

**Date: 03.09.2023**

To,  
Manager - Listing Compliance  
National Stock Exchange of India Limited  
'Exchange Plaza'. C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051

**Symbol: SOLEX**

Sub: Submission of Annual Report 2023-24 under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**Dear Sir/ Ma'am**

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we have enclosed herewith Annual Report for Financial Year 2023-24 along with Notice convening 10<sup>th</sup> Annual General Meeting.

The Annual Report for the Financial Year 2023-24 is also uploaded on the Company's website at <https://solex.in/investors/>.

This is for your information and record.

Thanking you  
Yours faithfully,  
**For, Solex Energy Limited**



**Chetan Sureshchandra Shah**  
**Chairman & Managing Director**  
**DIN: 02253886**

**Encl.: As Above**

# **ANNUAL**

---

# **REPORT**

# 2024



Our Journey Began

# A BRIGHT 29 YEARS AGO!

One Of The First PV Module  
Manufacturing Companies To Get Listed  
On The NSE Emerge Stock Exchange With  
**STOCK CODE: SOLEX**

Started Manufacturing  
'Solar Water Heaters'

**FY 1998-99**

Commenced PV Module  
Manufacturing In Anand

**FY 2007-08**

Listed on NSE Emerge  
"Solex Energy Limited"

**FY 2018-19**



**FY 1995-96**

Established  
Sun Energy Systems



**FY 2000-01**

Started Manufacturing Of  
"Solar Home Lighting  
Systems"



**FY 2014-15**

Rebranded As  
Solex Energy  
Pvt. Ltd.



# And Since Then, We've Been Sprinting Forward

Launched Tapi Series,  
High Efficiency MBB PV Modules  
& Became The Trusted  
OEM Partner For Global Brands

**FY 2022-23**

Aiming Expansion  
Of 4.5 GW Of PV Module  
Manufacturing

**FY 2025-26**

**FY 2021-22**

Launch of Global  
Giga Factory with  
700 MW of Solar  
Module Manufacturing  
Capacity With  
In-House  
Reliability Test Lab

**FY 2024-25**

Capacity Addition To  
1.5GW from 700 MW

**FY 2026-27**

Exploring Expansion  
Into Solar Cell Manufacturing  
For 2 GW

# EXISTING CAPACITY

# 700 MW

Infrastructure Primed For **4.5 GW Module Production**

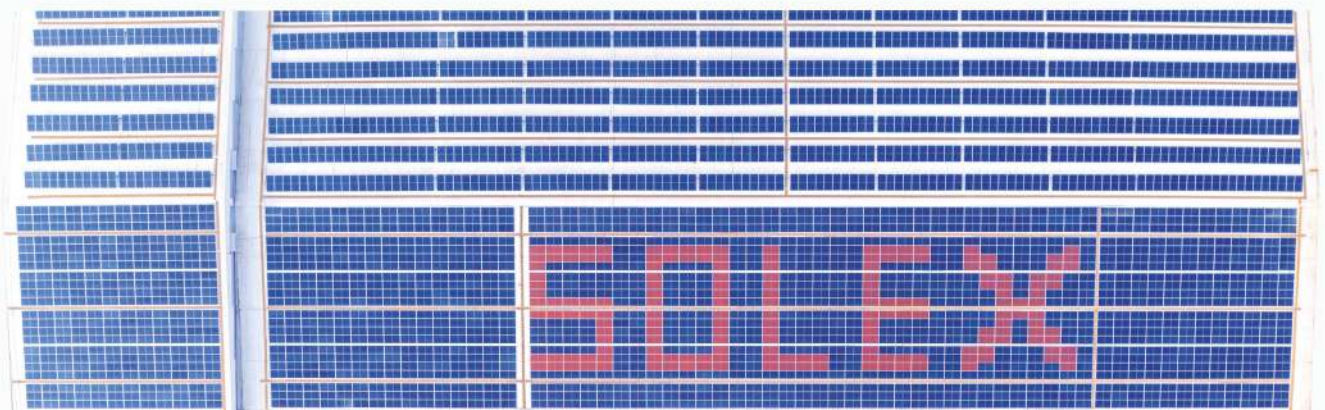
All Consolidated At A Single Location

## Our Factory Has Been Rated **'A'** Grade By Leading Indian & International Audit Firms

### Mark of Quality



**USAID**  
FROM THE AMERICAN PEOPLE

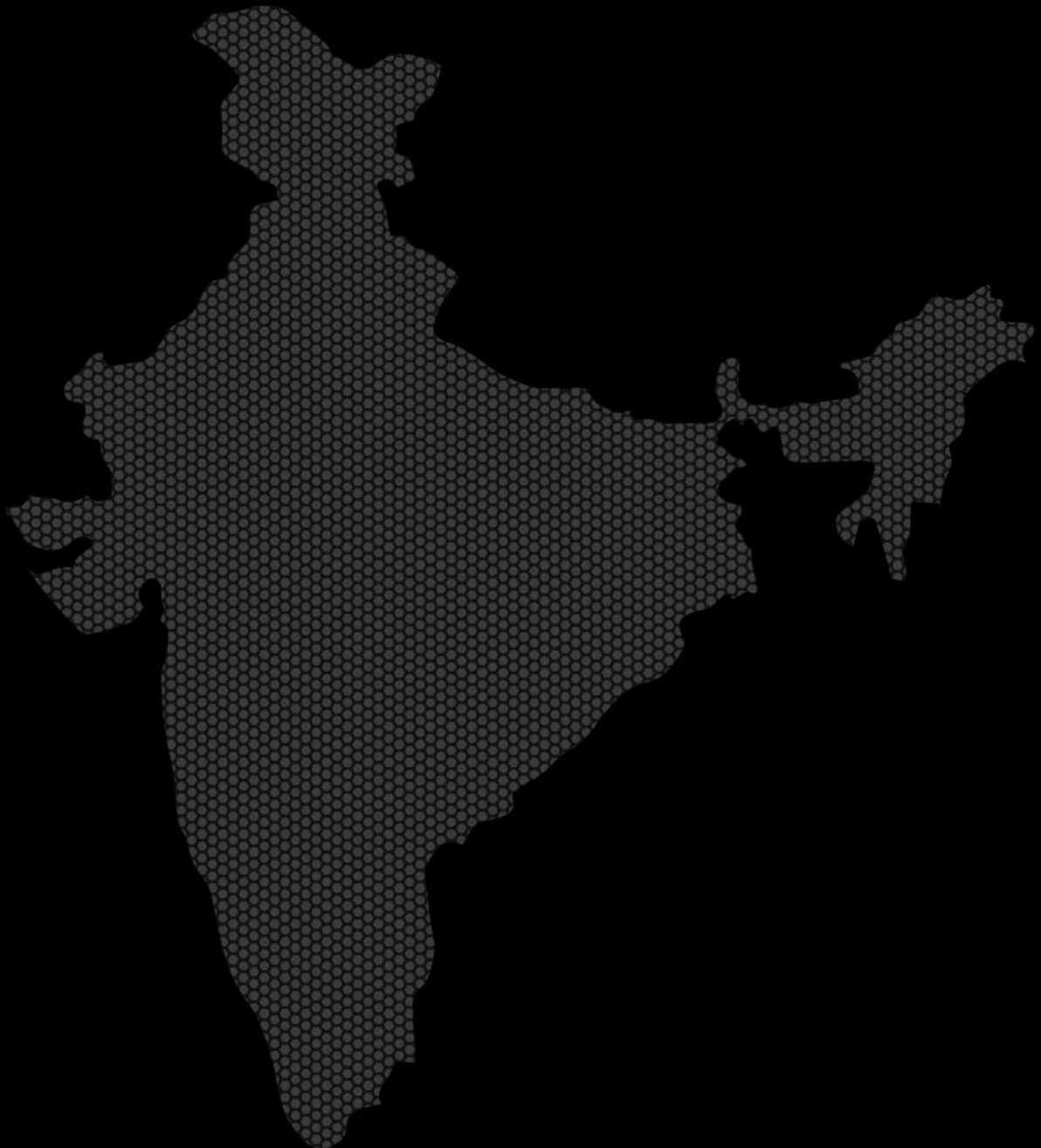


OPERATING IN

**20+ STATES**

AND SPANNING ACROSS

**SEVERAL COUNTRIES**



# Board Of Directors & Key managerial Personnel



**Chetan Shah**

Chairman & Managing Director



**Kalpesh Patel**

Whole Time Director



**Anil Rathi**

Non Executive Director



**Vipul Shah**

Non Executive Director



**Piyush Chandak**

Executive Director



**Kiran Shah**

Director & Chief Financial Officer



**Amit Trivedi**

Independent Director



**Kamlesh Yagnik**

Independent Director



**Rajeshbhai Patel**

Independent Director



**Azmin Chiniwala**

CS & Compliance Officer

## Chairman's Message



**Dear Valued Shareholders,**

I am delighted to present Solex's significant achievement for the fiscal year 2024. We have delivered commendable financial results and continued to create superior value for all stakeholders. Also, we at Solex have complete faith that we will achieve greater heights on the progress we have made in fiscal 2024.

### **A Land of Opportunities**

One of the fastest growing economies in the world, India, is fast progressing on its 'Viksit Bharat 2047' roadmap. This will be led by significant growth in the manufacturing and overall consumption.

India's energy consumption set to rise due to increase in manufacturing, data center, domestic consumption etc. In the midst of this, we are experiencing transition in energy mix i.e. from fossil fuel to sustainable renewal energy.

India stands no. 4 globally in terms of Renewable Energy installed capacity, 5th in terms of installed Solar power capacity as per International Renewable Energy Agency (IRENA) 2023 global ranking. With its 500 GW non-fossil fuel installed capacity target for 2030 & Net Zero target for 2070, India has embarked on one of the most extensive renewable energy expansions in the world.

Significant milestones have already been achieved. In FY24, 70% of the 26GW capacity addition came from renewal sources, including 15GW solar capacity addition.

### **Transforming to grow**

Your company is well poised to capture the available growth opportunity. From our initial state-of-the-art facility in Tadkeshwar of 1.5GW\*, we are on track to reach 4.5GW capacity. This expansion is designed to meet the rising global demand for high-efficiency solar modules. Our new facility is equipped with advanced automation and quality control technologies, ensuring that we continue to deliver top-tier products. We are making substantial investment, backed by sustainable and profitable growth. We are also investing in artificial intelligence in our manufacturing for better quality controls and in business processes for highest productivity.

\* Orders are placed for 0.90 GW and will be operational in due course.

We have also strengthened our presence in key international markets, including Europe, North America, and Africa. Our strategic partnerships and alliances have been crucial in expanding our global footprint. These collaborations have enabled us to leverage local expertise and infrastructure, ensuring we can meet the demands of our customers worldwide with reliable and timely solutions.

Our involvement extends beyond manufacturing; we are actively engaged in Turn Key Projects across various segments, including Residential Rooftop, Commercial, Industrial, and Utility (Ground Mount) projects. We are also proud to announce the development of several Solar parks in Gujarat, further



solidifying our presence in the renewable energy landscape. We at Solex are marching towards achieving 100% of our electricity consumption from solar power.

### **Financial performance**

Our financial performance this year has been robust. We achieved a revenue of Rs.36,592 lakhs marking an 126% increase over the previous fiscal year. Our net profit after tax reached 873.48 Lakh, reflecting a 222% year-on-year growth. These results underscore our commitment to operational excellence and strategic market positioning. The strong financial outcomes have enabled us to reinvest in our business, fuel innovation, and deliver substantial value to our shareholders.

### **Creating a Future-Fit Workplace**

Our people are our biggest asset, and we believe that investing in our people is an investment for the future. We continue to foster a culture that empowers our people to grow – both professionally and personally, alongside the business. In our journey towards building a future-ready workforce, we are making constant investment towards empowerment of our workforce.

*With Sincere Regards,*

***Chetan Sureshchandra Shah***  
***Chairman & Managing Director***

## *CONTENTS*

Particulars	Page No.
Corporate Information	09
Notice of 10 <sup>th</sup> Annual General meeting	11
Directors' Report	32
Independent Auditor's Report	59
Standalone Financial Statements	69

**CORPORATE INFORMATION:****BOARD OF DIRECTORS****Mr. Chetan S. Shah**

Chairman &amp; Managing Director &amp; Promoter

**Mr. Kalpeshkumar R. Patel**

Whole-time Director &amp; Promoter

**Mr. Piyush K. Chandak**

Executive Director &amp; Promoter

**Mr. Vipul M. Shah**

Non-Executive Director &amp; Promoter

**Mrs. Kiran R. Shah**

Executive Director

**Mr. Anil Rathi**

Non-Executive Director &amp; Promoter

**Mr. Kamlesh P. Yagnik**

Independent Director

**Mr. Rajeshbhai T. Patel**

Independent Director

**Mr. Amitkumar D. Trivedi**

Independent Director

**COMPANY SECRETARY & COMPLIANCE OFFICER**Mr. Dilipkumar G. Nikhare (Cessation w.e.f  
25/11/2023)Mrs. Azmin Chiniwala (Appointment w.e.f  
05/02/2024)**CHIEF FINANCIAL OFFICER**

Mrs. Kiran R. Shah

**REGISTERED OFFICE**Plot No. 131/A, Phase 1 Nr. Krimy Industries,  
GIDC Vithal Udyognagar, Anand -388121

CIN: L40106GJ2014PLC081036

Email: info@solex.in

Web: [www.solex.in](http://www.solex.in)**CORPORATE OFFICE**301-303, Trinity Business Park, Near Madhuvan  
Circle,

L.P. Savani Road, Pal, Surat - 395009, Gujarat, India.

**FACTORY**Block 938, Vill: Tadkeshwar, Tal: Mandvi, Kim-  
Mandvi Road, Near General Polytex, Dist. Surat –  
394110**BOARD COMMITTEES****Audit Committee:**

Mr. Rajeshbhai Tulsibhai Patel, Chairman

Mr. Vipul Mulchand Shah, Member

Mr. Amit Dalpatram Trivedi, Member

**Nomination and Remuneration Committee:**

Mr. Rajeshbhai Tulsibhai Patel, Chairman

Mr. Vipul Mulchand Shah, Member

Mr. Amit Dalpatram Trivedi, Member

**Stakeholder Relationship Committee:**

Mr. Anil Rathi, Chairman

Mr. Piyush Kailashchandra Chandak, Member

Mr. Chetan Sureshchandra Shah, Member

**STATUTORY AUDITOR****HRK & CO.**

CHARTERED ACCOUNTANTS

“The Financial Hub” Office no. 117-120,  
Centre Point, above IDBI Bank, NH- No 8,  
Near Mahavir Nagar, Vapi-396195**SECRETARIAL AUDITOR****RPSS & CO.**

PRACTICING COMPANY SECRETARIES

R-22, Avani Raw House, Nr. Mansi Char Rasta  
Satellite, Ahmedabad- 380015.**COST AUDITOR****P.K. CHATTERJEE & ASSOCIATES**

115, Radhey Nagar Housing Society

Nr. Sargam Shopping Center,

Parle Point, Surat -395007

**INTERNAL AUDITOR****SAVJANI & ASSOCIATES.,**

CHARTERED ACCOUNTANTS

Office No. 412, A-wing, “9 Square”

Nana Mava Main Road,

Rajkot-360005

**BANKER**

**STATE BANK OF INDIA**

Specialised Commercial Branch  
A-301, 3rd Floor, ICC Building,  
Opp. Civil Hospital, Majuragate,  
Ring Road, Surat-395002

**BANK OF BARODA**

Vallabh Vidyanagar Branch  
Nana Bazaar, Opp. Nalini College,  
Vallabh Vidyanagar- 388120

**UNION BANK OF INDIA**

Rajendra Marg, K 103,  
Dass Chamber, Post Box No 17,  
Vallabh Vidyanagar, Anand-388120

**REGISTRAR & SHARE TRANSFER AGENT**

Skyline Financial Private Limited  
D153A, 1st Floor,  
Okhla Industrial Area Phase 1,  
New Delhi – 110 020

**WEBSITE**

[www.solex.in](http://www.solex.in)

**INVESTOR SERVICES MAIL ID**

[cs@solex.in](mailto:cs@solex.in)

**CORPORATE IDENTITY NUMBER**

L40106GJ2014PLC081036

## NOTICE

Notice is hereby given that the 10<sup>th</sup> Annual General Meeting of Solex Energy Limited will be held on Friday, 27<sup>th</sup> September, 2024 at 12.30 p.m. through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) to transact the following businesses:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on 31<sup>st</sup> March 2024 together with the Reports of the Auditors and the Board thereon.
2. To declare a Dividend of Re. 0.55 per Equity Shares of fully paid-up face value of Rs. 10/- each for the financial year March 31, 2024.
3. To appoint a director in place of Mr. Piyush Kailashchandra Chandak (DIN: 09195922) who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a director in place of Mr. Vipul Mulchand Shah (DIN: 01547319) who retires by rotation and being eligible offers himself for re-appointment.

### SPECIAL BUSINESS

#### 5. **Ratification of Remuneration of Cost Auditor payable for the Financial Year 2023-24**

To consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution

“**RESOLVED THAT** pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit Rules) 2014, the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), on recommendation of Audit committee and with the consent of Board, M/s P.K. Chatterjee & Associates., (Membership No.23674) be and is hereby re-appointed as Cost Auditor of the Company to conduct audit of cost records made and maintained by the company for the financial year 01/04/2024 to 31/03/2025.

**RESOLVED FURTHER THAT** the consent of members be and is hereby accorded for fees of Rs 35,000/- plus applicable taxes and out of pocket expenses, if any, incurred by them during the course of audit to be paid to M/s P.K. Chatterjee & Associates, Cost Accountants for Financial Year 2024-25.

**RESOLVED FURTHER THAT** any Director of the company and / or Key Managerial Personnel, be and is hereby severally authorized to do such acts, deeds and matters as may be necessary from time to time to give effect to the aforementioned resolutions.”

#### 6. **Re-appointment of Mr Chetan Sureshchandra Shah (DIN: 02253886) as Chairman and Managing Director of the Company and to fix his remuneration**

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act 2013 (“**the Act**”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and any other statutory modification(s) or re-enactments(s) thereof for the time being in force, and pursuant to the provisions of the Articles of Association of the Company and on recommendation of Board and Nomination and

Remuneration Committee and such other approvals as may be necessary, the consent of the shareholders, be and is hereby accorded for re-appointment of Mr. Chetan Sureschandra Shah (DIN: 02253886) as a Chairman and Managing Director of the Company for a term of three (3) years from August 06, 2024 to August 05, 2027, on the terms of remuneration including minimum remuneration as set out hereunder:

**Minimum Remuneration:**

**A) Basic Salary:**

Basic pay of up to ₹ 14,00,000/- (Rupees Fourteen Lakh) per month

**B) Perquisites and Allowances:**

In addition to basic pay, the Chairman and Managing Director shall also be eligible to following perquisites / allowances:

**CATEGORY – A:**

**1) Personal Accident Insurance:**

The Company shall pay / reimburse Personal Accident Insurance Premium for the Chairman & Managing Director Director.

**2) Medical Reimbursement:**

Medical Expenses actually incurred for self and family shall be reimbursed by the Company. Perquisites shall be valued as per Income Tax rules wherever applicable and in the absence of any such rules, perquisites shall be valued at actual cost, but the total value of benefits / perquisites / allowances mentioned in (1) to (5) above shall not exceed ₹ 1,68,00,000/- (Rupees One Crore Sixty-Eight Lakh) per annum.

**CATEGORY – B**

- 1) The Company shall contribute towards Provident Fund / Superannuation Fund / Annuity Fund provided that such contribution either singly or put together shall not exceed the tax-free limit prescribed under the Income-Tax Act.
- 2) The Company shall pay gratuity as per the rules of the Company
- 3) Leave with full pay and allowances, as per the rules of the Company, but not more than one month's leave for every eleven months of services

However, the leave accumulated but not availed off, will be allowed to be en-cashed at the end of the term as per the rules of the Company.

Any payment for (1) to (3) of Category – B shall not be included in the computation of ceiling on remuneration or perquisites of the Chairman and Managing Director.

**CATEGORY – C**

- 1) The Company shall provide Car(s) with Chauffeur at the entire cost of the Company for use on business of the Company. The cost of use of car for personal purpose shall be recovered by the Company.
- 2) The Company shall provide telephone and other communication facilities at the residence of the Chairman and Managing Director at the entire cost of the Company

Any payment for (1) and (2) of Category – C shall not be included in the computation of ceiling on remuneration or perquisites of the Chairman and Managing Director.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year of the Company during the term of his office, the remuneration set out in the aforesaid resolution be paid or payable to Mr. Chetan Sureshchandra Shah, as minimum remuneration, provided that the total remuneration by way of salary and other allowances shall be, as provided in Section II of Part II of Schedule V to the said Act or such other amount as may be provided in the said Schedule V as may be amended from time to time or any equivalent statutory re-enactment(s) thereof.

**RESOLVED FURTHER THAT** the Board of Directors and Nomination & Remuneration Committee, be and is hereby authorized for upward revision in remuneration including perquisites and allowances of the Chairman and Managing Director from time to time as may deem fit, which shall be in line with the total remuneration as being allowable under Schedule V of the Act.

