knowledgeable users of the Special Purpose standalone financial statement may be influenced. We consider quantative materiality and quantative factors in (i) planning the scope of our audit work and in evaluating the result of our work; and (ii) to evaluate the effect of any identified misstatement in the Special Purpose standalone financial statements

#### **Basis of preparation**

The Special Purpose Standalone Financial Statements have been prepared by the Management of the Company for the limited purpose of facilitating the preparation of the consolidated financial statements of Havells India Limited as at and for the year ended 31 March 2025 in accordance with Generally Accepted Accounting Principles in India ('Indian GAAP') and to assist Havells India Limited, the ultimate holding company to comply with the requirements of Section 129(3) of the Companies Act, 2013 ('the Act').



### Restriction on Distribution and Use

Our report is intended solely for the information and use of the Board of Directors of Havells Lighting LLC, USA for the preparation of Special Purpose Financial statements for the year ended 31 Mar 2025, as aforesaid and is not intended to be and should not be used by anyone other than the specified parties.

For V.R. Bansal & Associates  
Chartered Accountants  
Firm Registration No. 016534N



Place: Noida  
Dated: 21/04/2025

(Rajan Bansal)  
Partner

Membership No. 093591

UDIN: 25093591BMKVXL4394

**Havells LIGHTING LLC, USA**  
**Balance Sheet as at March 31, 2025**

	Notes	AS AT March 31, 2025 (Amount in USD)	AS AT March 31, 2024 (Amount in USD)
<b>1 Non-current assets</b>			
Property, plant and equipment	3	94,121.66	-
Other intangible assets	4	28,10,927.03	-
		<b>29,05,048.69</b>	-
<b>2 Current assets</b>			
Inventories	5	33,10,590.39	-
Financial assets			
(i) Trade receivables	6	2,66,932.13	-
(ii) Cash and cash equivalents	7	9,72,411.59	-
Other current assets	8	13,005.00	-
		<b>45,62,939.11</b>	-
<b>Total Assets</b>		<b>74,67,987.80</b>	-
<b>EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
Share capital	9	50,00,000.00	-
Other equity	10	(2,61,153.15)	-
<b>Total Equity</b>		<b>47,38,846.85</b>	-
<b>2 Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Other financial liabilities	11	12,00,000.00	-
		<b>12,00,000.00</b>	-
<b>Current liabilities</b>			
Financial liabilities			
(i) Trade payables			
a) Total outstanding dues of Micro and Small Enterprises		-	-
b) Total outstanding due other than Micro and Small Enterprise	12	10,36,285.11	-
(ii) Other financial liabilities	13	4,76,409.93	-
Other current liabilities	14	10,435.87	-
Contract Liabilities	15	6,010.04	-
		<b>15,29,140.95</b>	-
<b>Total Equity and Liabilities</b>		<b>74,67,987.80</b>	-

