



ANNUAL REPORT 2022

SOLAR ... WATER... LIFE

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CHAIRMAN'S LETTER

Dear and Esteemed Fellow Shareholders,

It is an honour and privilege to present before you the **12th Annual Report** of Bright Solar. This is an exciting year for Bright Solar as it marks our **12th Anniversary**. It has been a wonderful journey so far as we continue to expand our services each year, and share in the continued success of our associates. During the course of last year and continuing, we have survived a tough time. It has come as a reality check for the whole solar industry that is trying to re-invent its own culture.

Surviving this time conveys our potential to lead the way for the bright future. Since getting listed on NSE, in 2018, we have been extending our knowledge and capabilities for venturing into new and unknown terrains to set up new benchmarks in the industry. As India have moved to 3rd largest solar market in the world. The installed capacity reached 35.12 GW as of 30 June 2020. India has the lowest capital cost per MW globally of installing solar power plants today. With The Focus of Modi Government on Atma Nirbhar Bharat Mission, one of the Key area is Solar PV Manufacturing, Increasing end to end Power Availability as per requirement and Cheap Power Supply to all. The Future looks promising and bright.

We, at Bright Solar, are committed to fulfilling Government's vision and with the leadership of International Solar Alliance, propel India's growth story in the field of solar energy generation. The Government of Gujarat Launched last year Solar Rooftops Scheme that will boost its acceptance across the state. Bright Solar participated in the scheme as a valued partner in nation building and I am happy to announce that we got orders to the extent of 3.01 Mega Watt in the First Year Itself.

We are committed to provide the maximum contribution for scaling the rooftop scheme benefits to the retail users. The Total revenue from operation is ₹ 7,18.68 lacs compared to the Previous year was ₹ 2,452.39 lacs. Which is 70.69% decreased compared on Y-o-Y

Moreover, the Profit after tax (PAT) in current year is ₹737.44 lacs (Negative figure i.e. Net Loss) compared to the previous year was Rs 17.63 Lacs. which is 4282.87% declined Y-o-Y. Reason for declined in PAT mainly because of higher cost of goods, non-availability of new business opportunities, increase in number of competitors and Global recession..

Solar power is one of the most efficient yet clean sources of energy we have access to. There are no increased fuel costs or dependencies, no ties to pollutants, and it's both reliable and affordable. Of course, in order to harness solar power you need access to specific technology. We feel proud and blessed for being awarded multiple projects and are fully committed to diligently work to give the best performance across all the domains. We proactively and passionately endeavour to expand in scope and scale across all over the globe. None of these was, is or will be possible without your trustworthy, understanding and overwhelming support.

From the deepest reservoirs of my heart, I, on behalf of the company extend my gratitude and promise you that we will never let you down. Let's join hands to walk through an amazing financial year of 2021-22.

ABOUT COMPANY

COMPANY BACKGROUND

The Company was originally incorporated as “Bright Solar Private Limited” a Private Limited company under the provisions of the Companies Act, 1956 vide certificate of incorporation dated April 24, 2010, bearing Corporate Identification Number U51109GJ2010PTC060377, issued by Registrar of Companies, Gujarat, Dadra and Nagar Havelli.

Further, the Corporate Identification Number after conversion of the company from “Private” to “Public” was U51109GJ2010PLC060377. Further, the Company came up with the Initial Public Offer and got listed on National Stock Exchange of India Limited, SME Platform on July 09, 2018. The existing Corporate Identification Number is L51109GJ2010PLC060377.

BUSINESS DESCRIPTION

The Company is mainly engaged in the business of manufacturing of solar pump and pumping system & other solar products and Infrastructure projects which includes Rural water supply projects & EPC projects of Water treatment & Sewerage treatment plant unit.

The Company is operating in three different segments i.e.

- 1) Solar Water Pumping & Other System Sales
- 2) Infrastructure Projects
- 3) Sale of Services – Installation of Systems and Consulting of Project Tendering

COMPANY'S PRODUCT & WORK DESCRIPTION

| Sr. No | Product Name | Product Description | USP of Product |
|--------|-----------------------------------|--|---|
| 1. | Solar Water Pumping System | <p>Our Solar Water Pumping System Consists of an inverter, a pump, and a PW array. The system is designed on a premise that storing water is easier than storing electricity.</p> <p>The solar panels generate DC electricity, which is converted to AC by the inverter. The AC current thus generated can be used to run a 3-phase induction motor.</p> <p>The pump is water-submersible and can be used to draw water out of a river or lake. It can be directly connected to the irrigation system.</p> | <p>Our Solar Water pumping systems are easy to install. The parts used are of good quality and have a long life. The system is maintained by dedicated service engineers.</p> |

| | | | |
|----|---------------------------------|--|--|
| 2. | DC Solar Pumps | These pumps are our flagship products and they are in high demand. DC pumps are made with feasible and high-grade non-corrosive material. They are designed for heavy duty work and can give an average of 110 cub mt/hr. | The high efficiency of these pumps makes them extremely feasible. These pumps are easy to install and easy to use. The pumps are available in various sizes and can be fitted on any duty point. |
| 3. | AC Solar Pumps | Made with durable material for heavy duty pumping, our AC solar pumps are perfect for when large volumes of water have to be pumped out very fast. These pumps are made for irrigation work but can fit any duty point. | Easy to install and easy to use, AC Solar Pumps can pump up to 280-meter cubes per hour. This efficient pump is available in various sizes and can be fit at any duty point. |
| 4. | Solar Pumping Controller | The entire system of pumping can be controlled through the inverter. The inverter acts as both the powerhouse and the brain of the system. The DC current generated by the solar panels is converted to AC current. | The Solar Pumping Controller can adjust the output frequency to match the solar irradiation to implement maximum power point tracking in real time. It is compatible with 3-phase induction motor. It is highly reliable, with 98% conversion efficiency. The controller is fully automatic and has a dynamic power point tracking algorithm with advanced SPWM control. The controller can store up to 8 years of operations data. |
| 5. | Solar PV Rooftop System. | A well-planned rooftop system can efficiently supply power without using grid supply. In urban and rural India, millions of homes and commercial buildings have rooftops that receive ample sunlight during the day. These are ideal for harnessing the sun's energy by converting it into electric power. | Bright Solar Limited is offering its new product which is Solar PV Rooftop System (Grid Connected) for home use. During the year 2019-20 the company has first time done work of 3.06 MW solar Rooftop system for Household and 38 KW commercial system successfully in the various |

| | | | |
|----|-----------------------------------|--|---|
| | | | cities of Gujarat state. |
| 6. | Rural Water Supply Schemes | The Scheme is mainly for providing quality drinking water to the households in rural area. The households get water through piping system. In the scheme basically includes Solar Pump, iron or arsenic removal plant etc. are provided. | Bright Solar Limited is doing works of rural water supply in the state of Bihar and Assam. The Company is providing drinking water in rural area. |

CHANGES IN NATURE OF BUSINESS DURING THE F.Y 2021-22

We are in the same line of business. In the F.Y 2021-22, the company has turnover from Infrastructure project is 94.07%, from consultancy service is 3.34% and from Solar Water Pumping & Other System Sales is 2.59%. At Bright Solar, we are committed to creating a brighter future for everyone by making technology that works on clean energy sources and provides clean water for drinking and irrigation. We want to promote energy and water self-sufficiency in rural India. We also provide sanitation technology to India's villages.

OUR BUSINESS VERTICAL



➤ **Manufacturing of Solar Pump & Solar Pumping System**

As mentioned, before we are experts at manufacturing of Solar Water Pumping Systems. It is a way to fulfil our mission to take technology to rural India. This technology helps to fight the ongoing water crisis in India. It provides farmers with essential irrigation water and increases farmer's income.

➤ **Water Supply, Sewerage, and Infra Projects**

Solar pumps and their energy efficiency have universal appeal. We have also assembled pumping systems for infra projects across the country. Our pumping systems can be applied for water supply & sewage control. This service is instrumental in bringing clean drinking water & provide sewage drainage to rural India. The feasibility and quality of our pumps ensure that our systems are installed whenever a fixed supply of water is needed.

During F.Y 2021-22, your company has received work orders from the Office of the Chief Engineer (PHE) Water, Assam for the work of Implementation of different pipe water supply schemes under Tinsukia & Dibrugarh division amounting of Rs. 6.87 Cr. & Rs. 12.38 Cr. Your company has also opened Branch office in the state of Assam for the above specific projects.

➤ **EPC Contracts of Solar PV Water Pumps**

Under Engineering Procurement and Construction Contracts, we have associated with major industrial projects across the verticals. These projects give major industrial centres access to solar energy and clean water. Our expertise in solar technology has been appreciated by the biggest of corporations. Our prompt after-sales service and assembly management has positioned us a premier brand of solar pumps and modules.

➤ **Consulting of Projects and Tenders**

Bright Solar is also a key consultant to many government services that work in rural India. We often apply for government tenders to increase competitiveness and quality of service available in India. In Previous F.Y 2020-21, the company has started bidding tenders in its own name instead of doing consultancy. Hence, revenue from this segment is also ZERO during F.Y 2021-22.

➤ **Solar Module Manufacturing (Proposed)**

Due to COVID-19, Market is getting worse year by year. We are not able to procure machineries and require infrastructures at reasonable cost. Hence, we have currently postponed the plan for set up manufacturing unit of Solar Modules.

➤ **Water Treatment Plant Assembling Unit**

In May 2020, your company has started Water treatment plant assembling unit at Begusarai, Bihar. Currently, most regions in India do not have access to water treatment facilities. As a result, most of the unclean water either pollute the rivers or collects alongside the groundwater. To make this essential technology available to needed people, Bright Solar has taken an initiative towards making water treatment that works on solar energy.

➤ **Solar Photovoltaic Rooftop System (Grid Connected)**

Your company has received huge response of people for installation of Solar PV Rooftop system for residence during the year 2019-20. First time, your company has served 882 nos. household with total 3066 KW (3.06 MW) and 38 KW commercial work done during F.Y 2019-20 in the various cities of Gujarat state such as Ahmedabad, Vadodara, Surat, Rajkot, Junagadh & Amreli and other areas. In F.Y 2021-22, due to some unavoidable circumstances, your company was not able to submit its bid for the tender of installation of Solar Rooftop system in Gujarat state. However, your company has received a work order from "Office of Chief Engineer (Project-I), South Bihar Power Distribution Co. Ltd., Patna" for the work of Design, supply, installation, testing and Commissioning of grid connected Solar PV Rooftop system for residential area in various locations of Bihar.

➤ **Manufacturing, Sales & Marketing of FMCG products**

Your Company is planning to start manufacturing or sales and marketing of FMCG products. This will be a new business segment in which your company may enter in the nearest future. This new vision may take time in actual execution.

CORPORATE INFORMATION

BOARD OF DIRECTORS

| Name | DIN | Designation |
|--|----------|-------------------------------|
| Mr. Piyushkumar Babubhai Thumar | 02785269 | Chairman & Managing Director |
| Mr. Ajay Raj Singh | 08038990 | Whole-Time Executive Director |
| Mrs. Jagrutiben Joshi | 07737814 | Non-Executive Director |
| Mr. Viren Makwana | 09007676 | Independent Director |
| Mrs. Shivangi Gajjar (Appointed w.e.f. 23 rd July, 2021) | 07243790 | Independent Director |

KEY MANAGERIAL PERSONNEL

| Name | DIN/PAN | Designation |
|---|------------|--|
| Mr. Mukesh Tolia (Appointed w.e.f. 22 nd April, 2021 & Resigned w.e.f. 09 th April, 2022) | AAAPT7246H | Chief Financial Officer (CFO) |
| Mr. Sahul Jotaniya (Resigned on 31 st May, 2022) | AYRPJ7563Q | Company Secretary & Compliance officer |

COMMITTEES OF THE BOARD

Audit Committee

| Name | DIN | Designation |
|-----------------------------------|----------|-------------|
| Mr. Viren Rajeshkumar Makwana | 09007676 | Chairperson |
| Mr. Piyushkumar Babubhai Thumar | 02785269 | Member |
| Mrs. Shivangi Gajjar ¹ | 07243790 | Member |

¹Added to committee w.e.f. 23rd July, 2021

Stakeholder's Relationship Committee

| Name | DIN | Designation |
|-----------------------------------|----------|-------------|
| Mr. Viren Rajeshkumar Makwana | 09007676 | Chairperson |
| Mr. Piyushkumar Babubhai Thumar | 02785269 | Member |
| Mrs. Shivangi Gajjar ¹ | 07243790 | Member |

¹Added to committee w.e.f. 23rd July, 2021

Nomination & Remuneration Committee

| Name | DIN | Designation |
|-----------------------------------|----------|-------------|
| Mr. Viren Rajeshkumar Makwana | 09007676 | Chairperson |
| Mrs. Jagrutiben Joshi | 07737814 | Member |
| Mrs. Shivangi Gajjar ¹ | 07243790 | Member |

¹Added to committee w.e.f. 23rd July, 2021

| Statutory Auditor | Internal Auditor |
|--|---|
| M/S. NIRAV S. SHAH & CO. 112, Sakar V, Nr. Mithakhali Rly. Crossing, Off. Ashram Road, Ahmedabad-380009. | M/S. VCAN & CO. Third floor, Business Broadway Center, Above V-Mart, Law Garden, Ahmedabad, Gujarat. |
| | Secretarial Auditor |
| | M/s. Payal Dhamecha & Associates Practicing Company Secretary S/1, 2 nd Floor, Olway House, Nr. Navneet House, Gurukul, Ahmedabad- 380052, Gujarat. |

| Registrar & Share Transfer Agent | Bankers |
|--|--|
| Accurate Securities and Registry Private Limited SEBI Registration Number: INR000004173 Address: 203, Sangrila Arcade, Above Samsung Showroom, Nr. Shyamal cross road, Satellite, Ahmedabad-380015 Tel No.: +91-63354814518/079-48000319 Contact Person: Mr. Ankur Shah | ICICI Bank Limited Bank of Baroda State Bank of India |

| Registered Office | Warehouse |
|--|---|
| BRIGHT SOLAR LIMITED C-103, Titanium Square, Thaltej Cross Road, S.G highway, Ahmedabad -380059, Gujarat, India. Email: compliance@brightsolar.co.in Website: www.brightsolarltd.com | Fagvel Village, Dist. Kheda, Gujarat. |
| | Branch Office |
| | Branch I - Begusarai, Dist. Patna, Bihar 2 nd Floor, Bharat Nivas, Shree Krishna Nagar, Nala Road, Vishvnath Path, Nr. Laxminagar, |

| | |
|--|---|
| | <p>Begusarai- 851101, Bihar.</p> <p>Branch II – Guwahati, Assam</p> <p>1stFloor, Tarif Mansion, VIP Road, Above Citi Dhaba, Six Mile, Guwahati- 381022, Assam.</p> <p>Branch III – Amreli, Gujarat</p> <p>Shop No. 8-9, 2nd Floor, Jay Complex, Opp. Gandhi Baug, Amreli-365601 Gujarat.</p> |
|--|---|

***As on Board Meeting date 08th Sep, 2022**

BOARD'S REPORT

To,
The Members of
Bright Solar Limited

Dear Shareholders,

The Board of Directors are pleased to present the company's 12th Annual Report along with the Audited Financial Statements for the financial year ended on March 31, 2022.