**RESOLVED FURTHER THAT** any of the Directors and / or Key Managerial Personnel of the Company, be and hereby are severally authorized to do such acts, deeds and matter as may be deemed necessary to give effect to the aforementioned resolutions.”

**7. To change the designation of Mr. Piyush Kailashchandra Chandak (DIN: 09195922) to Whole-Time Director of the company and to fix his remuneration**

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act 2013 (“**the Act**”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and any other statutory modification(s) or re-enactments(s) thereof for the time being in force, and pursuant to the provisions of the Articles of Association of the Company and on recommendation of Board and Nomination and Remuneration Committee and such other approvals as may be necessary, the consent of the shareholders, be and is hereby accorded to the appointment of Mr. Piyush Kailashchandra Chandak (DIN: 09195922) as a Whole-Time Director of the company for a period of three (3) years from September 01, 2024 to August 31, 2027 and for the payment of remuneration, as set out hereunder:

**Minimum Remuneration:**

**A) Basic Salary:**

Basic pay of up to ₹ 9,00,000/- (Rupees Nine Lakh) per annum

**B) Perquisites and Allowances:**

In addition to basic pay, the Director shall also be eligible to following perquisites / allowances:

**CATEGORY – A:**

**1) Personal Accident Insurance:**

The Company shall pay / reimburse Personal Accident Insurance Premium for the Whole-time Director.

## 2) Medical Reimbursement:

Medical Expenses actually incurred for self and family shall be reimbursed by the Company. Perquisites shall be valued as per Income Tax rules wherever applicable and in the absence of any such rules, perquisites shall be valued at actual cost, but the total value of benefits / perquisites / allowances mentioned in (1) to (5) above shall not exceed ₹ 9,00,000/- (Rupees Nine Lakh) per annum.

### CATEGORY – B

- 1) The Company shall contribute towards Provident Fund / Superannuation Fund / Annuity Fund provided that such contribution either singly or put together shall not exceed the tax-free limit prescribed under the Income-Tax Act.
- 2) The Company shall pay gratuity as per the rules of the Company
- 3) Leave with full pay and allowances, as per the rules of the Company, but not more than one month's leave for every eleven months of services

However, the leave accumulated but not availed off, will be allowed to be en-cashed at the end of the term as per the rules of the Company.

Any payment for (1) to (3) of Category – B shall not be included in the computation of ceiling on remuneration or perquisites of the Director.

### CATEGORY – C

- 1) The Company shall provide Car(s) with Chauffeur at the entire cost of the Company for use on business of the Company. The cost of use of car for personal purpose shall be recovered by the Company.
- 2) The Company shall provide telephone and other communication facilities at the residence of the Director at the entire cost of the Company

Any payment for (1) and (2) of Category – C shall not be included in the computation of ceiling on remuneration or perquisites of the Whole-time Director.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year of the Company during the term of his office, the remuneration set out in the aforesaid resolution be paid or payable to Mr. Piyush Kailashchandra Chandak, as minimum remuneration, provided that the total remuneration by way of salary and other allowances shall be, as provided in Section II of Part II of Schedule V to the said Act or such other amount as may be provided in the said Schedule V as may be amended from time to time or any equivalent statutory re-enactment(s) thereof.

**RESOLVED FURTHER THAT** the Board of Directors and Nomination & Remuneration Committee, be and is hereby authorized for upward revision in remuneration including perquisites and allowances of the Director from time to time as may deem fit, which shall be in line with the total remuneration as being allowable under Schedule V of the Act.



**RESOLVED FURTHER THAT** any of the Directors and / or Key Managerial Personnel of the Company, be and hereby are severally authorized to do such acts, deeds and matter as may be deemed necessary to give effect to the aforementioned resolutions.”

**Date: 28/08/2024**  
**Place: Surat**

**For and on behalf of the Board**  
**Solex Energy Limited**

**Sd/-**  
**Chetan Sureshchandra Shah**  
**Chairman & Managing Director**  
**DIN: 02253886**

**Notes:**

- A. The Ministry of Corporate Affairs (“MCA”) has vide its circular No 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 9/2023 dated September 25, 2023, respectively, (collectively “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 (collectively “SEBI Circulars”) have permitted companies to conduct AGM through VC or other audio visual means VC/OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
- B. Pursuant to the MCA Circulars, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- C. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- D. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- E. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the MCA Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (“NSDL”) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.  
In line with the MCA Circulars, the Notice calling the AGM has been uploaded on the website of the Company <https://solex.in/>. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited (“NSE”) at <https://www.nseindia.com/> and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- F. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be: - the change in the residential status on return to India for permanent settlement; the particulars of the NRE account with a Bank in India, if not furnished earlier.
- G. Corporate members intending to send their authorized representative to attend the Meeting are requested to send a scanned copy (PDF/JPG Format) certified copy of its Board or Governing Body Resolution/Authority letter / POA authorizing its representative to attend AGM through VC/ OAVM on its behalf and to vote through remote e – voting. The said Resolution/Authorization shall be sent to the Scrutinizer by E-mail through its registered E-mail address to support@csrajeshparekh.in with a Carbon Copy marked to [helpdesk@nsdl.com](mailto:helpdesk@nsdl.com).
- H. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 setting out facts concerning the special businesses of the Notice is annexed hereto.
- I. The Registrar of Members and Share Transfer Books shall remain closed from September 21, 2024 to September 27, 2024 (both days inclusive) to determine entitlement of the Shareholders to receive Dividend for the Year 2023-24 and for the purpose of 10<sup>th</sup> Annual General Meeting.
- J. The Board of Directors at its Board Meeting held on 28<sup>th</sup> May, 2024 has recommended a Dividend of Re.0.55 Per Equity Share of the face value of Rs.10/- each. The Dividend, if declared at the Annual

General Meeting will be paid to those members of the Company, whose names appear in the Register of Members or Register of Beneficial Ownership as on September 20, 2024. Members are requested to update their bank details with their respective Depository Participants (DP) to receive the amount of Dividend quickly.

In the event of transfer of shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from the IEPF authority by submitting an online application in the prescribed Form IEPF-5 available on the website <http://www.iepf.gov.in/> and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.

- K.** In case of any queries regarding the Annual Report, the Members may write to [cs@solex.in](mailto:cs@solex.in) to receive an email response.

Members may note that Income Tax Act, 1961 as amended by the Finance Act, 2020 mandates that Dividends paid or distributed by a Company shall be taxable in the hands of Members. The Company shall therefore be required to Deduct Tax at Source (TDS) at the time of making the payment of Dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit the following documents in accordance with the provisions of the Income Tax Act, 1961.

**1. For Resident Shareholders,** TDS shall be made under Section 194 of the Income Tax Act, 1961 at 10 % on the amount of Dividend declared and paid by the Company during Financial Year 2023-24 subject to PAN is provided by the Shareholder. If PAN is not provided, TDS would be deducted @ 20 % as per Section 206AA of the Income Tax, 1961.

However, No Tax shall be deducted on the Dividend payable to a resident individual if the total Dividend to be received by them during Financial Year 2023-24 does not exceed Rs. 5000/-.

Tax is not to be deducted if the recipients have furnished a declaration in Form 15G (In case of Senior Citizen Form No. 15H) to the Company to the effect that Tax on his/her total income will be NIL.

Further Shareholder may apply in Form No. 13 to the concern assessing Officer and obtain a Certificate authorizing the Company to pay Dividend without Tax Deduction or with deduction at lower rate.

**2. For Non-Resident Shareholders,** taxes are required to be withheld in accordance with, the Provisions of Section 195 of the Income Tax Act, 1961 at the rates in force. As per the relevant provisions of the Income Tax Act, 1961, the withholding tax shall be at the applicable rate at the time in force (plus applicable surcharge and cess) on the amount of Dividend payable to them. However as per Section 90 of the Income Tax Act, 1961, the Non – Resident Shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) between India and the Country of Tax residence of the Shareholder, if they are more beneficial to them. For this purpose, i.e., to avail the tax Treaty benefits, the Non –Resident Shareholder will have to provide the following:

- Self- Attested Copy of Tax Residency Certificate (TRC) obtained from the Tax authorities of the Country which the Shareholder is resident.
- Self –Declaration in Form 10F if all the details required in this form are not mentioned in the TRC.
- Self-Attested Copy of the Permanent Account Number (PAN) allotted by the Indian Income Tax Authorities.
- Self –Declaration, Certifying the following points:
  - a) Member is and will continue to remain a tax resident of the Country of its residence during the Financial Year 2023-24;
  - b) Member is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on Dividend declared by the Company;
  - c) Member has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;
  - d) Member is the ultimate beneficial owner of its Shareholding in the Company and Dividend receivable from the Company; and

e) Member does not have a taxable presence or a Permanent establishment in India during the Financial Year 2023-24.

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of Tax deduction/withholding on Dividend amounts. Application of beneficial DTAA rates shall be depend upon the completeness and satisfactory review by the Company, the documents submitted by the Non- Resident Shareholder.

- L. Accordingly, in order to enable us to determine the appropriate TDS/ Withholding Tax rate applicable, we request you to provide these details and documents as mentioned above before Friday, September 20, 2024 in following manner:

The aforesaid forms for tax can be downloaded from the Company's website link <https://solex.in/investor/>.

The aforesaid documents (duly completed and signed) are required to be mailed to [cs@solex.in](mailto:cs@solex.in) No Communication on the Tax determination/deduction shall be considered after Friday, September 20, 2024.

Shareholders may note that in case the Tax on said Dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents, option is available to Shareholders to file the Return of Income as per Income Tax Act, 1961 and claim an appropriate refund, if eligible.

- M. To support the "Green Initiative in Corporate Governance" taken by the Ministry of Corporate Affairs by allowing paperless Compliance and also due to COVID -19 stating that Service of Notices/ Documents including Annual Report can be sent through electronic mode to the Registered E mail addresses of the Shareholders. Notices/ Documents including the Annual Report are now being sent by electronic mode to the Shareholders whose E-mail addresses have registered but whose E mail addresses are not registered please send your E –mail ID on [cs@solex.in](mailto:cs@solex.in) Physical mode is not available so please request here to send your updated email address on above E mail IDs.
- N. "The Resident Non-Individual Members I.e. Insurance companies, Mutual Funds and Alternative Investment Fund (AIF) established in India and Non-Resident Non-Individual Members I.e. Foreign Institutional Investors and Foreign Portfolio Investors may alternatively submit the relevant forms / declarations / documents through their respective custodian who is registered on NSDL platform, on or before the aforesaid Friday, September 20, 2024 timelines."

Pursuant to Section 108 of Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI LODR, 2015, the Company is pleased to provide the facility to members to exercise their right to vote on the resolutions proposed to be passed in the AGM by electronic means. The members whose names appear in the Register of Members/ List of Beneficial owners as on **September 20, 2024**, being the cut-off date, is entitled to vote on the Resolutions set forth in this Notice. Members may cast their votes on electronic voting systems from any place other than the venue of the meeting (remote e-voting). **The remote e-voting will commence at 9:00 a.m. on Tuesday, September 24, 2024 and will end at 5:00 p.m. on Thursday, September 26, 2024.** In addition, the facility of voting through electronic voting system shall also be made available at the AGM and the members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -**

**The remote e-voting period begins on Tuesday, September 24, 2024 at 9:00 A.M. and ends on Thursday, September 26, 2024 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, September 20, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their**

share in the paid-up equity share capital of the Company as on the cut-off date, being Friday September 20, 2024.





**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

**Step 1: Access to NSDL e-Voting system Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1. Existing <b>iDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>iDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. If you are not registered for iDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for iDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>3. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

	<p>NSDL Mobile App is available on</p> <p>  App Store          Google Play       </p> <div style="display: flex; justify-content: space-around;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System My easi Tab and then user you're existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System My easi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

- | <b><u>How to cast your vote electronically and join General Meeting on NSDL e-Voting system?</u></b>   |
|--|
| <ol style="list-style-type: none"> <li>1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.</li> <li>2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".</li> <li>3. Now you are ready for e-Voting as the Voting page opens.</li> <li>4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.</li> <li>5. Upon confirmation, the message "Vote cast successfully" will be displayed.</li> <li>6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.</li> <li>7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.</li> </ol> |



### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to support@csrajeshparekh.in with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney /Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under " e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no 022 - 4886 7000 and 022 - 2499 7000 or send a request to Kautilya Joshi at evoting@nsdl.co.in/ ketankumarp@nsdl.com

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [cs@solex.in](mailto:cs@solex.in)
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [cs@solex.in](mailto:cs@solex.in). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

### **THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:**

1. The procedure for e-Voting on the day of AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

Members are encouraged to join the Meeting through Laptops for better experience.

1. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
2. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
3. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [cs@solex.in](mailto:cs@solex.in). The same will be replied by the company suitably.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT 2013.**

**Item No. 5**

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditors, P.K. Chatterjee & Associates to conduct the audit of the cost records of the company for the financial year ending on 31<sup>st</sup> March 2024 at fees of Rs. 35000 plus the applicable taxes.

In accordance with the provisions of section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the company.

The Board of Directors recommends the Ordinary Resolution set out at Item 4 of the Notice for Approval by the Members.

None of the Directors or Key Managerial Personnel and their relatives is interested or concerned in the said Resolution.

**Item No. 6**

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors has reappointed Mr. Chetan Sureshchandra Shah as Chairman and Managing Director of the Company for a period of 3 (three) years w.e.f. August 06, 2024 to August 05, 2027, subject to approval of the members in General Meeting upon terms and conditions set out in the resolution. Through Mr. Chetan Sureshchandra Shah's deep industry expertise and strategic insights, the Company has successfully navigated the dynamic landscape of the solar industry. He has demonstrated exceptional leadership skills, providing guidance and direction that have propelled Company to its new heights. It would be therefore in the interest of the Company to re-appoint Mr. Chetan Sureshchandra Shah as Chairman and Managing Director of the Company

Brief profile of Mr. Chetan Sureshchandra Shah is given in **Annexure 1** to this Notice. The Board recommends the Resolution set forth at Item No. 6 of the Notice for approval of the members as a Special Resolution.

The statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to the Special Resolution at Item No. 6 is annexed hereto as **Annexure- 2**.

Terms and Conditions and details mentioned in resolution and in explanatory may also be treated as an abstract of the terms of Contract/Agreement of Mr. Chetan Sureshchandra Shah as Chairman and Managing Director of the company under the provision of Section 190 of the Companies Act, 2013.

None of the Directors of the Company and their relatives other than Mr. Chetan Sureshchandra Shah & his relatives, is in any way concerned or interested, financial or otherwise, in the said Resolution.

The Board of Directors recommends the Special Resolution as set out at Item No. 6 of the Notice for approval by the Members.

**Item No. 7**

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors has appointed Mr. Piyush Kailashchandra Chandak (DIN: 09195922) as a Whole-Time Director of the company for a period of 3 (three) years w.e.f. September 01, 2024 to August 31, 2027, subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with him as approved by the Board of Directors. Mr. Piyush Chandak has played a pivotal role in organization structure. His contribution within the management, in addition to his extensive experience in the solar industry, has brought significant advancements and innovations to the Company. It would be therefore in the interest of the Company

to appoint Mr. Piyush Chandak as a Whole-Time Director of the Company.

Brief profile of Mr. Piyush Chandak is given in **Annexure 1** to this Notice. The Board recommends the Resolution set forth at Item No. 7 of the Notice for approval of the members as a Special Resolution.

The statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to the Special Resolution at Item No. 7 is annexed hereto as **Annexure- 2**.

Terms and Conditions and details mentioned in resolution and in explanatory may also be treated as an abstract of the terms of Contract/Agreement of Mr. Piyush Chandak as Whole-Time Director of the company under the provision of Section 190 of the Companies Act, 2013.

None of the Directors of the Company and their relatives other than Mr. Piyush Chandak & his relatives, is in any way concerned or interested, financial or otherwise, in the said Resolution.

The Board of Directors recommends the Special Resolution as set out at Item No. 7 of the Notice for approval by the Members.

**ANNEXURE – 1**

**Details of Directors seeking appointment/re-appointment at the 10th Annual General Meeting to be held on September 29, 2023 [Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

<b>Name of the Director</b>	<b>Chetan Sureshchandra Shah</b>	<b>Piyush Kailashchandra Chandak</b>
<b>Date of Birth</b>	09/09/1968	24/04/1992
<b>Age (in years)</b>	55	32
<b>DIN</b>	02253886	09195922
<b>Nationality</b>	Indian	Indian
<b>Date of Appointment on Board</b>	08/06/2021	08/06/2021
<b>Qualification(s)</b>	B.com	Master's in Business Administration
<b>Brief Resume and expertise</b>	<p>Under the leadership of Mr. Chetan Shah, the company has achieved remarkable success, including the establishment of a cutting-edge 4.5 GW Solar Module and Cells Manufacturing facility. His strategic vision and dedication have driven significant profitability and positioned the company as a global leader in solar technology. His efforts have not only advanced the company's capabilities but also strengthened its impact in the renewable energy sector. His interest and understanding in artificial intelligence and robotic helps in incorporating the technology advancement in day to day operations of the organization, which in turns drive efficiency.</p>	<p>Mr. Piyush Chandak is youngest director on the board. At the same time, he carries brief experience of managing large team and optimize the available resources in efficient manner. He is one of the key drivers of Solex's operational excellence, overseeing and optimizing the company's operations.</p>
<b>Experience in specific functional areas</b>	<p>Mr. Shah boasts over 30 years of diversified experience, with a strategic 16-year focus on pioneering PV module manufacturing. Mr. Shah possesses extensive experience across several functional areas. In technology, IT and in the solar industry, he has a notable track record in high-quality PV module manufacturing</p>	<p>Mr. Chandak has a Multifaceted experience in diverse sectors, including textile processing and telecom, now channeling his expertise to drive strategic decisions for Solex</p>
<b>In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements</b>	N. A	N. A
<b>Shareholding in the Company as on the date of notice</b>	5,89,965 equity shares	1,29,247 equity shares

<b>Disclosure of relationship between directors inter-se</b>	No, Mr. Chetan Shah is a Promoter of the Company. He is not a relative of any of the Directors of the Company.	Piyush Chandak is a Promoter of the Company. Further, he is related with Mr. Anil Rathi, Non-Executive Director of the company.
<b>Directorships of other Listed Companies</b>	None	None
<b>Memberships/Chairmanships of committees in other Listed Companies</b>	None	None
<b>Remuneration last drawn</b>	6,00,000/- per month	75,000/- per month
<b>Name of Listed Companies from which he has resigned in the past three years</b>	None	None
<b>Shareholding in the Company as on 31<sup>st</sup> March, 2024</b>	4,72,172 equity shares	1,29,247 equity shares
<b>No. of Board Meetings attended during the financial year 2023-24</b>	Seven (7)	Seven (7)

**ANNEXURE – 2**

**Statement of Information as required under Section II, Part II of the Schedule V of the Companies Act, 2013 for item No. 6 & 7**

**I. General Information:**

(i) Nature of Industry: Manufacturing of solar photovoltaic modules along with providing turnkey solar solutions across different segments like solar power plants, solar water pumps, and utility scale ground mounted solar power plants.

Date or expected date of commencement of commercial production: The Company is in operation since 2014.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable

(ii) Financial performance based on given indicators:

Particulars	(Rs. in Lakh)	
	Current Year 2023-24	Previous Year 2022-23
Total Income	36801.53	16438.83
Profit before Interest and Depreciation	3050.77	1399.88
Less: Interest	1050.46	561.22
Profit Before Depreciation	2000.31	838.66
Less: Depreciation	846.16	453.49
<b>Profit Before Tax</b>	<b>1154.15</b>	<b>385.17</b>
<b>Less/Add: Tax Expenses</b>		
Taxes for Earlier years	0	1.89
Current Tax	209.10	66.09
Deferred Tax	71.57	46.11
Total Tax Expenses	280.67	114.09
<b>Profit for the year</b>	<b>873.48</b>	<b>271.07</b>

(iii) Foreign investments or collaborators, if any: The Company has not made any Foreign Investments and neither entered into any collaborations during the last Financial Year

**II. Information about the Appointee:**

Sr. No.	Particulars	Details of Chetan Shah	Details of Piyush Chandak
1.	Background Details	Mr. Shah is the promoter and the Chairman & Managing Director of the Company. Being the Architect of Solex Energy's exponential growth, he is guiding the company to new heights with world-class Giga Watt scale solar module and cell manufacturing facilities	Mr. Chandak is the Executive Director of the company. He is a Dynamic leader and the youngest director making strategic decisions for the company that contributed to the success of the company.