**For V. R. Bansal & Associates**  
Firm Registration No. 016534N

  
**Rajan Bansal**  
Partner  
Membership No. 093591

Date: 21 April 2025  
Place: Noida

**For Havells International Inc**

  
**Anil Rai Gupta**  
Director

**For Havells Lighting LLC**

  
**Mishaal Nathani**  
Vice President

**Havells LIGHTING LLC, USA**

**Statement of Profit and Loss for the year ended March 31, 2025**

	Notes	Year ended March 31, 2025 (Amount in USD)	Year ended March 31, 2024 (Amount in USD)
<b>INCOME</b>			
Revenue from operations	16	15,38,605.48	-
Other income	17	47.21	-
<b>Total Income</b>		<b>15,38,652.69</b>	<b>-</b>
<b>EXPENSES</b>			
Purchase of traded goods	18	40,05,390.64	-
Changes in inventories of traded goods	19	(33,10,590.39)	-
Employee benefits expense	20	4,84,426.40	-
Depreciation and amortization expenses	21	1,96,850.31	-
Other expenses	22	4,23,728.88	-
<b>Total Expenses</b>		<b>17,99,805.84</b>	<b>-</b>
<b>Profit before tax</b>		<b>(2,61,153.15)</b>	<b>-</b>
<b>Tax expenses</b>			
Current tax		-	-
Deferred tax		-	-
<b>Profit for the year</b>		<b>(2,61,153.15)</b>	<b>-</b>
<b>Other comprehensive income for the year, net of tax</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive income for the year, net of tax</b>		<b>(2,61,153.15)</b>	<b>-</b>
<b>Earnings per unit</b>			
<b>(nominal value of unit \$ 1000/-)</b>			
<b>Basic (\$)</b>		<b>(52.23)</b>	<b>-</b>
<b>Diluted (\$)</b>		<b>(52.23)</b>	<b>-</b>

Summary of material accounting policies	2
Contingent liabilities, commitments and litigations	23
Other notes on accounts	24

**For V. R. Bansal & Associates**

Firm Registration No. 016534N

  
**Rajan Bansal**  
 Partner  
 Membership No. 093591

Date: 21 April 2025

Place: Noida

**For Havells International Inc**

  
**Anil Rai Gupta**  
 Director

**For Havells Lighting LLC**

  
**Mishaal Nathani**  
 Vice President

# Havells LIGHTING LLC

## Statement of Changes in Equity for the year ended March 31, 2025

### A) Share Capital

Particulars	Amount (USD)
As at March 31, 2023	-
Add: Units issued	-
As at March 31, 2024	-
Add: Units issued	50,00,000.00
As at March 31, 2025	50,00,000.00

### B) Other Equity

Particulars	Amount (USD)
	Retained Earnings
As at March 31, 2023	-
Profit/(loss) for the Year	-
Other comprehensive income for the year	-
As at March 31, 2024	-
Profit for the Year	(2,61,153.15)
Other comprehensive income for the year	-
As at March 31, 2025	(2,61,153.15)


For V. R. Bansal & Associates  
Firm Registration No. 016534N

For Havells International Inc For Havells Lighting LLC

  
Rajan Bansal  
Partner  
Membership No. 093591



  
Anil Rai Gupta  
Director

  
Mishaal Nathani  
Vice President

Date: 21 April 2025  
Place: Noida

Havells LIGHTING LLC., USA

Statement of Cash flows for the year ended March 31, 2025

	Year ended March 31, 2025	Year ended March 31, 2024
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit/(loss) before tax	(2,61,153.15)	-
<u>Adjustments for</u>		
Depreciation and amortization expenses	1,96,850.31	-
<b><u>Change in operating assets and liabilities</u></b>		
(Increase)/decrease in inventory	(33,10,590.39)	-
(Increase)/decrease in receivable	(2,66,932.13)	-
(Increase)/decrease in other current assets	(13,005.00)	-
Increase/(decrease) in payables	10,36,285.11	-
Increase/(decrease) in current financial liabilities	1,76,409.93	-
Increase/(decrease) in other current liabilities	10,435.87	-
Increase/(decrease) in contract liability	6,010.04	-
<b>Cash generated from operations</b>	<b>(24,25,689.41)</b>	-
<b>Net cash outflow from operating activities (A)</b>	<b>(24,25,689.41)</b>	-
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Payment for purchase of property, plant and equipment	(1,01,799.00)	-
Payment for purchase of Intangible assets	(15,00,100.00)	-
<b>Net Cash inflow /(outflow) from Investing Activities (B)</b>	<b>(16,01,899.00)</b>	-
<b>C. Cash flow from Financing Activities</b>		
Proceeds from Issue of Share Capital	50,00,000.00	-
<b>Net cash inflow /(outflow) from Financing Activities (C)</b>	<b>50,00,000.00</b>	-
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>9,72,411.59</b>	-
Cash and cash equivalents at the beginning of the year	-	-
<b>Cash and cash equivalents at the end of the year</b>	<b>9,72,411.59</b>	-

