

**WELSPUN HOLDINGS PRIVATE LIMITED**

**FINANCIAL STATEMENTS**

Year ended 31 March 2023

# WELSPUN HOLDINGS PRIVATE LIMITED

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## FINANCIAL STATEMENTS

Year ended 31 March 2023

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# WELSPUN HOLDINGS PRIVATE LIMITED

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## BOARD OF DIRECTORS AND OTHER CORPORATE INFORMATION

### **Board of Directors**

Rajesh Mandawewala  
Koulla Papakyriakou  
Mark Peter Verhoef (appointed on 1 December 2022)  
Milorad Vujnovic (resigned on 1 December 2022)

### **Company Secretary**

CCY Services Limited  
10, Diomidous Avenue  
Building Alphamega - Acropolis, 3rd Floor, Office 401  
2024 Nicosia, Cyprus

### **Independent Auditors**

Ernst & Young Cyprus Limited  
Certified Public Accountants and Registered Auditors  
Jean Nouvel Tower  
6 Stasinou Avenue  
PO Box 21656  
1511 Nicosia, Cyprus

### **Registered office**

10, Diomidous Avenue  
Building Alphamega - Acropolis, 3rd Floor, Office 401  
2024 Nicosia, Cyprus

### **Registration number**

HE177304



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1060 Nicosia  
P.O. Box 21656  
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## **Independent Auditor's Report**

### **To the Members of Welspun Holdings Private Limited**

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

##### **Opinion**

We have audited the financial statements of parent company Welspun Holdings Private Limited (the "Company"), which are presented in pages 5 to 16 and comprise the statement of financial position as at 31 March 2023, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of parent company Welspun Holdings Private Limited as at 31 March 2023, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

##### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Cyprus, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### **Responsibilities of the Board of Directors for the Financial Statements**

The Board of Directors is responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113, and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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



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

Our objectives are to obtain reasonable assurance about whether the 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 ISAs 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 ISAs, 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.

We communicate with the Board of Directors 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.



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**Other Matter**

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 69 of the Auditors Law of 2017 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whose knowledge this report may come to.

A handwritten signature in blue ink, appearing to be 'G. Onisiforou', written in a cursive style.

Gabriel Onisiforou  
Certified Public Accountant and Registered Auditor  
for and on behalf of

**Ernst & Young Cyprus Limited**  
**Certified Public Accountants and Registered Auditors**

Nicosia, 23 November 2023

# WELSPUN HOLDINGS PRIVATE LIMITED

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## STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 March 2023

	Note	2023 GB£	2022 GB£
Administration expenses		<b>(15.133)</b>	(13.892)
Finance costs	8	<u>-</u>	<u>(32)</u>
<b>Loss before tax</b>		<b>(15.133)</b>	(13.924)
Tax	9	<u>-</u>	<u>-</u>
<b>Net loss for the year</b>		<b>(15.133)</b>	(13.924)
<b>Total comprehensive expense for the year</b>		<b><u>(15.133)</u></b>	<b><u>(13.924)</u></b>

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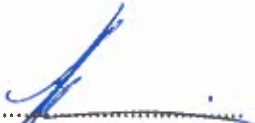
The notes on pages 9 to 16 form an integral part of these financial statements.

# WELSPUN HOLDINGS PRIVATE LIMITED

## STATEMENT OF FINANCIAL POSITION 31 March 2023

	Note	2023 GB£	2022 GB£
<b>ASSETS</b>			
<b>Non-current assets</b>			
Investments in subsidiary	10	<u>6.577.819</u>	6.577.819
		<u>6.577.819</u>	6.577.819
<b>Current assets</b>			
Receivables	11	<u>4.529</u>	3.933
		<u>4.529</u>	3.933
<b>Total assets</b>		<u><b>6.582.348</b></u>	<u>6.581.752</u>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	12	36.744	36.744
Share premium	12	19.556.833	19.556.833
Accumulated losses		<u>(13.051.483)</u>	<u>(13.036.350)</u>
<b>Total equity</b>		<u><b>6.542.094</b></u>	<u>6.557.227</u>
<b>Current liabilities</b>			
Trade and other payables	13	7.826	7.723
Payables to own subsidiaries	15	29.224	13.598
Current tax liabilities	14	<u>3.204</u>	3.204
		<u>40.254</u>	24.525
<b>Total equity and liabilities</b>		<u><b>6.582.348</b></u>	<u>6.581.752</u>

On 23 November 2023 the Board of Directors of Welspun Holdings Private Limited authorised these financial statements for issue.