2.	Past Remuneration	INR 72,00,000/- per annum	INR 9,00,000/- per annum
3.	Recognition or Awards	Mr. Shah a recognized leader in the solar industry, has been named one of the 100 Most Powerful Solar Leaders by Solar Quarter.	Mr. Chandak, a dynamic force in the renewables energy sector, expresses his profound gratitude for being recognized as one of the Under 40 Renewable Energy Visionaries of 2023.
4.	Job Profile and Suitability	Mr. Chetan Shah carried out his duty as may be entrusted to him by the Board of Directors. Taking into consideration his qualification and experience in the relevant fields, he is suited for the responsibilities assigned to him by Board of Directors.	Mr. Piyush Chandak, known for his forward-thinking approach is suited for the responsibilities assigned to him by Board of Directors with respect to Developing and enforcing policies and procedures to ensure efficient and effective operation. Integral in steering the company from its inception, making strategic decisions
5.	Proposed Remuneration	As mentioned in the resolution	As mentioned in the resolution
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	The remuneration proposed to be paid to Chairman and Managing Director is kept in view his job profile, the size, operations and complexity of the business of the Company.	The remuneration proposed to be paid to Executive Director is kept in view his job profile, the size, operations and complexity of the business of the Company.
7.	Pecuniary relationship directly or indirectly with the Company or relationship with the Managerial Personnel, if any	Mr. Chetan Shah is Chairman & Director of the company holds 7,43,718 equity shares of the company along with his relatives.	Mr. Piyush Chandak holds 4,85,642 equity shares of the company along with his relatives.



**III. Other Information:**

- i. Reasons of loss or inadequate profits: The Company has not incurred loss in the financial year 2023-24. However, in the ever changing domestic and international market conditions, loss or inadequacy of profit cannot be ruled out. The proposed remuneration is not falling within the limits specified under section 197 of the Companies Act, 2013. However, this remuneration aligns with industry standards for managerial personnel at the same level and adheres to the limits as provided under Schedule V of the Companies Act, 2013.
- ii. Steps taken or proposed to be taken for improvement: The Company is implementing various long-term measures to improve its cash flow and exploring multiple options of finance from lenders bank and financial institution. On positive outcome efforts in the said direction the Company and its management is hopeful to make optimum utilization of its resources. The promoters also continue to be committed to providing the required operational support to Company in the foreseeable future. The Company, being a growth oriented and steady performer, the productivity and margins could sizably increase with all possible efforts of the Company.
- iii. Expected increase in productivity and profits in measurable terms: In the competitive environment, it is difficult to estimate the revenue/profits in measurable terms. As the Company is taking numerous initiatives to improve its financial position and the management is confident of increase in revenue and profits in coming years.

**Date: 28/08/2024**  
**Place: Surat**

**For and on behalf of the Board**  
**Solex Energy Limited**

**Sd/-**  
**Chetan Sureshchandra Shah**  
**Chairman & Managing Director**  
**DIN: 02253886**

## DIRECTOR'S REPORT

To,  
The Members of  
**SOLEX ENERGY LIMITED**

Your directors have pleasure in presenting the 10<sup>th</sup> Annual Report of your Company together with the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2024.

Your Director's Report is prepared based on the Standalone Financial Statements of the Company and the Report on the performance and financial position of the Company.

The Company's financial performance for the year ended on 31<sup>st</sup> March, 2024 is summarized below:

### 1. **FINANCIAL HIGHLIGHTS**

(Rs. In Lakh)

Particulars	Current Year 2023-24	Previous Year 2022-23
Total Income	36801.53	16438.83
Profit before Interest and Depreciation	3050.77	1399.88
Less: Interest	1050.46	561.22
Profit Before Depreciation	2000.31	838.66
Less: Depreciation	846.16	453.49
<b>Profit Before Tax</b>	<b>1154.15</b>	<b>385.17</b>
<b>Less/Add: Tax Expenses</b>		
Taxes for Earlier years	0	1.89
Current Tax	209.10	66.09
Deferred Tax	71.57	46.11
Total Tax Expenses	280.67	114.09
<b>Profit for the year</b>	<b>873.48</b>	<b>271.07</b>

### 2. **STATE OF COMPANY'S AFFAIRS**

The Total Income increased from Rs. 16,438.83 lakh to Rs. 36,801.53 lakh in the current year. The Profit before Tax for the year is Rs. 1154.15 lakh as against Rs. 385.17 lakh in previous year. The net profit increased to Rs. 873.48 lakh from Rs. 271.07 lakh in the previous year.

### 3. **TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3)(I) OF THE COMPANIES ACT, 2013**

During the year, the Company has not apportioned any amount to other reserve. The profit earned during the year has been carried to the reserve and surplus of the Company.

### 4. **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

There has been no material change and commitment affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

## **5. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The current policy is to have an appropriate mix of executive, non-executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. As of March 31, 2024, the Board had nine members, a Managing Director, a whole time Director, two executive directors of which one is a woman director and Chief Financial Officer, two non-executive directors and three independent directors.

The policy of the Company on directors' appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of Section 178 of the Companies Act, 2013, is available on our website, at <https://solex.in/investor/>.

We affirm that the remuneration paid to the directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company.

## **6. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES**

During the year 2023-24 there are no Subsidiary, Joint Ventures or Associate Companies and neither have ceased to be Subsidiary, Joint Venture or Associate Companies.

## **7. CHANGE IN THE NATURE OF BUSINESS**

There is no change in the nature of the business of the company.

## **8. MEETINGS OF THE BOARD OF DIRECTORS**

During the year 7 (Seven) Board Meetings and one Independent Directors' meeting was held, and the details of the number of Board Meeting held during the year as follow:

<b>No. of Board Meeting</b>	<b>Date of Board Meeting</b>
01/2023-24	08.04.2023
02/2023-24	22.05.2023
03/2023-24	21.08.2023
04/2023-24	07.11.2023
05/2023-24	05.12.2023
06/2023-24	03.01.2024
07/2023-24	05.02.2024

### **Independent Directors' Meeting:**

Date of Independent Director Meeting: 31.01.2024

## **9. CORPORATE GOVERNANCE**

As per regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("LODR Regulations"), the Compliance with the Corporate Governance provisions shall not apply in respect of the following class of the Companies:

- a) Listed entity having paid up equity share capital not exceeding ₹10 Crore and Net Worth not exceeding ₹25 Crore, as on the last day of the previous financial year;
- b) Listed entity which has listed its specified securities on the SME Exchange.

Since, our Company falls within the ambit of aforesaid exemption of clause (b); hence compliance with the provision of Corporate Governance as specified in Regulation 17,17A, 18, 19, 20, 21,22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 & Para C, D & E of Schedule V shall not apply to the Company and it does not form the part of the Annual Report for the financial year 2023-2024.

## **10. MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

A report on Management Discussion and Analysis, as required in terms of Regulation 34(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms part of this report and it deals with the Business Operations and Financial Performance, Research & Development Expansion & Diversification, Risk Management, Marketing Strategy, Safety & Environment, Human Resource Development, significant changes in key financial ratios etc. in [“ANNEXURE-A”](#)

### **11. DIVIDEND**

The Board of Directors at its meeting held on 28<sup>th</sup> May, 2024 have recommended a payment of dividend of Rs. 0.55 per equity share of the face value of Rs. 10/- each for the financial year ended 31<sup>st</sup> March, 2024, subject to approval of the shareholders of the Company at the ensuing Annual General Meeting. Also, there is no obligation of company to transfer the unpaid/unclaimed dividend in IEPF account during the year.

### **12. SHARE CAPITAL:**

#### **AUTHORIZED SHARE CAPITAL**

As on 31<sup>st</sup> March, 2024, the Authorized Share Capital of the Company is Rs. 8,00,00,000/- (Eight Crore Only) consisting 80,00,000 (Eighty Lakh Only) Equity shares of Rs.10/- Each.

#### **PAID UP SHARE CAPITAL**

As on 31<sup>st</sup> March, 2024, the Paid-up share capital of the Company is Rs. 8,00,00,000/- (Eight Crore Only) consisting 80,00,000 (Eighty Lakh Only) Equity shares of Rs. 10/- each.

### **13. DEPOSITS**

Our Company has not accepted any deposits from the public within the meaning of Section 73 and 74 of the Companies Act, 2013 and read with the Companies (Acceptance of Deposits) Rules, 2014 for the year ended 31<sup>st</sup> March, 2024.

### **14. A STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY FOR THE COMPANY INCLUDING IDENTIFICATION THEREIN OF ELEMENTS OF RISK, IF ANY, WHICH IN THE OPINION OF THE BOARD MAY THREATEN THE EXISTENCE OF THE COMPANY**

The Company has formalized Risk Management system by formulating and adopting Risk Management Policy to identify, evaluate, monitor and minimize the identifiable business risk in the Company. This is an ongoing process and the Audit Committee periodically reviews all the risk and suggests the necessary steps to mitigate the risk if any such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks those have been identified and assessed, which may threaten the existence of the Company.

There is no such risk which in the opinion of the Board may threaten the existence of the Company.

### **15. THE DETAILS ABOUT THE POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES TAKEN DURING THE YEAR**

During the reporting period, the company was not required to make contribution towards the Corporate Social Responsibility. Accordingly, the Company was not required to develop policy and constitute a committee.

### **16. DIRECTORS & KEY MANAGERIAL PERSONNEL**

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Piyush Kailashchandra Chandak (Din: 09195922) and Mr. Vipul Mulchand Shah (DIN:

01547319) will retire by rotation at the ensuing Annual General Meeting and are being eligible for re-appointment.

Further, Mr. Dilipkumar Nikhare has resigned from the post of Company Secretary & Compliance Officer of the company w.e.f. November 25, 2023.

Mrs. Azmin Chiniwala has been appointed as Company Secretary & Compliance Officer of the company of the company w.e.f. February 5, 2024

#### **17. NOMINATION AND REMUNERATION POLICY**

The Board has, on recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, senior Management and their Remuneration including criteria for determining qualifications, positive attributes, Independence of a director. The said policy has also been uploaded on the Company's website at <https://solex.in/investor/>

#### **18. ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES AND OF INDIVIDUAL DIRECTORS**

The Board of Directors has carried out an annual evaluation of its own performance, its Committees and Individual Directors pursuant to the requirements of the Companies Act, 2013 and rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and schedule prescribed thereunder.

The Performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning etc.

In a separate meeting of independent directors held on Wednesday, January, 31, 2024, the performance of non-independent directors, the Board as a whole, and the chairman of the company were evaluated, taking into account the views of executive directors and non-executive directors.

#### **19. AUDITORS**

##### **Statutory Auditors**

The Board of Directors at its meeting held on 30<sup>th</sup> August, 2022, as per the recommendation of the Audit Committee, and pursuant to the provisions of Section 139 of the Companies Act, 2013, have appointed M/s. HRK & Co., Chartered Accountants, (Firm Registration No: 146985W), Vapi to hold the office from the conclusion of the 8<sup>th</sup> Annual General Meeting till the conclusion of 13<sup>th</sup> Annual General Meeting of the Company.

The Auditors' Report annexed to the financial statements for the year under review does not contain any qualifications.

##### **Internal Auditors**

The Board of Director in their meeting held on 24<sup>th</sup>, April, 2024, appointed M/s Savjani & Associates, Chartered Accountants, as Internal Auditor of the Company in terms of Section 138 of the Companies Act, 2013 and rules made thereunder, for Financial Year 01/04/2024 to 31/03/2025, upon recommendation of the Audit Committee.

##### **Secretarial Auditors**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. RPSS & Co., Practicing Company Secretaries, Ahmedabad (Peer Review No.: 1305/2021) to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit is annexed herewith marked as "[ANNEXURE -B](#)" to this Report.

## 20. DISCLOSURE REGARDING MAINTENANCE OF COST RECORDS

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintained by the Company in respect of its activity are required to be audited.

Your directors had, on recommendation of the Audit Committee, appointed M/s P.K. Chatterjee & Associates, to audit the cost accounts of the Company for the financial year ending 31<sup>st</sup> March 2025 on a remuneration of Rs. 35,000/- plus applicable taxes and out of pocket expenses, if any incurred during the course of audit. As required under the Companies Act, 2013, the remuneration payable to the Cost Auditors is required to be placed before the Members in a general meeting for their ratification. Accordingly, a Resolution seeking Members' ratification for the remuneration payable to M/s P.K. Chatterjee & Associates, the Cost Auditors is included in the Notice convening the 10<sup>th</sup> Annual General Meeting.

## 21. EXPLANATION OR COMMENTS ON DISQUALIFICATIONS, RESERVATIONS, ADVERSE REMARKS OR DISCLAIMERS IN THE AUDITOR'S REPORTS

There have been no disqualifications, reservations, adverse remarks or disclaimers in the auditor's reports, requiring explanation or comments by the Board.

## 22. COMMITTEES OF THE BOARD

During the year under review, there were no modifications in the composition of Audit Committee and Nomination and Remuneration Committee

In accordance with Section 178(5) of the Companies Act, 2013 companies having more than one thousand shareholders, debenture-holders, deposit-holders and any other security holders at any time during a financial year shall constitute a Stakeholders Relationship Committee. Therefore, since the number of shareholders of the company exceeded 1000 during the year, the company constituted a Stakeholders Relationship Committee w.e.f 07/11/2023.

In compliance with the requirement of applicable laws and as part of best governance practices, the Company has following Committees of the Board as on 31<sup>st</sup> March, 2024.

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Stakeholders Relationship Committee

### **AUDIT COMMITTEE**

<b>Name of the Director</b>	<b>Status in Committee</b>	<b>Nature of Directorship</b>
Mr. Rajeshbhai Tulsibhai Patel	Chairman	Non-Executive-Independent Director
Mr. Vipul Mulchand Shah	Member	Non-Executive Director
Mr. Amit Dalpatram Trivedi	Member	Non-Executive-Independent Director

During the financial year ended on 31<sup>st</sup> March 2024, 4 (Four) meetings of the Audit Committee were held on 08-04-2023, 22-05-2023, 21-08-2023, 07-11-2023.

### **NOMINATION AND REMUNERATION COMMITTEE**

<b>Name of the Director</b>	<b>Status in Committee</b>	<b>Nature of Directorship</b>
Mr. Rajeshbhai Tulsibhai Patel	Chairman	Non-Executive-Independent Director
Mr. Vipul Mulchand Shah	Member	Non-Executive Director
Mr. Amit Dalpatram Trivedi	Member	Non-Executive-Independent Director

During the financial year ended on 31st March 2024, 2 (Two) meetings of the Nomination and Remuneration Committee were held on 08-04-2023, 05-02-2024.

**STAKEHOLDERS RELATIONSHIP COMMITTEE**

<b>Name of the Director</b>	<b>Status in Committee</b>	<b>Nature of Directorship</b>
Mr. Anil Rathi	Chairman	Non-Executive Director
Mr. Piyush Kailashchandra Chandak	Member	Executive Director
Mr. Chetan Sureshchandra Shah	Member	Executive Director

**Terms of Reference:**

**Audit Committee:**

Every Audit Committee shall act in accordance with the terms of reference specified in writing by the Board which shall, inter alia, include;

- (i) the recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- (ii) review and monitor the auditor’s independence and performance, and effectiveness of audit process;
- (iii) examination of the financial statement and the auditors’ report thereon;
- (iv) approval or any subsequent modification of transactions of the company with related parties;

Provided that the Audit Committee may make omnibus approval for related party transactions proposed to be entered into by the company subject to such conditions as may be prescribed.

Provided further that in case of transaction, other than transactions referred to in section 188, and where Audit Committee does not approve the transaction, it shall make its recommendations to the Board:

Provided also that in case any transaction involving any amount not exceeding one crore rupees is entered into by a director or officer of the company without obtaining the approval of the Audit Committee and it is not ratified by the Audit Committee within three months from the date of the transaction, such transaction shall be voidable at the option of the Audit Committee and if the transaction is with the related party to any director or is authorized by any other director, the director concerned shall indemnify the company against any loss incurred by it:

Provided also that the provisions of this clause shall not apply to a transaction, other than a transaction referred to in section 188, between a holding company and its wholly owned subsidiary company.

- (v) scrutiny of inter-corporate loans and investments;
- (vi) valuation of undertakings or assets of the company, wherever it is necessary;
- (vii) evaluation of internal financial controls and risk management systems;
- (viii) monitoring the end use of funds raised through public offers and related matters.

**Nomination and Remuneration Committee:**

Every Nomination and Remuneration Committee shall act in accordance with the terms of reference specified in writing by the Board which shall, inter alia, include;

- (i) The Nomination and Remuneration Committee shall identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried

out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.

- (ii) The Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
- (iii) The Nomination and Remuneration Committee shall, while formulating the policy under sub-section ensure that;
  - a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
  - b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
  - c) Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

**Stakeholders Relationship Committee:**

The role of the committee shall inter-alia include the following:

1. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
5. Oversee the statutory compliance relating to all securities including dividend payments and transfer of unclaimed amounts to the Investor Education and Protection Fund.
6. Review of movements in shareholding and ownership structures of the Company.
7. Conduct a shareholder satisfaction survey to judge the level of satisfaction amongst shareholders.
8. Suggest and drive implementation of various investor-friendly initiatives.
9. Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

**23. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178**

During the financial year ended on 31<sup>st</sup> March, 2024, the Company has constituted a Nomination and Remuneration Committee under Section 178(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014.

**24. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED**

Details of investments, loans and guarantee under the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014, as on 31<sup>st</sup> March, 2024, are set out in Notes to Financial Statements forming part of this report.

**25. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the provisions of Section 134 (3)(c) of the Companies Act, 2013, the Board of Directors hereby confirms that,

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures.



- ii. They have in the selection of the accounting policies, consulted the Statutory Auditors and has applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the company as at 31<sup>st</sup> March, 2024 and of the profit or loss of the company for that period.
- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities, to the best of its knowledge and ability.
- iv. They have prepared the annual accounts on a going concern basis.
- v. The Directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating efficiently.
- vi. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**26. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT**

The Company has been exempted from reporting on Business Responsibility and Sustainability Report as per Regulation 34(2)(f) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

**27. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT**

There was no instance of fraud during the year under review, which required the statutory auditors to report to the audit committee and /or Board under section 143(12) of Act and rules framed thereunder.

**28. A STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SUB-SECTION (6) OF SECTION 149**

All Independent Directors (IDs) have given declaration that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013. In the opinion of the Board, they fulfil the conditions of independence, integrity, expertise and experience (including the proficiency) as specified in the act and the rules made thereunder and are independent of the management. The details terms of appointment of IDs are disclosed on the company's website with following link <https://solex.in/investor/>

**29. ANNUAL RETURN**

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for FY 2022-23 is available on the website of the Company at URL <https://solex.in/annual-return-under-section-92-of-the-companies-act-2013/>.

**30. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) & 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as "ANNEXURE -C" to this report.

**31. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188**

All related party transactions that were entered during the financial year were in the ordinary course of the business of the Company and were on arm's length basis. There were no materially significant related party transactions entered with Promoters, Directors, Key Managerial Personnel or other persons which may have a potential conflict with the interest of the Company. The

transactions entered into, pursuant to the omnibus approval so granted, are audited and a statement giving details of all related party transactions is placed before the Audit Committee and the Board of Directors for their approval. The policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions as approved by the Audit Committee and the Board of Directors is uploaded on the website of the Company <https://solex.in/investor/>. Details of related party transactions in the ordinary course of business and on an arm's length basis, are furnished in form AOC-2, which is annexed herewith as "[ANNEXURE -D](#)" to this report.

**32. VIGIL MECHANISM / WHISTLE BLOWER POLICY**

Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism or 'Whistle Blower Policy' for directors, employees and other stakeholders to report genuine concerns has been established. The Company has built a reputation for doing business with honesty and integrity over the years, and has shown zero tolerance for any sort of unethical behavior or wrong doing or suspected fraud or violation of the Company's Code of Conduct or policy. Whistle-blower Policy and Code of Business Conduct have been hosted on the website of the Company. <https://solex.in/investor/>

**33. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS**

The company is in compliance with the Secretarial Standard on Meeting of the Board of Directors (SS-1) and General Meeting (SS-2) issued by the Institute of Company Secretaries of India and approved by the Central Government.

**34. NON-APPLICABILITY OF INDIAN ACCOUNTING STANDARDS**

As per Provision to sub rule (1) of Rule 4 of the companies (Indian Accounting Standards) Rules, 2015 notified vide Notification No. G.S.R 111 (E) on 16th February, 2015, Companies whose shares are listed on SME exchange as referred to in Chapter XB of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, are exempted from the compulsory requirements of adoption of IND-AS w.e.f. 1st April, 2017. As your Company is also listed on SME Platform of NSE Limited, is covered under the exempted category and is not required to comply with IND-AS for preparation of financial statements beginning with period on or after 1<sup>st</sup> April, 2017.

**35. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as "[ANNEXURE- E](#)".

**36. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

As we review our financial practices, we recognize that establishing a robust system of internal financial controls is a crucial step towards enhancing the accuracy of our financial reporting and safeguarding our assets. Currently, our internal control framework is in its initial stages, and we acknowledge the need for comprehensive development in this area. Moving forward, we are committed to implementing a structured approach to internal financial controls, including the development of policies and procedures designed to address risk management, segregation of duties, and authorization processes. Our goal is to create a strong control environment that not only supports reliable financial reporting but also promotes operational efficiency and compliance with regulatory requirements..

**37. ANY SIGNIFICANT AND MATERIAL ORDER PASSED BY REGULATORS OR COURTS OR TRIBUNALS**

No orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operation in future during the year under review.