Notes :

- The above statement of cash flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".
- Components of cash and cash equivalents :-

	As at March 31, 2025	As at March 31, 2024
<b>Cash and cash equivalents</b>		
Balances with banks:		
Current account with Citi Bank, USA	5,39,268.85	-
Current account with South State Bank, USA	6,504.20	-
Fixed deposits account with a original maturity of less than three months	4,26,638.54	-
	<b>9,72,411.59</b>	-

For V. R. Bansal & Associates

Firm Registration No. 016534N

*Rajendra Bansal*  
Rajendra Bansal  
Partner  
Membership No. 093591

Date: 21 April 2025  
Place: Noida

For Havells International Inc For Havells Lighting LLC

*Anil Rai Gupta*  
Anil Rai Gupta  
Director

*Mishaal Nathani*  
Mishaal Nathani  
Vice President

	As at March 31, 2025 (Amount in USD)	As at March 31, 2024 (Amount in USD)
<b>5 Inventories</b> (Valued at lower of cost and net realisable value unless otherwise stated)		
Traded Goods	33,10,590.39	-
	<u>33,10,590.39</u>	<u>-</u>

Notes:  
Refer Accounting Policy 2.07 for mode of valuation.

#### CURRENT FINANCIAL ASSETS

<b>6 Trade Receivables (valued at amortised cost)</b>		
Unsecured		
Trade receivables from contract with customers - considered good	2,66,932.13	-
Trade receivables - Credit impaired	-	-
Trade receivables (gross)	<u>2,66,932.13</u>	<u>-</u>
Less : Impairment allowance for trade receivables	-	-
Trade receivables (net)	<u>2,66,932.13</u>	<u>-</u>

#### Trade Receivables ageing schedule as at 31st March,2025

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables	1,91,865.62	75,066.51	-	-	-	-	2,66,932.13
(ii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
<b>Total</b>	<b>1,91,865.62</b>	<b>75,066.51</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,66,932.13</b>

#### Trade Receivables ageing schedule as at 31st March,2024

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables	-	-	-	-	-	-	-
(ii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

Notes:  
(i) Trade receivables are usually non-interest bearing.  
(ii) Neither trade nor other receivables are due from directors or other officers of the company either severally or jointly with any other person, nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

#### 7 CASH AND CASH EQUIVALENTS

Balances with banks:		
Current account with Citi Bank, USA	5,39,268.85	-
Current account with South State Bank, USA	6,504.20	-
Fixed deposits account with a original maturity of less than three months	<u>4,26,638.54</u>	<u>-</u>
	<u>9,72,411.59</u>	<u>-</u>

Notes:  
(a) There are no restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.  
(b) Short-term deposits are made for varying periods of between one day and three months , depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

#### 8 OTHER CURRENT ASSETS

Unsecured, considered good		
Advances other than capital advance		
Advances for materials and services	13,005.00	-
	<u>13,005.00</u>	<u>-</u>

9 EQUITY  
Share capital

<b>Issued, subscribed</b>		
5000 (March 31, 2024 : Nil) Class A-1 Units of \$ 1000/- each subscribed	50,00,000.00	-
	<b>50,00,000.00</b>	
<b>Paid up capital</b>		
5000 (March 31, 2024 : Nil) Class A-1 Units of \$ 1,000/- each Fully paid up	50,00,000.00	-
	<b>50,00,000.00</b>	

Reconciliation of the units outstanding at the beginning and at the end of the year

	March 31, 2025		March 31, 2024	
	No. of shares	Amount in USD	No. of shares	Amount in USD
Units				
At the beginning of the year	-	-	-	-
Add: Changes in units during the year	5,000	50,00,000.00		-
	<u>5,000</u>	<u>50,00,000.00</u>	<u>-</u>	<u>-</u>

