

# Sterling and Wilson (Thailand) Co., Limited

## Standalone balance sheet

as at 31 March 2020

(Currency : Thai Baht)

	<i>Note</i>	<b>31 March 2020</b>	31 March 2019
<b>Assets</b>			
<b>Current assets</b>			
Financial assets			
(i) Cash and cash equivalents	4	<b>69,526</b>	69,526
<b>Total current assets</b>		<b>69,526</b>	69,526
<b>Total assets</b>		<b>69,526</b>	69,526
<b>Equity and liabilities</b>			
<b>Equity</b>			
<b>Other equity</b>			
Share capital	5	<b>25,000</b>	25,000
Retained Earnings	6	<b>(472,965)</b>	(472,965)
<b>Total equity</b>		<b>(447,965)</b>	(447,965)
<b>Liabilities</b>			
<b>Current liabilities</b>			
Financial liabilities			
(i) Borrowings	7	<b>356,600</b>	356,600
(ii) Trade payables	8	<b>160,891</b>	160,891
<b>Total current liabilities</b>		<b>517,491</b>	517,491
<b>Total equity and liabilities</b>		<b>69,526</b>	69,526

The attached notes 1 - 11 are an integral part of these standalone financial statements.

For Sterling and Wilson (Thailand) Co., Limited

**Bahadur Dastoor**  
Authorised signatory  
19 June 2020

# Sterling and Wilson (Thailand) Co., Limited

## Standalone statement of profit and loss

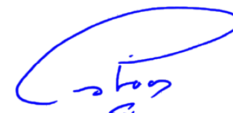
for the year ended 31 March 2020

(Currency : Thai Baht)

	<i>Note</i>	<b>For the year ended 31 March 2020</b>	For the period ended 31 March 2019
<b>Expenses</b>			
Other expenses	9	-	71,250
<b>Total expenses</b>		<u>-</u>	<u>71,250</u>
<b>Profit before income tax</b>		<u>-</u>	<u>(71,250)</u>
<b>Tax expenses:</b>			
Current tax		-	-
Current tax relating to earlier years		-	-
Deferred tax (credit)		-	-
<b>Profit for the year after income tax</b>		<u>-</u>	<u>(71,250)</u>
<b>Other comprehensive income</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
(i) Remeasurements of defined benefit liability		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
<b>Items that will be reclassified subsequently to profit or loss</b>			
(i) Exchange differences in translating financial statements of foreign operations		-	-
(i) Effective portion of gain on hedging instruments in cash flow hedges reclassified to profit and loss		-	-
<b>Other comprehensive income for the year, net of income tax</b>		<u>-</u>	<u>-</u>
<b>Total comprehensive income for the year</b>		<u>-</u>	<u>(71,250)</u>

The attached notes 1 - 11 are an integral part of these standalone financial statements.

For Sterling and Wilson (Thailand) Co., Limited



**Bahadur Dastoor**  
*Authorised signatory*  
 19 June 2020

# Sterling and Wilson (Thailand) Co., Limited

## Standalone statement of changes in equity

for the year ended 31 March 2020

(Currency : Thai Baht)

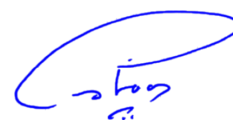
### B. Other equity

	Retained earnings
<b>Balance as at 1 April 2019</b>	(472,965)
<b>Adjustments:</b>	
<b>Total comprehensive income for the year</b>	
Profit for the year	-
Items of OCI for the year, net of tax:	
Remeasurement of the defined benefit liability	-
Exchange differences in translating financial statements of foreign operations	-
<b>Total comprehensive income for the year</b>	-
<b>Balance as at 31 March 2020</b>	<b>(472,965)</b>

	Retained earnings
<b>Balance as at 1 April 2018</b>	(401,695)
<b>Adjustments:</b>	
<b>Total comprehensive income for the year</b>	
Profit for the year	(71,250)
Items of OCI for the year, net of tax:	
Remeasurement of the defined benefit liability	-
<b>Total comprehensive income for the year</b>	<b>(71,250)</b>
<b>Balance as at 31 March 2019</b>	<b>(472,945)</b>

The attached notes 1 - 11 are an integral part of these standalone financial statements.