**38. SEBI COMPLAINTS REDRESS SYSTEM (SCORES)**

The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status. Your Company has been registered on SCORES and makes every effort to resolve all investor complaints received through SCORES or otherwise within the statutory time limit from the receipt of the complaint. The Company has not received any complaint on the SCORES during financial year 2023-24.

**39. DISCLOSURE AS REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has in place a Prevention of sexual harassment policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees, workers and trainees (whether in office premises or outside while on assignment) are covered under this policy.

Your Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at the workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made there under. Your Company has constituted an Internal Complaints Committee to handle all clearing and forwarding Agency where our employees are working and Manufacturing site.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

- a. number of complaints filed during the financial year: Nil
- b. number of complaints disposed of during the financial year: Nil
- c. number of complaints pending as on end of the financial year: Nil

**40. DISCLOSURE IN RESPECT OF EQUITY SHARES TRANSFERRED IN THE 'SOLEX ENERGY LIMITED- UNCLAIMED SUSPENSE ACCOUNT':**

There are no such instances during the year which requires transfer of equity shares to Unclaimed Suspense Account.

**41. CREDIT RATING**

The rating assessment undertaken by Acuite Ratings & Research, where they have assigned its long-term rating of 'ACUITÉ BBB-' and short-term rating of 'ACUITE A3' to Solex Energy Limited (SEL). The outlook is 'Stable'.

**42. CERTIFICATION**

Solex modules have undergone rigorous testing and obtained various certifications, ensuring their world-class quality and reliability. The manufacturing facility's certifications are commitment to quality, environmental sustainability, and safety in the production process. Solex Modules have obtained certification from the Bureau of Indian Standards (BIS) and are listed in the Approved List of Models and Manufacturers (ALMM).

List of certificates are given below:

- IEC 61215-1 & 2: 2016 - Design & Type Approval
- IEC 61730-1 & 2: 2016 - Safety Qualification
- IEC 61701: 2020 - Salt Mist Corrosion
- IEC 62804: 2015 – PID (Potential-Induced Degradation)
- IEC 61853-1 & 2: 2016 - PAN File & IAM Qualification (Performance testing for photovoltaic devices)

IEC 60068-2-68: 1994 - Environmental Testing - Sand & Dust  
IEC 62716: 2013 - Ammonia Corrosion  
IEC 60904-1 - Calibration Module (Modules)  
IEC TS 63342: 2022 – Latiid (Light and elevated temperature induced degradation)  
IEC 61215-2 (MQT 08, 19.1) – LID (Light-Induced Degradation)  
CEC 300: 2018 California (Energy Commission's photovoltaic module quality standard)  
UL 61730-1 & 2: 2017 - Safety Qualification  
CE MARK - European Conformity marking indicating compliance with European Union directives.

Certifications for Solex's Manufacturing Facility:  
ISO – 9001:2015 - Quality Management System  
ISO – 14001:2015 - Environmental Management System  
OHSAS – 45001:2018 - Occupational Health and Safety Management System

#### **44. ACKNOWLEDGEMENT**

Your directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed service of the executives, staff and workers of the Company.

**Date: 28/08/2024**  
**Place: Surat**

**By Order of the Board of Directors**  
**For, Solex Energy Limited**

**Sd/-**  
**Chetan Sureshchandra Shah**  
**Chairman & Managing Director**  
**DIN: 02253886**

## ANNEXURE “A” THE BOARD REPORT MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### ***Global Economic Overview***

In 2023, the global economy confronted significant obstacles yet sustained a trajectory of recuperation achieving a modest growth rate of 3.2%. This indicates a continuation of the recovery process from previous economic challenges. The ability of economies to adapt amidst geopolitical tensions, economic uncertainties, and disruptions in supply chains underscores their resilience. The strong performance of major economies and the stabilization of inflation provide encouraging signs, suggesting a diminished likelihood of a severe economic downturn. Global inflation has shown a notable decline, decreasing from 8.7% in 2022 to 6.8% in 2023, albeit still presenting challenges in core inflation that are expected to gradually ease.

### ***Outlook***

The world economy is facing challenge between higher interest rate and inflation since the start of Russia and Ukraine war. In the midst of this IMF forecasts for the world economy to continue expanding at a steady pace of 3.2% in both 2024 and 2025, similar to 2023. Advanced economies are likely to see a slight uptick in growth, from 1.6% in 2023 to 1.7% in 2024 and 1.8% in 2025. Meanwhile, growth in emerging market and developing economies is anticipated to moderate slightly, moving from 4.3% in 2023 to 4.2% in both 2024 and 2025. Further, the global growth forecast for five years from now stands at 3.1%, marking a relatively low rate compared to historical trends.

Inflation globally is expected to decline gradually, dropping from 6.8% in 2023 to 5.9% in 2024 and further to 4.5% by 2025. Advanced economies are projected to achieve their inflation targets sooner than emerging market and developing economies. Core inflation is generally projected to decline more gradually.

It is anticipated that global trade will experience a recovery in 2024. The initial surge in trade flows early in the year is attributed to the destocking of inventory that accumulated during supply-chain disruptions in 2021-2022. China's foreign trade has shown faster-than-expected growth in the first two months of 2024. This growth is largely driven by increased exports to emerging markets, particularly Brazil, India, and Russia. However, persistent geopolitical tensions in the Middle East and disruptions in the Red Sea, and escalating cost of freight continue to pose challenges to global trade

### ***Indian Economy***

India's economic performance in recent quarters has been noteworthy. Strong economic growth in the first quarter of Financial Year 2023 helped India overcome the UK to become the fifth-largest economy. It is anticipated that India could become one of the top three economies in the world within the next 10 to 15 years. Furthermore, the growth of India's economy in the first half of the financial year 2024 is driven by strong demand from people and businesses investing in new projects. Additionally, the government's sustained emphasis on capital expenditure plays a pivotal role in driving economic expansion. In the second quarter of Financial Year 2023, India maintained the strong economic growth seen in the previous quarter, with high-frequency indicators performing well in June and July 2024. This consistent momentum reflects a positive outlook for India's economy, supported by rising employment rates and robust performance in the external sector.

During the first half of the current financial year, India's economic strategy focused heavily on capital expenditure, which saw a significant increase. In 2023-24, the government allocated Rs. 10 lakh crore (US\$ 120.12 billion) for capital expenditure, marking a 37.4% rise compared to the previous year. This investment surge was part of a broader fiscal policy aimed at enhancing infrastructure and development projects across the country.

The government's budget for 2023-24 prioritized capital expenditure, indicating a strategic shift towards higher-quality spending. This included initiatives to improve tax compliance and enhance corporate profitability, which boosted revenue generation and further supported increased capital spending levels. Looking ahead, the Finance Ministry projected substantial total expenditure for Interim 2024-25, estimated at Rs. 47,65,768 crores (US\$ 571.64 billion), with significant allocation towards capital expenditure amounting to Rs. 11,11,111 crores (US\$ 133.27 billion). This continued commitment to capital investment underscores India's ongoing efforts to strengthen its economic foundations and support sustained growth in the years ahead

### ***Industry Structure and Development***

India's recent commitment to achieve net zero carbon emissions by 2070 and to generate 50% of its electricity from renewable sources by 2030 marks a significant milestone in global climate efforts. As of 2023, India ranks fourth globally in both wind power and solar power capacities, highlighting its substantial progress in renewable energy. The country's installed renewable energy capacity has been rapidly expanding, growing at a compounded annual growth rate (CAGR) of 15.4% from FY16 to FY23. Within the renewable energy, solar power installed capacity has increased from 2.6GW in 2014 to 87.20 GW in July'2024, raising 31X in a decade. As on July'24 renewable energy sources have a combined installed capacity of 197 GW, out of which solar is contributing nearly 44.22%.

India is recognized as the world's fastest-growing market for renewable electricity. By 2026, it is projected that new capacity additions will double, reflecting the country's ambitious targets and rapid adoption of renewable energy technologies. In the Interim Budget for 2024-2025, significant fiscal allocations underscore India's commitment to renewable energy infrastructure. For instance, Rs. 8500 crores have been allocated for solar power grid development, a substantial increase from the previous year's allocation. Additionally, Rs. 17,490 crores have been earmarked for initiatives like the Green Hydrogen Mission and the Strategic Interventions for Green Hydrogen Transition (SIGHT) Program.

Looking ahead, India's installed renewable energy capacity is expected to rise to approximately 500 GW by 2030, up from 136.57 197 GW as of July 2024, according to projections by research agency ICRA. This growth trajectory underscores India's proactive approach in expanding its renewable energy footprint, crucial for achieving its ambitious climate goals and contributing to global sustainability efforts. In 2025, renewables are projected to exceed coal as the largest source of electricity generation globally. Furthermore, wind power and solar PV are individually expected to surpass nuclear power in electricity generation by 2025 and 2026, respectively. By 2028, renewable energy sources are anticipated to account for over 42% of global electricity generation, with wind and solar PV alone making up 25% of this share.

Non-bioenergy renewables are expected to increase their share of total energy supply from around 5% today to approximately 17% by 2030 in the Net Zero Emissions Scenario. Achieving this will require an average annual increase in renewable energy use of about 13% from 2024 to 2030, which is significantly higher than the average rate observed over the recent past. This accelerated growth is crucial for meeting global climate targets and transitioning towards sustainable energy systems worldwide. In 2023 alone, India added 7.5 GW of new solar power capacity. In January 2024, India added 9,008.47 MW of solar energy capacity, further boosting its solar power infrastructure. Solar power now makes up 16.9% of India's total installed power capacity and 44.22% of its total renewable energy capacity as of July 2024. This marks a significant increase from the December quarter when solar power accounted for 40.1% of the total renewable capacity.

### ***Company Overview***

*Solex Energy Limited* established in Gujarat, India, in 1995, has become a leading player in the renewable energy sector. Initially focusing on solar water heaters, we expanded into solar module manufacturing in 2007. Our journey took a significant turn when we went public in 2018. In 2020, we announced a major capacity increase, which became operational in 2022 and with new capacity expansion under way we will have capacity of 1.5 GW solar module manufacturing line along-with future ready infrastructure. Further

strengthening our position, in long run we are on track to increase our capacity to 4.5 GW solar module manufacturing.

Our ISO and OHSAS Certified manufacturing facilities adhere to international standards, ensuring superior quality and reliability. We have also strengthened our presence in key international markets, including Europe, North America, and Africa. Our strategic partnerships and alliances have been crucial in expanding our global footprint. These collaborations have enabled us to leverage local expertise and infrastructure, ensuring we can meet the demands of our customers worldwide with reliable and timely solutions. We were the first company to manufacture solar module for leading global solar module companies. This showcases our technical and operational capabilities.

We produce advanced Mono-PERC, TopCON and HJT solar modules, with capacities ranging from 540wp to 750wp, using state-of-the-art facility, which is highly automated and driven by Industry 4.0 principles. This integration of big data, robotics, and automation enhances our production efficiency.

In addition to our manufacturing capabilities, we offer comprehensive Solar EPC services, delivering tailored solutions for both ground-mounted and rooftop installations. We also manage solar assets under an Operation & Maintenance model, providing a complete suite of products and services to meet any customer's needs. Our dedication to innovation and sustainability ensures that we are well-positioned to support India's transition to a greener future.

We take pride in having served esteemed international clients such as JINKO (China), AXITEC (Germany), Enbekon-GmbH (Africa), MAFN-SA and many other domestic clients. Apart from that on EPC front, we have completed many notable projects, such as AMUL, IIM-A, Torrent power, ONGC, BREDA, Airport Authority of India etc. Our extensive experience and successful project implementations reflect our commitment to excellence

## **OPPORTUNITIES & THREATS**

In the dynamic landscape of the global solar industry, *Solex* navigates amidst a backdrop rich with transformative opportunities and significant challenges. Recent developments, such as the memorandum of understanding between India and Saudi Arabia for green hydrogen supply chains and power grid interconnections, underscore growing international cooperation in renewable energy and green hydrogen production. These initiatives align with India's ambitious renewable energy goals, highlighted by a substantial increase in fiscal allocation for solar power grid infrastructure development in the Interim Budget for 2024-2025, totaling Rs. 8,500 Crore (US\$ 1.02 billion). India's steadfast commitment to renewable energy is evident in its proactive measures to meet rising energy demands driven by population growth and rural electrification. Clean energy initiatives are set to reduce pollution levels and enhance self-sustainability in rural communities. The sector's growth trajectory is robust, with significant investments projected in near future.

Looking ahead, advancements in battery technology are expected to revolutionize the energy storage landscape, potentially reducing solar energy costs by 66% by 2040. This shift towards renewables is projected to save India Rs. 54,000 crore (US\$ 8.43 billion) annually by replacing coal-based electricity generation. Furthermore, substantial additions to wind-solar hybrid capacity, totaling 15,000 MW between 2020-25, reflect ongoing efforts to diversify and expand renewable energy sources.

However, amidst these promising developments, the solar industry faces significant challenges. These include policy uncertainties, technological disruptions, supply chain vulnerabilities, and financial complexities, all of which require strategic foresight and proactive management. At *Solex*, we remain committed to harnessing these opportunities and addressing challenges through innovation, sustainable practices, and strategic partnerships. By leveraging our strengths in technology and operational excellence, we are well-positioned to drive sustainable growth and deliver long-term value to our stakeholders in the evolving solar energy landscape.

## **SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE**

The Company exclusively operates within a single segment. Consequently, segment-wise performance evaluation is not applicable.

## **OUTLOOK**

The Company's outlook remains consistently stable and progressively optimistic. Our initiatives to curtail overheads and financial costs, foster strong relationships with customers, vendors, and employees through ethical and transparent working systems, and elevate production process standards within our existing product lines, will enhance production efficiency without compromising quality. This concerted effort also extends to optimizing operating parameters and costs, equipping the Company to navigate potential challenges effectively. The outlook for both domestic and export ventures is exceedingly promising. Solex is well-positioned to engage in exports to European and North American markets. To achieve this goal, our participation in events such as The Smarter E (Intersolar) Munich Europe exhibition held in Munich, Germany in June 2024 is noteworthy. Additionally, we have plans for visiting in RE+ in September in the USA and participating REI-2024 in October-2024 at Noida and The Smarter E (Intersolar) Gandhinagar in February-2025 in India. For the ongoing year, a strategically devised promotional plan is in place to amplify sales and establish our presence on the global solar map in the near future. Solex stands as an Original Equipment Manufacturer (OEM) for various Indian and International companies. Our partnerships are exemplified by MoUs with multiple Domestic and International brands for module manufacturing, encompassing both material-based collaborations and job work arrangements. Solex modules have garnered an array of esteemed certifications and qualifications, underscoring our steadfast commitment to quality. These certifications ensure that our solar photovoltaic modules align with the most rigorous standards of safety, performance, reliability, and international compliance. Notably, Solex Modules have also secured certification from the Bureau of Indian Standards (BIS), earning inclusion in the Approved List of Models and Manufacturers (ALMM).

## **RISK MANAGEMENT**

The solar industry faces a myriad of risks, each presenting unique challenges to companies operating within this dynamic sector. At *Solex*, we prioritize proactive risk management across our operations, addressing financial, operational, regulatory, technological, and market uncertainties inherent in the solar industry. We mitigate risks through rigorous assessment frameworks, strategic supply chain diversification, and prudent financial planning. Upholding stringent environmental standards and fostering a culture of innovation and safety, we navigate challenges while seizing growth opportunities. Our commitment to effective risk management ensures resilience and sustainable value delivery to stakeholders in a dynamic global landscape.

## **HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

At *Solex*, we recognize that our greatest asset is our people. This past year has been a testament to our commitment to human resource development and fostering positive employee relations. We have continued to invest in the growth and development of our workforce through comprehensive training programs, mentoring initiatives, and opportunities for professional advancement. By empowering our employees with the skills and knowledge they need to succeed, we not only enhance individual capabilities but also strengthen our overall organizational resilience. We remain committed to furthering our investment in human capital, nurturing talent, and creating an environment where every employee can thrive and contribute to our collective success. By prioritizing human resource development and fostering positive employee relations, we strengthen our foundation for sustainable growth and innovation in the years to come.



**DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE  
FINANCIAL PERFORMANCE**

**(Rs. In Lakh)**

<b>Particulars</b>	<b>Current Year 2023-24</b>	<b>Previous Year 2022-23</b>
Total Income	36801.53	16438.83
Profit before Interest and Depreciation	1399.88	1399.88
Less: Interest	1050.46	561.22
Profit Before Depreciation	2000.31	838.66
Less: Depreciation	846.16	453.49
<b>Profit Before Tax</b>	<b>1154.15</b>	<b>385.17</b>
<b>Less/Add: Tax Expenses</b>		
Taxes for Earlier Years	0	1.89
Current Tax	209.10	66.09
Deferred Tax	71.57	46.11
Total Tax Expenses	280.67	114.09
<b>Profit for the year</b>	<b>873.48</b>	<b>271.07</b>

The performance analysis for the year; we achieved a Net Revenue of Rs. 36801.53 lakh and Net Profit of Rs. 873.48 lakh during the year. The Interest & Finance Costs for the year stood at Rs. 1050.46 lakh.

**DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREOF, INCLUDING**

<b>Particulars</b>	<b>Current Year 2023-24</b>	<b>Previous Year 2022-23</b>	<b>% Variance</b>	<b>Reason for change of 25% or more</b>
Trade Receivable Turnover Ratio	9.51	6.34	49.98%	Company's sales to cash conversion are significantly better than previous year, which shows quality of company's growth. Company is converting cash from sales at faster level.
Trade Payable Turnover Ratio	9.62	7.66	25.47%	Improvement in cash conversion has led to improve in creditors days.
Inventory Turnover Ratio	6.16	5.94	3.64%	Company's inventory turnover is slight better than previous year. This indicate that company is able to convert the inventory to sales in reasonably fast pace and not holding much inventory.
Interest Service Coverage Ratio	2.10	1.69	24.46%	Despite increase in financial cost for the year, company was able to improve interest service coverage ratio at much better level than previous year. The same is due to substantial increase in profit.
Current Ratio	1.32	1.53	-13.32%	Decrease in current ratio is due to substantial increase in short term borrowing and at the same time better cash conversion from current assets.

Debt Equity Ratio	2.08	1.75	18.66%	Due to substantial increase in the long-term borrowings by the company during the year, this Ratio has increased.
Debts Service Coverage Ratio	3.48	2.22	56.76%	Increase in profitability is higher than the increase in current maturing of long-term debt, which led to better debt service coverage ratio
Operating Profit Margin (%)	2.58	0.73	254.98%	Increase in revenue has led to better unit economics and higher operating margin.
Net Profit Margin (%)	2.39	1.68	42.41%	Increase in revenue has led to better unit economics and higher net profit margin.
Return on Net Worth	20.83%	8.40%	148.44%	Increase in overall revenue and higher profitability let to better return on net worth
Return on Capital Employed (ROCE)	25.08%	14.52%	72.79%	Better profitability has led to improved return on capital employed.
Net Profit Ratio	2.39%	1.68%	42.41%	Due to substantial increase in revenue, and profit of the company, this ratio has substantially increased as compared to Previous Year.
Net Capital Turnover Ratio	11.30	5.57	102.76%	Improvement in cash conversion has led to improve in creditors days.

#### DISCLOSURE OF ACCOUNTING TREATMENT

The Company is responsible for the preparation and presentation of the financial statements that gives a true and fair view of the net profit of the financial position, financial performance and cash flows of the Company in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India.

#### CAUTIONARY STATEMENT

Statement in this management analysis detailing the Company's objectives, projections, estimates, expectations, or predictions may be "forward looking" statements within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that may influence your Company's operations include Global and domestic supply and demand conditions affecting selling prices, input availability and prices, changes in Government policies, regulations, tax regimes, economic development within and outside the country and other allied factors. The Company assumes no responsibility to publicly amend, modify or revise the forward-looking statement on the basis of subsequent developments, information or events.

**Date: 28/08/2024**  
**Place: Surat**

**For and on behalf of the Board**  
**Solex Energy Limited**

**Sd/**  
**Chetan Sureshchandra Shah**  
**Chairman & Managing Director**  
**DIN: 02253886**

## ANNEXURE “B” THE BOARD REPORT

### Form No. MR – 3

*[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

## SECRETARIAL AUDIT REPORT

For the Financial Year ended March 31, 2024

To,  
**The Members**  
**Solex Energy Limited**  
**CIN: L40106GJ2014PLC081036**  
**Plot No. 131/A, Phase 1,**  
**Nr. Krimy Industries,**  
**GIDC Vithal Udhyognagar, Anand – 388121**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Solex Energy Limited** (hereinafter called as “**the Company**”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2024** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and Compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2024** according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- 2) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made thereunder;
- 3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 4) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing; **(not applicable during the period under review)**
- 5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’): -
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- c) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(not applicable during the period under review)**
- d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(not applicable during the period under review)**
- e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(not applicable during the period under review)**
- g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(not applicable during the period under review)**
- h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- i) The following laws are industry specific laws as applicable to the Company for which proper system of compliance has been framed:
  - i. The Electricity Act, 2003 & The Indian Electricity Rules, 2005;
  - ii. Various Order, Circulars, Regulations, etc. issued by the Ministry of New & Renewable Energy (MNRE), Government of India
  - iii. Bihar Renewable Energy Development Agency

We have also examined compliance with the applicable clauses of the following:

- 1) Secretarial Standards issued by the Institute of Company Secretaries of India.
- 2) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

We further report, that compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by Statutory Financial Auditor / Other designated professionals.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except for the following:

- 1) In case of event of Unaudited Financial Result for the Half Year ended on September 30, 2023 and in case of event of resignation of Company Secretary (KMP) dated November 24, 2023 w.e.f. November 24, 2023, the details were captured on January 5, 2024 in the Structured Digital Database
- 2) One of the Independent Directors, who is on the Board of the Company has not yet cleared the online proficiency self-assessment test upon completion of two years from the appointment

### **We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and details notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board as the case may be.