  
.....  
Koulla Papakyriakou  
Director

  
.....  
Mark Peter Verhoef  
Director

The notes on pages 9 to 16 form an integral part of these financial statements.



# WELSPUN HOLDINGS PRIVATE LIMITED

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## STATEMENT OF CHANGES IN EQUITY

Year ended 31 March 2023

	Share capital GB£	Share premium GB£	Accumula- ted losses GB£	Total GB£
<b>Balance at 1 April 2021</b>	<b>36.744</b>	<b>19.556.833</b>	<b>(13.022.426)</b>	<b>6.571.151</b>
Net loss for the year	-	-	(13.924)	(13.924)
<b>Balance at 31 March 2022/ 1 April 2022</b>	<b>36.744</b>	<b>19.556.833</b>	<b>(13.036.350)</b>	<b>6.557.227</b>
Net loss for the year	-	-	(15.133)	(15.133)
<b>Balance at 31 March 2023</b>	<b>36.744</b>	<b>19.556.833</b>	<b>(13.051.483)</b>	<b>6.542.094</b>

Share premium is not available for distribution.

Companies, which do not distribute 70% of their profits after tax, as defined by the Special Contribution for the Defence of the Republic Law, within two years after the end of the relevant tax year, will be deemed to have distributed this amount as dividend on the 31 of December of the second year. The amount of the deemed dividend distribution is reduced by any actual dividend already distributed by 31 December of the second year for the year the profits relate. The Company pays special defence contribution on behalf of the shareholders over the amount of the deemed dividend distribution at a rate of 17% (applicable since 2014) when the entitled shareholders are natural persons tax residents of Cyprus and have their domicile in Cyprus. In addition, the Company pays on behalf of the shareholders General Healthcare System (GHS) contribution at a rate of 2,65%, when the entitled shareholders are natural persons tax residents of Cyprus, regardless of their domicile.

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The notes on pages 9 to 16 form an integral part of these financial statements.

# WELSPUN HOLDINGS PRIVATE LIMITED

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## STATEMENT OF CASH FLOWS

Year ended 31 March 2023

	Note	2023 GB£	2022 GB£
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
<b>Loss before tax</b>		<u>(15.133)</u>	<u>(13.924)</u>
		<b>(15.133)</b>	<b>(13.924)</b>
<b>Changes in working capital:</b>			
Increase in receivables		<b>(596)</b>	(3.202)
Increase/(Decrease) in trade and other payables		<b>103</b>	(684)
Increase in payables to own subsidiaries		<u><b>15.626</b></u>	<u>13.598</u>
<b>Cash used in operations</b>		<u>-</u>	<u>(4.212)</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Prior year loans repayments received		<u>-</u>	<u>587</u>
<b>Net cash generated from investing activities</b>		<u>-</u>	<u>587</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
<b>Net decrease in cash and cash equivalents</b>		<u>-</u>	<u>(3.625)</u>
Cash and cash equivalents at beginning of the year		<u>-</u>	<u>3.625</u>
<b>Cash and cash equivalents at end of the year</b>		<u><u>-</u></u>	<u><u>-</u></u>

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The notes on pages 9 to 16 form an integral part of these financial statements.

# WELSPUN HOLDINGS PRIVATE LIMITED

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2023

### 1. Corporate information

#### Country of incorporation

The Company Welspun Holdings Private Limited (the "Company") was incorporated in Cyprus on 24 May 2006 as a private limited liability company under the provisions of the Cyprus Companies Law, Cap. 113. Its registered office is at 10, Diomidous Avenue, Building Alphamega - Acropolis, 3rd Floor, Office 401, 2024 Nicosia, Cyprus.

#### Principal activity

The principal activity of the Company, which is unchanged from last year, is the holding of investments.

#### Operating Environment of the Company

The geopolitical situation in Eastern Europe intensified on 24 February 2022 with the commencement of the conflict between Russia and Ukraine. As at the date of authorising these financial statements for issue, the conflict continues to evolve as military activity proceeds. In addition to the impact of the events on entities that have operations in Russia, Ukraine, or Belarus or that conduct business with their counterparties, the conflict is increasingly affecting economies and financial markets globally and exacerbating ongoing economic challenges.