For Sterling and Wilson (Thailand) Co., Limited



**Bahadur Dastoor**  
Authorised signatory

19 June 2020

# Sterling and Wilson (Thailand) Co., Limited

## Notes to the standalone financial statements

for the year ended 31 March 2020

(Currency : Thai Baht)

### 1 Background

The Company was registered on 4 April 2015 with a registration number 0105558069677. The Company is wholly owned subsidiary of Sterling and Wilson Solar Limited ('Parent').

The Parent was incorporated on 9 March 2017 as Rashmika Energy Private Limited. The Parent was renamed as Sterling and Wilson Solar Private Limited on 24 April 2018. Further the Parent was renamed to Sterling and Wilson Solar Limited on 25 January 2019. The Parent was listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) in India on 20 August 2019.

Parent is a subsidiary of Shapoorji Pallonji and Company Private Limited, effective from 1 April 2017.

### 2 Basis of preparation of the standalone financial statements

#### a *Statement of compliance*

The accompanying standalone financial statements have been prepared in accordance with the Thai reporting standard for business for non-publicly accountable entities which is treated, calculated as of 1 April 2016 and demonstrating in accordance to the Department of Business Development concerning the financial statements remarks dated 28 September 2011. This financial statements are prepared on the historical cost basis except as stated in the accounting policy. The preparation of financial statements in conformity with Thai financial reporting standard and in certain cases the management will adopt the estimation and assumption that would affect the amount in the financial statement and its remarks. Actual results may differ from estimates.

#### b *Functional and presentation currency*

These standalone financial statements are presented in Thai Baht (THB), which is also the Company's functional currency. All amounts have been rounded off to the nearest places, unless otherwise stated.

### 3 Significant accounting policies

#### 3.1 *Acknowledgement of income and expenses*

The Company acknowledges its income and expenses.

#### 3.2 *Cash and cash equivalents*

Cash and cash equivalents consists of cash and cash at bank and short term investment which is highly liquid that due in repay within 3 months as of the date received and without limitation in withdrawal.

#### 3.3 *Trade and other account receivables*

Trade and other account receivables are stated at their invoice value less allowance for doubtful accounts.

#### 3.4 *Property, plant and equipment*

Land stated at cost. Property, plant and equipment stated at cost less accumulated depreciation and loss on decline value.

Depreciation of the Property, plant and equipment calculated from the cost on fixed rate of the life span.

Office automation - 5 years

Office equipment - 5 years

Furniture and fixtures - 5 years

Tools - 5 years

#### 3.5 *Income tax*

The Company recorded its income tax in accordance to the amount paid to the government sector.

#### 3.6 *Account estimation*

The preparation of financial statements in conformity with Thai financial reporting standard and in certain cases the management will adopt the estimation and assumptions that would affect the amount in the financial statement and its remarks. Actual results may differ from estimates.

# Sterling and Wilson (Thailand) Co., Limited

## Notes to the standalone financial statements (*Continued*)

as at 31 March 2020

(Currency : Thai Baht)

	31 March 2020	31 March 2019
<b>4 Cash and cash equivalents</b>		
Balances with Bank		
- in current accounts	69,526	69,526
	<u>69,526</u>	<u>69,526</u>

# Sterling and Wilson (Thailand) Co., Limited

## Notes to the standalone financial statements (*Continued*)

as at 31 March 2020

(Currency : Thai Baht)

	31 March 2020	31 March 2019
<b>5 Capital stock</b>		
<b>Authorised</b>		
490 common shares (31 March 2019: 490 shares) of 100 baht each	<b>49,000</b>	49,000
510 preferred shares (31 March 2019: 490 shares) of 100 baht each	<b>51,000</b>	51,000
<b>Issued, subscribed and fully paid up:</b>		
490 common shares (31 March 2019: 490 shares) of 100 baht each, 25 baht paid-up	<b>12,250</b>	12,250
510 preferred shares (31 March 2019: 490 shares) of 100 baht each, 25 baht paid-up	<b>12,750</b>	12,750
	<b>25,000</b>	25,000