**We further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report that** during the audit period there were no specific events / actions that took place which have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

**For, RPSS & Co.**  
**Company Secretaries**  
**UCN: P2019GJ078500**

**Sd/-**  
**Rajesh Parekh**  
**Partner**  
**Mem. No.: A8073**  
**CP No.: 2939**  
**UDIN: A008073F001033152**  
**P/R No. 3804/2023**

**Date: 23/08/2024**  
**Place: Ahmedabad**

## Annexure to the Secretarial Audit Report

**To,**  
**The Members**  
**Solex Energy Limited**  
**CIN: L40106GJ2014PLC081036**  
**Plot No. 131/A, Phase 1,**  
**Nr. Krimy Industries,**  
**GIDC Vithal Udhyognagar, Anand – 388121**

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness of appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For, RPSS & Co.**  
**Company Secretaries**  
**UCN: P2019GJ078500**

**Sd/-**  
**Rajesh Parekh**  
**Partner**  
**Mem. No.: A8073**  
**CP No.: 2939**  
**UDIN: A008073F001033152**  
**P/R No. 3804/2023**

**Date: 23/08/2024**  
**Place: Ahmedabad**

**ANNEXURE “C” THE BOARD REPORT**

**STATEMENT OF DISCLOSURE OF REMUNERATION  
u/s 197 of the Companies Act 2013 and rule 5 of the companies  
(Appointment and Remuneration of Managerial Personnel) rules, 2014**

**1. PARTICULARS OF REMUNERATION**

- I. Ratio of remuneration of each Executive Director to the median remuneration of employees of the Company for the financial year 2023-24, the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any during the financial year 2023-24 are as under:

Sr. No.	Name of Director/ KMP	Designation	Ratio of Remuneration of each director to median remuneration of employees	Percentage (%) increase in Remuneration
1	Chetan Sureshchandra Shah	Chairman and Managing Director	46:1	6.67
2	Kalpeshkumar Ramanbhai Patel	Whole time Director	23:1	Nil
3	Piyush Kailashchandra Chandak	Executive Director	5.75:1	18.42
4	Anil Rathi	Non-Executive Director	Nil	Nil
5	Vipul Mulchand Shah	Non-Executive Director	Nil	Nil
6	Kiran Ritesh Shah	Executive Director	Nil	Nil
7	Kiran Ritesh Shah	Chief Financial Officer	6:06	Nil
8	Kamlesh Pravin Yagnik	Independent Non-Executive Director	Nil	N.A.
9	Rajeshbhai Tulsibhai Patel	Independent Non-Executive Director	Nil	N.A.
10	Amitkumar Dalpatram Trivedi	Independent Non-Executive Director	Nil	N.A.
11	Dilipkumar Gajanand Nikhare*	Company Secretary	2.98:1	Nil
12	Azmin Chiniwala**	Company Secretary	1.99:1	Nil

\* Mr. Dilipkumar Gajanand Nikhare had resigned w.e.f 25.11.2023.

\*\* Mrs. Azmin Chiniwala was appointed w.e.f 05.02.2024

Sr. No.	Particulars	Details
1	% Increase in the median remuneration of employee in the Financial Year 2023-24	There has been 65.20% increase in the median remuneration of employees in the FY 2023-24.
2	Total number of permanent employees on the rolls of the Company as on 31st March, 2024 (on standalone basis)	430

3	Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	The average median increase in salaries of employees other than the managerial personnel is 69.52%, whereas average increase in Managerial remuneration is 4.89%
4	Affirmation that the remuneration is as per the remuneration policy of the company	Company affirms that the remuneration is as per the remuneration policy of the company.

- i. Employees who are employed throughout the year and in receipt of remuneration aggregating Rs. 1,02,00,000/- [one crore and two lakh rupees] or more per year: Nil
- ii. Employees who are employed part of the year and in receipt of remuneration aggregating Rs. 8,50,000/- [eight lakh and fifty thousand rupees] per month: Nil
- iii. Employees who are employed throughout the year or part thereof, is in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company: Nil

**Date: 28/08/2024**  
**Place: Surat**

**For and on behalf of the Board**  
**Solex Energy Limited**

**Sd/-**  
**Chetan Sureshchandra Shah**  
**Chairman & Managing Director**  
**DIN: 02253886**



**ANNEXURE “D” THE BOARD REPORT**

**AOC-2**

**[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014.]**

**Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm’s length transactions under third proviso thereto.**

A. Details of contracts or arrangements or transactions not at arm’s length basis:

During the year, The Company has not entered into any contracts or arrangements with any of the related party which are not on arm’s length basis.

B. Details of material contracts or arrangement or transactions at arm’s length basis:

<b>1.</b>	<b>Lease Rent Paid</b>	
(a)	Name(s) of the related party and nature of relationship	Kalpeshkumar Ramanbhai Patel, Director of the Company
(b)	Nature of contracts/arrangements/transactions	Rent Payment
(c)	Duration of the contracts/arrangements/transactions	1 Year
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	16,80,000/-
(e)	Date(s) of approval by the Board, if any:	-
(f)	Amount paid as advances, if any:	Nil
<b>2.</b>	<b>Lease Rent Paid</b>	
(a)	Name(s) of the related party and nature of relationship	Shri Vasudev Industries, Director Interested
(b)	Nature of contracts/arrangements/transactions	Rent Payment
(c)	Duration of the contracts/arrangements/transactions	30 Years
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	99,00,000/-
(e)	Date(s) of approval by the Board, if any:	-
(f)	Amount paid as advances, if any:	Nil
<b>3.</b>	<b>Purchase of Goods and Services</b>	
(a)	Name(s) of the related party and nature of relationship	Nemji.com Director Interested
(b)	Nature of contracts/arrangements/transactions	Purchase of Computer Stationery, Computer Expenses, Software Subscription, Computer and Printer, Office Equipment and Other Capital Goods
(c)	Duration of the contracts/arrangements/transactions	-
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	16,77,677/-
(e)	Date(s) of approval by the Board, if any:	-
(f)	Amount paid as advances, if any:	Nil

<b>4.</b>	<b>Availing of Services</b>	
(a)	Name(s) of the related party and nature of relationship	Tech Nemji, Relative of Director Interested
(b)	Nature of contracts/arrangements/transactions	Purchase of Software Services, Software / IP telecom system & matrix device
(c)	Duration of the contracts/arrangements/transactions	-
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	3,60,517/-
(e)	Date(s) of approval by the Board, if any:	-
(f)	Amount paid as advances, if any:	Nil
<b>5.</b>	<b>Availing of Services</b>	
(a)	Name(s) of the related party and nature of relationship	VSSK Advisory Pvt Ltd (Director Interest)
(b)	Nature of contracts/arrangements/transactions	Professional Services
(c)	Duration of the contracts/arrangements/transactions	Ongoing transactions (year to year)
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	15,32,473/-
(e)	Date(s) of approval by the Board, if any:	-
(f)	Amount paid as advances, if any:	Nil
<b>6.</b>	<b>Purchase of Goods and Services</b>	
(a)	Name(s) of the related party and nature of relationship	Nemji Marketing, Relative of Director Interested
(b)	Nature of contracts/arrangements/transactions	-
(c)	Duration of the contracts/arrangements/transactions	Ongoing transactions (year to year)
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	1,07,669/-
(e)	Date(s) of approval by the Board, if any:	-
(f)	Amount paid as advances, if any:	Nil

\*All transaction entered by the Company is at market rate and on arm's length basis

**Date: 28/08/2024**  
**Place: Surat**

**For and on behalf of the Board**  
**Solex Energy Limited**

**Sd/ -**  
**Chetan Sureshchandra Shah**  
**Chairman & Managing Director**  
**DIN: 02253886**

**ANNEXURE- E**

**Information as per Section 134(3) (m) of the Companies Act, 2013 read with rule 8(3) of the Companies (Accounts) Rules, 2014 and forming part of the Board Report for the year ended on 31<sup>st</sup> March, 2024.**

**A. CONSERVATION OF ENERGY**

(i) **The steps taken or impact on conservation of energy;**

<b>Electricity</b>	<b>Current Year</b>	<b>Previous Year</b>
Unit Consumption	46,00,372.50	23,14,690.5
Total Amount	4,02,24,168.35	2,18,36,160.29
Average Cost	8.74	9.43
Own generation:	11,84,325	NA

- (ii) The steps taken by the company for utilizing alternate sources of energy: The company is having solar panels on rooftop of its factory. The company has installed 1.4 MW DC capacity which generates 1 MW of AC power. This power plant has generated about 11.84 lakh units per month amounting to approx. Rs. 11 Lakhs which will save around 25% of electricity cost.
- (iii) The capital investment on energy conservation equipment: During the reporting period, our company has not allocated additional resources or investments towards energy conservation initiatives. This decision reflects our current strategic priorities and resource allocation.
- (iv) As part of our ongoing commitment to sustainability and energy efficiency, we have integrated electric bikes (EV bikes) into our internal transportation system within the factory. This initiative reflects our dedication to reducing our environmental footprint and improving operational efficiency.

**B. TECHNOLOGY ABSORPTION**

- a) **The efforts made towards technology absorption:** We have an experienced in-house technology, design and engineering team which constantly evaluates the technological advancements in all major equipment contained in manufacturing of solar panels. The Company continues to adopt and use the latest technologies to improve the productivity and quality of its services and products.
- b) **The benefits derived like product improvement, cost reduction, product development or import substitution:** The company has set up a Reliability Testing Lab for continuous improvement in Product development.
- c) **In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):** The company has imported solar manufacturing technology (machinery) from China.

i. the details of technology imported - solar manufacturing machineries as under:

<b>Sr No.</b>	<b>PARTICULARS</b>
1	Purchase of 500 MW Solar Module Production Automation Line
2	Purchase of Stringer and Cell Cutter
3	Purchase of Sun Simulator
4	Purchase of Vacuum Pump
5	Purchase of Sun Simulator
6	Purchase of Solar Cell

- ii. the year of import – 2021-22  
 iii. whether the technology been fully absorbed - Yes

iv. if not fully absorbed, areas where absorption has not taken place, and the reasons thereof: -  
Nil

- (i) The expenditure incurred on Research and Development: The company has set up a Reliability Testing Lab at Factory situated at Block No 938, Plot 1 (A-Type), Tadmeshwar, Mandvi, Surat-394170 and the company has spent around Rs. 1.11 crores for Research & Development investment.

**C. FOREIGN EXCHANGE EARNING AND OUTGO**

(Amt. in INR in lakhs)

Particulars	2023-24	2022-23
Earning: Export in terms of actual inflow	-	-
Outgo: Imports in terms of actual outflows	7725.17	3321.64

Date: 28/08/2024  
Place: Surat

For and on behalf of the Board  
Solex Energy Limited

Sd/-  
Chetan Sureshchandra Shah  
Chairman & Managing Director  
DIN: 02253886

## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBERS OF SOLEX ENERGY LIMITED

#### Report on the Standalone Financial Statements Opinion

1. We have audited the accompanying standalone financial statements of **Solex Energy Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at 31st March 2024 and its profit, its cash flows and changes in equity for the year ended on that date.

#### Basis for Opinion

3. We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SA's) specified under Section 143(10) of the Companies Act, 2013. Our responsibility 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 code of ethics issued by the Institute of Chartered Accountants of India together with ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Information other than the standalone financial statements and auditors report thereon

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon. The annual Report is expected to be made available to us after the date of this auditor's report thereon.

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

In connection with our audit of financial statements, our responsibility is to read the other information, identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations. We have nothing to report in this regard.

#### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including cash flows and changes in equity of the Company in accordance

with the accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

5. Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone financial statements.
6. 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 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
7. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

8. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
9. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2024. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Report on Other Legal and Regulatory Requirements

10. As required by the Companies (Auditor's Report) Order, 2020, issued by the Central Government of India in terms of section 143 (11) of the Act ("the Order"), we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
11. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards prescribed under Section 133 of the Act.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
  - (g) With respect to other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration is not falling within the limits specified under section 197 of the Companies Act, 2013. However, this remuneration aligns adheres to the limits as provided under Schedule V of the Companies Act, 2013.
  - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements but there is not major litigation pending.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31st March 2024.

- iv. The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

The management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The Company has declared dividend of Rs. 12 lakhs.
- vi. Based on our examination which included test checks, the Company has used accounting software’s for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software’s. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

**For HRK & Co**

Chartered Accountants

Firm Registration No: 146985W

**Sd/-**

**CA Ankit Raythatha**

**Partner**

**Membership No.187750**

**UDIN: 24187750BJZZBE9906**

**Place: Vapi**

**Date: 28.05.2024**



## ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

**(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of Independent Auditors’ Report on standalone financial statements of even date)**

We report that –

- i. In respect of its Property, Plant & Equipment and Intangible Assets:
  - a. (A) The company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant & Equipment and Intangible Assets.  
(B) The Company has maintained proper records showing full particulars of its Intangible Assets.
  - b. As explained to us, the Property, Plant & Equipment have been physically verified by the management in accordance with planned programmed of Verification of Property, Plant & Equipment’s, once in three years, which in our opinion is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such physical verification.
  - c. According to the information and explanations given to us and on the basis of our examination of the records of the company, for the title deed of Immovable properties comprising of land taken on lease & building constructed thereon disclosed as Property, Plant & Equipment in the financial statement, we state that the lease agreement in respect of said immovable properties are executed in the name of the company and the Cost of Construction of the Building were incurred by the Company and are accounted in its Books of Accounts.
  - d. The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or its Intangible Assets.
  - e. There are no proceedings been initiated, or are pending, against the Company for holding any Benami Property under the Prohibition of Benami Property Transactions Act, 1988 and Rules made thereunder.
- ii. In respect of its Inventories:
  - a. The Inventories were physically verified during the year by the Management at reasonable intervals during the year. In our opinion the coverage and the procedure of such verification by the management is appropriate. It has been stated to us that no material discrepancies, to the extent of 10% or more, were noticed on such physical verification done by the Management.
  - b. The Company sanctioned Working Capital Limits from any Banks or Financial Institutions, which were secured against the Book Debt, or Inventories of the Company. Hence, the Company has submitted Monthly Returns to bank refer notes to Financial Statements for details related to this clause.
- iii. The Company has neither granted any Loans (Secured or Unsecured) to, nor have made investments in, Companies, Firms, Limited Liability Partnerships or other Parties covered in the Register maintained under Section 189 of the Companies Act, 2013. Therefore, Clause 3(iii) of the Order is not applicable.
- iv. According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.
- v. According to the information and explanations given to us, the Company has not accepted any deposit from the public during the year.

- vi. According to information and explanation given us, the Central Government has not prescribed the maintenance of cost records u/s 148(1) of the Companies Act, 2013, for the activities carried out by the Company.
- vii. a.) According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues in respect of Goods and Service Tax, Provident Fund, Employees' State Insurance, Income-Tax, Duty of Customs, Profession Tax, Cess etc or any other material Statutory Dues applicable to it and there is no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31<sup>st</sup> March 2024, for a period of more than six months from the date they became payable. Details of the disputed statutory dues are as under.

Name of the statue	Nature of dues	Amount of Demand
Notice for intimating discrepancies in the return after scrutiny - Form GST ASMT-10- Notice for Excess ITC Taken	GST	96,057
Audit/2023/1846 Dt:13/09/2023- For GST TDS Reconciliation with Outward Supply	GST	Yet Not Calculated
Gujarat Value Added Tax Act, 2003	Gujarat VAT	28,49,591
Show Cause Notice and Summary thereof in Form GST DRC-01 For Credit Note & Excess ITC	GST	73,950
Notice for intimating discrepancies in return in Form GST ASMT-10 (For GSTR-7 & 3B Diff. and GSTR-9 & 9C Diff)	GST	9,35,370
SCN and DRC-01 (Notice Raised Based on Preventive-CGST Department Notice)	GST	36,69,205
Gujarat GST Refund Review for Jul-Sep'20 - Refund Remand Back by CGST	GST	2,69,986
DRC-07 (Notice For 70:30 Provision)	GST	44,34,273
Custom Duty Dispute (Malesia)	Customs	1,99,65,035

- viii. In our opinion and according to the information and explanations given to us, the Company has not Surrendered or Disclosed any Transaction, previously Unrecorded in the Books of Account, in the tax assessments (held during the year) under the Income Tax Act, 1961, as its Income. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix. a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of Loans or Other Borrowing or in the Payment of Interest thereon to any Lender
- (b) The Company has not been declared Wilful Defaulter by any Bank or Financial Institution or Governmentor any Government Authority.
- (c) The Term Loans were Applied for the Purpose for which the Loans were Obtained.
- (d) On an overall Examination of the Financial Statements of the Company, no Funds raised on Short-Term basis have been used for Long-Term purposes by the Company.
- (e) The Company does not have any Subsidiary, Associates or Joint Venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.
- (f) The Company does not have any Subsidiary, Associates or Joint Venture. Accordingly, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable;

- (b) According to the Information and Explanations give to us, the Company has not made any Preferential Allotment or Private Placement of Shares or Fully or Partially or Optionally Convertible debentures during the year under report and hence paragraph 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) Based on the Audit Procedures performed for the Purpose of Reporting the True and Fair view of the Financial Statements and according to the Information and Explanations given to us, No fraud by the Company or No material fraud on the Company has been Noticed or Reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have made enquiries for the details of Whistle Blower complaints, if any, received by the Company during the year, while determining our nature, timing and extent of Audit Procedures. We have found that there were no Whistle Blower complaints received by the Company during the year.
- xii. In our Opinion and according to the Information and Explanations given to us, the Company is not a Nidhi Company. Therefore, paragraph 3(xii)(a), (b) & (c) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable Accounting Standards.
- xiv. The Company have Independent Internal Audit System employed by it, during the Year covered under this Report. We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures
- xv. In my opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with them. Further, the company does not have any Investments in Subsidiary Company or any Associate Company. Hence, the provisions of Section 192 of the Companies Act, 2013 are not applicable. Therefore, reporting on paragraph 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Therefore, paragraph 3(xvi)(a) of the Order is not applicable.
- (b) The Company has not conducted any Non- Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) The Company is not a Core Investment Company as defined in the Regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) The Company is not having any Investments in Subsidiary or Associate. Also, the Company is neither a Subsidiary Company or an Associate Company to any other Company or Entity. Hence, the Company is not Part of any Group for the Purpose of Core Investment Company as defined in the Regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. The Company has not incurred any Cash Loss in the Current Year and in the Immediately Preceding Financial Year.

- xviii. There is no Resignation of the Statutory Auditors during the year, so this clause is not applicable.
- xix. On the basis of the Financial Ratios disclosed in Note to the Financial Statements, Ageing and Expected dates of Realization of Financial Assets and payment of Financial Liabilities, Other Information accompanying the Financial Statements, our Knowledge of the Board of Directors and Management plans and based on our Examination of the Evidence supporting the Assumptions, nothing has come to our attention, which causes us to believe that any Material Uncertainty exists as on the Date of the Audit Report that Company is not capable of meeting its Liabilities existing at the date of Balance Sheet as and when they fall due, within a Period of One Year from the Balance Sheet date. We, however, state that this is not an Assurance as to the Future Viability of the Company. We further state that our reporting is based on the Facts up to the Date of the Audit Report and we neither give any Guarantee nor any Assurance that all Liabilities falling due within a Period of One year from the Balance Sheet date, will get discharged by the Company as and when they fall due.
- xx. The Company does not fall within the Class of Companies to which the Provisions of Section 135 of Act is Applicable, during the Financial Year to which this Report is being issued. Therefore, reporting on paragraph 3(xx)(a) & (b) of the Order is not applicable to the Company.
- xxi. There have been no qualifications or adverse remarks by the auditors in the Companies (Auditor's Report) Order (CARO) report of the companies included in the consolidated financial statements.