Details of shareholders holding more than 5% shares in the Corporation is set out below (representing legal and beneficial ownership):

Name of unitholders	As at March 31, 2025		As at March 31, 2024	
	No. of shares	% holding	No. of shares	% holding
Havells International Inc	3,437.50	68.75%		
Krut LED LLC	1,562.50	31.25%		
	<u>5,000.00</u>	<u>100%</u>	<u>-</u>	<u>-</u>



	As at March 31, 2025 (Amount in USD)	As at March 31, 2024 (Amount in USD)
<b>10 OTHER EQUITY</b>		
Retained Earnings	(2,61,153.15)	-
	<u>(2,61,153.15)</u>	<u>-</u>
<b>Notes:</b>		
<b>Retained Earnings</b>		
Opening balance	-	-
Net profit/(loss) for the period	(2,61,153.15)	-
Items of other comprehensive income recognised directly in retained earnings	-	-
<b>Closing Balance</b>	<u>(2,61,153.15)</u>	<u>-</u>

**Nature and Purpose of Reserves**

**Retained Earnings**

Retained Earnings are profits/loss that the corporation has earned till date less transfer to General Reserves, dividend or other distribution or transaction with shareholders.

**11 Non Current Financial liabilities**

**Other financial liabilities (valued at amortised cost)**

**Other payables**

Creditors for capital goods

12,00,000.00	-
<u>12,00,000.00</u>	<u>-</u>

**Notes**

Creditors for capital goods includes payable to Krut LED LLC (related party).

**12 Trade payables**

Total outstanding dues of micro and small enterprises

Total outstanding due other than Micro and Small Enterprises

-	-
10,36,285.11	-
<u>10,36,285.11</u>	<u>-</u>

**Notes:**

Trade payable includes \$ 383,589.75 due to Havells India Limited and \$ 652,615.36 to Krut LED LLC (related party).

Trade payables ageing schedule for the year ended as on March 31, 2025 :

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 Month	Less than 1 Years	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-	-
(ii) Others	3,83,669.75	6,52,615.36	-	-	-	-	10,36,285.11
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-

Trade payables ageing schedule for the year ended as on March 31, 2024 :

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 Month	Less than 1 Years	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-	-
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-

**13 Other financial liabilities**

**Other payables**

Creditors for capital goods

3,00,000.00	-
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**Other liabilities**

Payable for services

Employee benefit obligation

77,032.37	-
99,377.56	-
<u>4,76,409.93</u>	<u>-</u>

**Notes**

Creditors for capital goods includes payable to Krut LED LLC (related party).

**14 Other current liabilities**

Statutory dues payable

10,435.87	-
<u>10,435.87</u>	<u>-</u>

**15 Contract Liability**

Advance received from customer

6,010.04	-
<u>6,010.04</u>	<u>-</u>

Non current portion

Current portion

-	-
6,010.04	-

Havells LIGHTING LLC, USA  
Notes to Financial Statements for the year ended March 31, 2025