COMPANY'S PERFORMANCE

1) FINANCIAL HIGHLIGHTS

The Company's financial performance (Standalone) for the year ended on March 31, 2022 is summarized below:

| PARTICULARS | STANDALONE | |
|--|--------------------------|--------------------------|
| | YEAR ENDED 31.03.2022 | YEAR ENDED 31.03.2021 |
| I. Net Sales/Income from Operations | 718.68 | 2452.39 |
| II. Other Income | 30.43 | 25.52 |
| III. Total Income(I+II) | 749.12 | 2477.91 |
| IV. Earnings Before Interest, Taxes, Depreciation and Amortization Expense | (691.18) | 78.88 |
| V. Finance Cost | 6.27 | 9.95 |
| VI. Depreciation and Amortization Expense | 40.07 | 40.41 |
| VII. Profit Before Tax (IV-V-VI) | (737.53) | 28.52 |
| VIII. Tax Expense: | | |
| i Current Tax Expense | 0.00 | 11.93 |
| ii MAT Credit | 0.00 | 0.00 |
| iii MAT Credit Relating to prior years | 0.00 | 0.00 |
| iv Tax Expense Relating to prior years | 0.00 | 0.00 |
| v Deferred Tax (Asset)/Liabilities | (0.92) | (1.04) |
| IX. Profit After Tax (VII-VIII) | (737.44) | 17.63 |

The Company discloses financial results on a quarterly basis of which results are subjected to limited review and publishes audited financial results on an annual basis. The Financial

Statements as stated above are also available on the website of the Company at <http://www.brightsolarltd.com/investor-relations/financial-results>.

2) FINANCIAL PERFORMANCE

The audited financial statements of your Company as on March 31, 2022, prepared in accordance with the relevant applicable Generally Accepted Accounting Standards and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of the Companies Act, 2013, forms part of this Annual Report. The key aspects of your Company's performance during the financial year 2021-22 are as follows:

During the Year under review, the Company recorded revenue from operations of ₹ 718.68 lacs as compared to the previous year was ₹ 2,452.39 lacs which is decreased by 70.69 % on Y-o-Y. The Net loss is ₹ 737.44 lacs as compared to the previous year was Net Profit is ₹ 17.63 lacs.

3) DIVIDEND

The Board of Directors of the company has not declared any final or interim dividend for the financial year 2021-22.

4) TRANSFER TO RESERVES

Your Company has not transferred any amount to the General Reserve and the same is retained in the Profit and loss account.

5) DEBT

In the Financial Year 2017-18, the Company has availed business loan from Bajaj Finserve amounting of ₹ 25.05 lacs from at 18% rate of interest. In the F.Y 2018-19, two Auto loans i.e. from ICICI Bank amounting of ₹ 6.15 lacs at 8.59% and from Toyota Financial Services India Ltd. of ₹ 23.87 lacs.

During the F.Y 2019-20, the company has availed an unsecured loan from M/s. G.L.E. India Solar Private Limited amount of ₹ 32.42 lacs. At the end of March 2022, total outstanding debt is ₹ 361.86 lacs of the Company.

6) CHANGE IN THE REGISTERED OFFICE

During the year under review, there was no change in the registered office of the Company.

7) SHARE CAPITAL

During the F.Y 2021-22, no changes have taken place in the authorized and paid-up share capital of the Company:

• AUTHORIZED CAPITAL

The Authorised Capital of the Company is ₹ 22,00,00,000/- (Rupees Twenty-two crore Only) divided into 2,20,00,000 Equity Shares of ₹ 10/- each.

However, after the end of Financial Year ending on March 31, 2021, Authorised Capital was increased from ₹22,00,00,000/- (Rupees Twenty-two crore Only) divided into 2,20,00,000 (Two crore twenty lacs) Equity Shares of ₹10/- each to ₹30,00,00,000 (Rupees Thirty crore only) divided into 3,00,00,000 (Three Crore) via EGM held on 19th April, 2021.

• ISSUED, SUBSCRIBED & PAID-UP CAPITAL

The issued, subscribed, and paid-up capital is ₹20,40,00,000/- (Rupees Twenty crore and forty lacs only) divided into 2,04,00,000 Equity shares of ₹10/- each.

In EoGM No. EoGM/2021-22/01 dated 19th April, 2021, Members of the Company approved ₹22,00,00,000/- (Rupees Twenty Two Crore Only) divided into 2,20,00,000 (Two Crore Twenty Lakh) Equity Shares of ₹10/- (Rupees Ten Only) each to ₹30,00,00,000/- (Rupees Thirty Crore Only) divided into 3,00,00,000 (Three Crore) Equity Shares of ₹10/- (Rupees Ten Only) and approved Issue of Equity Shares on Preferential Basis to Persons other than Promoter and Promoter Group, i.e to Issue up to 45,00,000 Equity Shares at a price of ₹14 per Equity Share including premium of ₹4 per Equity Share aggregating to ₹6,30,00,000 (Rupees Six Crores Thirty Lacs only)

The board of directors ("Board") of Bright Solar Limited ("Company"), at its Meeting held on Monday, June 7, 2021 has approved withdrawal of above Preferential Issue due to Withdrawal of consent of Proposed Strategic Investors for Subscribing to the said preferential allotment. The Board of Directors have also decided to hold back their decision till they found some other strategic investors to whom shares can be allotted.

8) DEPOSITS

During the year under review, your Company has not accepted any deposits from the shareholders and public within the meaning of Sections 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force).

9) SUBSIDIARIES/HOLDINGS OF THE COMPANY

Our Company does not have any holding company and nor it has any subsidiary company/(ies).

10) RISK MANAGEMENT AND INTERNAL CONTROL SYSTEM

The company has established a well-defined process of risk management, wherein the identification, analysis and assessment of the various risks, measuring of the probable impact of such risks, formulation of risk mitigation strategy and implementation of the same takes place in a structured manner. Though, the various risks associated with the business cannot be eliminated completely, all efforts are made to minimize the impact of such risks on the operations of the company. The require internal control systems are also put in place by the company on various activities across the board to ensure that business operations are directed towards attaining the stated organizational objectives with optimum utilization of the resources.

11) PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans Guarantees Investments and Security covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statement.

12) DIRECTORS AND KEY MANAGERIAL PERSONNEL

A) Constitution of Board:

As on the date of this report, the Board comprises of following Directors.

| Name of Director | Category Cum Designation | Date of Original Appointment | Date of Appointment at current Term & designation | Total Director ship ¹ | No. of Committee ² | | No. of Shares held as on March 31, 2022 |
|---|---|------------------------------|---|----------------------------------|-------------------------------|----------------------------------|---|
| | | | | | in which Director is Member | in which Director is Chairperson | |
| Mr. Piyushkumar Babubhai Thumar | Chairman & Managing Director | April 23, 2010 | January 25, 2018 | 1 | 2 | 0 | 9,000 Equity Shares |
| Mr. Ajay Raj Singh | Whole- Time Director | October 12, 2020 | October 12, 2020 | 3 | 0 | 0 | Nil |
| Mrs. Jagrutiben Rameshbhai Joshi | Non-Executive Director | January 05, 2018 | September 28, 2018 | 1 | 0 | 0 | Nil |
| Mr. Viren Makwana | Independent Director | December 23,2020 | December 23,2020 | 2 | 2 | 2 | Nil |
| Mrs. Shivangi Gajjar (Appointed w.e.f. 23 rd July, 2021) | Additional Non-Executive Independent Director | July 23, 2021 | July 23, 2021 | 3 | 2 | 0 | Nil |

¹Excluding LLPs, Section 8 Company & Struck Off Companies.

²Committee includes Audit Committee, and Stakeholder's Relationship Committee across all Public Companies.

The composition of Board complies with the requirements of the Companies Act, 2013 ("Act").Further, in pursuance of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is exempted from the requirement of having composition of Board as per Regulation 17 of Listing Regulations.

None of the Director of the Company is serving as a Whole-Time Director in any other Listed Company and the number of their directorship is within the limits laid down under section 165 of the Companies Act, 2013.

13) DISCLOSURE BY DIRECTORS

The Directors on the Board have submitted notice of interest under Section 184(1) i.e. in Form MBP-1, intimation under Section 164(2) i.e. in Form DIR 8 and declaration as to compliance with the Code of Conduct of the Company.

14) BOARD MEETING

During the year under review, Board of Directors of the Company met 8 (Eight) times on April 22, 2021, June 07, 2021, June 17, 2021, July 23, 2021, August 27, 2021, November 11, 2021 and December 28, 2021 and March 30, 2022. Pursuant to Section 173 of the Companies Act, 2013, the time gap between the two consecutive Board Meetings shall not be more than 120 days.

Further, pursuant to General Circular No. 11/2020 dated Mach 24, 2020 & 08/2021 dated May 03, 2021, issued by Ministry of Corporate Affairs and in view of current extra-ordinary circumstances due to the pandemic caused by Covid-19 prevailing in the country, the mandatory requirement of holding meetings of the Board of the Companies within the intervals provided in section 173 of the Companies Act, 2013 (120 days) stands extended by a period of 60 days for the first two quarters of F.Y 2021-22 till 30th September, 2021.

Accordingly, as a one-time relaxation the gap between two consecutive meetings of the Board may extend to 180 days till the next two quarters, instead of 120 days as required in the Companies Act, 2013. The Company has complied with the aforesaid circular. The details of attendance of each Director at the Board Meeting and Annual General Meeting held during the year are given below:

| Name of Director | Mr. Piyushkumar Thumar | Mr. Ajay Raj Sing | Mrs. Jagrutiben Rameshbhai Joshi | Mr. Viren Makwana | Mrs. Shivangi Gajjar* |
|--|------------------------|-------------------|----------------------------------|-------------------|-----------------------|
| Number of Board Meeting held | 8 | 8 | 8 | 8 | 8 |
| Number of Board Meetings Eligible to attend | 8 | 8 | 8 | 8 | 4 |
| Number of Board Meeting attended | 8 | 8 | 8 | 8 | 4 |
| Presence at the previous 11 th AGM of F.Y. 2021-22 held on 28/09/2021 | Yes | Yes | Yes | Yes | Yes |

*Mrs. Shivangi Gajjar was appointed on 23rd July, 2021.

Regular meetings of the Board are held at least once in a quarter. Additional Board meetings are convened, as and when require, to discuss and decide on various business policies, strategies and other businesses. The Board meetings are generally held at the registered office of the Company.

15) GENERAL MEETINGS

During the year under review, 1 (one) General Meeting was held, the details of which is given as under:

| Sr. No. | Type of General Meeting | Date of General Meeting |
|---------|---|-------------------------|
| 1. | 11 th Annual General Meeting | September 28, 2021 |

16) INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director under Section 149 (7) of the act that they meet the criteria of independence laid down in Section 149 (6) of the Act. Further, all the Independent Directors of the Company have registered themselves in the Independent Director Data Bank.

The Policy for selection of Directors and determining Directors' independence sets out the guiding principles for the Nomination and Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as Independent Directors of the Company. The policy also provides for the factors in evaluating the suitability of individual Board members with diverse background and experience that are relevant for the Company's operations. The said policy is put up on the Company's website and can be accessed at <http://www.brightsolarltd.com/investor-relations/terms-of-appointment-of-independent-director>.

17) INFORMATION ON DIRECTORATE AND KEY MANAGERIAL PERSONNEL (KMP)

In accordance with the provisions of Section 152 and other applicable provisions if any of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) Mr. Piyushkumar Thumar, Chairman & Managing Director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, have offered himself for re-appointment.

During the year under review, Mr. Mukesh Tolia was appointed as a Chief Financial Officer (CFO) of the company. However, Mr. Mukesh Tolia has tendered his resignation on April 09, 2022 due to personal reason.

During the year under review, Mrs. Sivangi Gajjar appointed as an additional independent director on July 23rd, 2021 and after that in the 11th annual general meeting, Mrs. Shivangi Gajjar was regularized as an Independent Director of the company.

Further, during the year under review; other KMPs, i.e. Mr. Piyushkumar Thumar, Chairman and Managing Director and Mr. Sahul Jotaniya as Company Secretary and Compliance officer of the company continues their designation.

18) BOARD DIVERSITY AND EVALUATION

The Company recognizes and embraces the importance of a diverse board in overall success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender that will help us retain our competitive advantage.

Pursuant to provisions of Companies Act, 2013 and Rules made there under, SEBI Listing Regulations and Guidance Note on Board Evaluation issued by Securities and Exchange Board of India on January 05, 2017, The Board of Directors has carried out an annual evaluation of its own performance, performance of Individual Directors, Board Committee including the Chairman of the Board on the basis of composition and structure, attendance, contribution, effectiveness of process, information, functions and various criteria as recommended by Nomination and Remuneration Committee. The evaluation of the working of the Board, its committees, experience and expertise, performance of specific duties and obligations etc. were carried out. The Directors expressed their satisfaction with the evaluation process and outcome.

The performance of each of the Executive and Non- Executive and Non-Independent Directors (including the Chairman) were also evaluated by the Independent Directors at the separate meeting held on 30th March, 2022 between the Independent Directors of the Company.

19) PERFORMANCE EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance board committees and individual directors pursuant to the provisions of the Act.

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

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual Directors on the basis of the criteria such as the contribution of the individual Director to the Board and Committee Meetings like preparedness on the issues to be discussed meaningful and constructive contribution and inputs in meetings etc. In addition, the chairman was also evaluated on the key aspects of his role.

20) DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to section 134(5) of the Companies Act, 2013 the Board of Directors to the best of their knowledge and ability confirm that:

- a) In preparation of Annual Accounts for the year ended March 31, 2021 the applicable accounting standards have been followed and that no material departures have been made from the same;
- b) The Directors have selected such accounting policies and applied them consistently and have 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 at the end of the Financial Year and of the profit or loss of the Company for that year;

- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the Annual Accounts for the year ended March 31, 2021 on going concern basis;
- e) The Directors have laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

21) COMMITTEE OF BOARD

The Board of Directors in line with the requirement of the act has formed various committees, details of which are given hereunder:

A. AUDIT COMMITTEE

The Board of Directors in their meeting held on February 2, 2018 had formed Audit Committee in line with the provisions of Section 177 of the Companies Act, 2013. The detailed terms of reference of the committee are as provided in Section 177(8) of the Companies Act, 2013. The Board has accepted the recommendations of the Audit Committee as and when given. During the year under review, Mr. Phool Kumar Saluja has tendered his resignation on 16th September, 2020 from the position of Independent Director of the company. Hence, the composition of the committee was changed in the Board meeting held on 23rd December, 2020. Mr. Chalapathi Satya Venkata Mogalapalli was the Chairman of the Committee, Mr. Piyushkumar Babubhai Thumar and Mr. Viren Rajeshkumar Makwana (Appointed as an "Additional Independent Director w.e.f. 23rd December, 2020) were the members of the Committee.