**For HRK & Co**  
Chartered Accountants  
Firm Registration No: 146985W

**Sd/-**  
**CA Ankit Raythatha**  
**Partner**  
**Membership No.187750**  
**UDIN: 24187750BJZZBE9906**  
**Place: Vapi**  
**Date: 28.05.2024**

## ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of Independent Auditors' Report on standalone financial statements of even date)

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

We have audited the internal financial controls over financial reporting of Solex Energy Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial controls over Financial Reporting (the "Guidance Note") issued by ICAI and the Standards on Auditing prescribed under Section 143 (10) of the Companies Act, 2013 to the extent applicable to an audit of internal financial controls with reference to financial statement. Those standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respect.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls over Financial Reporting**

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

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or

fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For HRK & Co**

Chartered Accountants

Firm Registration No: 146985W

Sd/-

**CA Ankit Raythatha**

**Partner**

**Membership No.187750**

**UDIN: 24187750BJZZBE9906**

**Place: Vapi**

**Date: 28.05.2024**

<b>SOLEX ENERGY LIMITED</b>			
CIN - L40106GJ2014PLC081036			
Statement of Standalone Assets and Liabilities as at March 31, 2024			
Rs. In Lakhs (Unless otherwise stated)			
Particulars	Note No.	As At	As at
		March 31, 2024	March 31, 2023
		(Audited)	(Audited)
<b>I EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share Capital	2	800.00	800.00
(b) Reserves and Surplus	3	3,824.17	2,962.69
(c) Money received against share warrants			
		<b>4,624.17</b>	<b>3,762.69</b>
<b>2 Share application money pending allotment</b>			
<b>3 Non-current liabilities</b>			
(a) Long Term Borrowings	4	4,720.02	4,472.82
(b) Deferred Tax Liabilities (Net)	5	119.53	47.96
(c) Other Long Term Liabilities		0.00	0.00
(d) Long Term Provisions	6	228.41	351.07
		<b>5,067.96</b>	<b>4,871.85</b>
<b>4 Current liabilities</b>			
(a) Short Term Borrowings	7	4,895.96	2,121.32
(b) Trade Payables	8		
-Total Outstanding dues of MSMEs		172.36	51.31
-Total Outstanding dues of creditors other than MSMEs		4,745.72	2,730.68
(c) Other Current Liabilities	9	1,366.49	529.70
(d) Short Term Provisions	10	323.48	10.56
		<b>11,504.02</b>	<b>5,443.58</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>21,196.15</b>	<b>14,078.12</b>
<b>II ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, Plant & Equipment and Intangible Assets			
(i) Property, Plant and Equipment		5,432.99	5,447.21
(ii) Intangible Assets		6.78	7.93
(iii) Capital work-in-process		9.47	83.94
(iv) Intangible assets under development		22.36	0.00
Total Property, Plant & Equipment and Intangible Assets	11	5,471.60	5,539.08
(b) Non-current Investments	12	237.84	83.40
(c) Deferred Tax Assets (net)		0.00	0.00
(d) Long Term Loans and Advances		0.00	0.00
(e) Other Non-current Assets	13	334.20	183.92
		<b>6,043.64</b>	<b>5,806.40</b>
<b>2 Current assets</b>			
(a) Current Investment	14	1,230.15	0.00
(b) Inventories	15	6,638.59	3,038.07
(c) Trade Receivables	16	4,669.36	3,024.75
(d) Cash and Cash Equivalents	17	19.08	13.34
(e) Short Term Loan and Advances	18	559.37	799.23
(f) Other Current assets	19	2,035.96	1,396.34
		<b>15,152.51</b>	<b>8,271.72</b>
<b>TOTAL ASSETS</b>		<b>21,196.15</b>	<b>14,078.12</b>

As per our report of even date  
**For HRK & Co.**  
 ICAI Form Reg. No.- 146985W  
 Chartered Accountants

Sd/-  
**CA. Ankit Raythatha**  
 Partner  
 Membership No : 187750  
 Date : 28-05-2024  
 Place : Surat  
 UDIN: 24187750BJZZBE9906

**For and on behalf of Board of Directors of  
 For SOLEX ENERGY LIMITED**

Sd/-  
**Chetan S. Shah**  
 Chairman & Managing Director  
 DIN : 02253886

Sd/-  
**Azmin Chiniwala**  
 Company Secretary

Sd/-  
**Piyush K. Chandak**  
 Director  
 DIN : 09195922

Sd/-  
**Kiran R Shah**  
 Chief Financial Officer

<b>SOLEX ENERGY LIMITED</b>			
CIN - L40106GJ2014PLC081036			
Statement of Standalone Audited Financials Results for the year ended March 31, 2024			
Rs. In Lakhs (Unless otherwise stated)			
Particulars	Note No.	For the Year ended on	
		March 31, 2024 (Audited)	March 31, 2023 (Audited)
<b>I INCOME</b>			
(a) Revenue from Operations	20	36,592.11	16,171.29
(b) Other Income	21	209.42	267.55
<b>Total Income</b>		<b>36,801.53</b>	<b>16,438.83</b>
<b>II EXPENSES</b>			
(a) Cost of Materials Consumed	22	30,593.65	14,221.27
(b) Purchases of Stock in Trade			
(c) Changes in Inventories of Finished Goods, Work in Progress and Stock in Trade	23	-799.21	-963.59
(d) Employee Benefit Expenses	24	1,400.27	669.20
(e) Financial Costs	25	1,050.46	561.22
(f) Depreciation and Amortization Expenses	26	846.16	453.49
(g) Other Expenses	27	2,556.06	1,112.08
<b>Total Expenses</b>		<b>35,647.38</b>	<b>16,053.67</b>
<b>III Profit/(Loss) before exceptional and extraordinary items and tax (I - II)</b>		<b>1,154.15</b>	<b>385.16</b>
IV Exceptional Items (Prior period Items)		0.00	0.00
<b>V Profit/(Loss) before extraordinary items and tax (III+IV)</b>		<b>1,154.15</b>	<b>385.16</b>
VI Extraordinary items		0.00	0.00
<b>VII Profit / (Loss) before tax (V+VI)</b>		<b>1,154.15</b>	<b>385.16</b>
<b>VIII Tax Expenses</b>	28		
(a) Current tax for the year		209.10	66.09
Less : Mat credit		0.00	0.00
		209.10	66.09
(b) Adjustment of tax relating to earlier periods		0.00	1.89
Net Current tax		209.10	67.98
Deferred tax		71.57	46.11
<b>Total tax expenses</b>		<b>280.67</b>	<b>114.09</b>
<b>IX Profit/(Loss) from continuing operations (VII - VIII)</b>		<b>873.48</b>	<b>271.07</b>
X Profit/(Loss) before Tax from Discontinuing Operations		0.00	0.00
XI Tax Expense from Discontinuing Operations		0.00	0.00
XII Profit/(Loss) after Tax from Discontinuing Operations (X-XI)		0.00	0.00
<b>XIII Profit/(Loss) for the period/year</b>		<b>873.48</b>	<b>271.07</b>
<b>XIV Details of equity share capital</b>			
Paid-up equity share capital (No. of shares in Lakhs)		80.00	80.00
Face Value (in Rs.)		10.00	10.00
<b>XV Earnings per share (in Rs.)</b>			
(a) Basic		10.92	3.39
(b) Diluted		10.92	3.39

For and on behalf of Board of Directors of  
For SOLEX ENERGY LIMITED

For HRK & Co.

ICAI Form Reg. No.- 146985W  
Chartered Accountants

Sd/-  
CA. Ankit Raythatha  
Partner

Membership No : 187750  
Date : 28-05-2024  
Place : Surat  
UDIN: 24187750BJZZBE9906

Sd/-  
Chetan S. Shah  
Chairman & Managing Director  
DIN : 02253886

Sd/-  
Azmin Chiniwala  
Company Secretary

Sd/-  
Piyush K. Chandak  
Director  
DIN : 09195922

Sd/-  
Kiran R Shah  
Chief Financial Officer



<b>SOLEX ENERGY LIMITED</b>			
CIN - L40106GJ2014PLC081036			
Statement of Standalone Cash flow for the year ended March 31, 2024			
Rs. In Lakhs (Unless otherwise stated)			
Particulars	For the Year ended on		
	March 31, 2024		March 31, 2023
	(Audited)		(Audited)
<b>I Cash Flow from Operating Activities :</b>			
Net Profit Before Tax and Extraordinary items		1,154.15	385.17
<u>Adjustment for:</u>			
Add : Depreciation		846.16	453.49
Financial Charges		1,050.46	561.22
		3,050.77	1,399.87
Less : Interest Income		39.00	30.94
		39.00	30.94
Profit on Sale of Investment			
<b>Operating Profit before Working Capital Changes</b>		<b>3,011.77</b>	<b>1,368.93</b>
<u>Increase/ (decrease) in Working Capital</u>			
Increase / (decrease) in Provision		190.26	(144.16)
Increase / (decrease) in Current Liabilities		836.78	340.60
Increase / (decrease) in Trade Payable		2,136.09	1,650.23
(Increase) / decrease in inventories		(3,600.52)	(1,613.67)
(Increase) / decrease in Trade Receivables		(1,644.61)	(949.90)
Increase/(Decrease) in Other Non Current Assets		(150.28)	(4.26)
Increase/(Decrease) in Short Term Loans and Advances		239.86	(1,014.15)
Increase/(Decrease) in Other Current Assets		(639.62)	(184.44)
Cash Flow before extraordinary items		<b>379.73</b>	<b>-550.82</b>
Less: Tax paid		209.10	67.99
<b>Net Cash Flow from Operating activities</b>	(A)	<b>170.63</b>	<b>-618.81</b>
<b>II Cash Flow from Investing Activities :</b>			
Add: Sale of Investment			
Add: Interest Income		39.00	30.94
(Increase)/ Decrease in Investment		(1,384.59)	(0.30)
		<b>(1,345.60)</b>	<b>30.64</b>
Less: Net Increase in Fixed Assets		<b>778.68</b>	<b>3,515.58</b>
<b>Net Cash Flow from Investing activities</b>	(B)	<b>(2,124.28)</b>	<b>(3,484.94)</b>
<b>III Cash Flow from Financing Activities :</b>			
Less: Interest & Finance Cost Paid		1,050.46	561.22
Dividend Paid		12.00	12.00
		1,062.46	573.22
Add: Increase in Short Term Liabilities		2,774.64	1,479.05
Increase in Long Term Liabilities		247.20	3,172.72
		<b>3,021.84</b>	<b>4,651.77</b>
<b>Net Cash Flow from Financing activities</b>	(C)	<b>1,959.38</b>	<b>4,078.55</b>
<b>Net Increase/Decrease in Cash and Cash Equivalents</b>	(A+B+C)	5.74	-25.19
Add: <b>Opening Balance of Cash and Cash Equivalents</b>		13.34	38.53
<b>Closing Balance of Cash and Cash Equivalents</b>		<b>19.08</b>	<b>13.34</b>

The accompanying notes are an integral part of financial statements.

**For HRK & Co.**

ICAI Form Reg. No.- 146985W

Chartered Accountants

Sd/-

**CA. Ankit Raythatha**  
Partner

Membership No : 187750

Date : 28-05-2024

Place : Surat

UDIN: 24187750BJZZBE9906

**For and on behalf of Board of Directors of**

**For SOLEX ENERGY LIMITED**

Sd/-

**Chetan S. Shah**  
Chairman & Managing Director  
DIN : 02253886

Sd/-

**Azmin Chiniwala**  
Company Secretary

Sd/-

**Piyush K. Chandak**  
Director  
DIN : 09195922

Sd/-

**Kiran R Shah**  
Chief Financial Officer

SOLEX ENERGY LIMITED  
CIN - L40106GJ2014PLC081036

Notes forming part of the Audited financial statements

NOTE 1 : SIGNIFICANT ACCOUNTING POLICIES																							
a.	<p><b>Corporate information</b> Solex Energy Limited ("the Company") is a manufacturer of solar photo-voltaic modules as well as in the Engineering, Procurement and Construction (EPC) in the solar energy market, wherein the manufactured modules are utilized. The registered office of the company is located at Plot No. 131/A, Phase 1, Nr. Krimy Industries, GIDC, Vitthal Udhyanagar, Anand, Gujarat, India – 388121</p>																						
b.	<p><b>Significant Accounting Policies</b></p> <p><b>i. Statement of compliance</b> The financial statements have been prepared in accordance with Accounting Standards ("AS") notified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended.</p> <p>All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule II to the Companies Act, 2013. Based on the nature of products and services and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.</p> <p><b>ii. Basis of preparation and presentation</b> The financial statements have been prepared on a historical cost basis. The Company has adopted the accrual system of accounting and the accounts are prepared on a going concern concept</p> <p>The functional and presentation currency of the Company is Indian Rupee ("Rs.") which is the currency of the primary economic environment in which the Company operates.</p> <p><b>iii. Property, Plant and Equipment</b> Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use.</p> <p>Intangible assets are recorded at the consideration paid for acquisition of such assets and carried at cost less accumulated amortization and impairment loss, if any.</p> <p>Capital work in progress is stated at cost, net of accumulated impairment loss, if any. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.</p> <p>Estimated useful lives of the Tangible and Intangible assets are as follows:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Tangible Assets</th> <th style="text-align: right;">Useful lives (Years)</th> </tr> </thead> <tbody> <tr> <td>Furniture &amp; Fixtures</td> <td style="text-align: right;">7</td> </tr> <tr> <td>Plant &amp; Machinery</td> <td style="text-align: right;">5</td> </tr> <tr> <td>Plant &amp; Machinery (Renewable Energy Device manufacturing)</td> <td style="text-align: right;">3</td> </tr> <tr> <td>Computer</td> <td style="text-align: right;">3</td> </tr> <tr> <td>Office Equipment</td> <td style="text-align: right;">5</td> </tr> <tr> <td>Vehicle</td> <td style="text-align: right;">10</td> </tr> <tr> <td>Software</td> <td style="text-align: right;">10</td> </tr> <tr> <td>Trademark</td> <td style="text-align: right;">1</td> </tr> </tbody> </table>			Tangible Assets	Useful lives (Years)	Furniture & Fixtures	7	Plant & Machinery	5	Plant & Machinery (Renewable Energy Device manufacturing)	3	Computer	3	Office Equipment	5	Vehicle	10	Software	10	Trademark	1		
Tangible Assets	Useful lives (Years)																						
Furniture & Fixtures	7																						
Plant & Machinery	5																						
Plant & Machinery (Renewable Energy Device manufacturing)	3																						
Computer	3																						
Office Equipment	5																						
Vehicle	10																						
Software	10																						
Trademark	1																						
	<p>Depreciation</p> <p>Depreciation commences when as assets is ready for its intended use.</p> <p>Depreciation is recognised on the cost of assets less their residual values over their estimated useful lives, using the straight-line method as prescribed in Schedule II to the Companies Act, 2013.</p> <p>Intangible Assets are amortised on straight line basis over the asset's anticipated useful life estimated by management.</p> <p><b>iv. Foreign Currency Transaction</b> The functional currency of the company is Indian Rupee.</p> <p>Income &amp; Expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign Currency denominated monetary assets and liabilities are translated at the exchange rate prevailing on the transaction date and exchange gains and losses arising on settlement and restatement are recognized in the statement of profit and loss account.</p> <p>The Company has outstanding balances payable of Foreign currency of \$ 92.05 Lakh and 9681.75 EURO (equivalent to Rs. 7725.16 Lacs) on year end which is unhedged foreign currency exposure. During the year company has direct import of material and also machinery with their parts as follows:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Import of</th> <th style="text-align: center;">Currency</th> <th style="text-align: center;">Currency (Foreign)</th> <th style="text-align: center;">Currency (Indian Rs. In Lakhs)</th> </tr> </thead> <tbody> <tr> <td>Material</td> <td style="text-align: center;">USD</td> <td style="text-align: right;">91,13,204.81</td> <td style="text-align: right;">7637.15</td> </tr> <tr> <td>Machinery</td> <td style="text-align: center;">USD</td> <td style="text-align: right;">37,500.00</td> <td style="text-align: right;">31.35</td> </tr> <tr> <td>Testing Charges</td> <td style="text-align: center;">USD</td> <td style="text-align: right;">54,764.25</td> <td style="text-align: right;">47.84</td> </tr> <tr> <td>Testing Charges</td> <td style="text-align: center;">EURO</td> <td style="text-align: right;">9681.75</td> <td style="text-align: right;">8.83</td> </tr> </tbody> </table>			Import of	Currency	Currency (Foreign)	Currency (Indian Rs. In Lakhs)	Material	USD	91,13,204.81	7637.15	Machinery	USD	37,500.00	31.35	Testing Charges	USD	54,764.25	47.84	Testing Charges	EURO	9681.75	8.83
Import of	Currency	Currency (Foreign)	Currency (Indian Rs. In Lakhs)																				
Material	USD	91,13,204.81	7637.15																				
Machinery	USD	37,500.00	31.35																				
Testing Charges	USD	54,764.25	47.84																				
Testing Charges	EURO	9681.75	8.83																				

SOLEX ENERGY LIMITED  
CIN - L40106GJ2014PLC081036

Notes forming part of the Audited financial statements

	<p><b>v. Revenue Recognition</b> Revenue from contracts with customers is recognized when control of goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has concluded that it is the principal in its revenue arrangement because it typically controls the goods or services before transferring them to the customers.</p> <p>Revenue from sale of goods is recognized at the point when control of asset is transferred to the customer, generally on delivery of the goods.</p> <p>Revenue on installation and commissioning contracts are recognized as per terms of contracts. Revenue from maintenance contracts are recognized pro-rata over the period of the contract.</p> <p><b>vi. Retirement Benefits</b> The company is complying the provision of EPF and employer contribution and administration charges for the same are debited to profit &amp; loss Account.</p> <p>As per information provided to us provisions of Gratuity are applicable to the Company and have comply the provision of Gratuity Act and provision for the period is debited to profit &amp; Loss Account</p>																												
c.	<p><b>Provisions, Contingent Liability &amp; Contingent Assets</b> Provisions involving substantial degree estimation in measurement are recognized when there is a result of past events and it is probable that there is a presence obligation as result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but disclosed in notes. Contingent Assets are neither recognized nor disclosed in the financial statement.</p> <p>For the year company has executed various tenders and recovered O&amp;M charges from various customers from services and maintenance during future period as specified under respective contracts and has been provided in proportionate maintenance income for remaining period of contract. The outstanding obligation towards O&amp;M charges is <b>Rs. 2,16,82,852</b> as on date of balance sheet.</p>																												
d.	<p><b>Use of Estimates</b> The preparation of financial statements in conformity with the generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenues and expenses during the reported period. Difference between the actual and estimates are recognized in the period in which the result are known or materialize.</p>																												
e.	<p><b>Provision for Current and Deferred Tax</b> Current income tax expense comprises of taxes on income from operations in India. Income tax payable in India is determined in accordance with the applicable rates and the provisions of the Income Tax Act, 1961. A provision made for income tax annually, based on tax liability computed, after considering tax allowances and exemptions. Tax expense for a year comprises of current tax and deferred tax</p> <p>During the year <b>2023-24</b>, the Deferred Tax Asset (DTA) and Deferred Tax Liability(DTL) comprise of the effect of the following time difference.</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>Amount</th> </tr> </thead> <tbody> <tr> <td>Fixed Asset as per Company Act</td> <td>5,439.77</td> </tr> <tr> <td>Add : Loss as per Company Act</td> <td>-</td> </tr> <tr> <td>Less: Fixed Asset as per Income Tax Act</td> <td>4,976.41</td> </tr> <tr> <td>Less: Taxes Disallowed during the year u/s 43B</td> <td>-</td> </tr> <tr> <td>Less: Accumulated Depreciation</td> <td>-</td> </tr> <tr> <td>Depreciation claimed Excess up to 31-03-2024</td> <td>463.36</td> </tr> <tr> <td>Gratuity expense</td> <td>11.58</td> </tr> <tr> <td>Brought forward Losses</td> <td>-</td> </tr> <tr> <td>DTL as on 31.03.2024 @ 25.168%</td> <td>119.53</td> </tr> <tr> <td>MAT Credit</td> <td>-</td> </tr> <tr> <td>Net DTL as on 31.03.2024 @ 25.168%</td> <td>-</td> </tr> <tr> <td>Opening Balance of DTL as on 31.03.2023</td> <td>47.96</td> </tr> <tr> <td>The amount debited to Profit &amp; Loss Account</td> <td>71.57</td> </tr> </tbody> </table> <p>Advance taxes and provisions for current income taxes are prescribed in the balance sheet after offsetting advance tax paid and income tax provision arising in the same tax jurisdiction and the intention is to settle the asset and liability on net basis.</p>	Particulars	Amount	Fixed Asset as per Company Act	5,439.77	Add : Loss as per Company Act	-	Less: Fixed Asset as per Income Tax Act	4,976.41	Less: Taxes Disallowed during the year u/s 43B	-	Less: Accumulated Depreciation	-	Depreciation claimed Excess up to 31-03-2024	463.36	Gratuity expense	11.58	Brought forward Losses	-	DTL as on 31.03.2024 @ 25.168%	119.53	MAT Credit	-	Net DTL as on 31.03.2024 @ 25.168%	-	Opening Balance of DTL as on 31.03.2023	47.96	The amount debited to Profit & Loss Account	71.57
Particulars	Amount																												
Fixed Asset as per Company Act	5,439.77																												
Add : Loss as per Company Act	-																												
Less: Fixed Asset as per Income Tax Act	4,976.41																												
Less: Taxes Disallowed during the year u/s 43B	-																												
Less: Accumulated Depreciation	-																												
Depreciation claimed Excess up to 31-03-2024	463.36																												
Gratuity expense	11.58																												
Brought forward Losses	-																												
DTL as on 31.03.2024 @ 25.168%	119.53																												
MAT Credit	-																												
Net DTL as on 31.03.2024 @ 25.168%	-																												
Opening Balance of DTL as on 31.03.2023	47.96																												
The amount debited to Profit & Loss Account	71.57																												
f.	<p><b>Payments to Auditors</b></p> <table border="1"> <thead> <tr> <th rowspan="2">Particulars</th> <th colspan="2">(Rs. In Lakhs)</th> </tr> <tr> <th>FY 2023-24</th> <th>FY 2022-23</th> </tr> </thead> <tbody> <tr> <td>Statutory Audit Fees</td> <td>1.25</td> <td>1.25</td> </tr> <tr> <td>Tax Audit Fees</td> <td>0.75</td> <td>1.00</td> </tr> <tr> <td>Other Services</td> <td>0.25</td> <td>0.00</td> </tr> <tr> <td><b>Total</b></td> <td><b>2.25</b></td> <td><b>2.25</b></td> </tr> </tbody> </table>	Particulars	(Rs. In Lakhs)		FY 2023-24	FY 2022-23	Statutory Audit Fees	1.25	1.25	Tax Audit Fees	0.75	1.00	Other Services	0.25	0.00	<b>Total</b>	<b>2.25</b>	<b>2.25</b>											
Particulars	(Rs. In Lakhs)																												
	FY 2023-24	FY 2022-23																											
Statutory Audit Fees	1.25	1.25																											
Tax Audit Fees	0.75	1.00																											
Other Services	0.25	0.00																											
<b>Total</b>	<b>2.25</b>	<b>2.25</b>																											