	For the year March 31, 2025 (Amount in USD)	For the year March 31, 2024 (Amount in USD)
<b>16 Revenue from operations</b>		
Sale of products	15,38,605.48	-
	<u>15,38,605.48</u>	<u>-</u>
<b>(i) Timing of revenue recognition</b>		
Goods transferred at a point in time	15,38,605.48	-
Services transferred over the time	-	-
<b>Total revenue from contract with customers</b>	<u>15,38,605.48</u>	<u>-</u>
<b>(ii) Disaggregation of revenue based on product or service</b>		
Lighting products	15,38,605.48	-
Others	-	-
<b>Total revenue from contract with customers</b>	<u>15,38,605.48</u>	<u>-</u>
<b>(iii) Revenue by location of customers</b>		
India	-	-
Outside India	15,38,605.48	-
<b>Total revenue from contract with customers</b>	<u>15,38,605.48</u>	<u>-</u>
<b>(iv) Reconciliation of revenue recognised in statement of profit and loss with contracted price</b>		
Revenue as per contracted price	15,38,605.48	-
Less: Cash discount	-	-
<b>Total revenue from contract with customers</b>	<u>15,38,605.48</u>	<u>-</u>
<b>(v) Performance obligation</b>		
Sale of products: Performance obligation in respect of sale of goods is satisfied when control of the goods is transferred to the customer, generally on delivery of the goods and payment is generally due as per the terms of contract with customers.		
<b>17 Other income</b>		
Interest received on financial assets carried at amortised cost:		
Deposits with bank	47.21	-
	<u>47.21</u>	<u>-</u>
<b>18 Purchase of traded goods</b>		
Lighting products	40,05,390.64	-
	<u>40,05,390.64</u>	<u>-</u>
<b>19 Change in inventories</b>		
Lighting products	(33,10,590.39)	-
	<u>(33,10,590.39)</u>	<u>-</u>
Opening stock of traded goods		
Lighting products	-	-
Closing stock of traded goods		
Lighting products	33,10,590.39	-
	<u>(33,10,590.39)</u>	<u>-</u>
<b>20 Employee Benefits Expenses</b>		
Salaries, wages and bonus	4,84,426.40	-
	<u>4,84,426.40</u>	<u>-</u>

Havells LIGHTING LLC, USA  
Notes to Financial Statements for the year ended March 31, 2025

21 Depreciation & Amortisation expense

Depreciation on property, plant and equipment {refer note 3}  
Amortization of intangible assets {refer note 4}

7,677.34	-
<u>1,89,172.97</u>	
<u>1,96,850.31</u>	<u>-</u>

22 OTHER EXPENSES

Legal And Professional Charges  
Travel Expenses  
Office expenses  
Bank Charges  
Advertisement ,marketing and sales promotion  
Rent  
Rates and taxes  
Insurance  
Certification and other fees  
IT expenses  
Freight and forwarding charges  
Commission  
Miscellaneous expense

55,940.60	-
6,209.83	-
2,820.61	-
10,351.44	-
1,33,718.67	-
75,000.00	-
11,028.90	-
19,647.22	-
5,967.34	-
15,489.87	-
44,390.88	-
30,042.10	-
<u>13,121.42</u>	<u>-</u>
<u>4,23,728.88</u>	<u>-</u>



23 COMMITMENTS AND CONTINGENCIES

	As At March 31, 2025 (Amount in USD)	As At March 31, 2024 (Amount in USD)
<b>A Contingent liabilities (to the extent not provided for)</b>		
<b>B Commitments</b>		
a) Estimated value of contracts remaining to be excuted on account of capital commitments (Net of advance)	-	-
	<u>-</u>	<u>-</u>

24 Other Notes to Accounts

- The Corporation was incorporated on 19 March 2024. This is the first financial statements, hence comparable numbers of previous years are not applicable.
- The Corporation is a subsidiary of Havells International Inc.

3 Segment Reporting

As per Ind AS 108 - Operating Segment, if a financial report contains both consolidated financial statements of a parent that is within the scope of this Ind AS as well as the parent's separate financial statements, segment information is required only in the consolidated financial statements. Accordingly, information required to be presented under Ind AS 108 - Operating Segment has been given in the consolidated financial statements of Havells International Inc ('the Holding Company')

4 Related party transactions

The related parties as per the terms of Ind AS-24, "Related Party Disclosures", ( specified under section 133 of the Companies Act, 2013, read with Rule 7 of Companies (Accounts) Rules, 2015 ) are disclosed below:-

(A) Names of related parties and description of relationship :

- Ultimate Holding Corporation**  
Havells India Limited
- Holding Corporation**  
Havells International Inc

(B) Names of other related parties :