Present Composition of Audit Committee (Reconstituted in the Board meeting held on 23rd July, 2021:

| Name | DIN | Designation |
|------------------------------------|----------|-------------|
| Mr. Viren Rajeshkumar Makwana | 09007676 | Chairperson |
| Mrs. Shivangi Bipinchandra Gajjar* | 07243790 | Member |
| Mr. Piyushkumar Babubhai Thumar | 02785269 | Member |

*In the Board Meeting held on 23rd July, 2021, Mrs. Shivangi Gajjar was appointed as an Additional Independent Director of the company w.e.f. 23rd July, 2021. She is admitted as a member of the Audit Committee of the Company w.e.f. 23rd July, 2021.

the Audit Committee met 5 (Five) times during the Financial Year 2021-22, on April 22, 2021, June 17, 2021, August 27, 2021, November 11, 2021 and March 30, 2022.

The composition of the Committee and the details of meetings attended during the year under review by its members are given below:

| Name of the Directors | Category | Designation | Number of meetings during the Financial Year 2021-22 | | |
|--|--------------------------------|-------------|--|--------------------|----------|
| | | | Held | Eligible to attend | Attended |
| Mr. Viren Makwana (Appointed on 23 rd December, 2020) | Independent Director | Chairperson | 5 | 5 | 5 |
| Mr. Piyushkumar Thumar | Chairman and Managing Director | Member | 5 | 5 | 5 |
| Mrs. Shivangi Gajjar (Appointed on July 23, 2021) | Independent Director | Member | 5 | 3 | 3 |

The Statutory Auditors of the Company are invited in the meeting of the Committee wherever requires. Further, the Company Secretary of the Company is acting as Company Secretary to the Audit Committee.

VIGIL MECHANISM

The Company has established a vigil mechanism and accordingly framed a Whistle Blower Policy. The policy enables the employees to report to the management instances of unethical behaviour actual or suspected fraud or violation of Company's Code of Conduct.

Further the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provide for adequate safe guards against victimization of the Whistle Blower who avails of such mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases. The functioning of vigil mechanism is reviewed by the Audit Committee from time to time. None of the Whistle blowers has been denied access to the Audit Committee of the Board. The Whistle Blower Policy of the Company is available on the website of the Company at www.brightsolarltd.com

The link is here:

<http://www.brightsolarltd.com/images/investor-relations/policies/whistleblowerpolicy.pdf>

B. STAKEHOLDER'S RELATIONSHIP COMMITTEE

The Board of Directors in their meeting held on 02nd February, 2018 has formed Stakeholder's Relationship Committee. The Stakeholder Relationship Committee has been constituted as per the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is entrusted with the responsibility of addressing the Shareholders/Investors complaints with respect to transfer of shares, transmission, issue of

duplicate share certificates, splitting and consolidation of shares, Non-receipt of Share Certificates, Annual Report, Dividend etc.

Present Composition of Stakeholder Relationship Committee (Reconstituted in the Board meeting held on 23rd July, 2021:

| Name | DIN | Designation |
|---|----------|-------------|
| Mr. Viren Rajeshkumar Makwana | 09007676 | Chairperson |
| Mrs. Shivangi Bipinchandra Gajjar* | 07243790 | Member |
| Mr. Piyushkumar Babubhai Thumar | 02785269 | Member |

*In the Board Meeting held on 23rd July, 2021, Mrs. Shivangi Gajjar was appointed as an Additional Independent Director of the company w.e.f. 23rd July, 2021. She is admitted as member of the Stakeholder's Relationship Committee of the Company w.e.f. 23rd July, 2021 and regularized in the ensuing AGM.

During the year under review, Stakeholder's Relationship Committee met 2 (Two) time viz on April 22, 2021 and November 11, 2021. The composition of the Committee and the details of meetings attended by its members are given below:

| Name of the Directors | Category | Designation | Number of meetings during the Financial Year 2021-22 | | |
|--|--------------------------------|-------------|--|--------------------|----------|
| | | | Held | Eligible to attend | Attended |
| Mr. Viren Makwana (Appointed on 23 rd December, 2020) | Independent Director | Chairperson | 2 | 2 | 2 |
| Mr. Piyushkumar Thumar | Chairman and Managing Director | Member | 2 | 2 | 2 |
| Mrs. Shivangi Gajjar (Appointed on July 23, 2021) | Independent Director | Member | 2 | 1 | 1 |

During the year under review, the Company had not received any complaint from the Shareholder. And there was no complaint unresolved as on March 31 2022.

C. NOMINATION AND REMUNERATION COMMITTEE

The Board of Directors in their meeting held on 2nd February, 2018 has formed Nomination and Remuneration committee in line with the provisions of Section 178 of the Companies Act 2013. The detailed terms of reference of the Committee are as per Section 178 of the Companies Act, 2013.

The Board has framed a policy for selection and appointment of Directors, Senior Management and their remuneration as recommended by the Nomination & Remuneration Committee.

The details of program for familiarization of Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company and related matters are put upon the website of the company.

Present Composition of Nomination & Remuneration Committee (Reconstituted in the Board meeting held on 23rd July, 2021):

| Name | DIN | Designation |
|---|------------|--------------------|
| Mr. Viren Rajeshkumar Makwana | 09007676 | Chairperson |
| Mrs. Shivangi Bipinchandra Gajjar* | 07243790 | Member |
| Mrs. Jagrutiben Rameshbhai Joshi | 07737814 | Member |

*In the Board Meeting held on 23rd July, 2021, Mrs. Shivangi Gajjar was appointed as an Additional Independent Director of the company w.e.f. 23rd July, 2021 and regularized in the ensuing AGM held on September 28, 2021. She is admitted as member of the Nomination & Remuneration Committee of the Company w.e.f. 23rd July, 2021.

During the year under review Nomination and Remuneration Committee met 4 (Four) times viz on April 22, 2021, July 23, 2021, August 27, 2021 and March 30, 2022. The composition of the Committee and the details of meetings attended by its members are given below:

| Name of the Directors | Category | Designation | Number of meetings during the Financial Year 2021-22 | | |
|---|------------------------|-------------|--|--------------------|----------|
| | | | Held | Eligible to attend | Attended |
| Mr. Viren Makwana | Independent Director | Chairperson | 4 | 4 | 4 |
| Mrs. Jagrutiben Joshi | Non-Executive Director | Member | 4 | 4 | 4 |
| Mrs. Shivangi Gajjar (Appointed on 23 rd July, 2021) | Independent Director | Member | 4 | 2 | 2 |

Nomination and Remuneration Policy

Nomination and Remuneration Policy in the Company is designed to create a high-performance culture. It enables the Company to attract motivated and retained manpower in competitive market, and to harmonize the aspirations of human resources consistent with the goals of the Company. The Company pays remuneration by way of salary, benefits, perquisites and allowances to its Executive Directors and Key Managerial Personnel.

The Nomination and Remuneration Policy, as adopted by the Board of Directors, is placed on the website of the Company at <http://www.brightsolarltd.com/images/investor-relations/policies/nomination-and-remuneration-policy.pdf>.

21) ANNUAL RETURN

The Annual Return of the Company as on March 31, 2022 is available on the Company's website and can be accessed at <http://www.brightsolarltd.com/investor-relations/Annual-Report>.

22) SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE OF THE COMPANY

The Company has joint venture in the name of VC PROJET BSL (JV) as below:

| SR. No. | Name and Address of the Joint Venture | Address of Registered Office | Nature of Business |
|---------|---------------------------------------|---|--|
| 1. | VC PROEJCT BSL (JV) | 2A, New York Corner, B/h. Kiran Motors, Opp. Rajpath Club, Bodakdev, Thaltej, Ahmedabad- 380015, Gujarat. | To carry the business of Solar related projects, Infra projects and Rural water supply projects. |

Pursuant to Provision of 129(3) read with rule 5 of Companies (Accounts) Rules, 2014, **Form AOC-1** (Statement containing salient features of the Financial Statement of Joint venture is attached as a **ANNEXURE- I**.

Company does not have any Associate Company or Subsidiary Company as on March 31, 2022.

23) RELATED PARTY TRANSACTIONS

All Related Party Transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company had not entered into any transactions with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in form AOC-2 is not applicable.

The Board of the Company has adopted the Policy and procedure with regard to Related Party Transactions. The policy envisages the procedure governing the materiality of Related Party Transactions and dealing with Related Party transactions required to be followed by Company to ensure compliance with the Law and Regulation. The said Policy is available on the website of the Company at <http://www.brightsolarltd.com/images/investor-relations/policies/policy-on-related-party-transactions.pdf>.

24) SECRETARIAL STANDARDS OF ICSI

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively. During the year under review, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India, New Delhi.

25) PARTICULARS OF EMPLOYEES AND OTHER ADDITIONAL INFORMATION

The ratio of the remuneration of each whole-time director to the median of employees' remuneration as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this Report as a **Statement of Disclosure of Remuneration (Annexure - II)**.

The statement containing particulars of employees as required under Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 will be provided upon request. In terms of Section 136 of the Companies Act, 2013, the Report and Accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered Office of the Company during business hours on working days of the company up to the date of ensuing Annual General Meeting. If any member is interested in inspecting the same, such member may write to the company secretary in this regard.

26) MATERIAL CHANGES AND COMMITMENT

There are no material changes and commitments affecting the financial position of the Company have occurred between the ends of Financial Year of the Company i.e. March 31, 2022 to the date of this Report.

27) SIGNIFICANT AND MATERIAL ORDERS

The Company has received an arbitration award on 20th day of January, 2019 in the matter between company Vs. PGVCL and MGVCL. As per the award, total ₹ 5.88 Cr. along with an interest @ 9% is receivable by the company from PGVCL and MGVCL. At present, the Opponent parties have filed an appeal on 15th April, 2019 in the City Civil and Session court, Ahmedabad. Currently, the matters are pending.

28) SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

To foster a positive workplace environment free from harassment of any nature we have framed Prevention of Sexual Harassment Policy through which we address complaints of sexual harassment at all workplaces of the Company. Our policy assures discretion and guarantees non-retaliation to complainants. We follow a gender-neutral approach in handling complaints of sexual harassment and we are compliant with the law of the land where we operate.

Further, the company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year under review there were no incidences of sexual harassment reported.

29) ENERGY CONSERVATION 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 Act read with Rule 8 of the Companies (Accounts) Rules 2014 as amended from time to time is annexed to this Report as **Annexure -III**.

30) REPORTING OF FRAUD

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

31) MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, is presented in a separate section forming part of the Annual Report and is annexed herewith as **"Annexure -IV**.

32) CORPORATE GOVERNANCE

Integrity and transparency are key factors to our corporate governance practices to ensure that we achieve and will retain the trust of our stakeholders at all times. Corporate governance is about maximizing shareholder value legally, ethically and sustainably. Our Board exercises its fiduciary responsibilities in the widest sense of the term. Our disclosures seek to attain the best practices in international corporate governance. We also endeavour to enhance long-term shareholder value and respect minority rights in all our business decisions.

As our company has been listed on Emerge Platform of National Stock Exchange Limited (NSE), by virtue of Regulation 15 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the compliance with the corporate Governance provisions as in regulation 17 to 27 and Clause (b) to (i) of sub regulation (2) of Regulation 46 and Para C D and E of Schedule

V are not applicable to the company. Hence Corporate Governance Report does not form a part of this Board Report, though we are committed for the best corporate governance practices.

The Board has framed Code of Conduct for all Board members and Senior Management of the Company and they have affirmed the compliance during the year under review.

The Board has also re-framed Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information". The Code casts obligations upon the Directors and officers of the Company to prevent/ preserve Price Sensitive information, which may likely to have a bearing on the share price of the Company. Those who are in the knowledge of any such information are prohibited to use such information for any personal purpose. Similarly, the Code also prescribes how such information needs to be handled, disclosed or made available to the Public through Stock Exchanges, Company's website, Press, Media, etc. The Company Secretary & Compliance Officer has been entrusted with the duties to ensure compliance.

33) AUDITORS

A) Statutory Auditor

M/s. Nirav S. Shah & Co., Chartered Accountant Firm (Firm Reg. No. 130244W) was appointed as Statutory Auditor of the company to hold office from the conclusion of the 11th Annual General Meeting till conclusion of the 16th Annual General Meeting to be in the calendar year 2026. M/s. Nirav S. Shah & Co., is Peer Reviewed by the ICAI having certificate no. 011405 allotted on 25th September, 2018 have confirmed their eligibility and qualification required under Sections 139, 141 and other applicable provisions of the Companies Act, 2013 and Rules issued there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force)

The Auditors' Report for the financial year ended March 31, 2022 on the financial statements of the Company is a part of this Annual Report. The Auditor's Report for the financial year ended March 31, 2022 does not contain any qualification, reservation or adverse remark.

B) Internal Auditor

M/s. VCAN & Co., Chartered Accountants has conducted internal audit of the Company for FY 2021-22. The report of Internal Auditor was reviewed by the Audit Committee and Board of Directors in their meeting held on May 30, 2022. During the year, the company continued to implement his suggestions and recommendations to improve the control environment, their scope of works includes, review of processes for safeguarding the assets of the company, review of operational efficiency, effectiveness the assets of the company, review of operational efficiency, effectiveness of systems and process, and assessing the internal control strengths in all areas.

C) Secretarial Auditor and Their Report

The Company has appointed **M/s. Payal Dhamecha & Associates, Company Secretaries in practice**, to conduct the secretarial audit of the Company for the Financial Year 2021-22, as required under Section 204 of the Companies Act, 2013 and Rules thereunder. The Secretarial Audit Report for the Financial Year 2020-21 is annexed to this report as an **Annexure - V**.

The Secretarial Auditor has mentioned few remarks in their Secretarial Audit report. The Board of directors has provided their justifications as below:

- 1) Company has not attached Audit Report to Financial Statement which is dispatched to shareholders for FY 2020-21. As required under Section 134 (2) of Companies Act 2013.

Justification: The said inaccuracy was happened due to rush during sending AGM notice and Annual report 2020-21 to our shareholders, we didn't check report after getting it designed from our design agency. Hence, this error is unintentionally occurred by the Board.

- 2) Company has not given explanations of or comments by the Board on every qualification, reservation or adverse remark or disclaimer made by the auditor in his report and by the company secretary in practice in her secretarial audit report as required under Section 134(3)(f) of Companies Act 2013.

Justification: The Board has taken note in their board meeting and committee meeting but forgot to insert the observations and justification in the last year Annual Report.

- 3) Contra Trade as per code of internal procedures and conduct for prevention of insider trading in securities as per Regulation 9 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended;
 - Contra Trade (Buy as well sell) has been executed by Mr. Piyushkumar Babubhai Thumar (PAN:- AGRPT9202C) within a period of 6 months during FY 2021-22.

Justification: The Promoter i.e. Mr. Piyushkumar Thumar has informed the board that the said contra trade was not intentionally done by him. Moreover, Mr. Piyushkumar informed the board that from the said contra trade he didn't gained anything or generate any profit by buying and selling securities of the company.

4. Company has not transferred unspent amount of CSR amount of FY 2020-21 earmarked for Corporate Social Responsibility activities within a period of six months from the end of the financial year 2020-21 to a Fund specified in Schedule VII.

Justification: The Company has not spent on CSR activities due to inadequacy of profit during the year. On having adequate profits, the company will make sure to spend on CSR activities in due course of time.

5. There was delay in reporting of information of Designated Persons under System Driven Disclosures (SDD) for Insider.
 - Change (Addition/Deletion) in Designated Persons was not updated on the same day as required under SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/168 dated September 9, 2020.