SOLEX ENERGY LIMITED  
 CIN - L40106GJ2014PLC081036

Notes forming part of the Audited financial statements

g Transaction with Related Party (As per AS 18)			
Name of Related Party	Nature of transactions	Relation	Payment made (Rs. In Lakhs)
Kalpesh R Patel	Rent on Building	Director	16.80
Kalpesh R Patel	Remuneration	Director	36.00
Kalpesh R Patel	Interest On Unsecured Loans	Director	19.46
Chetan S Shah	Remuneration	Chairman and Managing Director	72.00
Chetan S Shah	Interest On Unsecured Loans	Chairman and Managing Director	16.12
Piyush Chandak	Remuneration	Director	9.00
Piyush Chandak	Interest On Unsecured Loans	Director	17.82
Shri Vasudev Industries	Rent on Factory	Director	198.00
Dilip Nikhare	Remuneration	Company Secretary	3.92
Kiran R Shah	Remuneration	Director & CFO	9.07
Nemji.com	Purchase of Computer Stationery, Computer Expenses, Software Subscription, Computer and Printer, Office Equipment and Other Capital Goods	HUF firm of Director (Chetan S Shah)	16.78
Tech Nemji	Purchase of Software Services ,Spin Asset Software / IP telecom system & matrix device	Prop Firm of Wife of Director (Chetan S Shah)	3.61
Nemji Marketing	Purchase of Mobile phone	Brother of Director Chetan Shah (Paresh Sureshchandra Shah)	1.08
VSSK Corporate Services Pvt Ltd	Subsidy Consulting Fees / Professional Fees	Director Partner (Vipul Shah)	0.75
Vssk Advisory Private Limited	Subsidy Consulting Fees / Professional Fees	Director Partner (Vipul Shah)	15.32
Shree Vasudev Processors Pvt Ltd	Sales made for the Scrap Material	Father Of Director (Piyush Chandak)	0.16
Anil Rathi	Interest On Unsecured Loans	Director	10.00
Satyanarayan U. Rathi	Interest On Unsecured Loans	Promoter	21.80
Krishna Patodia	Interest On Unsecured Loans	Promoter	3.98
Kavita Piyush Chandak- Loan A/c.	Interest On Unsecured Loans	Wife of Director (Piyush Chandak)	3.72
Sunita Arun Patodia- Loan A/c.	Interest On Unsecured Loans	Wife of Promoter (Arun Patodia)	3.58
Narayan Patodiya- Loan A/c	Interest On Unsecured Loans	Son of Promoter (Arun Patodia)	1.33
Vipul Mulchand Shah (Director Loan)	Interest On Unsecured Loans	Director	17.27
Arun Patodia (Promoter)	Interest On Unsecured Loans	Promoter	2.00
Bhavna Agrawal	Interest On Unsecured Loans	Promoter	3.33
Pukharaj Agrawal	Interest On Unsecured Loans	Promoter	7.60
Kiran Shah	Interest On Unsecured Loans	Director	0.70
Oyster Industries Pvt Ltd	Interest On Unsecured Loans	Director ( Anil Rathi)	0.83
Shree Vasudev Processors Pvt Ltd	Interest On Unsecured Loans	Father Of Director (Piyush Chandak)	15.68
Sonali Dyeing & Printing Pvt Ltd	Interest On Unsecured Loans	Director ( Anil Rathi)	10.73
VSSK Corporate Services Pvt Ltd	Interest On Unsecured Loans	Director Partner (Vipul Shah)	10.92
Oyster Industries Pvt Ltd	Unsecured Loan Taken	Director ( Anil Rathi)	110.00
Oyster Industries Pvt Ltd	Unsecured Loan Return	Director ( Anil Rathi)	110.00
Shree Vasudev Processors Pvt Ltd	Unsecured Loan taken	Father Of Director (Piyush Chandak)	370.00
Shree Vasudev Processors Pvt Ltd	Unsecured Loan Return	Father Of Director (Piyush Chandak)	250.00
Sonali Dyeing & Printing Pvt Ltd	Unsecured Loan taken	Director ( Anil Rathi)	225.00
Sonali Dyeing & Printing Pvt Ltd	Unsecured Loan Return	Director ( Anil Rathi)	225.00
VSSK Corporate Services Pvt Ltd	Unsecured Loan Taken	Director Partner (Vipul Shah)	150.00
VSSK Corporate Services Pvt Ltd	Unsecured Loan Return	Director Partner (Vipul Shah)	150.00
Chetan S Shah	Unsecured Loan taken	Chairman and Managing Director	89.96
Chetan S Shah	Unsecured Loan Return	Chairman and Managing Director	39.46
Kalpesh R Patel	Unsecured Loan taken	Director	40.00
Kalpesh R Patel	Unsecured Loan Return	Director	115.00
Piyush Chandak	Unsecured Loan taken	Director	150.00
Piyush Chandak	Unsecured Loan return	Director	90.00
Vipul Mulchand Shah	Unsecured Loan taken	Director	182.70
Vipul Mulchand Shah	Unsecured Loan Return	Director	95.00
Kiran Shah	Unsecured Loan taken	Director	10.00

SOLEX ENERGY LIMITED  
CIN - L40106GJ2014PLC081036

Notes forming part of the Audited financial statements

Closing Balance with Related Party (As per AS 18)			(Rs. in Lakhs)																					
Name of Related Party	Nature of Transaction	Relation	Amount Outstanding as on 31.03.2024																					
Kalpesh R Patel	Rent on Building	Director	3.04																					
Nemji.com (Prop Chetan S Shah (HUF))	Purchase of Computer Stationery	HUF firm of Director (Chetan S Shah)	0.65																					
Anil Rathi	Unsecured Loan	Director	92.07																					
Kalpesh R Patel	Unsecured Loan	Director	119.88																					
Chetan S Shah	Unsecured Loan	Chairman and Managing Director	159.57																					
Piyush Chandak	Unsecured Loan	Director	131.36																					
Kavita Piyush Chandak	Unsecured Loan	Wife of Director	34.28																					
Satyanarayan U. Rathi	Unsecured Loan	Promoter	200.83																					
Vipul Mulchand Shah	Unsecured Loan	Director	191.64																					
Arun Patodia	Unsecured Loan	Promoter	18.42																					
Narayan Patodiya	Unsecured Loan	Son of Promoter (Arun Patodiya)	12.21																					
Sunita Arun Patodiya	Unsecured Loan	Wife of Promoter (Arun Patodiya)	32.97																					
Shree Vasudev Processors Pvt Ltd	Unsecured Loan	Father Of Director (Piyush Chandak)	128.08																					
Bhavna Agarwal	Unsecured Loan	Promoter	30.70																					
Krishna Patodia	Unsecured Loan	Promoter	36.70																					
Kiran Shah	Unsecured Loan	Director	10.63																					
Pukhraj Agarwal	Unsecured Loan	Promoter	70.00																					
<p>i. Micro and small enterprise under the Micro, Small and Medium Enterprise Development Act, 2006 have been determined based on the information available with the company and required disclosures are given below:</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>31.03.2024</th> <th>31.03.2023</th> </tr> </thead> <tbody> <tr> <td>Principal amount remaining unpaid@.....</td> <td>172.36</td> <td>51.31</td> </tr> <tr> <td>Interest due thereon @.....</td> <td>Nil</td> <td>0.16</td> </tr> <tr> <td>The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day @.....</td> <td>Nil</td> <td>Nil</td> </tr> <tr> <td>The amount of interest due and payable for the year@.....</td> <td>Nil</td> <td>Nil</td> </tr> <tr> <td>The amount of interest accrued and remaining unpaid @.....</td> <td>Nil</td> <td>Nil</td> </tr> <tr> <td>The amount of further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid@.....</td> <td>Nil</td> <td>Nil</td> </tr> </tbody> </table> <p>Due to Micro and Small Enterprise have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.</p> <p>@ Amounts unpaid to Micro and Small Enterprises vendors on account of retention money have not been considered for the purpose of interest calculation.</p>				Particulars	31.03.2024	31.03.2023	Principal amount remaining unpaid@.....	172.36	51.31	Interest due thereon @.....	Nil	0.16	The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day @.....	Nil	Nil	The amount of interest due and payable for the year@.....	Nil	Nil	The amount of interest accrued and remaining unpaid @.....	Nil	Nil	The amount of further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid@.....	Nil	Nil
Particulars	31.03.2024	31.03.2023																						
Principal amount remaining unpaid@.....	172.36	51.31																						
Interest due thereon @.....	Nil	0.16																						
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day @.....	Nil	Nil																						
The amount of interest due and payable for the year@.....	Nil	Nil																						
The amount of interest accrued and remaining unpaid @.....	Nil	Nil																						
The amount of further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid@.....	Nil	Nil																						
<p>j. The Company has shown Net of Debtors and Creditors in case of Sub-Contract (Back to Back) Contracts</p>																								
<p>k. Balance of sundry Debtors/ Creditors/Loans/Advances and deposits are subject to confirmation, reconciliation and necessary adjustments.</p>																								
<p>i. Previous year's figures have been re-grouped or re-arranged wherever necessary to make them comparable with the current year figures.</p>																								
<p>m. <b>Cash &amp; Cash equivalents (for purpose of cash flow statement)</b> Cash &amp; Cash equivalents in the cash flow statement comprise cash at bank, cash in hand and fixed deposit with bank.</p>																								
<p>n. <b>Earnings per share</b> Basic earnings per share is computed by dividing the profit / (loss) after tax for the period by the number of the equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expenses or income relating to the dilutive potential equity shares, by the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.</p>																								
<p>o. <b>Impairment of Assets</b> Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable. An impairment loss is recognized 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 of disposal and value in use. In assessing value in use, the estimate future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets(cash –generating units).</p>																								
<p>p. <b>Inventories</b> Inventories are stated at lower of cost and net realisable value. Costs of inventories are determined on a FIFO basis. Raw materials is stated at Cost. Raw Materials cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Finished Goods is valued based on method which carried by the management which includes cost of direct materials, labour and proportion of manufacturing overheads based on the normal operating capacity. Traded Goods cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.</p>																								
<p>q. <b>Segment Reporting</b> The Company is a manufacturer of solar photo-voltaic modules as well as in the Engineering, Procurement and Construction (EPC) in the solar energy market, wherein the manufactured modules are utilized. Based on the "management approach" as defined in AS-17 Segment Reporting, the Chief Operating Decision Marker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by the overall business segment, i.e. the performance of the EPC projects. As the allocation of resources and profitability of the business is evaluated by CODM on an overall basis, with evaluation into individual categories to understand the reason for variations, no separate segments have been identified. Accordingly no additional disclosure has been made for the segment revenue, segment results and the segment assets and liabilities.</p>																								
<p>r. The Company has borrowed fund from Banks on the basis of security of current assets and the company has filed monthly statement of current assets with the Bank and the same are generally in agreement with books of accounts.</p>																								

**SOLEX ENERGY LIMITED**
**Notes forming part of the Audited financial statements**
**Note -1 (s) - Analytical Ratio**

Ratio	Numerator	Denominator	Period	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for Variance
a) Current Ratio	Current assets	Current Liabilities	C/year	15,152.51	11,504.02	1.32			Decrease in current ratio is due to substantial increase in short term borrowing and at the same time better cash conversion from current assets.
			P/Year	8,271.72	5,443.58		1.52	-13.32%	
b) Debts Equity Ratio	Total debt	Shareholder's equity	C/year	9,615.98	4,624.17	2.08			Due to substantial increase in the short-term borrowings by the company during the year, this Ratio has increased.
			P/Year	6,594.14	3,762.69		1.75	18.66%	
c) Debts Service Coverage Ratio	Earnings available for debt service	Debt service	C/year	3,050.77	876.94	3.48			Increase in profitability is higher than the increase in current maturing of long term debt, which led to better debt service coverage ratio
			P/Year	1,399.87	630.79		2.22	56.76%	
d) Return on Equity Ratio(ROE)	Net profits after taxes	Average shareholder's equity	C/year	873.48	4,193.43	20.83%			Significant increase in profit compared to previous year, without diluting the equity; ROE of the company has increased.
			P/Year	271.07	3,233.16		8.38%	148.44%	
e) Inventory Turnover Ratio	Cost of goods sold OR sales	Average Inventory	C/year	29,794.44	4,838.33	6.16			Company's inventory turnover is slight better than previous year. This indicate that company is able to convert the inventory to sales in reasonably fast pace and not holding much inventory.
			P/Year	13,257.68	2,231.24		5.94	3.64%	
f) Trade Receivable Turnover Ratio	Revenue	Average trade receivable	C/year	36,592.11	3,847.06	9.51			Company's sales to cash conversion is significantly better than previous year, which shows quality of company's growth. Company is converting cash from sales at faster level.
			P/Year	16,171.29	2,549.80		6.34	49.98%	
g) Trade Payable Turnover Ratio	Purchases of services and other expenses	Average trade payable	C/year	35,951.01	3,738.20	9.62			Improvement in cash conversion has led to improve in creditors days.
			P/Year	15,983.43	2,085.32		7.66	25.47%	
h) Net Capital Turnover Ratio	Revenue	Average Working capital	C/year	36,592.11	3,238.32	11.30			Improvement in cash conversion has led to improve in creditors days.
			P/Year	16,171.29	2,901.80		5.57	102.76%	
i) Net Profit Ratio	Net profit	Revenue	C/year	873.48	36,592.11	2.39%			Due to substantial increase in revenue, and profit of the company, this ratio has substantially increased as compared to Previous Year.
			P/Year	271.07	16,171.29		1.68%	42.41%	
j) Return on Capital Employed(ROCE)	Earning before interest and taxes	Average Capital Employed	C/year	2,204.61	8,789.85	25.08%			Better profitability has led to improved return on capital employed.
			P/Year	946.38	6,519.61		14.52%	72.79%	
k) Return on Investment(ROI)	Income generated from investments	Time weighted average investments	C/year	N.A.	N.A.	N.A.	N.A.	N.A.	
			P/Year	N.A.	N.A.	N.A.	N.A.	N.A.	
<b>Other Ratios</b>									
Interest Service Coverage Ratio	Earnings available for Interest service	Interest paid	C/year	2,204.61	1,050.46	2.10			Despite increase in financial cost for the year, company was able to improve interest service coverage ratio at much better level than previous year. The same is due to substantial increase in profit.
			P/Year	946.38	561.22		1.69	24.46%	
Operating Profit Margin %	Operating Margin	Turnover	C/year	944.73	36,592.11	2.58%			Increase in revenue has led to better unit economics and higher operating margin.
			P/Year	117.61	16,171.29		0.73%	254.98%	
Return on Net Worth	Earning Available for Shareholder	Average shareholder's equity	C/year	873.48	4,193.43	20.83%			Increase in overall revenue and higher profitability let to better return on net worth.
			P/Year	271.07	3,233.16		8.38%	148.44%	
Net Profit Margin %	Net Profit	Turnover	C/year	873.48	36,592.11	2.39%			Increase in revenue has led to better unit economics and higher net profit margin.
			P/Year	271.07	16,171.29		1.68%	42.41%	

**SOLEX ENERGY LIMITED**

Notes forming part of the Audited financial statements

**Note : 2 SHARE CAPITAL**

Particulars	As at 31-03-2024		As at 31-03-2023	
	No. of Shares	Amount (Rs. in Lakhs)	No. of Shares	Amount (Rs. in Lakhs)
<b>Authorised Share Capital</b>				
Equity shares of Rs 10/- each with voting rights	8,000,000	800.00	8,000,000	800.00
<b>Total</b>	<b>8,000,000</b>	<b>800.00</b>	<b>8,000,000</b>	<b>800.00</b>
<b>Issued, Subscribed and fully paid Share Capital</b>				
Equity shares of Rs 10/- each with voting rights	8,000,000	800.00	8,000,000	800.00
<b>Total</b>	<b>8,000,000</b>	<b>800.00</b>	<b>8,000,000</b>	<b>800.00</b>

**Note 2.1 Reconciliation of the number of shares outstanding at the beginning and at the end of the year :**

Particulars	No. of Shares	Amount (Rs. in Lakhs)
At April 1, 2022	8,000,000	800.00
Changes during the year	-	0.00
At March 31, 2023	8,000,000	800.00
Changes during the year	-	0.00
At March 31, 2024	8,000,000	800.00

**Note 2.2 Details of shareholders holding more than 5% shares in the company :**

Particulars	As at 31-03-2024		As at 31-03-2023	
	No. of Shares	% of total shares	No. of Shares	% of total shares
<b>Equity shares with voting rights</b>				
KALPESHKUMAR RAMANBHAI PATEL	1,597,360	19.97%	1,597,360	19.97%
CHETAN SURESHCHANDRA SHAH	472,172	5.90%	472,172	5.90%
SATYANARAYAN UNKARCHAND RATHI	471,655	5.90%	471,655	5.90%
ANIL RATHI	471,654	5.90%	471,654	5.90%
SHIVPRAKASH UNKARCHAND RATHI	471,653	5.90%	471,653	5.90%
Other less than 5%	4,515,506	56.44%	4,515,506	56.44%
<b>Total</b>	<b>8,000,000</b>	<b>100.00%</b>	<b>8,000,000</b>	<b>100.00%</b>

No shares have been reserved for issue under options and contracts/commitments for the sale of shares/disinvestment.  
The company has not allotted any shares pursuant to contracts, without payment being received in cash.  
The company has not allotted any bonus shares.  
The company has not bought back any shares.  
No shares have been forfeited by the company.