# Sterling and Wilson (Thailand) Co., Limited

## Notes to the standalone financial statements (*Continued*)

as at 31 March 2020

(Currency : Thai Baht)

31 March 2020

31 March 2019

### 6 Other equity

Particulars	31 March 2020	31 March 2019
<b>(i) Retained earnings</b>		
At the beginning of the year	(472,965)	(401,695)
Add : Addition during the year	-	(71,270)
Balance at end of the year	<u>(472,965)</u>	<u>(472,965)</u>
<b>Total</b>	<u>(472,965)</u>	<u>(472,965)</u>

#### (i) Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

# Sterling and Wilson (Thailand) Co., Limited

## Notes to the standalone financial statements (*Continued*)

as at 31 March 2020

(Currency : Thai Baht)

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	31 March 2020	31 March 2019
<b>7 Current borrowings</b>		
Unsecured loan from related party	356,600	356,600
	<u>356,600</u>	<u>356,600</u>
<b>8 Trade payables</b>		
Trade payables	160,891	160,891
	<u>160,891</u>	<u>160,891</u>



# Sterling and Wilson (Thailand) Co., Limited

## Notes to the standalone financial statements *(Continued)*

for the year ended 31 March 2020

(Currency : Thai Baht)

	<b>For the year ended 31 March 2020</b>	For the period ended 31 March 2019
<b>9 Other expenses</b>		
Legal and professional fees	-	39,000
Miscellaneous expenses	-	32,250
	<hr/> <hr/>	<hr/> <hr/>
	-	71,250

## Sterling and Wilson (Thailand) Co., Limited

### Notes to the standalone financial statements (Continued)

for the year ended 31 March 2020

(Currency : Thai Baht)

#### 10 Financial instruments – Fair values and risk management

##### (a) Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value, if carrying amount is a reasonable approximation of fair value.

31 March 2020	Carrying amount			Total	Fair value			Total
	FVTPL	FVTOCI	Amortised Cost		Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	
<b>Current financial assets</b>								
Bank balances other than cash and cash equivalents	-	-	69,526	69,526	-	-	-	-
	-	-	<b>69,526</b>	<b>69,526</b>	-	-	-	-
<b>Non-current financial liabilities</b>								
Borrowings	-	-	-	-	-	-	-	-
<b>Current financial liabilities</b>								
Borrowings	-	-	356,600	356,600	-	-	-	-
Trade payables	-	-	160,891	160,891	-	-	-	-
	-	-	<b>517,491</b>	<b>517,491</b>	-	-	-	-

**10 Financial instruments – Fair values and risk management (Continued)**

**(a) Accounting classification and fair values (Continued)**

31 March 2019	Carrying amount			Total	Fair value			Total
	FVTPL	FVTOCI	Amortised Cost		Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	
<b>Financial assets</b>								
Bank balances other than cash and cash equivalents	-	-	69,526	<b>69,526</b>	-	-	-	-
	-	-	<b>69,526</b>	<b>69,526</b>	-	-	-	-
<b>Non-current financial liabilities</b>								
Borrowings	-	-	-	-	-	-	-	-
<b>Financial liabilities</b>								
Borrowings	-	-	356,600	<b>356,600</b>	-	-	-	-
Trade payables	-	-	160,891	<b>160,891</b>	-	-	-	-
	-	-	<b>517,491</b>	<b>517,491</b>	-	-	-	-

## 10 Financial instruments – Fair values and risk management (Continued)

### (b) Measurement of fair values

#### Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

#### Financial instruments measured at fair value

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Amortised cost: 1. Security deposits (Asset) 2. Borrowings	Discounted cash flow approach: The valuation model considers the present value of expected payments, discounted using a risk adjusted discount rate.	Not applicable	Not applicable
Forward contracts for foreign exchange contracts	Forward pricing: The fair value is determined using quoted forward exchange rates at the reporting date and present value calculations based on high credit quality yield curves in the respective currency.	Not applicable	Not applicable

#### Transfers between Levels 1 and 2

There have been no transfers between Level 1 and Level 2 during the reporting year/periods.

#### Level 3 fair values

There are no items in Level 3 fair values.