Name	Relationship
Krut LED LLC	Enterprise in which KMP is interested
Margi Realty LLC	Enterprise in which KMP is interested
Havells Guangzhou International Limited	Fellow subsidiary of parent company
Ishwar Patel	Key Managerial Personnel (KMP)
Margi Patel	Key Managerial Personnel (KMP)
Sheetal Patel	Key Managerial Personnel (KMP)

(C) Transactions during the year

	Year ended 31 March, 2025	Year ended 31 March, 2024
<b>(i) Units issued</b>		
Havells International Inc	34,37,500.00	-
Krut LED LLC	15,62,500.00	-
	<u>50,00,000.00</u>	<u>-</u>
<b>(ii) Purchase of goods</b>		
Havells India Limited	6,13,807.75	-
Krut LED LLC	33,06,023.97	-
Havells Guangzhou International Limited	53,715.00	-
	<u>39,73,546.72</u>	<u>-</u>
<b>(iii) Purchase of Trademark</b>		
Krut LED LLC	30,00,100.00	-
	<u>30,00,100.00</u>	<u>-</u>
<b>(iv) Purchase of Property, plant and equipment</b>		
Krut LED LLC	1,01,799.00	-
	<u>1,01,799.00</u>	<u>-</u>
<b>(v) Rent paid</b>		
Margi Realty LLC	75,000.00	-
	<u>75,000.00</u>	<u>-</u>
<b>(vi) Managerial Remuneration</b>		
Ishwar Patel	2,02,263.75	-
Margi Patel	44,152.80	-
Sheetal Patel	34,195.65	-
	<u>2,80,612.20</u>	<u>-</u>
<b>(D) Balance at year end</b>		
<b>(i) Amount payable</b>		
Havells India Limited	3,83,589.75	-
Krut LED LLC	21,52,615.36	-
Salaries, wages, bonus and other benefits	18,614.48	-
	<u>25,54,819.59</u>	<u>-</u>

**5 Fair value measurements**

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:

	Carrying Value		Fair Value	
	As at	As at	As at	As at
	March 31,2025	March 31,2024	March 31,2025	March 31,2024
<b>Financial instruments by category</b>				
<b>Financial assets at amortized cost</b>				
Cash and cash equivalents	9,72,411.59	-	9,72,411.59	-
Trade Receivables	2,66,932.13	-	2,66,932.13	-
<b>Financial Liabilities at amortized cost</b>				
Trade Payables	10,36,285.11	-	10,36,285.11	-
Other financial liabilities (current)	4,76,409.93	-	4,76,409.93	-
Other financial liabilities (non-current)	12,00,000.00	-	12,00,000.00	-

The management assessed that cash and cash equivalents, trade receivables, trade payables, other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

- 1) Payables are evaluated by the Company based on parameters such as interest rates, risk factors, individual creditworthiness of the counterparty and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.
- 2) The significant unobservable inputs used in the fair value measurement categorized within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at 31 March 2025, are as shown below:

**Fair value hierarchy**

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: other techniques for which all inputs that have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: techniques that use inputs that have a significant effect on the recorded fair value that are not based on observable market data

**Quantitative disclosures of fair value measurement hierarchy for assets as on March 31, 2025**

	Carrying Value	Level 1	Fair Value	
	March 31,2025		Level 2	Level 3
<b>Assets carried at amortized cost for which fair value are disclosed</b>				
Other Financial assets (non-current)	-	-	-	-
Trade Receivables	2,66,932.13	-	-	2,66,932.13
Other Financial Assets	-	-	-	-
<b>Liabilities carried at amortized cost for which fair value are disclosed</b>				
Trade Payables	10,36,285.11	-	-	10,36,285.11
Lease Liability (Current and Non Current)	-	-	-	-
Borrowings (Non current)	-	-	-	-
Other financial liabilities (current)	4,76,409.93	-	-	4,76,409.93
Other financial liabilities (non-current)	12,00,000.00	-	-	12,00,000.00