Justification: The said delay was not intentional. Moreover, during this said period, no designated persons have executed trade in the securities of the company. The company has done entry of all designated persons in the SDD system of CDSL (Designated Depository).

34) WEBSITE

As per Regulation 46 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 the Company has maintained a functional website namely "www.brightsolarltd.com" containing basic information about the Company.

On May 13, 2021, the company has submitted intimation to the stock exchange that the old website i.e. www.brightsolar.in is not working so that the company has developed new website www.brightsolarltd.com.

The website of the Company is containing information like Policies, Shareholding Pattern, Financial and information of the designated officials of the Company who are responsible for assisting and handling investor grievances for the benefit of all stakeholders of the Company etc.

35) INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

There has not been an occasion in case of the Company during the year to transfer any sums or shares to the Investor Education and Protection Fund.

36) LISTING AT STOCK EXCHANGE

The Equity Shares of the Company continue to be listed on the NSE Emerge SME Platform.

37) Corporate Social Responsibility

The CSR was not applicable to the company for the previous financial year i.e. 2021-22.

37) GENERAL DISCLOSURE

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules 2014 and other applicable provisions of the act and listing regulations to the extent the transactions took place on those items during the year. Your directors further state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- (i) Details relating to deposits covered under Chapter V of the Act;
- (ii) Issue of Equity Shares with differential rights as to dividend, voting or otherwise;
- (iii) Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and ESOS;
- (iv) Annual Report and other compliances on Corporate Social Responsibility;
- (v) There is no revision in the Board Report or Financial Statement;
- (vi) The Company has received an arbitration award on 20th day of January, 2019 in the matter with PGVCL and MGVCL. As per the award total ₹ 5.88 Cr. along with an interest @ 9% is receivable by the company from PGVCL and MGVCL.

The details of application made or any proceeding pending under the insolvency and bankruptcy code, 2016 during the year along with their status as at the end of the financial year: during the financial year 2021-22, there was no application made and proceeding initiated /pending under the Insolvency and Bankruptcy Code, 2016, by any Financial and/or Operational Creditors against your Company. As on the date of this report. On

February 2022, G.L.E India Solar Private Limited has filed an application under IBC code, 2016 against your company at NCLT, Ahmedabad bench having case no. C.P. (IB) - 66/2022 and the matter is currently pending for legal proceedings.

38) ACKNOWLEDGEMENT

Your directors acknowledge the dedicated service of the employees of the company during the year. They would also like to place on record their appreciation for the continued co-operation and support received by the Company during the year from bankers, financial institutions, business partners and other stakeholders.

For and on behalf of the Board of Directors

Sd/-

Piyushkumar Babubhai

Thumar

Chairman & Managing

Place: Ahmedabad

Director

Date: September 08, 2022

(DIN:02785269)

ANNEXURE- I**FORM AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries: N.A

Part B: Associates and Joint Ventures:

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

| | |
|--|---|
| Name of Associates / Joint Ventures | VC Project (BSL) JV |
| 1. Latest audited Balance Sheet Date | 31/03/2021 |
| 2. Shares of Associate/Joint Ventures held by the company on the year end | |
| No. | |
| Amount of Investment in Associates/Joint Venture | Rs. 23,12,090/- |
| Extend of Holding % | 49% |
| 3. Description of how there is significant influence | 49% Partnership |
| 4. Reason why the associate/joint venture is not consolidated | No Subsidiary Company therefore consolidation is not applicable |
| 5. Net Worth attributable to Shareholding as per latest audited Balance Sheet | Rs. 27,23,344/- |
| 6. Profit / Loss for the year | Rs. 9,26,581/- |
| i. Considered in Consolidation | Rs. 0/- |
| i. Not Considered in Consolidation | Rs. 9,26,581/- |

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations. – N.A.
2. Names of subsidiaries which have been liquidated or sold during the year. -N.A.

For and on behalf of the Board of Directors

Place: Ahmedabad

Date: September 08, 2022

Sd/-
Piyushkumar Babubhai Thumar
Chairman & Managing Director
(DIN:02785269)

ANNEXURE- II**STATEMENT OF DISCLOSURE OF REMUNERATION**

[Pursuant to Section 197 of the Companies Act, 2013 (“the Act”) and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

A. Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- a) The ratio of remuneration of each director to the median remuneration of employees for the Financial Year and the Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year:

| Sr. No | Name | Designation | Nature of Payment | Ratio against median employee’s remuneration | Percentage Increase/Decrease In 2022 as compared to 2021 |
|--------|-----------------------------|--|-------------------|--|--|
| 1. | Piyushkumar Thumar | Chairman & Managing Director | Remuneration | 0:1 | 0 |
| 2. | Ajay Raj Singh | Whole- Time Director | Remuneration | 0:1 | 0 |
| 3. | Jagrutiben Rameshbhai Joshi | Non-Executive Director | Sitting Fees | 0.73:1 | N.A |
| 4. | Viren Makwana | Non-Executive Independent Director | Sitting Fee | 0.73:1 | N.A |
| 5. | Shivangi Gajjar | Non-Executive Independent Director | Sitting Fee | 0.51:1 | NA |
| 7. | Sahul Natvarbhai Jotaniya | Company Secretary & Compliance Officer | Remuneration | 4.75:1 | 46.45% |
| 8. | Mukesh Tolia | Chief Financial Officer | Remuneration | 0:1 | 0.0% |

Note:1

The employees who have drawn remuneration from the Company for full fiscal 2022 are considered for median remuneration.

b) The percentage increase in the median remuneration of employees in the financial year:

The Median remuneration of Employees in the financial year was 61.77

c) **The number of permanent employees on the rolls of the Company:** 32 as on March 31, 2022.

d) **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:**

- Average increase in remuneration of employees excluding KMPs: NA
- Average Remuneration of KMPs : NA
- KMP salary increases are decided based on the Company's performance, individual performance, inflation, prevailing industry trends and benchmarks.

e) **Affirmation that the remuneration is as per the remuneration policy of the company**

Note:2

- 1) For the calculation of Median, we have considered total number of employees who have withdrawn salary during the whole year i.e.**32 number of employees.**
- 2) Appropriate Approvals have been taken for related party transactions wherever necessary.

For and on behalf of the Board of Directors

Place: Ahmedabad
Date: September 08, 2022
(DIN:02785269)

Sd/-
Piyushkumar Babubhai Thumar
Chairman & Managing Director
(DIN:02785269)

ANNEXURE - III

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

(Pursuant to Section 134 (3) (m) of the Companies (Accounts) Rules, 2014 and rules made there under)

A. Conservation of energy

- i.) **The steps taken or impact on conservation of energy:** The Company has taken measures and applied strict control system to monitor day to day power consumption, to endeavour to ensure the optimal use of energy with minimum extent possible wastage as far as possible. The day today consumption is monitored and various ways and means are adopted to reduce the power consumption in an effort to save energy.
- ii.) **The steps taken by the Company for utilizing alternate sources of energy:** The Company has not taken any step for utilizing alternate sources of energy.
- iii.) **The capital investment on energy conservation equipment:** During the year under review, Company has not incurred any capital investment on energy conservation equipment.

B. Technology absorption -

- i.) **The effort made towards technology absorption:** The Company has not imported any technology and hence there is nothing to be reported here.
- ii.) **The benefit derived like product improvement, cost reduction, product development or import substitution:**
None
- iii.) **in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) -**
- The details of technology imported: None
 - The year of import: None
 - Whether the technology has been fully absorbed: None
 - If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: None
- iv.) **The expenditure incurred on Research and Development:** During the year under review, the Company has not incurred any Expenditure on Research and Development

C. Foreign Exchange Earnings & Expenditure:

i.) Details of Foreign Exchange Earnings:

(₹ in Lakhs)

| Sr. No. | Particulars | F.Y. 2021-22 | F.Y. 2020-21 |
|---------|---------------------------|--------------|--------------|
| 1. | Foreign Exchange Earnings | 0.00 | 0.00 |

ii.) Details of Foreign Exchange Expenditure:

(₹ in Lakhs)

| Sr. No. | Particulars | F.Y. 2021-22 | F.Y. 2020-21 |
|----------------|------------------------------|---------------------|---------------------|
| 1. | Foreign Exchange Expenditure | 0.00 | 0.00 |

For and on behalf of the Board of Directors

Place: Ahmedabad
Date: September 08, 2022

Sd/-
Piyushkumar Babubhai Thumar
Chairman & Managing Director
(DIN:02785269)

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

SPECIAL NOTE ON CORONAVIRUS PANDEMIC

By mid of March 2020, the outbreak of Coronavirus (COVID-19) pandemic has been rapidly spreading throughout the world, including India causing significant disturbance and slowdown of economic activity. The Company has made committed efforts to support its business stakeholders, employees and service providers. The effect of Covid-19 on the Company is insignificant. The company's manufacturing facilities were shut down from March 23, 2020 for 42 days. Due to this Pandemic, the first Q1 of F.Y 2020-21 was very worse for all the corporate entities for doing business and due to that the company has not made sufficient profitability. Even in the F.Y 2021-22 in mid of April, 2021 partial lockdown was imposed. Because of that most of the entities have stopped manufacturing activities, labours were returned to their hometown and pick in prices of raw materials, food items etc. Looking at current situation the company predict significant effect of Covid-19 on profitability during F.Y 2021-22 also. The Company is continuously monitoring the situation and taking necessary actions in response to the developments, to minimize the impact on the business of the Company.

INDUSTRY STRUCTURE AND DEVELOPMENTS

India's Nationally Determined Contributions (NDC) under the Paris Agreement for the Period 2021-2030 include:

To reduce the emissions intensity of its GDP by 33 to 35 percent by 2030 from 2005 level; and to achieve about 40 percent cumulative electric power installed capacity from Non-fossil fuel based energy resources by 2030 with the help of transfer of technology. India is well on its way to achieve these targets.

India has achieved a cumulative installed renewable energy capacity (excluding large hydro) of 92.54GW out of which 5.47 GW was added in the period April 2020 till January, 2021. During the period from April 2014 to January 2021, the installed RE capacity of India has increased by two-and-half times, and in the same period, the installed solar energy capacity has increased 15 times. Globally, today India stands 4th in RE power capacity, 4th in Wind power, and 5th in Solar Power capacity.

India has one of the highest rates of growth for renewable energy in the world. As per Global Trends in Renewable Energy Investment 2020 report, during the period 2014-2019, renewable energy programmes and projects in India attracted an investment of US\$ 64.2 billion (Rs 4.7 lakh crore).

SWOT Analysis

Introduction:

Solar energy is one of the best options as it is a clean renewable energy source, and found abundantly in most places. In 90 minutes, the earth receives an amount of energy that is sufficient to meet the energy demand of the planet for one year from the sun. Although the solar energy is abundant to this extent, the energy tapped from this source is a tiny fraction of

the world's current energy mix. However, this is changing rapidly and is being driven by global action to improve energy access and supply security, and to mitigate climate change.

Countries and companies all over the world are currently investing huge amount of money on solar energy. As a consequence, the technologies are advancing and cost of operating the solar energy is reducing from time to time.

A. Strength

- ❖ **Limitless:** Solar energy originates from the sun, and it is one of the main sources of unlimited free energy available on Earth. Theoretically solar energy has the capacity to fulfil the energy demand of the world. Despite this huge potential and increase in awareness, the contribution of solar energy to the global energy supply is still insignificant. Theoretically the amount of solar energy that touches the earth is 4200 times the energy that human population would consume in the year 2035. In few hours the earth can get the amount of solar energy that covers the annual energy consumption. Hence, developing an efficient and effective capacity of collecting solar energy could potentially solve the energy demand of the world without requiring additional sources of energies. The amount of solar energy that can be collected depends on the location. For example, India receives 4 to 7 KW/hr of solar radiation per square meter per day for more than 250 days per year.
- ❖ **Environmentally Friendly:** The energy from the sun is collected and stored to generate electricity. This method is considered as a renewable alternative to non-renewable technologies. Thus, the usage of solar energy greatly reduces the negative impact of carbon emissions. In California USA, an average of 696,544 metric tons of carbon emission was reduced through the installation of solar system onto 113,533 households. In addition, solar energy does not release other harmful gases that could harm the environment. The solar panels used on household can be recycled. It can then be concluded that solar energy is a non-polluting, reliable and clean source of energy.
- ❖ **Ease of usage/harvest:** Solar energy is collected mostly using solar panels that generate electricity by using photovoltaic technology. Installation of solar energy system can be done anywhere. For instance, solar panels are now easily placed on the rooftops of houses and commercial buildings. However, one could say that it would be impossible to install solar system on their homes especially if they are not the sole owner or due to lack of space or shade requirement by others. In countries like America with the introduction of shared solar energy there is no more problem with space unavailability. Homeowners can obtain electricity from the community solar garden without having solar panels on rooftop.
- ❖ **Less overall cost:** At first the investment of solar system seems expensive. Once solar system is installed the running cost is very low. Hence, in the long-run the cost benefit of using solar energy would be better than other sources of energy. Solar panels have low maintenance cost and can serve for 10 to 15 years with minor service. In addition, solar power benefits us in various ways such as tax incentives and added property values. Particularly when solar energy is used for specific purpose such as in draying of different products, the benefit obtained will be significant. In certain countries like USA, Germany, Denmark, UK and France drying of food products consumes 7-15% of industrial energy which can be done simply by solar energy [9]. Thus, for such processes

solar energy is being used as an alternative source to reduce the high cost associated with drying.

- ❖ **Versatile:** Solar power is utilized either directly or indirectly in numerous applications that are not limited to industry purposes but also applicable on day-to-day usage such as, drying of agricultural and industrial products, solar powered refrigerator, water heating, solar cooking, etc. Using solar radiation for drying or removal of excess moisture from a product is a widely used method to meet the specification required for industrial processes. For instance, in the gasification process of biomass the moisture content of the feedstock should not exceed 20%, and this can be achieved by removing the moisture using solar driers. Solar energy is also widely used in cooking particularly in areas when the solar radiation intensity is high and no electricity. In solar cooking, radiation from the sun is concentrated at one point with the help of reflectors. Various type of solar cookers has already been invented such as box cooker, parabolic cooker, panel cooker and so on.

B. Weakness

- ❖ **Solar Power is Available Only in Day Time:** As solar radiation is available only in day time, photovoltaic panels and other collectors are able to convert solar energy into other forms of energy only when there is sunlight. For this reason, solar power needs to have energy storage system to get uninterrupted power supply. The solar system is also installed with other power supplement to replace when the available solar radiation is not enough or the energy storage is not enough to supply for the rest of the day when solar radiation is not available. The backup system is also an additional cost that makes solar system more expensive.
- ❖ **Solar Panels are inefficient:** The conversion efficiency of solar panels is very low compared to other energy conversion system. The achievable conversation efficiency of the solar energy into usable energy by solar panels are not exceeding 20% in general. Because of the inefficiency of the panels, a large space is required to collect solar energy which is just enough for an average household.
- ❖ **The Space Required for PV:** Many photovoltaic cells are needed to absorb enough energy for larger applications. The efficiency of photovoltaic panel drops dramatically due to overheating of the panel and as a result large quantity of solar panel is required. Since the space required for the solar collectors are large, identifying a space where it is not used for other purposes is frequently a challenging task.
- ❖ **High Initial Cost:** Although installation of solar system brings immense benefits, the initial investment cost is expensive. Quantifying the total cost is also difficult without the assistance of the manufacturing company. However, as most of the governments are concerned with the global warming that is caused by burning of fossil fuels, a subsidy and tax exemptions are provided for users of solar energy which helps to reduce the burden of overall installation cost of solar energy.