## **10 Financial instruments – Fair values and risk management (Continued)**

### **(c) Financial risk management**

The Company has exposure to the following risks arising from financial instruments:

- i) Credit risk ;
- ii) Liquidity risk ; and
- iii) Market risk

#### **Risk management framework**

The management has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of directors is responsible for developing and monitoring the Company's risk management policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Audit Committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Board of directors.

# Sterling and Wilson (Thailand) Co., Limited

## Notes to the standalone financial statements (*Continued*)

for the year ended 31 March 2020

(Currency : Thai Baht)

### 10 Financial instruments – Fair values and risk management (*Continued*)

#### (c) Financial risk management (*Continued*)

##### i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment in debt securities. The carrying amounts of financial assets represent the maximum credit exposure.

##### Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowances for doubtful debts and impairments that represents its estimates of incurred losses in respect of trade and other receivable and investment.

Total trade receivable as on 31 March 2020 is THB Nil (31 March 2019: THB Nil)

As per simplified approach, the Company makes provision of expected credit losses on trade receivables to mitigate the risk of default payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk.

##### Cash and bank balances

The Company held cash and cash equivalents and other bank balances with credit worthy banks and financial institutions of THB 69,526 as at 31 March 2020 (31 March 2019: THB 69,526). The credit worthiness of the such bank and financial institutions is evaluated by management on an ongoing basis and is considered to be good.

##### Security deposits given to lessors

The Company has given security deposit to lessors for premises leased by the Company as at 31 March 2020 and 31 March 2019. The Company monitors the credit worthiness of such lessors where the amount of security deposit is material.

# Sterling and Wilson (Thailand) Co., Limited

## Notes to the standalone financial statements (*Continued*)

for the year ended 31 March 2020

(Currency : Thai Baht)

### **10 Financial instruments – Fair values and risk management (*Continued*)**

#### **(c) Financial risk management (*Continued*)**

##### **ii Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

As at 31 March 2020, the Company had cash and cash equivalents of PHP Nil (31 March 2019: PHP Nil).

# Sterling and Wilson (Thailand) Co., Limited

## Notes to the standalone financial statements (Continued)

for the year ended 31 March 2020

(Currency : Thai Baht)

### 10 Financial instruments – Fair values and risk management (Continued)

#### (c) Financial risk management (Continued)

##### iii Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and the market value of its investments. Thus, the Company's exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currencies.

#### (a) Currency Risk

The Company is exposed to currency risk on account of its operating and financing activities. The functional currency of the Company is Indian Rupee.

##### Exposure to currency risk

The currency profile of financial assets and financial liabilities as at 31 March 2020 and 31 March 2019 are as below:

Amounts in INR	31 March 2020	31 March 2019
	USD	USD
<b>Financial assets</b>		
Trade receivables	-	-
Cash and Cash Equivalents	-	-
<b>Exposure to foreign currency assets</b>	-	-
Forward exchange contract	-	-
<b>Net exposure to foreign currency assets</b>	-	-
<b>Financial liabilities</b>		
Trade payables and other payable	-	-
<b>Exposure to foreign currency liabilities</b>	-	-
Forward exchange contract	-	-
<b>Net exposure to foreign currency liabilities</b>	-	-
<b>Net Exposure</b>	-	-



**Sensitivity analysis**

A 5% strengthening / weakening of the respective foreign currencies with respect to functional currency of Company would result in increase or decrease in profit or loss and equity as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

Effect in INR million	31 March 2020		31 March 2019	
	Profit or loss		Profit or loss	
	Strengthening	Weakening	Strengthening	Weakening
USD	-	-	-	-

# Sterling and Wilson (Thailand) Co., Limited

## Notes to the standalone financial statements *(Continued)*

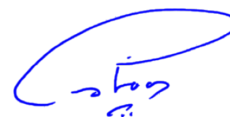
*for the year ended 31 March 2020*

(Currency : Thai Baht)

### **11 Other matters**

Information with regard to other matters specified in Schedule III to the Act is either nil or not applicable to the Company for the year.

**For Sterling and Wilson (Thailand) Co., Limited**



**Bahadur Dastoor**  
*Authorised signatory*  
19 June 2020