**Quantitative disclosures of fair value measurement hierarchy for assets as on March 31, 2024**

	Carrying Value	Level 1	Fair Value	
	March 31,2024		Level 2	Level 3
<b>Assets carried at amortized cost for which fair value are disclosed</b>				
Other Financial assets (non-current)	-	-	-	-
Trade Receivables	-	-	-	-
Other Financial Assets	-	-	-	-
<b>Liabilities carried at amortized cost for which fair value are disclosed</b>				
Trade Payables	-	-	-	-
Lease Liability (Current and Non Current)	-	-	-	-
Borrowings (Non current)	-	-	-	-
Other financial liabilities (current)	-	-	-	-

**Note:**

The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

6 Financial risk management objectives and policies

- (i) The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that are derived directly from its operations.
- (ii) The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company is exposed to market risk, credit risk and liquidity risk.
- (iii) The Company's senior management oversees the management of these risks. The senior professionals working to manage the financial risks and the appropriate financial risk governance framework for the Company are accountable to the Board of Members. This process provides assurance to Company's senior management that the Company's financial risk-taking activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with Company policies and Company risk objective.
- (iv) The Board of Members reviews and agrees policies for managing each of these risks which are summarized as 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 prices comprises three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity price risk. Financial instruments affected by market risks include loans and borrowings, deposits, investments, and foreign currency receivables and payables. The sensitivity analysis in the following sections relate to the position as at March 31, 2025. The analysis 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. The sensitivity of the relevant Profit and Loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2025.

(i) Interest Rate Risk

Interest rate is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

(b) Credit Risk

Credit Risk is the risk that the counter party will not meet its obligation 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 other financial instruments.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2025 is the carrying amounts. The Company's maximum exposure relating to financial is noted in liquidity table below. Other financial assets are written off when there is no reasonable expectation of recovery, such as debtor failing to engage in the repayment plan with the Company.

Financial assets for which allowance is measured using 12 months Expected Credit Loss Method (ECL)

Cash and cash equivalents  
Other Bank balances

As at 31 March 2025	As at 31 March 2024
9,72,411.59	-
-	-
<u>9,72,411.59</u>	<u>-</u>

(c) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and liquidity requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate source of financing through the use of short term bank deposits. Processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows. The Company assessed the concentration of risk with respect to its debt and concluded it to be low.

Maturity profile of financial liabilities

The table below provides the details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

As at March 31, 2025	Less than 1 year	More than 1 year	Total
Trade payables	10,36,285.11	-	10,36,285.11
Borrowings	-	-	-
Lease Liability	-	-	-
Other current financial liabilities	4,76,409.93	-	4,76,409.93
Other non current financial liabilities	-	12,00,000.00	12,00,000.00
As at March 31, 2024	Less than 1 year	More than 1 year	Total
Trade payables	-	-	-
Borrowings	-	-	-
Lease Liability	-	-	-
Other current financial liabilities	-	-	-

# Havells Lighting LLC

## Notes to Financial Statements for the year ended March 31, 2025

### 7 Capital Management

For the purposes of Company's capital management, Capital includes equity attributable to the equity holders of the Company and all other equity reserves. The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and maximize shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders or issue new shares. The Company is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2025 and March 31, 2024.

The capital structure of the Company is based on the management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investors, creditors and market confidence. The calculation of the capital for the purpose of capital management is as below:

Particulars	March 31, 2025	March 31, 2024
Loans and borrowings	-	-
Cash and cash equivalents	9,72,411.59	-
<b>Net Debt</b>	<b>-9,72,411.59</b>	<b>-</b>
Equity	47,38,846.85	-
<b>Total Capital</b>	<b>47,38,846.85</b>	<b>-</b>
<b>Capital and Net Debt</b>	<b>37,66,435.26</b>	<b>-</b>
<b>Gearing ratio (Net Debt/Capital and Net Debt)</b>	<b>NA</b>	<b>-</b>