C. Opportunities

- ❖ **Create New Business Opportunities:** Every new innovation opens business opportunities. Currently, Tesla and Panasonic are orchestrating a huge solar panel manufacturing plant in Buffalo, New York. The power wall produced by Tesla has

increased dramatically in the recent years. The demand of solar panels by real states are growing in recent years. Landowners have got opportunities to rent their unused land for new solar farms and get income. In countries like US, Germany, Italy, China, India, Japan and the UK, the market for solar products are growing very fast. Worldwide the demand for utilization of solar energy increases by more than 9% every year.

- ❖ **Availability of Subsidy and Support:** In most countries governmental and non-governmental organizations have subsidy and income tax exemptions schemes. The Indian Government is giving subsidy for installation of solar rooftop system for household sector. The various state government in India giving subsidy for installation of solar in the Household sector.
- ❖ **Cost Reduction:** Solar energy technologies are developing quickly and the computation in the market on the technologies are increasing. The competition in the technology leads to an improved efficiency and cost reduction. The Price of Silicon cell is globally going to reduce day by day. Hence, overall cost of solar technology is getting down which is good thing for us.

D. Threats

- ❖ **Health risks:** A new investigation by Environmental Progress (EP) reported that lethal waste from the used solar panels presents a worldwide environmental danger. The disposal of solar panels, which contain unsafe components such as lead, chromium, and cadmium are running over the world, but effort to minimize the adverse effect is very minimal. According to EP research, developing nations like India and China frequently burn the e-waste to reclaim the copper wires which is profitable for resale. Since this procedure requires burning off plastic, the resulting smoke contains poison that may cause cancer and teratogenic (birth deformity) when it's being inhaled. It is approximated that per quadrillion joules of energy produced, 11 and 21 deaths have been identified in conjunction with the solar energy health threats.
- ❖ **High carbon footprint:** A carbon footprint is characterized as the total amount of greenhouse gases produced to either directly or indirectly in the process of realization of a product. It is usually specified in equal tons of carbon dioxide (CO₂). The fact is that even solar power plants have an environmental footprint on a lifecycle basis. The main components of solar PV panels are made from crystalline silicon. Manufacturing these components is an energy-intensive process that represents a high percentage of the total energy used to make solar panels. The exact carbon footprint of any solar panel relies upon numerous variables, including the materials source, the transported distance, and the energy used by the plants.

SWOT ANALYSIS OF THE COMPANY

OUTLOOK

The Renewable energy industry is well-established, viewing bright future in this sector. India is very ambitious in its targets for promoting renewable energy. In India, renewable energy has started playing an increasingly important role in the augmentation of grid power, providing energy access, reducing the consumption of fossil fuels and helping India pursue its low carbon development path. India submitted its Intended Nationally Determined Contribution (INDC) to

the UNFCCC, outlining the country's post-2020 climate actions. India's INDC builds on its goal of installing 175 gigawatts (GW) of renewable power capacity by 2022 by setting a new target to increase the country's share of non-fossil-based installed electric capacity to 40 percent by 2030.

The launch of the International Solar Alliance (ISA) was announced by Mr. Narendra Modi, the Hon'ble Prime Minister of India and Mr. Francois Hollande, former Hon'ble President of France on 30th November 2015, at the 21st session of United Nations Climate Change Conference of the Parties (COP-21) in Paris, France. Former UN Secretary-General Ban Ki-moon attended the launch, alongside the Heads of about 120 nations who affirmed their participation in the Alliance to dedicate efforts for promotion of solar energy.

Moreover, MNRE has published scheme for achieving of 40,000 MW capacity from Rooftop Solar (RTS) Projects by the year 2022.

SCHEMES OF MINISTRY OF NEW AND RENEWABLE ENERGY (MNRE)

1) Pradhan Mantri Kisan Urja Suraksha Evam Utthaan Mahabhiyaan (PM KUSUM)

PM-KUSUM (Pradhan Mantri Kisan Urja Suraksha evam Utthaan Mahabhiyan) Scheme is aimed at ensuring energy security for farmers in India, along with honouring India's commitment to increase the share of installed capacity of electric power from non-fossil-fuel sources to 40% by 2030 as part of Intended Nationally Determined Contributions (INDCs).

The Scheme consists of three components:

- **Component A:** 10,000 MW of Decentralized Ground Mounted Grid Connected Renewable Power Plants of individual plant size up to 2 MW will be setup by individual farmers/ group of farmers/ cooperatives/ panchayats/ Farmer Producer Organisations (FPO)/Water User associations (WUA) on barren/fallow land.
- **Component B:** Installation of 17.50 lakh standalone Solar Powered Agriculture Pumps of individual pump capacity up to 7.5 HP for replacement of existing diesel Agriculture pumps / irrigation systems in off-grid areas, where grid supply is not available.
- **Component C:** Solarisation of 10 Lakh Grid-connected Agriculture Pumps. Under this Component, individual farmers having grid connected agriculture pump will be supported to solarise pumps.

2) Atma Nirbhar Bharat- Production Linked Incentive Scheme (PLI)

Accordingly, PLI schemes to create manufacturing global champions for an AtmaNirbhar Bharat have been announced for 13 sectors including manufacturing of 'High Efficiency Solar PV Modules'. The government has committed nearly Rs. 1.97 lakh crores, over 5 years starting FY 2021-22 including Rs. 4500 crore for 'High Efficiency Solar PV Modules' which will be implemented by Ministry of New & Renewable Energy (MNRE). It will help bring scale and size in Solar PV manufacturing, create and nurture global champions and provide jobs to youth. The PLI schemes will incentivize new Gigawatt (GW) scale solar PV manufacturing facilities in India. The EFC meeting for formulating a scheme in this regard has already been held. It will now be taken to the Cabinet for final approval. The scheme will reward efficiency of solar modules as well as local value addition.

Solar capacity addition presently depends largely upon imported solar PV cells and modules as the domestic manufacturing industry has limited annual capacity of around 2,500 MW for solar PV cells and operational annual capacity of 9,000-10,000 MW for solar PV modules.

Under the PLI Scheme 10,000 MW capacity of integrated solar PV manufacturing plants (from manufacturing of wafer-ingot to high efficiency modules) will be set up by Q4 of 2022-23 with the direct investment for around Rs. 14,000 crore. Due to inbuilt incentive for higher efficiency module and local value addition, it is expected that the successful manufacturers will invest in R&D for achieving more efficiency and source their input material locally for more PLI benefits. The scheme will additionally create further demand of Rs 17,500 crore over a period of 5 years for locally produced balance of materials like EVA, Solar glass, Backsheet, Junction box etc, which will help in the development and augmentation of entire ecosystem associated with Solar PV manufacturing.

3) Development of Solar Parks and Ultra Mega Solar Power projects

Solar power projects can be set up anywhere in the country, however the scattering of solar power projects leads to higher project cost per MW and higher transmission losses. Individual projects of smaller capacity incur significant expenses in site development, drawing separate transmission lines to nearest substation, procuring water and in creation of other necessary infrastructure. It also takes a long time for project developers to acquire land, get change of land use and various permissions, etc. which delays the project. To overcome these challenges, the scheme for “Development of Solar Parks and Ultra-Mega Solar Power Projects” was rolled out in December, 2014 with an objective to facilitate the solar project developers to set up projects in a plug and play model.

This scheme is valid till 31.03.2022. The scheme for “Development of Solar Parks and Ultra Mega Solar Power Projects” was rolled out by Ministry of New & Renewable Energy on 12-12-2014. Under this scheme, it was proposed to set up at least 25 Solar Parks and Ultra Mega Solar Power Projects targeting over 20,000 MW of solar power installed capacity within a span of 5 years starting from 2014-15.

4) Grid Connected Solar Rooftop Programme

The Scheme is published for or achieving cumulative capacity of 40,000 MW from Rooftop Solar (RTS) Projects by the year 2022. This scheme is valid till 31.12.2022. As the Scheme is to be implemented through Power Distributing companies (DISCOMs), therefore, the residential consumer who wishes to seek CFA has to approach the DISCOMs operating in his area for installation of rooftop solar plant and get the CFA. Power Distributing companies (DISCOMs) operating in his area for installation of rooftop solar plant and get the CFA. One can approach either the portal of the DISCOM, if available, or visit the local office of the DISCOM in his area.

Phase II of the Grid connected rooftop solar programme was approved for with a target for achieving a cumulative capacity of 40,000 MW from Rooftop Solar (RTS) Projects by the year 2022 in February 2019. Operational guidelines were issued on 20th August, 2019.

Under the Phase II of the Grid connected rooftop solar programme Central Financial Assistance (CFA) up-to 40% of the benchmark cost is provided for RTS projects up to 3 kW capacity and 20% for RTS system capacity beyond 3 kW and up to 10 kW in residential sectors. For Group Housing Societies/Residential Welfare Associations (GHS/RWA), CFA is limited to 20% for RTS plants for supply of power to common facilities maximum upto 500 kW capacity. The programme is being implemented through power distribution companies (DISCOMs)/Electricity Department of States and UTs

(Source: <https://mnre.gov.in/solar/schemes>)

5) Har Ghar Jal- Jal Jeevan Mission

(Functional Household Tap Connection (FHTC) to every household by 2024)

In his address to the nation on Independence Day-2019, Hon'ble Prime Minister of India announced Jal Jeevan Mission (JJM) to be implemented in partnership with States, **to provide functional household tap connection to every household by 2024**. Prime Minister has given a call to make water everyone's business – **a Jan Andolan**.

On 15 August, 2019, piped water supply covered about 17% of rural households, when the Prime Minister had announced potable tap water supply to every household by 2024 under Jal Jeevan Mission. The mission emerged from a realization that reliable access to potable water is the cornerstone of sustainable rural development. It has been 22 months since the announcement of the mission, and tap water supply has increased from 3.23 Crore (17%) to 7.63 Crore (39.7%), Covid-19 pandemic limitations notwithstanding. In spite of this good progress made so far, still about 11.56 Crore rural households to be provided with tap water supply in next 3 years, a gigantic task by any measure.

In the first quarter of 2021-22, about 28 lakh households have been provided with tap water connections. At present, 7,82,41,464 lakh households provided with tap connections; Now daily 1 lakh families are being given tap connections.

Out of 6.04 lakh villages in the country, as of now, more than 95 thousand villages (16%) have already achieved 100% tap water supply to rural households. In another 1.25 lakh villages, water supply works are at different stages of completion. Similarly, out of 19.20 Crore rural households, now more than 7.63 Crore households have tap water supply. In these 22 months, despite CoVid -19, the coverage has increased from 17% to 39.78% by providing tap water connections to 4.39 Crore households.

6) Scheme for Development of Solar Parks and Ultra Mega Solar Power Projects:

The Scheme for Development of Solar Parks and Ultra Mega Solar Power Projects was rolled out on 12-12-2014 with aggregate capacity 20,000 MW. Further, the capacity of the Solar Park Scheme was enhanced from 20,000 MW to 40,000 MW on 21-03-2017 to set up at least 50 Solar Parks by 2021-22.

Solar Park is a large chunk of land developed with all necessary infrastructure and clearances for setting up of Solar projects. The capacity of the Solar Parks is generally 500 MW and above. However, smaller parks (up to 20 MW) are also considered in States or UTs where there is

shortage of non-agricultural land. Approximately 4 to 5 acres per MW of land is required for setting up Solar Parks. The total Central Grants approved under the Scheme is Rs. 8,100 crore.

Under the scheme, the Ministry provides Central Financial Assistance (CFA) of up to ₹ 25 lakh per solar park for preparation of Detailed Project Report (DPR). Beside this, CFA of up to ₹ 20.00 lakh per MW (12 Lakh/MW for development of internal infrastructure of solar park and ₹ 8 Lakh/MW for development of external power evacuation infrastructure of solar park) or 30% of the project cost, including Grid-connectivity cost, whichever is lower, is also provided on achieving the milestones prescribed in the scheme. The approved grant is released by Solar Energy Corporation of India Ltd. (SECI) as per milestones.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Company's financial performance for the year ended March 31, 2022 is summarized below:

(₹ in Lakhs)

| PARTICULARS | STANDALONE | |
|--|--------------------------|--------------------------|
| | YEAR ENDED 31.03.2022 | YEAR ENDED 31.03.2021 |
| I. Net Sales/Income from Operations | 718.68 | 2452.39 |
| II. Other Income | 30.43 | 25.52 |
| III. Total Income (I+II) | 749.12 | 2477.91 |
| IV. Earnings Before Interest, Taxes, Depreciation and Amortization Expense | (691.18) | 78.88 |
| V. Finance Cost | 6.27 | 9.95 |
| VI. Depreciation and Amortization Expense | 40.07 | 40.41 |
| VII. Profit Before Tax (IV-V-VI) | (737.53) | 28.52 |
| VIII. Tax Expense: | | |
| i Current Tax Expense | 0.00 | 11.93 |
| ii MAT Credit | 0.00 | 0.00 |
| iii MAT Credit Relating to prior years | 0.00 | 0.00 |
| iv Tax Expense Relating to prior years | 0.00 | 0.00 |
| v Deferred Tax (Asset)/Liabilities | (0.92) | (1.04) |
| IX. Profit After Tax (VII-VIII) | (737.44) | 17.63 |

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS AND RETURN ON NETWORTH

The Key Financial Ratios during Financial Year 2021-2022 vis-à-vis Financial Year 2020-2021 are as below:

| Particulars | F.Y. 2021-22 | F. Y. 2020-21 | % Change from Last Year |
|-------------------------------|--------------|---------------|-------------------------|
| Debtors Turnover Ratio | 0.97 | 1.67 | -41.92 |
| Creditors Turnover Ratio | 1.92 | 4.79 | -59.92 |
| Inventory Turnover Ratio | 2.23 | 2.17 | -2.76 |
| Current Ratio | 2.36 | 2.79 | -15.41 |
| Interest Coverage Ratio | -143.68 | 5.07 | -2933.93 |
| Debt Equity Ratio | 0.12 | 0.01 | 1100 |
| Operating Profit Margin Ratio | -104.65 | 0.57% | -18459.65 |
| Net Profit Margin | -102.61 | 1.15% | -9022.61 |
| Return on Net Worth | -21.62 | 0.47% | -4700 |

CAUTIONARY STATEMENT

Statement in this report describing the Company's objectives projections estimates and expectation may constitute "forward looking statement" within the meaning of applicable laws and regulations. Forward looking statements are based on certain assumption and expectations of future events. These Statements are subject to certain risk and uncertainties. The Company cannot guarantee that these assumption and expectations are accurate or will be realized. The actual results may different from those expressed or implied since the Company's operations are affected by many external and internal factors which are beyond the control of the management. Hence the Company assumes no responsibility in respect of forward-looking statements that may be amended or modified in future on the basis of subsequent developments information or events.