**2.3 Shareholding of Promoters (Shares held by promoters at the end of the year)**

Sr. No.	Name of Promoter	No. of shares Held	% of total shares	% change during the year
1	Kalpeshkumar Ramanbhai Patel	1,597,360	19.97	-
2	Chetan Sureshchandra Shah	472,172	5.90	-
3	Satyanarayan Unkarchand Rathi	471,655	5.90	-
4	Anil Rathi	471,654	5.90	-
5	Shivprakash Unkarchand Rathi	471,653	5.90	-
6	Krishna Patodia	311,492	3.89	-
7	Sapna Vipul Shah	276,059	3.45	-
8	Shakuntala Mulchand Shah	276,057	3.45	-
9	Kailashchandra Bansilal Chandak	258,493	3.23	-
10	Pukhraj Ganeshilal Agrawal	220,494	2.76	-
11	Agrawal Bhavana	220,492	2.76	-
12	Paulomi Chetan Shah	140,533	1.76	-
13	Piyush Chandak	129,247	1.62	-
14	Kavitadevi Kailashchandra Chandak	77,548	0.97	-
15	Shikha Ayush Patodia	72,000	0.90	-
16	Kavita Piyush Chandak	51,698	0.65	-
17	Patodia Arunkumar Kashiprasad	44,499	0.56	-
18	Narayan Arun Patodia	44,498	0.56	-
19	Sunita Arunkumar Patodia	44,498	0.56	-

**SOLEX ENERGY LIMITED**  
 Notes forming part of the Audited financial statements

3 Reserves and Surplus		Rs. in Lakhs	
Particulars	As at 31 March 2024	As at 31 March 2023	
<b>Securities premium</b>			
Opening Balance	1,311.45	1,311.45	
Add: Issue of Equity Shares	-	-	
Less: Deletion	-	-	
Add/(Less): Share issue Expenses	-	-	
<b>Closing Balance</b>	<b>1,311.45</b>	<b>1,311.45</b>	
<b>Retained Earnings</b>			
Balance at the beginning of the year	1,651.25	1,392.17	
Add: Profit/(Loss) during the year	873.48	271.07	
<b>Less: Appropriation</b>			
Transfer to General Reserve	-	-	
Dividend on Equity Shares (Incl. DDT)	12.00	12.00	
<b>Balance at the end of the year</b>	<b>2,512.73</b>	<b>1,651.25</b>	
<b>Total Reserve &amp; Surplus</b>	<b>3,824.17</b>	<b>2,962.69</b>	

4 Long Term Borrowings		Rs. in Lakhs	
Particulars	As at 31 March 2024	As at 31 March 2023	
<b>Secured</b>			
Secured Term loans from Bank - Long term	3,238.68	3,579.78	
<b>Unsecured</b>			
Loans from directors and related Parties	1,269.35	893.05	
Loans from Financial institution	211.99	-	
<b>Total</b>	<b>4,720.02</b>	<b>4,472.82</b>	

**Terms of Repayment**

Sr No	Name of Lender	Amount	Details	Security
1	SBI - TL - 1	1989.25	Term loan - Plant & Machinery	As per annexure
2	Bank of Baroda - TL 1	733.55		
3	Bank of Baroda - TL 2	63.89		
4	UBI - TL 1	432.36		
5	ICICI - TL	13.40	Vehicle Loan	Secured by Hypothecation on Particular Vehicle
6	Kotak Bank - Car loan	4.63		
7	HDFC Bank - Car loan	1.60		
<b>Total</b>		<b>3,238.68</b>		

5 Deferred Tax Liabilities (Net)		Rs. in Lakhs	
Particulars	As at 31 March 2024	As at 31 March 2023	
Deferred Tax Liabilities (Net)	119.53	47.96	
<b>Total</b>	<b>119.53</b>	<b>47.96</b>	

6 Long Term Provisions		Rs. in Lakhs	
Particulars	As at 31 March 2024	As at 31 March 2023	
Provision for O & M	216.83	349.40	
Gratuity Provision	11.58	1.67	
<b>Total</b>	<b>228.41</b>	<b>351.07</b>	



## 7 Short Term Borrowings

Rs. in Lakhs

Particulars	As at 31 March 2024	As at 31 March 2023
Secured cash credit	3,927.41	1,490.53
Current maturities of Long term borrowing	876.94	630.79
Short term unsecured borrowing	91.60	-
<b>Total</b>	<b>4,895.96</b>	<b>2,121.32</b>

### 7.1 Annexure to borrowing

<p><b>Security Details :</b> Working capital loans repayable on demand from banks is secured by hypothecation of :  Joint deed of Hypothecation with first pari-passu charge of all consortium member Banks on entire stock of raw material, Plant &amp; Machinery and Book Debts, both present and future (excluding machinery/ Equipments hypothecated to other financial institutions"</p> <ul style="list-style-type: none"> <li>- Pari-passu charge by equitable mortgage of house situated at B/2,Punit Socity,Opp Mahi Canal, Nr. Vaikuth Apartment, Behind N.D.D.B Auditorium ,Anand-Sojitra Road, Anand, admeasuring 112.87 sq.mtrs,R.S.No.1606/2/P ,FP No.124/A,TP SeHEME No.4 of Anand Nagar Palika standing in the name of Kalpeshkumar Ramanbhai Patel.</li> <li>- Pari-passu charge by equitable mortgage of leasehold factory land bearing R.S.No.755/p (original R.S.No.755),Plot No.131/A admeasuring 821 sq mtrs and construction thereon admeasuring of 1653.63 sq mtrs,GIDC Industrial Estate, Vithal Udyognagar,Tal.and Dist. Anand belonging to Mr. Kalpeshkumar Ramanbhai Patel.</li> <li>- Pari-passu charge by equitable mortgage of lease hold property situated at R.S.No.755 paiki Plot No.131/B in GIDC Industrial estate, Vithal Udyognagar admeasuring 696.01 sq.mtrs and construction thereon admeasuring of 500.05 Sq. Mtr.belonging to Mr. Kalpeshkumar R Patel.</li> <li>- Pari-passu charge by equitable mortgage of lease hold property situated at R.S.No 770/P2, Ground floor shop no G-90, Jai Bhavani security services admesuring 18.58 sq . mtr. situated at "Pooja estate" bh. Dmart, Nr Janta Chowkdi, Vithal Udhonagar GIDC area, Off Anand Sojita road, At Anand 388121</li> <li>- Pari-passu charge by equitable mortgage of factory Land &amp; Building at Block no 938, Plot no 1(A-Type), Tadkeshwar, Mandvi, Surat admeasuring 36742.88 sq.mtrs and construction thereon admeasuring of 242151 Sq. Mtr.belonging to M/s Shree Vasudev Industries.</li> <li>- Pari-passu charge by extension of charge on Bungalow No 106, Shree Sant Tukaram Co-op. Housing Society Ltd., Part 3, Bhattar Road, Surat admeasuring 406.82 sq yards and construction thereon admeasuring of 4394 Sq. Mtr.belonging to Mr. Chetan Shah, Mr. Jayesh Shah and Mr. Paresh Shah.</li> <li>- Pari-passu charge by 203 (Build up area of 50.25 sq mtr) and shop no 204 (build up area of 50.25 sq mtr) (Second floor in , Adhyashakti Complex, Beside Honest Hotel, */A, National Highway, Lalpar, Morbi, Gujarat- 363642.belonging to Mr. Vipul Shah.</li> <li>- Pledge of FDR of Rs. 70.00 Lacs in the name of the company.</li> </ul>
---

## 8 Trade Payables

Rs. in Lakhs

Particulars	As at 31 March 2024	As at 31 March 2023
Total outstanding dues of Micro Enterprise and small enterprise (MSME)	172.36	51.31
Total outstanding dues of Creditor of other than MSME	4,745.72	2,730.68
<b>Total</b>	<b>4,918.08</b>	<b>2,781.99</b>

### Trade Payables ageing 31 March, 2024

Rs. in Lakhs

Particulars	Outstanding for following periods from due date of payment				Total
	< 1 Year	1-2 years	2-3 years	> 3 Year	
(i) MSME	172.27	0.09	-	-	172.36
(ii) Others	4,566.20	88.53	41.64	49.34	4,745.72
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-
<b>Total</b>	<b>4,738.47</b>	<b>88.62</b>	<b>41.64</b>	<b>49.34</b>	<b>4,918.08</b>

**9 Other Current Liabilities**

Particulars	Rs. in Lakhs	
	As at 31 March 2024	As at 31 March 2023
Statutory liabilities	481.96	89.30
Advances from customers	505.87	232.62
Other current liabilities Payables	378.66	207.78
<b>Total</b>	<b>1,366.49</b>	<b>529.70</b>

**10 Short Term Provisions**

Particulars	Rs. in Lakhs	
	As at 31 March 2024	As at 31 March 2023
Provisions for Income Tax	275.19	0.00
Other short term provision Payables	47.82	10.12
Dividend payable	0.17	0.14
Registration Fees Payable	0.30	0.30
<b>Total</b>	<b>323.48</b>	<b>10.56</b>

**Non current assets**
**12 Non-current Investments**

Particulars	Rs. in Lakhs	
	As at 31 March 2024	As at 31 March 2023
Investment in MF <i>(Against term loan)</i>	150.00	0.00
Investment in FDR <i>(Against term loan)</i>	79.28	75.32
Investment in Govt. bonds	8.56	8.08
<b>Total</b>	<b>237.84</b>	<b>83.40</b>

**13 Other Non-current Assets**

Particulars	Rs. in Lakhs	
	As at 31 March 2024	As at 31 March 2023
Securities Deposits	334.20	183.92
<b>Total</b>	<b>334.20</b>	<b>183.92</b>

**Current Assets**
**14 Current Investment**

Particulars	Rs. in Lakhs	
	As at 31 March 2024	As at 31 March 2023
Current Investment	1,230.15	-
<b>Total</b>	<b>1,230.15</b>	<b>-</b>

\*Idle funds placed in FD for short term

**15 Inventories**

Particulars	Rs. in Lakhs	
	As at 31 March 2024	As at 31 March 2023
Raw materials	4,538.62	1,737.32
Work-in-progress	-	-
Finished goods	2,099.97	1,300.76
Packing Material	-	-
<b>Total</b>	<b>6,638.59</b>	<b>3,038.07</b>

**16 Trade Receivables**

Particulars	Rs. in Lakhs	
	As at 31 March 2024	As at 31 March 2023
Unsecured & Considered Good	4,669.36	3,024.75
<b>Total</b>	<b>4,669.36</b>	<b>3,024.75</b>

SOLEX ENERGY LIMITED  
CIN - L40106GJ2014PLC081036

Notes forming part of the Audited financial statements

Trade receivable ageing as on 31 march, 2024						Rs. in Lakhs
Particulars	Outstanding for following periods from due date of payment					As at 31 March 2024
	< 6 Months	6 months- 1 year	1-2 years	2-3 years	> 3 Years	Total
<b>Undisputed Trade receivables</b>						
-Secured, considered good						-
-Unsecured, considered good	3,599.84	218.06	288.47	71.39	491.60	4,669.36
-Doubtful	-	-	-	-	-	-
<b>Disputed Trade receivables</b>						
-Secured, considered good	-	-	-	-	-	-
-Unsecured, considered good	-	-	-	-	-	-
-Doubtful	-	-	-	-	-	-
<b>Sub Total</b>	<b>3,599.84</b>	<b>218.06</b>	<b>288.47</b>	<b>71.39</b>	<b>491.60</b>	<b>4,669.36</b>
Provision for doubtful trade receivables						-
<b>Total</b>						<b>4,669.36</b>

17 Cash and Cash Equivalents			Rs. in Lakhs
Particulars	As at 31 March 2024	As at 31 March 2023	
Balances with Banks in current accounts	11.25	2.13	
Cash on hand	7.82	11.21	
<b>Total</b>	<b>19.08</b>	<b>13.34</b>	

18 Short Term Loan and Advances			Rs. in Lakhs
Particulars	As at 31 March 2024	As at 31 March 2023	
Advance to Creditors	455.87	694.43	
Deposit against rental premises	91.84	93.35	
Advance to Staff	11.66	11.45	
<b>Total</b>	<b>559.37</b>	<b>799.23</b>	

19 Other Current Assets			Rs. in Lakhs
Particulars	As at 31 March 2024	As at 31 March 2023	
Subsidy Receivable	427.98	214.00	
Fixed Deposits (held as Margin Money Deposits against Guarantees/Letter of Credit and Pledge against the Borrowings)	693.21	465.10	
TDS & TCS Receivable	110.83	13.18	
Advance Income Tax	170.00	-	
Balance with Statutory/ Govt. Authorities:	570.74	639.93	
Prepaid Expenses	62.73	63.16	
Registration fee Receivable	0.47	0.98	
<b>Total</b>	<b>2,035.96</b>	<b>1,396.35</b>	

**SOLEX ENERGY LIMITED**  
**Notes forming part of the Audited financial statements**

**20 Revenue From Operations** Rs. in Lakhs

Particulars	For Year ended 31 March 2024	For Year ended 31 March 2023
Sale of products	33,106.03	13,876.86
Sale of services		
Installation and Commission Charges	1,479.94	1,421.21
Job Work charges Received	1,865.00	721.56
Annual Maintenance Income recognised during the year	141.15	151.66
<b>Total</b>	<b>36,592.11</b>	<b>16,171.29</b>

**21 Other Income** Rs. in Lakhs

Particulars	For Year ended 31 March 2024	For Year ended 31 March 2023
Interest Income	34.68	24.84
Subsidy Income	93.85	214.00
Gain on Forex Transaction	65.03	13.46
Interest on Income Tax Refund	4.32	6.11
Other Income	11.54	9.14
<b>Total</b>	<b>209.42</b>	<b>267.55</b>

**22 Cost of materials consumed** Rs. in Lakhs

Particulars	For Year ended 31 March 2024	For Year ended 31 March 2023
<b>Raw Material consumed</b>		
Opening stock	1,737.32	1,087.23
Purchases	33,394.96	14,871.35
Less: Closing stock	4,538.62	1,737.32
<b>Total</b>	<b>30,593.65</b>	<b>14,221.27</b>

**23 Changes in inventories of finished goods, Stock in Trade and work in progress** Rs. in Lakhs

Particulars	For Year ended 31 March 2024	For Year ended 31 March 2023
<b>Opening stock</b>		
Finished Goods	1,300.76	337.17
Work-In-Progress	-	-
<b>Less: Closing Stock</b>		
Finished Goods	2,099.97	1,300.76
Work-In-Progress	-	-
<b>Total</b>	<b>(799.21)</b>	<b>(963.59)</b>

**24 Employee benefits expense** Rs. in Lakhs

Particulars	For Year ended 31 March 2024	For Year ended 31 March 2023
Salaries and wages	1,130.88	517.19
Director Remuneration	126.07	83.25
Contribution to provident and other fund	47.16	19.38
Staff welfare expenses	53.02	34.86
Bonus Expense	16.37	13.69
Leave encashment	16.85	0.00
Gratuity Exp	9.91	0.84
<b>Total</b>	<b>1,400.27</b>	<b>669.20</b>

**25 Finance costs** Rs. in Lakhs

Particulars	For Year ended 31 March 2024	For Year ended 31 March 2023
Interest Expense on:		
Term Loan	329.87	197.63
Cash Credit	246.69	140.98
Interest on Unsecured Loan	204.79	100.05
Buyer's Credit/Letter of Credit	55.33	24.82
Interest on Vehicles Loan	0.38	1.56
Interest On TDS	0.22	0.16
Interest to MSME Creditors	0.00	0.16
Bank Charges and Commission	213.17	95.86
<b>Total</b>	<b>1,050.46</b>	<b>561.22</b>

**26 Depreciation and amortization expense** Rs. in Lakhs

Particulars	For Year ended 31 March 2024	For Year ended 31 March 2023
Depreciation on Property, Plant and Equipments	846.16	453.49
<b>Total</b>	<b>846.16</b>	<b>453.49</b>

**27 Other expenses** Rs. in Lakhs

Particulars	For Year ended 31 March 2024	For Year ended 31 March 2023
Manufacturing Expenses		
Freight Expenses - Inward	333.59	96.02
Testing And Certification Expense	151.13	4.32
Power Exp	390.21	212.68
Rent Expenses	274.72	165.35
Labour Charges	154.75	83.18
Clearing & Forwarding Expenses	120.83	51.53
Repairs & Maintenance Expenses- Machinery	66.35	26.13
Factory Expense	63.94	3.46
Project Expenses	42.60	16.20
Loading & Unloading Expenses	16.51	11.32
Other Manufacturing expense	40.22	3.25
	<b>1,654.84</b>	<b>673.44</b>
Selling and Administrative Expenses		
Transportation Expenses - Outward	239.74	15.68
Exhibition Expenses	150.92	31.99
Travelling Expenses - Local & Foreign	104.27	55.75
Repairs & Maintenance Expenses- Others	19.50	9.08
Professional Fees Expenses	70.85	53.02
Commission on Sales	79.51	54.78
Insurance Expenses	42.31	34.20
Sales Promotion And Marketing Expenses	43.40	1.50
Security Expenses	24.09	13.53
Computer & Software, Subscription Expenses	29.34	7.00
Liquidated Damages (LD)	18.41	29.33
Office Expenses	24.22	62.09
Communication and Internet Expenses	8.94	8.21
Printing and Stationery Expenses	5.95	5.33
Remuneration to statutory and tax auditor	2.25	2.25
Internal audit fees	1.50	1.50
Cost audit fees	0.35	0.00
Export Exp	7.84	2.09
GST Expenses	1.99	23.59
Legal Expense	11.58	3.59
Penalty/Late Fees	0.00	13.36
Tender Fees Expenses	2.08	1.77
Miscellaneous Expenses	12.16	8.99
<b>Total</b>	<b>2,556.06</b>	<b>1,112.08</b>

**28 Tax expenses** Rs. in Lakhs

Particulars	For Year ended 31 March 2024	For Year ended 31 March 2023
Current tax	209.10	66.09
Deferred tax	71.57	46.11
<b>Total</b>	<b>280.67</b>	<b>112.20</b>

**SOLEX ENERGY LIMITED**

Notes forming part of the Audited financial statements

Note : 11 Property, Plant &amp; Equipment and Intangible Asset

Particulars	GROSS BLOCK				DEPRECIATION			NET BLOCK		Rs. in Lakhs
	As on	Additions during the year	Deduction during the year	As on	Depreciation for the year	Deduction during the year	As on	As on		
	01-04-2023	31.03.2024	01-04-2023	31.03.2024	31.03.2024	31.03.2024	31.03.2024	31-03-2023		
<b>A</b>										
Property, Plant & Equipment										
1 Office Building	0.00	73.90	0.00	73.90	0.00	4.68	4.68	69.22	0.00	
2 Plant and machinery	4950.27	677.88	0.00	5628.15	476.16	693.04	1169.21	4458.94	4474.10	
3 Plant and machinery (Renewable Energy Devise Manufacturing)	133.03	0.00	0.00	133.03	126.38	0.00	126.38	6.65	6.65	
4 Furniture and Equipments	42.52	12.58	0.00	55.10	4.46	6.83	11.29	43.81	38.06	
5 Computer System	122.30	18.52	0.00	140.82	30.73	37.92	68.65	72.17	91.58	
6 Vehicle	35.74	8.00	0.00	43.74	19.11	3.58	22.69	21.05	16.62	
7 Office Equipment	53.25	10.68	0.00	63.93	16.41	9.14	25.55	38.38	36.84	
8 Packing Equipment	1.26	0.47	0.00	1.73	0.14	0.46	0.60	1.14	1.12	
9 Factory Utilities	829.67	28.75	0.00	858.42	47.43	89.36	136.79	721.63	782.24	
<b>Sub Total</b>	<b>6168.03</b>	<b>830.78</b>	<b>0.00</b>	<b>6998.82</b>	<b>720.82</b>	<b>845.01</b>	<b>1565.83</b>	<b>5432.99</b>	<b>5447.21</b>	
<b>B</b>										
Intangible Assets										
Intangible Assets	12.12	0.00	0.00	12.12	4.19	1.15	5.34	6.78	7.93	
<b>C</b>										
Capital Work in Progress	83.94	608.96	683.43	9.47	0.00	0.00	0.00	9.47	83.94	
<b>D</b>										
Intangible assets under Development	0.00	22.36	0.00	22.36	0.00	0.00	0.00	22.36	0.00	
<b>GRAND TOTAL</b>	<b>6264.09</b>	<b>1462.11</b>	<b>683.43</b>	<b>7042.77</b>	<b>725.01</b>	<b>846.16</b>	<b>1571.17</b>	<b>5471.60</b>	<b>5539.08</b>	

**SOLEX ENERGY LIMITED**  
**Notes forming part of the Audited financial statements**

**Note - 1 (d) Contingent liability**

Name of the statute		Nature of dues	Amount of Demand	Period	Pending with		Amount in Rs.	Status
Notice for intimating discrepancies in the return after scrutiny - Form GST ASMT-10- Notice for Excess ITC Taken					State Tax,	Ranchi-JH		
Audit/2023/1846 Dt:13/09/2023- For GST TDS Reconciliation with Outward Supply		GST	Yet Not Calculated	F.Y.2019-20	SGST - Raipur-CG			Reply submitted
Gujarat Value Added Tax Act, 2003		Gujarat VAT	28,49,591	FY 2016-17	Deputy Commissioner of State Tax, Appeal-6, Vadodara			Under Process
Show Cause Notice and Summary thereof in Form GST DRC-01 For Credit Note & Excess ITC		GST	73,950	FY 2018-19	SGST- Raipur -CG			Reply Submitted, Under Process
Notice for intimating discrepancies in return in Form GST ASMT-10 (For GSTR-7 & 3B Diff. and GSTR-9 & 9C Diff)		GST	9,35,370	FY 2019-20	SGST- Raipur -CG			Reply Submitted, Under Process
SCN and DRC-01 (Notice Raised Based on Preventive-CGST Department Notice)		GST	36,69,205	FY 2018-19	SGST- Ranchi- JH			Under Process
Gujarat GST Refund Review for Jul-Sep'20 - Refund Remand Back by CGST		GST	2,69,986	FY 2020-21	CGST - Gujarat			Appeal Filed, Under appeal proceeding
DRC-07 (Notice For 70:30 Provision)		GST	44,34,273	2017-18	Commissioner of Appeal- SGST- Ranchi- Jharkhand			Appeal Filed, Under appeal proceeding
Custom Duty Dispute (Malasiya)		Customs	1,99,65,035					







## Reach Us :



 1800-572-8787

 +91-261-3559999

 info@solex.in

### Corporate Office

301-303, Trinity Business Park, Madhuvan Circle,  
L P Savani Road, Pal, Surat - 395009, Gujarat

### Registered Office

Plot No. 131/A, Phase - 1, H.M.Road, G.I.D.C.,  
Vitthal Udyognagar, Anand - 388121, Gujarat

### Factory

Block #938, Vill: Tadkeshwar, Tal: Mandavi, Near  
General Polytex, Kim-Mandvi Road,  
Dist: Surat - 394110, Gujarat