#### Note:

Borrowing do not include lease liabilities

### 8 Earnings per unit

#### a) Basic Earnings per unit

Numerator for earnings per unit

Profit/ (loss) after taxation

Denominator for earnings per unit

Weighted number of equity units outstanding during the year

Earnings per unit-Basic (one unit of \$1000/- each)

Year ended  
March 31, 2025

Year ended  
March 31, 2024

(2,61,153.15)

5,000.00

(52.23)

#### b) Diluted Earnings per unit

Numerator for earnings per unit

Profit/ (loss) after taxation

Denominator for earnings per unit

Weighted number of equity units outstanding during the year

Earnings per unit-Basic (one unit of \$1000/- each)

(2,61,153.15)

5,000.00

(52.23)

#### Note:

There are no instruments issued by the Corporation which have effect of dilution of basic earning per unit

### 9 Ratio analysis:-

		2024-25			2023-24			Variance	Explanation for change in the ratio by more than 25% as compared to the previous year
		Numerator	Denominator	Ratio	Numerator	Denominator	Ratio		
(a)	Current Ratio (times) = Current Assets / Current liabilities	45,62,939.11	15,29,140.95	2.98	-	-	NA	NA	Not Applicable
(b)	Debt - Equity Ratio (times) = Total Borrowings/ Shareholder's equity	-	47,38,846.85	NA	-	-	NA	NA	Not Applicable
(c)	Return on Equity Ratio % = Net profits after taxes/ Average Shareholder's Equity	(2,61,153.15)	47,38,846.85	-6%	-	-	NA	NA	Not Applicable
(d)	Inventory Turnover Ratio (times) = Revenue from operations/ Average inventory	15,38,605.48	33,10,590.39	46%	-	-	NA	NA	Not Applicable
(e)	Trade Receivables Turnover Ratio (times) = Net credit revenue from operations/ Average trade receivables	15,38,605.48	2,66,932.13	NA	-	-	NA	NA	Not Applicable
(f)	Trade Payables Turnover Ratio (times) = Net credit purchases / Average trade payables	40,05,390.64	10,36,285.11	NA	-	-	NA	NA	Not Applicable
(g)	Net Capital Turnover Ratio (times) = Revenue from operations / working capital	15,38,605.48	30,33,798.16	51%	-	-	NA	NA	Not Applicable
(h)	Net Profit Ratio % = Net profit / Revenue from operations	(2,61,153.15)	15,38,605.48	-17%	-	-	NA	NA	Not Applicable
(i)	Return on Capital Employed % = EBIT / Capital employed (refer note ii)	(2,61,153.15)	47,38,846.85	-6%	-	-	NA	NA	Not Applicable
(j)	Return on Investment % = EBIT / Average total assets	(2,61,153.15)	74,67,987.80	-3%	-	-	NA	NA	Not Applicable

#### Notes :

i) Debt Service = Interest & lease Payments + Principal Repayments

ii) Capital Employed = Tangible Net Worth + Total Borrowings + Deferred Tax Liability

iii) Tangible Net Worth is Computed as Total Assets - Total Liabilities

\*Borrowings does not includes Lease liabilities

**Havells Lighting LLC**  
**Notes to Financial Statements for the year ended March 31, 2025**

- 10 The figures have been presented in US Dollars (\$) upto two decimal
- 11 The Corporation has not been declared as a Wilful Defaulter by any bank or financial institution or government or any government authority.
- 12 Struck off Companies: Nil
- 13 Note No.1 to 24 form integral part of the balance sheet and statement of profit and loss

**As per our report of even date**

**For V.R. Bansal & Associates**  
Chartered Accountants  
ICAI Registration No. 016534N

  
Rajan Bansal  
Partner  
Membership No., 093591

Date: 21 April 2025  
Place: Noida



**For Havells International Inc**



**Anil Rai Gupta**  
Director

**For Havells Lighting LLC**



**Mishaal Nathani**  
Vice President