For and on behalf of the Board of Directors

Place: Ahmedabad
Date: September 08, 2022

Sd/-
Piyushkumar Babubhai Thumar
Chairman & Managing Director
(DIN:02785269)

Form No. MR-3
For the financial year ended March 31, 2022
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
BRIGHT SOLAR LIMITED
C-103, Titanium Square, Thaltej Cross Road,
S.G Highway, Thaltej, Ahmedabad - 380059

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by BRIGHT SOLAR LIMITED (CIN L51109GJ2010PLC060377) (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's 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 31st March, 2022 (hereinafter called the 'Audit Period') 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: I 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, 2021 according to the provisions of:

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, 2022 according to the provisions of:

- i. The Companies Act, 2013 ("the Act") and the rules made there under as applicable;
- ii. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made there under to the extent of Foreign Direct Investment;
- v. 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listing Agreement entered with National Stock Exchange of India Limited (NSE);

vi. The Revised Secretarial Standards issued by the Institute of Company Secretaries of India.

During the year under the report, the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above read with circulars, notifications and amended rules, regulations, standards etc. issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India and such regulatory authorities for such acts, rules, regulations, standards etc. as may be applicable, from time to time issued for compliances under the pandemic situation, have been complied with by the Company except to the following observations:-

1. Company has not attached Audit Report to Financial Statement which is dispatched to shareholders for FY 2020-21. As required under Section 134 (2) of Companies Act 2013;
2. Company has not given explanations of or comments by the Board on every qualification, reservation or adverse remark or disclaimer made by the auditor in their Board Report and by the company secretary in practice in her secretarial audit report as required under Section 134(3)(f) of Companies Act 2013;
3. Contra Trade as per code of internal procedures and conduct for prevention of insider trading in securities as per Regulation 9 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended
 - Contra Trade (Buy as well sell) has been executed by Mr. Piyushkumar Babubhai Thummar (PAN:- AGRPT9202C) within a period of 6 months during FY 2021-22.
4. Company has not transferred unspent amount of CSR amount of FY 2020-21 earmarked for Corporate Social Responsibility activities within a period of six months from the end of the financial year 2020-21 to a Fund specified in Schedule VII.
5. There was delay in reporting of information of Designated Persons under System Driven Disclosures (SDD) for Insider.
 - Change (Addition/Deletion) in Designated Persons was not updated on the same day as required under SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/168 dated September 9, 2020.

We further report that, company being engaged in assembling of DC/AC Solar Pump Systems, there is no specific act applicable to Company.

During the Period under review, provisions of the following Acts, Rules, Regulations, and Standards are not applicable to the Company,

- i. 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; - the Company is not registered as Registrar to an Issue & Share Transfer Agent. However, the Company has appointed Accurate Securities and Registry Private Limited as Registrar & Share Transfer Agent as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- ii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- iii. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- iv. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- v. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

- vi. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; and
- vii. The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings.

We further report that -

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

Since none of the members have communicated dissenting views in the matters / agenda proposed from time to time for consideration of the Board and Committees thereof, during the year under the report, hence were not required to be captured and recorded as part of the minutes.

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 period under review:-

- Stake of Promoter and Promoter Group reduced from 62.24% as on March 31, 2021 to 0.24% as on March 31, 2022.
- GLE India Solar Private Limited (“applicant company”) has filed petition with NCLT Bench, Ahmedabad under Insolvency & Bankruptcy Code, 2016, detail are as under:-

| Sr. No. | Details |
|---------|--|
| 1. | Brief Details of litigation:- GLE India Solar Private Limited (“applicant company”) has filed petition with NCLT Bench, Ahmedabad under Insolvency & Bankruptcy Code, 2016. The business agreement was entered into by one parent company of the applicant with Bright Solar Limited (“Respondent”) and respondent suddenly cancelled the agreement invoking Force majeure clause. Deed of Debt assignment was executed by Ningbo and applicant. |
| 2. | Expected financial implications, if any, due to compensation, Penalty etc;- Rs. 4,02,37,377/- |
| 3. | Quantum of claims, if any- Under review with legal consultant to make counter claim. |

For, Payal Dhamecha & Associates
Practising Company Secretary
ICSI Unique Code: S2020GJ735800

Payal Dhamecha
(Proprietor)

Place: Ahmedabad

Date: September 8, 2022

ACS No.: 47303 COP No. 20411
UDIN: A047303D000941471

Note: This Report is to be read with my letter of above date which is annexed as Annexure I and forms an integral part of this report.

Annexure I

To,
The Members
BRIGHT SOLAR LIMITED
C-103, Titanium Square, Thaltej Cross Road,
S.G Highway, Thaltej, Ahmedabad - 380059

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

**For, Payal Dhamecha & Associates
Practising Company Secretary
ICSI Unique Code: S2020GJ735800**

**Payal Dhamecha
(Proprietor)**

ACS No.: 47303 COP No. 20411

UDIN: A047303D000941471

Place: Ahmedabad

Date: September 8, 2022

SEGMENT WISE OR PRODUCT WISE PERFORMANCE

1. Segment wise Revenue

(₹ in Lakhs)

| Particulars | 2021-22 | 2020-21 |
|--|---------------|-----------------|
| Solar Water Pumping & Other Solar System | 29.66 | 1,187.39 |
| Sale of Services – Installation of Systems and Consulting of Project Tendering | 24.00 | 0 |
| Infrastructure - Project Revenue | 676.06 | 1,265.00 |
| Total | 729.72 | 2,452.39 |

2. Segment Results (Profit/Loss before tax and interest from each segment)

(₹ in Lakhs)

| Particulars | 2021-22 | 2020-21 |
|--|-----------------|----------------|
| Solar Water Pumping & Other Solar System | (2.08) | (195.60) |
| Sale of Services – Installation of Systems and Consulting of Project Tendering | 24.00 | 0 |
| Infrastructure - Project Revenue | (665.95) | 306.33 |
| Less: (i) Interest and finance costs | (6.27) | (9.94) |
| (ii) Other Unallocated expenditure | (106.63) | (97.78) |
| Add:(iii) Unallocable Income | 19.40 | 25.51 |
| Total | (737.53) | 28.52 |

During the year under review, total Revenue from Segment (1) is ₹ 29.66 lacs compared to the previous year was ₹ 1,187.39. Which is 97.50 % declined compared on Y-o-Y. Moreover, the revenue from Segment (3) is ₹ 676.06 lacs compared to the previous year was ₹ 1,265.00. Which is 46.56 % declined compared to Y-o-Y.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT – EMPLOYEE DATA

The total employee strength of the Company as on 31st March, 2021 was 32. Given the nature of the operations, a significant portion of the said employee strength comprises of drivers, cleaners and other unskilled employees. Your management feels proud to state that there were no instances of strikes, lockouts or any other action on part of the employees that affected the functioning of the Company. It is noteworthy that there is no Employee Union within the organization.

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT:

I, Piyushkumar Babubhai Thumar (DIN: 02785269), Chairman and Managing Director of **BRIGHT SOLAR LIMITED**, declare that all the Board Members and Senior Management Personnel have complied with the Code of Conduct applicable to them for the financial year ended March 31, 2022.

For and on behalf of the Board of Directors

Place: Ahmedabad
Date: September 08, 2022

Sd/-
Piyushkumar Babubhai Thumar
Chairman & Managing Director
(DIN:02785269)

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
BRIGHT SOLAR LIMITED
Ahmedabad.

Report on the Audit of Financial Statements

Opinion

We have audited the financial statements of **BRIGHT SOLAR LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2022, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and loss and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the 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.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's report including Annexure to Board's Report but does not include the financial statements and our auditors' report thereon.

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

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

Management's Responsibility for the Financial Statements

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

In preparing the 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 Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure-A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 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” and
- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its Directors during the year is in accordance with the provisions of Section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has disclosed pending litigations which would impact its financial position. (Refer Note - 36 to the financial statements)
 - (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 amount which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - (iv) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign 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;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign 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;

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

(v) The Company has neither declared nor paid any dividend during the year.

For Nirav S Shah & Co.
(Firm Registration no. 130244W)
Chartered Accountant

Nirav S Shah
Partner
Mem. No. 133345
UDIN:22133345AJWYFC7989

Place: Ahmedabad
Date: 30/05/2022

Annexure 1 referred to in paragraph 1 of Our Report under “Report on Other Legal and Regulatory Requirements” of even date to the members of BRIGHT SOLAR LIMITED on the accounts of the company for the year ended 31st March, 2022.

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
(b) As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification;
(c) The title deeds of immovable properties are held in the name of the company.
- ii. (a)The Company has conducted physical verification of inventory at regular interval.
(b) No material discrepancy has been noticed on such verification.
- iii. The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act.
- iv. In our opinion and according to the information and explanations given to us in respect of loans, investments, guarantees and securities, there is adequate compliance of provisions of section 185 and 186 of the Companies Act, 2013.
- v. The Company has not accepted any deposits from the public hence compliance of directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other provisions of the Companies Act, 2013 and the rules framed there under need not be applicable.
- vi. The company is not liable to maintain cost records as prescribes under sub-section (1) of Section 148 of the Companies Act, 2013.
- vii. (a) According to the information and the explanations given to us, the Company has been generally regular in depositing undisputed statutory dues including provident fund, income-tax, goods and service tax, cess and other statutory dues as applicable with the appropriate authorities. There were no undisputed amounts payable in respect of income tax, sales tax, goods and, cess and any other material statutory dues in arrears as at 31 March 2022 for a period of more than six months from the date they became payable.

| Sr. No. | Description | Amount |
|----------------|--------------------|---------------|
| 1 | TDS Payable | 1,24,648/- |

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of Goods and Service Tax, and cess which have not been deposited with the appropriate authorities on account of any dispute. There is an Income tax demand pertaining to following years as under:

| Sr. No. | Description | Pending with | Amount |
|----------------|---|---|---------------|
| 1 | A.Y. 2012-13 | Hon'ble CIT(A) | 1,22,550/- |
| 2 | A.Y. 2019-20 | Hon'ble CIT(A) | 1,08,11,640/- |
| 3 | A.Y. 2020-21 | Hon'ble CIT(A) | 5,02,268/- |
| 4 | A.Y. 2020-21 | Hon'ble CIT(A) | 24,82,898/- |
| 5 | A.Y. 2016-17 | Hon'ble CIT(A) | 3,89,910/- |
| 6 | A.Y. 2018-19 | Hon'ble CIT(A) | 1,56,600/- |
| 7 | Case Number 2401105003282022 Dispute with GLE India Solar Private Limited | National Company Law Tribunal (NCLT) | 4,02,37,377/- |

- viii. According to the records of the company examined by us and as per the information and explanations given to us, the company has not availed any term loans from banks and has not issued debentures.
- ix. In our opinion and according to the information and explanations given to us, the company has not raised moneys by way of initial public offer or further public offer and any term loans during the year.
- x. During the course of our examination of the books and records of the company, carried in accordance with the auditing standards generally accepted in India, we have neither come across any instance of fraud on or by the Company noticed or reported during the course of our audit nor have we been informed of any such instance by the Management.
- xi. According to the records of the company examined by us and as per the information and explanations given to us, the company has paid no managerial remuneration.
- xii. As the company is not the Nidhi company, the compliance requirement of net Owned funds to Deposits in the ratio of 1:20 to meet out the liability and maintaining ten percent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability is not Applicable.
- xiii. In our opinion, and according to the information and explanations given to us, section 177 is not applicable to the company and as compliance required under section 188 of companies act,2013 company has not taken any loan from related party except following:

| Sr. No. | Description | Amount |
|----------------|--------------------------------|---------------|
| 1 | Piyushkumar Babubhai Thumar | 2,32,25,000/- |

- xiv. According to the records of the company examined by us and as per the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv. In our opinion, and according to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him.

- xvi. (a) In our opinion and according to the information and explanations given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
 (b) In our opinion, the Company has not conducted any Non-Banking Financial or Housing Finance activities without any valid Certificate of Registration from Reserve Bank of India. Hence, the reporting under paragraph clause 3 (xvi)(b) of the Order are not applicable to the Company
 (c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Hence, the reporting under paragraph clause 3 (xvi)(c) of the Order are not applicable to the Company.
 (d) The Company does not have any CIC as a part of its group. Hence, the provisions stated in paragraph clause 3 (xvi)(d) of the Order are not applicable to the Company.
- xvii. Based on the overall review of standalone financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Hence, the provisions stated in paragraph clause 3 (xvii) of the Order are not applicable to the Company.
- xviii. There has been no resignation of the statutory auditors during the year. Hence, the provisions stated in paragraph clause 3 (xviii) of the Order are not applicable to the Company.
- xix. According to the information and explanations given to us and based on our examination of financial ratios, ageing and expected date of realisation of financial assets and payment of liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of audit report and the Company is 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.
- xx. According to the information and explanations given to us, the provisions of section 135 of the Act are not applicable to the Company. Hence, the provisions of paragraph (xx)(a) to (b) of the Order are not applicable to the Company.
- xxi. According to the information and explanations given to us, the Company does not have any Subsidiary, Associate or Joint Venture. Accordingly, reporting under clause 3(xxi) of the Order is not applicable.

| Sr. No. | Description | Nature of Relation |
|---------|---------------------|--------------------|
| 1 | VC Project BSL (JV) | Joint Venture |

**For, Nirav S Shah & Associates
Chartered Accountants**

(Nirav S Shah)

Proprietor

Membership No.# 133345

Firm Registration No.# 130244W

UDIN: 22133345AJWYFC7989

Place: Ahmedabad

Date: 30/05/2022

Annexure B to Independent Auditors' Report

(Referred to in paragraph 2(f) under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Bright Solar Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone 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 Act.

Auditor's 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") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 respects.

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 judgement, including the assessment of the risks of material misstatement of the 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 Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal

financial control with reference to financial statements 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 with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2022, 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 Nirav Shah & Associates
Chartered Accountants
Firm Reg. No. 130244W

Place: Ahmedabad
Date: 30/05/2022

Nirav Shah
(Proprietor)
(Membership No. 133345)
UDIN: 22133345AJWYFC7989

Annexure C to the Independent Auditors' Report

Additional Reporting as per Revised Schedule-III of the Companies Act-2013

Additional Regulatory Information

1. Title Deeds of Immovable Property not held in the name of the Company

As per the information and explanation given to me, the records examined by me and based on the examination of the conveyance deeds/ registered sale deed provided to me I report that the title deeds comprising all the Immovable Properties of building which are freehold and are held in the name of the Company as at the Balance Sheet date.

2. Revaluation of Property, Plant & Equipments

The Company has not revalued its Property, Plant and Equipments during the current financial year.

3. Loans & Advances to Directors, Promoters KMPs & Related Parties

The Company has not granted any loans or advances in the nature of loan outstanding to any of its Promoters, Directors, Key Managerial Personals and related parties.

4. Capital Work-in-Progress

The Company does not have any Capital Work in Progress Account as at the Balance Sheet Date.

5. Intangible Assets under Development

The Company does not have any Intangible Assets under development as at the Balance Sheet Date.

6. Details of Benami Property held

The Company does not hold any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

7. Wilful Defaulter

As informed by the management, the name of the Company and any of its directors does not appear under the list of wilful defaulter.