The European Union as well as United States of America, Switzerland, United Kingdom and other countries imposed a series of restrictive measures (sanctions) against the Russian and Belarussian government, various companies, and certain individuals. The sanctions imposed include an asset freeze and a prohibition from making funds available to the sanctioned individuals and entities. In addition, travel bans applicable to the sanctioned individuals prevents them from entering or transiting through the relevant territories. The Republic of Cyprus has adopted the United Nations and European Union measures. The rapid deterioration of the conflict in Ukraine may as well lead to the possibility of further sanctions in the future.

Emerging uncertainty regarding global supply of commodities due to the conflict between Russia and Ukraine conflict may also disrupt certain global trade flows and place significant upwards pressure on commodity prices and input costs as seen through early March 2022. Challenges for companies may include availability of funding to ensure access to raw materials, ability to finance margin payments and heightened risk of contractual non-performance.

The impact on the Company largely depends on the nature and duration of uncertain and unpredictable events, such as further military action, additional sanctions, and reactions to ongoing developments by global financial markets.

The financial effect of the current crisis on the global economy and overall business activities cannot be estimated with reasonable certainty at this stage, due to the pace at which the conflict prevails and the high level of uncertainties arising from the inability to reliably predict the outcome.

The Company has limited direct exposure to Russia, Ukraine, and Belarus and as such does not expect significant impact from direct exposures to these countries.

Despite the limited direct exposure, the conflict is expected to negatively impact the tourism and services industries in Cyprus. Furthermore, the increasing energy prices, fluctuations in foreign exchange rates, unease in stock market trading, rises in interest rates, supply chain disruptions and intensified inflationary pressures may indirectly impact the operations of the Company. The indirect implications will depend on the extent and duration of the crisis and remain uncertain.

Management has considered the unique circumstances and the risk exposures of the Company and has concluded that there is no significant impact in the Company's profitability position. The event is not expected to have an immediate material impact on the business operations. Management will continue to monitor the situation closely and will assess the need for financial assistance in case the crisis becomes prolonged.

# WELSPUN HOLDINGS PRIVATE LIMITED

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2023

### 2. Basis of preparation

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS), as adopted by the European Union (EU), and the requirements of the Cyprus Companies Law, Cap. 113.

As of the date of the authorisation of the financial statements, all International Financial Reporting Standards issued by the International Accounting Standards Board (IASB) that are effective as of 1 January 2022 and relevant to the Company have been adopted by the EU through the endorsement procedure established by the European Commission.

The Company is not required by the Companies Law, Cap. 113, to prepare consolidated financial statements because the ultimate parent company publishes consolidated financial statements in accordance with Generally Accepted Accounting Principles in India and the Company does not intend to issue consolidated financial statements for the year ended 31 March 2023. A copy of the consolidated financial statements is available to the members, at WelspunCity, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India.

Since the EU 7th Directive permits the preparation of such consolidated financial statements in accordance with the Directive or in a manner equivalent to that Directive and since the Companies Law, Cap 113, provided for the aforementioned exemption, the provisions in IFRS10 "Consolidated Financial Statements" requiring the preparation of such consolidated financial statements in accordance with IFRS do not apply.

The financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates and requires Management to exercise its judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 6.

### 3. Adoption of new or revised standards and interpretations

During the current year the Company adopted all the new and revised International Financial Reporting Standards (IFRS) that are relevant to its operations and are effective for accounting periods beginning on 1 April 2022. This adoption did not have a material effect on the accounting policies of the Company.

### 4. Summary of significant accounting policies

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented in these financial statements unless otherwise stated.

#### Foreign currency translation

##### (1) Functional and presentation currency

Items included in the Company's financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in British Pounds (GBP), which is the Company's functional and presentation currency.

##### (2) Transactions and balances

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

# WELSPUN HOLDINGS PRIVATE LIMITED

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2023

### 4. Summary of significant accounting policies (continued)

#### Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated in the basis of the tax laws enacted or substantively enacted at the reporting date in the country in which the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. If applicable tax regulation is subject to interpretation, it establishes provision where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on the Company where there is an intention to settle the balances on a net basis.

#### Payables

Payables are initially measured at fair value and are subsequently measured at amortised cost, using the effective interest rate method.

#### Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the statement of financial position.