8. Relationship with Struck off Companies

The Company does not have any transactions with the Companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

9. Registration of charges or satisfaction with Registrar of Companies

The Company does not require to create/modified/ satisfied charge on the assets of the Company during the financial year.

10. Compliance with number of layers of Companies

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on Number of Layers) Rules, 2017.

11. Financial Ratios FY 2021-22

As per Schedule 27

12. Compliance with approved Scheme(s) of Arrangements

There is not any scheme of arrangements has been approved by the competent authority in terms of section 230 to 237 of the Companies Act, 2013 during the current financial year.

13. Utilization of Borrowed funds and Share Premium

[A] The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall

- i. 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
- ii. Provide any guarantee, security or the like to or on behalf of the Ultimate

[B] The Company has not received any funds from any persons(s) or entity (ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall

- i. 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
- ii. Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

14. Undisclosed Income

The Company does not have any transaction which was not recorded in the books of accounts in earlier years & that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

15. Corporate Social Responsibility

The Company is not covered under section 135 of the Companies Act, 2013.

16. Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in Crypto currency or Virtual Currency during the current financial year.

**For Nirav Shah & Associates
Chartered Accountants
Firm Reg. No. 130244W**

**Place: Ahmedabad
Date: 30/05/2022**

**Nirav Shah
(Proprietor)
(Membership No. 133345)
UDIN: 22133345AJWYFC7989**

BALANCE SHEET

| PARTICULARS | Note No | (₹ thousands) | |
|--|----------------|-------------------------------------|-------------------------------------|
| | | Audited As at 31st March 2022 | Audited As at 31st March 2021 |
| EQUITY AND LIABILITIES | | | |
| I. Shareholders' Funds | | | |
| (a) Share Capital | 1 | 204,000.00 | 204,000.00 |
| (b) Reserves & Surplus | 2 | 103,727.17 | 177,675.37 |
| | (A) | 307,727.17 | 381,675.37 |
| II. Non Current Liabilities | | | |
| (a) Long Term Borrowings | 3 | 5,556.17 | 3,647.75 |
| | (B) | 5,556.17 | 3,647.75 |
| III. Current Liabilities | | | |
| (a) Short Term Borrowings | 4 | 30,630.18 | 1,454.70 |
| (b) Trade Payables | | | |
| - (A) Total outstanding dues of micro enterprises and small enterprises | 5 | 8,117.66 | 6,754.55 |
| - (B) Total outstanding dues of creditors other than micro enterprises and small enterprises | 5 | 19,636.18 | 35,998.89 |
| (c) Other Current Liabilities | 6 | 31,266.44 | 65,907.86 |
| (c) Short Term Provisions | 7 | 6,089.78 | 8,284.76 |
| | (C) | 95,740.24 | 118,400.75 |
| Total | (A+B+C) | 409,023.58 | 503,723.87 |
| ASSETS | | | |
| I. Non Current Assets | | | |
| (a) Property, Plant & Equipment and Intangible Assets | | | |
| i) Property, Plant & Equipment | 8 | 43,948.08 | 43,190.99 |
| ii) Intangible Assets | 8 | 223.31 | 356.59 |
| | (D) | 44,171.39 | 43,547.58 |
| (b) Non-Current Investment | 9 | 9,420.63 | 2,828.34 |
| (c) Deferred Tax Assets (Net) | 10 | 630.46 | 621.31 |
| (d) Long Term Deposits and Advances | 11 | 76,217.32 | 77,294.32 |
| (e) Other Non Current Assets | 12 | 52,722.96 | 48,928.12 |
| | (E) | 138,991.37 | 129,672.09 |
| II. Current Assets | | | |
| (a) Inventories | 13 | 21,895.72 | 94,170.81 |
| (b) Trade Receivables | 14 | 63,348.34 | 90,681.99 |
| (c) Cash and Bank Balances | 15 | 29,085.68 | 29,767.80 |
| (d) Short-Term Loans and Advances | 16 | 105,809.84 | 106,847.58 |
| (e) Other Current Assets | 17 | 5,721.24 | 9,036.01 |
| | (F) | 225,860.82 | 330,504.20 |
| Total | (D+E+F) | 409,023.58 | 503,723.87 |
| Contingent liabilities and commitments | 26 | 30,868 | 24,266 |
| See accompanying notes to Financial Statements | 28 | | |

For, Nirav Shah & Associates
Chartered Accountant

Nirav Shah
Proprietor
Membership No. 133345
Firm Registration No. 130244W
UDIN: 22133345AJWYFC7989

Place: Ahmedabad
Date: 30th May, 2022

For and On Behalf of the Board of Directors of Bright Solar Limited

Piyushkumar Babubhai Thumar
Chairman & Managing Director
DIN: 02785269

Jagrutiben Rameshbhai Joshi
Director
DIN: 07737814
Date: 30th May, 2022

STATEMENT OF PROFIT AND LOSS

| PARTICULARS | Note No | Audited | |
|---|----------|------------------------------------|------------------------------------|
| | | For the year ended 31st March 2022 | For the year ended 31st March 2021 |
| I Revenue From Operations | 18 | 71,868.33 | 245,239.41 |
| II Other Income | 19 | 3,043.80 | 2,551.88 |
| III Total Income | A | 74,912.13 | 247,791.29 |
| IV Expenditure | | | |
| (a) Cost of Goods Sold | 20 | 129,153.47 | 210,259.52 |
| (b) Employee Benefit Expenses | 21 | 5,911.93 | 8,782.60 |
| (c) Finance Cost | 22 | 627.38 | 995.32 |
| (d) Depreciation and Amortisation Expenses | 23 | 4,007.69 | 4,040.54 |
| (e) Other Expenses | 24 | 8,965.02 | 20,861.57 |
| V Total Expenditure | B | 148,665.49 | 244,939.55 |
| VI Profit / (Loss) before exceptional and extraordinary items and tax | C (A-B) | -73,753.36 | 2,851.75 |
| VII Extraordinary items | | | |
| VIII Profit / (Loss) on sale of fixed assets | D | 0.00 | 0.00 |
| IX Profit / (Loss) before tax | E (C-D) | -73,753.36 | 2,851.75 |
| X Tax Expense: | | | |
| (a) Tax Expense for Current Year | | 0.00 | 1,193.33 |
| (b) Deferred Tax | 10 | -9.15 | -104.46 |
| XI Net Current Tax | F | -9.15 | 1,088.88 |
| XII Profit/(Loss) for the Year | G (E-F) | -73,744.21 | 1,762.87 |
| XIII Earning Per Share (Face Value `10/- per share) | | | |
| Basic | 25 | (3.61) | 0.09 |
| Diluted | 25 | (3.61) | 0.09 |
| See accompanying notes to Financial Statements | 27 | | |
| Debt Equity Ratio | | 0.12 | 0.01 |
| Debt Service Ratio | | (100.30) | 2.64 |
| Interest Service/Coverage Ratio | | (116.56) | 3.87 |

For, Nirav Shah & Associates
Chartered Accountant

Nirav Shah
Proprietor
Membership No. 133345
Firm Registration No. 130244W
UDIN: 22133345AJWYFC7989

Place: Ahmedabad
Date: 30th May, 2022

For and On Behalf of the Board of Directors of Bright Solar Limited

Piyushkumar Babubhai Thumar
Chairman & Managing Director
DIN: 02785269

Jagrutiben Rameshbhai Joshi
Director
DIN: 07737814

Date: 30th May, 2022

CASH FLOW STATEMENT

| PARTICULARS | (₹ thousands) | |
|--|-------------------------------|-------------------------------|
| | Year ended 31st March 2022 | Year ended 31st March 2021 |
| A CASH FLOW FROM OPERATING ACTIVITIES: | | |
| Net Profit before Tax | -73,753.36 | 2,851.75 |
| Add: | | |
| (a) Depreciation | 1,125.12 | 1,157.97 |
| (b) Miscellaneous Expenses (Amortized) | 2,882.57 | 2,882.57 |
| (c) Finance & Interest Expenses | 627.38 | 995.32 |
| | 4,635.07 | 5,035.85 |
| Deduct: | | |
| (a) Interest income | 1,013.16 | 1,642.75 |
| (b) Profit From JV | 926.58 | 516.25 |
| | 1,939.74 | 2,159.00 |
| OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES | -71,058.03 | 5,728.60 |
| Add/Deduct: | | |
| (a) Increase/Decrease in Short Term Provisions | -42.83 | -1,233.95 |
| (b) Increase/Decrease in Trade Payables | -14,999.59 | -51,222.39 |
| (c) Increase/Decrease in Other Current Liabilities | -34,641.42 | 28,262.95 |
| (d) Increase/Decrease in Inventories | 72,275.10 | 5,637.16 |
| (e) Increase/Decrease in Trade Receivables | 27,333.65 | 89,990.87 |
| (f) Increase/Decrease in Short Term Loans & Advances | 1,037.74 | -78,070.08 |
| (g) Increase/Decrease in Other Current Assets | 3,314.77 | 7,864.61 |
| (h) Increase/Decrease in Short Term Borrowing | 29,175.48 | 1,454.70 |
| Total Working Capital Adujstment | 83,452.90 | 2,683.86 |
| CASH GENERATED FROM OPERATIONS | 12,394.87 | 8,412.46 |
| Deduct: | | |
| Direct Taxes Paid (Net) | -2,152.15 | -7,006.91 |
| NET CASH FROM OPERATING ACTIVITIES | 10,242.73 | 1,405.55 |
| B CASH FLOW FROM INVESTING ACTIVITIES: | | |
| (a) Purchase of Fixed Assets | -1,748.93 | -62.30 |
| (b) Interest income | 1,013.16 | 1,642.75 |
| (c) Change in Long Term Bank Deposits | -309.07 | -922.42 |
| (d) Change in Long Term Deposits and Advances | 1,077.00 | -101.40 |
| (e) Change in Other Non Current Assets | -6,677.41 | -9,170.46 |
| (f) Investment in JV | -6,592.28 | -536.25 |
| (g) Profit from JV | 926.58 | 516.25 |
| NET CASH USED IN INVESTING ACTIVITIES | -12,310.96 | -8,633.83 |
| C CASH FLOW FROM FINANCING ACTIVITIES: | | |
| (a) Increase/Decrease in Borrowings | 1,908.42 | -1,197.45 |
| (b) Finance & Interest Expenses | -627.38 | -995.32 |
| (c) Dividend and Dividend Distribution Tax Paid | -204.00 | -2,040.00 |
| NET CASH USED IN FINANCING ACTIVITIES | 1,077.04 | -4,232.77 |
| NET INCREASE IN CASH AND CASH EQUIVALENTS | -991.20 | -11,461.04 |
| OPENING BALANCE- CASH AND CASH EQUIVALENT | 5,888.37 | 17,349.41 |
| CLOSING BALANCE- CASH AND CASH EQUIVALENT | 4,897.17 | 5,888.37 |

For, Nirav Shah & Associates
Chartered Accountant

Nirav Shah
Proprietor
Membership No. 133345
UDIN: 22133345AJWYFC7989

Place: Ahmedabad
Date: 30th May, 2022

For and On Behalf of the Board of Directors
of Bright Solar Limited

Piyushkumar Babubhai Thumar
Chairman & Managing Director
DIN: 02785269

Jagrutiben Rameshbhai Joshi
Director
DIN: 07737814
Date: 30th May, 2022

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(₹ thousands)

| PARTICULARS | Audited For the year ended 31st March 2022 | Audited For the year ended 31st March 2021 |
|--|--|---|
| 1 Segment Revenue | | |
| a Solar Water Pumping & Other System Sales | 2,966 | 1,18,739 |
| b Sale of Services – Installation of Systems and Consulting of Project Tendering | 2,400 | - |
| c Infrastructure - Project Revenue | 67,607 | 1,26,500 |
| Total | <u>72,972</u> | <u>2,45,239</u> |
| Less: Inter Segment Revenue | | |
| Net Sales/Income From Operations | <u><u>72,972</u></u> | <u><u>2,45,239</u></u> |
| 2 Segment Results (Profit/Loss before tax and interest from each segment) | | |
| a Solar Water Pumping & Other System Results | (208) | (19,560) |
| b Sale of Services – Installation of Systems and Consulting of Project Tendering | 2,400 | - |
| c Infrastructure - Project Results | (66,595) | 30,634 |
| Total | <u>(64,403)</u> | <u>11,073</u> |
| Less: (i) Interest and Finance Costs | 627 | 994 |
| Less: (ii) Other Unallocated Expenditure | 10,663 | 9,778 |
| Add: (iii) Unallocable Income | 1,940 | 2,551 |
| Total Profit Before Tax | <u><u>(73,753)</u></u> | <u><u>2,852</u></u> |
| 3 Segment Assets | | |
| a Solar Water Pumping & Other System Results | 2,33,303 | 2,68,834 |
| b Sale of Services – Installation of Systems and Consulting of Project Tendering | - | - |
| c Infrastructure-Projects | 1,16,226 | 1,79,591 |
| d Unallocated | 59,495 | 55,299 |
| Total Segment Assets | <u><u>4,09,024</u></u> | <u><u>5,03,724</u></u> |
| 4 Segment Liabilities | | |
| a Solar Water Pumping & Other System Results | 36,172 | 42,479 |
| b Sale of Services – Installation of Systems and Consulting of Project Tendering | - | - |
| c Infrastructure-Projects | 22,190 | 62,894 |
| d Unallocated | 42,934 | 16,676 |
| Total Segment Liabilities | <u><u>1,01,296</u></u> | <u><u>1,22,049</u></u> |
| 5 Capital Employed (Segment Assets - Segment Liabilities) | | |
| a Solar Water Pumping & Other System Results | 1,97,131 | 2,26,356 |
| b Sale of Services – Installation of Systems and Consulting of Project Tendering | - | - |
| c Infrastructure-Projects | 94,036 | 1,16,697 |
| d Unallocated | 16,560 | 38,623 |
| Total | <u><u>3,07,727</u></u> | <u><u>3,81,675</u></u> |

Place: Ahmedabad

Date: 30th May, 2022

BRIGHT SOLAR LIMITED
Notes Forming Part of Balance Sheet

Note 1

Share Capital

Authorised

2,20,00,000 Equity Shares of `10/- each
(P.Y 2,20,00,000 Equity Shares of `10/- each)

Issued, Subscribed And Paid Up

2,04,00,000 Equity Shares of `10/- each

Add: Issued during the year

2,04,00,000 Equity shares of `10/- each

| | As at 31st March 2022 | As at 31st March 2021 |
|--|--------------------------|--------------------------|
| | (₹ thousands) | (₹ thousands) |
| | 2,20,000.00 | 2,20,000.00 |
| | 2,20,000.00 | 2,20,000.00 |
| | 2,04,000.00 | 2,04,000.00 |
| | 0.00 | 0.00 |
| | 2,04,000.00 | 2,04,000.00 |

A) Terms/rights attached to equity shares:

Equity Shares

i. The company has only one class of shares referred to as equity shares having a par value of `10/-. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

ii. In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The amount distributed will be in proportion to the number of equity shares held by the shareholders.