#### Prepayments

Prepayments are carried at cost less provision for impairment. A prepayment is classified as non-current when the goods or services relating to the prepayment are expected to be obtained after one year, or when the prepayment relates to an asset which will itself be classified as non-current upon initial recognition. Prepayments to acquire assets are transferred to the carrying amount of the asset once the Company has obtained control of the asset and it is probable that future economic benefits associated with the asset will flow to the Company. Other prepayments are written off to profit or loss when the goods or services relating to the prepayments are received. If there is an indication that the assets, goods or services relating to a prepayment will not be received, the carrying value of the prepayment is written down accordingly and a corresponding impairment loss is recognised in profit or loss.

# WELSPUN HOLDINGS PRIVATE LIMITED

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2023

### 4. Summary of significant accounting policies (continued)

#### Share capital

Ordinary shares are classified as equity.

Share premium is the difference between the fair value of the consideration receivable for the issue of shares and the nominal value of the shares. Share premium account can only be resorted to for limited purposes, which do not include the distribution of dividends, and is otherwise subject to the provisions of the Cyprus Companies Law on reduction of share capital.

#### Investments in subsidiaries

Subsidiaries are all entities (including structured entities) over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Investments in subsidiaries are measured at cost less impairment. Investments in subsidiaries are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised through profit or loss for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. An impairment loss recognised in prior years is reversed where appropriate if there has been a change in the estimates used to determine the recoverable amount.

### 5. Financial risk management

#### Financial risk factors

The Company is exposed to liquidity risk and capital risk management arising from the financial instruments it holds. The risk management policies employed by the Company to manage these risks are discussed below:

#### 5.1 Liquidity risk

The table below analyses Company's financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

<b>31 March 2023</b>	Contractual cash flows GB£	Less than 1 year GB£	1-5 years GB£	More than 5 years GB£	Total GB£
Payables	37.047	37.047	-	-	37.047
	<b>37.047</b>	<b>37.047</b>	-	-	<b>37.047</b>

31 March 2022	Contractual cash flows GB£	Less than 1 year GB£	1-5 years GB£	More than 5 years GB£	Total GB£
Payables	21.319	21.319	-	-	21.319
	21.319	21.319	-	-	21.319

#### 5.2 Capital risk management

The Company does not have formal policies and procedures for capital risk management.

# WELSPUN HOLDINGS PRIVATE LIMITED

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2023

### 6. Critical accounting estimates and judgments

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

*Critical judgements in applying the Company's accounting policies*

- **Impairment of investments in subsidiaries**

An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units).

The Company uses its judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at each balance sheet date. The Company has used discounted cash flow analysis to check for any impairment in its subsidiary undertaking.

### 7. Expenses by nature

	<b>2023</b>	2022
	<b>GB£</b>	GB£
Auditor's remuneration	<b>6.300</b>	6.300
Bank charges	-	44
Professional fees	<b>3.276</b>	2.102
Director fees	<b>3.104</b>	2.682
Other expenses	<b>2.453</b>	2.764
<b>Total expenses</b>	<b>15.133</b>	13.892

### 8. Finance costs

	<b>2023</b>	2022
	<b>GB£</b>	GB£
Net foreign exchange losses	-	32
<b>Finance costs</b>	-	32

### 9. Tax

The total charge for the year can be reconciled to the accounting results as follows:

	<b>2023</b>	2022
	<b>GB£</b>	GB£
Loss before tax	<b>(15.133)</b>	(13.924)
Tax calculated at the applicable tax rates	<b>(1.892)</b>	(1.741)
Tax effect of expenses not deductible for tax purposes	<b>38</b>	42
Tax effect of tax loss for the year	<b>1.854</b>	1.699
<b>Tax charge</b>	-	-

The Company is subject to corporation tax on taxable profits at the rate of 12,5%.

# WELSPUN HOLDINGS PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2023

### 9. Tax (continued)

Under certain conditions interest income may be subject to defence contribution at the rate of 30%. In such cases this interest will be exempt from corporation tax. In certain cases, dividends received from abroad may be subject to defence contribution at the rate of 17%.

As from tax year 2012 brought forward losses of only five years may be utilised.

Due to tax losses sustained in the year, no tax liability arises on the Company. As at 31 March 2023, the balance of tax losses which is available for offset against future taxable profits amounts to GB£64.848 for which no deferred tax asset is recognised in the statement of financial position.

### 10. Investments in subsidiary

	<b>2023</b>	2022
	<b>GB£</b>	GB£
Balance at 1 April	<u>6.577.819</u>	<u>6.577.819</u>
<b>Balance at 31 March</b>	<b><u>6.577.819</u></b>	<b><u>6.577.819</u></b>

The above investment is stated at cost (GB£ 13.092.577) less impairment (GB£ 6.514.758).

The details of the subsidiary are as follows:

<u>Name</u>	<u>Country of incorporation</u>	<u>Principal activities</u>	2023 Holding %	2022 Holding %
Welspun Home Textiles UK Limited	United Kingdom	Textile trading	100	100

The Company is not required by the Companies Law, Cap. 113, to prepare consolidated financial statements because its holding company publishes consolidated financial statements in accordance with Generally Accepted Accounting Principles in India that include the results of the Company and its subsidiary. These can be obtained from Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India. The Company does not intend to issue consolidated financial statements for the year ended 31 March 2023.

### 11. Receivables

	<b>2023</b>	2022
	<b>GB£</b>	GB£
Prepayments	<u>4.529</u>	<u>3.933</u>
	<b><u>4.529</u></b>	<b><u>3.933</u></b>

The fair values of receivables due within one year approximate to their carrying amounts as presented above.

### 12. Share capital and share premium

	<b>2023</b>	<b>2023</b>	2022	2022
	<b>Number of shares</b>	<b>GB£</b>	Number of shares	GB£
<b>Authorised</b>				
Ordinary shares of GB£1 each	<u>41.000</u>	<u>41.000</u>	<u>41.000</u>	<u>41.000</u>



# WELSPUN HOLDINGS PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2023

### 12. Share capital and share premium (continued)

Issued and fully paid	Number of shares	Share capital	Share capital GB£	Share premium GB£	Total GB£
Balance at 1 April 2021	36.744	36.744	36.744	19.556.833	19.593.577
<b>Balance at 31 March 2022/ 1 April 2022</b>	<b>36.744</b>	<b>36.744</b>	<b>36.744</b>	<b>19.556.833</b>	<b>19.593.577</b>
<b>Balance at 31 March 2023</b>	<b>36.744</b>	<b>36.744</b>	<b>36.744</b>	<b>19.556.833</b>	<b>19.593.577</b>

### Authorised capital

The total authorised number of ordinary shares is 41.000 shares (2022: 41.000 shares) with a par value of GBP£1 per share.

### Issued capital

On 30 March 2019 the Company issued 15.118 shares with par value of GBP£1 per share at a premium of GBP 230.5 per share for a total amount of GBPE3.484.699.

The share premium reserve is not available for distribution by way of dividend.

### 13. Trade and other payables

	2023 GB£	2022 GB£
Trade payables	-	395
Accruals	<b>7.826</b>	7.328
	<b>7.826</b>	7.723

The fair value of payables which are due within one year approximates their carrying amount at the balance sheet date.

Trade and other payables are all denominated in Euro.

The fair values of trade and other payables due within one year approximate to their carrying amounts as presented above.

### 14. Current tax liabilities

	2023 GB£	2022 GB£
Corporation tax	<b>3.204</b>	3.204
	<b>3.204</b>	3.204

### 15. Related party transactions

The Company is controlled by Welspun Global Brands Ltd, which owns 95,92% of the Company's shares. The Company's ultimate controlling parent is Welspun Living Limited (formerly Welspun India Limited).

# WELSPUN HOLDINGS PRIVATE LIMITED

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2023

### 15. Related party transactions (continued)

The following transactions were carried out with related parties:

#### 15.1 Directors' remuneration

The remuneration of Directors and other members of key management was as follows:

	<b>2023</b>	2022
	<b>GB£</b>	GB£
Directors' fees	<u><b>3.104</b></u>	<u>2.682</u>
	<u><b>3.104</b></u>	<u>2.682</u>

#### 15.2 Payables to related parties

	<b>2023</b>	2022
<u>Name</u>	<b>GB£</b>	GB£
Welspun Hometextiles UK Limited	<u><b>29.224</b></u>	<u>13.598</u>
	<u><b>29.224</b></u>	<u>13.598</u>

### 16. Contingent liabilities

The Company had no contingent liabilities as at 31 March 2023 and as at 31 March 2022.

### 17. Commitments

The Company had no capital or other commitments as at 31 March 2023 and as at 31 March 2022.

### 18. Events after the reporting period

There were no material events after the reporting period, which have a bearing on the understanding of the financial statements.

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