B) Reconciliation of the number of shares outstanding

| Particulars | As at 31st March 2022 | As at 31st March 2021 |
|---|--------------------------|--------------------------|
| Number of Shares at the beginning of the year | 2,04,00,000.00 | 2,04,00,000.00 |
| Number of Shares at the end of the year | 2,04,00,000.00 | 2,04,00,000.00 |

C) Details Of Shares In The Company Held By Each Shareholder Holding More Than 5% Shares:

| Name Of Shareholder | As at 31st March, 2022 | | As at 31st March, 2021 | |
|---------------------------------|------------------------|--------------|------------------------|---------------|
| | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| Mr. Piyushkumar Babubhai Thumar | 9,000 | 0.04% | 1,26,36,000 | 61.94% |
| | 9,000 | 0.04% | 1,26,36,000 | 61.94% |

D) Out of the Total Fully Paid 2,04,00,000 Equity Shares 1,35,00,000 Equity Shares of Rs. 10/- were allotted as Fully paid bonus shares during the Financial Year 2017-18

E) Details of Shareholding of Promoters: -

Shares held by promoters as at March 31, 2022 is as follows:

| Promoter Name | As at 31st March, 2022 | | As at 31st March, 2021 | | % Change During the year |
|---------------------------------|------------------------|-------------------|------------------------|----------------------|-----------------------------|
| | No of Shares | % of Total Shares | No of Shares | % of Total Shares | |
| Mr. Piyushkumar Babubhai Thumar | 9,000 | 0.04% | 1,26,36,000 | 61.94% | -61.90% |
| Total | 9,000 | 0.04% | 1,26,36,000 | 61.94% | -61.90% |

Shares held by promoters as at March 31, 2021 is as follows:

| Promoter Name | As at 31st March, 2022 | | As at 31st March, 2021 | | % Change During the year |
|---------------------------------|------------------------|-------------------|------------------------|----------------------|-----------------------------|
| | No of Shares | % of Total Shares | No of Shares | % of Total Shares | |
| Mr. Piyushkumar Babubhai Thumar | 1,26,36,000 | 61.94% | 1,42,23,000 | 69.72% | -7.78% |
| Total | 1,26,36,000 | 61.94% | 1,42,23,000 | 69.72% | -7.78% |

Note 2

Reserves & Surplus

A) Securities Premium

----Opening Balance

----Closing Balance

B) Surplus

Opening Balance

Add: Net Profit for the current year

Less: Dividend & DDT Paid

Closing Balance

| | As at 31st March 2022 | As at 31st March 2021 |
|--|--------------------------|--------------------------|
| | (₹ thousands) | (₹ thousands) |
| | 1,40,400.00 | 1,40,400.00 |
| | 1,40,400.00 | 1,40,400.00 |
| | 37,275.37 | 37,552.50 |
| | -73,744.21 | 1,762.87 |
| | 204.00 | 2,040.00 |
| | -36,672.83 | 37,275.37 |
| | 1,03,727.17 | 1,77,675.37 |

Note 3**Long Term Borrowings****Secured Loans**

| | As at 31st March 2022 (₹ thousands) | As at 31st March 2021 (₹ thousands) |
|---|---|---|
| Hundai I10 Car Loan - ICICI Bank | 164.85 | 296.24 |
| Less: Repayable in the next twelve months | | -131.39 |
| Toyota Innova Car Loan - Toyota Finance | 0.00 | 70.16 |
| Less: Repayable in the next twelve months | 0.00 | -70.16 |
| | 164.85 | 164.85 |

Unsecured Loans**(I) From Related Parties ('Promoters' and 'Promoter Group Companies')**

From Directors

(II) From Others

| | | |
|---|-----------------|-----------------|
| Bajaj Finserve | 0.00 | 1,253.14 |
| Less: Repayable in the next twelve months | 0.00 | -1,253.14 |
| ICICI Business Loan | 2,386.75 | 0.00 |
| Less: Repayable in the next twelve months | -729.11 | 0.00 |
| G.L.E. India Solar Private Limited | 3,733.67 | 3,482.90 |
| | 5,391.32 | 3,482.90 |
| | 5,556.17 | 3,647.75 |

i) Hundai I10 Car Loan - ICICI Bank was taken during the year carrying 8.59% rate of interest. The tenure of loan is 60 months and is secured by the hypothecation of Hyundai I10 (Fixed Asset).

ii) Toyota Innova Car Loan - Toyota Finance was taken during the year carrying 8.89% rate of interest. The tenure of loan is 36 months and is secured by the hypothecation of Toyota Innova (Fixed Asset). The amount of principle repayable within the next 12 months is treated as Short Term Borrowing.

iii) Bajaj Finserve Loan was taken during the year 2017-18 carrying 18% rate of interest. The tenure of loan is 48 months. The amount of principle repayable within the next 12 months is treated as Short Term Borrowing.

iv) Unsecured Loan from G.L.E. India Solar Private Limited was taken during the previous year carrying 8% rate of interest. Term of the loan is 8 months, with consecutive renewal until termination by either of the parties

Note 4**Short Term Borrowings**

| | As at 31st March 2022 (₹ thousands) | As at 31st March 2021 (₹ thousands) |
|---|---|---|
| Loans and Advances from Related Parties | 29,901.07 | 0.00 |
| Current Maturities of Long Term Debt | 729.11 | 1,454.70 |
| | 30,630.18 | 1,454.70 |

Note 5**Trade Payables**

| | As at 31st March 2021 (₹ thousands) | As at 31st March 2021 (₹ thousands) |
|---|---|---|
| -(A) Total outstanding dues of micro enterprises and small enterprises | 8,117.66 | 6,754.55 |
| -(B) Total outstanding dues of creditors other than micro enterprises and small enterprises | 19,636.18 | 35,998.89 |
| | 27,753.84 | 42,753.44 |

Ageing for Trade Payables outstanding as at 31st March, 2022

Trade Payables Ageing Schedule

| | Outstanding for following periods from due date of payment | | | | |
|--|--|-----------------|------------------|-------------------|------------------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| Total outstanding dues of micro enterprises and small enterprises | 1,135 | 2,780 | 2,158 | 2,045 | 8,118 |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 2,927.24 | 2,660.12 | 2,219.91 | 516.11 | 8,323.38 |
| Disputed Dues of micro enterprises and small enterprises | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Disputed Dues of creditors other than micro enterprises and small enterprises | 0.00 | 610.83 | 10,701.98 | 0.00 | 11,312.81 |
| | 4,061.85 | 6,051.33 | 15,080.02 | 2,560.64 | 27,753.84 |

Ageing for Trade Payables outstanding as at 31st March, 2021

Trade Payables Ageing Schedule

| | Outstanding for following periods from due date of payment | | | | |
|--|--|-----------------|------------------|-------------------|------------------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| Total outstanding dues of micro enterprises and small enterprises | 2,446 | 557 | 1,587 | 2,165 | 6,755 |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 11,199.19 | 529.97 | 4,747.10 | 673.37 | 17,149.63 |
| Disputed Dues of micro enterprises and small enterprises | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Disputed Dues of creditors other than micro enterprises and small enterprises | 0.00 | 1,969.95 | 16,681.87 | 197.44 | 18,849.26 |
| | 13,644.90 | 3,057.40 | 23,015.78 | 3,035.35 | 42,753.44 |

| | As at 31st March 2022 | As at 31st March 2021 |
|----------------------------------|--------------------------|--------------------------|
| | (₹ thousands) | (₹ thousands) |
| Note 6 | | |
| Other Current Liabilities | | |
| Advances From Debtors | 7,684.99 | 34,132.54 |
| Audit Fees Payable | 536.00 | 736.00 |
| Salaries and Wages | 1,123.23 | 1,300.66 |
| Statutory Dues | 21.93 | 36.17 |
| Dividend Payable | 12.04 | 8.40 |
| Security Deposits | 21,763.25 | 29,604.08 |
| Other Current Liabilities | 125.00 | 90.00 |
| | 31,266.44 | 65,907.86 |

| | As at 31st March 2022 | As at 31st March 2021 |
|---------------------------------------|--------------------------|--------------------------|
| | (₹ thousands) | (₹ thousands) |
| Note 7 | | |
| Short Term Provisions | | |
| Provision For Expenses | 0.00 | 0.00 |
| Provision For Income Tax (Net of TDS) | 6,065.19 | 8,217.34 |
| TCS Payable | 0.00 | 8.20 |
| TDS Payable | 24.59 | 59.22 |
| | 6,089.78 | 8,284.76 |

| | As at 31st March 2022 | As at 31st March 2021 |
|---------------------------------|--------------------------|--------------------------|
| | (₹ thousands) | (₹ thousands) |
| Note 9 | | |
| Non- Current Investments | | |
| VC Project BSL (JV) | 9,420.63 | 2,828.34 |
| | 9,420.63 | 2,828.34 |

| | As at 31st March 2022 | As at 31st March 2021 |
|----------------------------|--------------------------|--------------------------|
| | (₹ thousands) | (₹ thousands) |
| Note 10 | | |
| Deferred Tax Assets | | |
| Opening Balance | 621.31 | 516.85 |
| -For the year | 9.15 | 104.46 |
| Closing Balance | 630.46 | 621.31 |

| | As at 31st March 2022 | As at 31st March 2021 |
|--|--------------------------|--------------------------|
| | (₹ thousands) | (₹ thousands) |
| Note 11 | | |
| Long Term Deposits and Advances | | |
| EMD | 968.00 | 1,668.00 |
| Rent Deposit | 130.00 | 507.00 |
| Project Advances | 75,119.32 | 75,119.32 |
| | 76,217.32 | 77,294.32 |

| | As at 31st March 2022 | As at 31st March 2021 |
|---------------------------------|--------------------------|--------------------------|
| | (₹ thousands) | (₹ thousands) |
| Note 12 | | |
| Other Non Current Assets | | |
| Deferred Revenue Expenditure | 2,190.48 | 5,073.05 |
| Other Non Current Assets | 22,102.52 | 22,102.52 |
| Security Deposit | 28,429.96 | 21,752.55 |
| | 52,722.96 | 48,928.12 |

* Other Non Current Assets Includes Trade Receivables from PGVCL, UGVCL, MGVCL and DGVCL which is due for more than one year and is under dispute. Arbitration Award was in favour of our company, however MGVCL & PGVCL has filed an appeal against Arbitration order dated 20.01.2019 in Small court of Ahmedabad. Currently, case is pending in the concern court..

| | As at 31st March 2022 | As at 31st March 2021 |
|---|--------------------------|--------------------------|
| | (₹ thousands) | (₹ thousands) |
| Note 13 | | |
| Inventories | | |
| Finished Goods | | |
| -Solar Water Pumping and Other System Stock | 12,094.01 | 12,254.70 |
| | 0.00 | 0.00 |
| Work In Progress Diu Project | 0.00 | 11,052.64 |
| Work In Progress Bihar Project | 3,487.94 | 60,668.69 |
| Work In Progress Assam Project | 6,313.77 | 10,194.78 |
| | 21,895.72 | 94,170.81 |

Note 14**Trade Receivables**

(Unsecured And Considered Good)

- From Related Parties

- From Others

| As at 31st March 2022 | As at 31st March 2021 |
|--------------------------|--------------------------|
| (₹ thousands) | (₹ thousands) |
| 0.00 | 6,579.41 |
| 63,348.34 | 84,102.57 |
| 63,348.34 | 90,681.99 |

Ageing for Trade Receivable as at 31st March, 2022

Trade Receivables Ageing Schedule

Undisputed Trade Receivables - Considered Good
 Undisputed Trade Receivables - Considered Doubtful
 Disputed Trade Receivables - Considered Good
 Disputed Trade Receivables - Considered Doubtful

| | Outstanding for following periods from due date of payment | | | | | Total |
|--|--|---------------------|-----------------|------------------|-------------------|------------------|
| | Less than 6 months | 6 months -1 year | 1-2 years | 2-3 years | More than 3 years | |
| Undisputed Trade Receivables - Considered Good | 72.64 | 0.00 | 33.27 | 169.83 | 0.00 | 275.74 |
| Undisputed Trade Receivables - Considered Doubtful | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Disputed Trade Receivables - Considered Good | 0.00 | 0.00 | 1,577.39 | 11,387.99 | 49,958.09 | 62,923.47 |
| Disputed Trade Receivables - Considered Doubtful | 0.00 | 149.13 | 0.00 | 0.00 | 0.00 | 149.13 |
| | 72.64 | 149.13 | 1,610.66 | 11,557.82 | 49,958.09 | 63,348.34 |

Ageing for Trade Receivable as at 31st March, 2021

Trade Receivables Ageing Schedule

Undisputed Trade Receivables - Considered Good
 Undisputed Trade Receivables - Considered Doubtful
 Disputed Trade Receivables - Considered Good
 Disputed Trade Receivables - Considered Doubtful

| | Outstanding for following periods from due date of payment | | | | | Total |
|--|--|---------------------|------------------|------------------|-------------------|------------------|
| | Less than 6 months | 6 months -1 year | 1-2 years | 2-3 years | More than 3 years | |
| Undisputed Trade Receivables - Considered Good | 20,331.66 | 64.48 | 376.86 | 0.00 | 0.00 | 20,773.00 |
| Undisputed Trade Receivables - Considered Doubtful | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Disputed Trade Receivables - Considered Good | 2,502.26 | 347.54 | 13,532.32 | 29,682.47 | 23,844.41 | 69,908.99 |
| Disputed Trade Receivables - Considered Doubtful | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | 22,833.92 | 412.01 | 13,909.18 | 29,682.47 | 23,844.41 | 90,681.99 |

Note 15**Cash And Bank Balances**

Balance With Banks

Cash in Hand

Cash and Cash Equivalents (As per AS- 3)

Bank Deposits (With more than twelve months maturity)*

| As at 31st March 2022 | As at 31st March 2021 |
|--------------------------|--------------------------|
| (₹ thousands) | (₹ thousands) |
| 4,758.17 | 3,999.96 |
| 139.00 | 1,888.41 |
| 4,897.17 | 5,888.37 |
| 24,188.51 | 23,879.44 |
| 29,085.68 | 29,767.80 |

* Bank Deposits (With more than twelve months maturity) are given as guarantee to various customers for contract commitments

Note 16**Short Term Loan & Advances****(Unsecured and Considered Good unless otherwise stated)**

Advances to Creditors

| As at 31st March 2022 | As at 31st March 2021 |
|--------------------------|--------------------------|
| (₹ thousands) | (₹ thousands) |
| 1,05,809.84 | 1,06,847.58 |
| 1,05,809.84 | 1,06,847.58 |

Note 17**Other Current Assets**

Subsidy Receivable

Balance with Government Authorities

Other Current Assets

| As at 31st March 2022 | As at 31st March 2021 |
|--------------------------|--------------------------|
| (₹ thousands) | (₹ thousands) |
| 1,772.17 | 6,574.75 |
| 3,941.23 | 2,461.27 |
| 7.85 | 0.00 |
| 5,721.24 | 9,036.01 |

| Property, Plant & Equipment | | | | | | | | | | | | |
|-----------------------------|---------------------------|--------|-----------------------|-----------------|-------------|------------------|-----------------|--------------------|--------------------|-------------------|------------------|--|
| Note 8 | | | | | | | | | | | | |
| Sr. No. | Particulars | Rate % | GROSS BLOCK (AT COST) | | | | DEPRECIATION | | | | NET BLOCK | |
| | | | As at 01-Apr-21 | Additions | Deductions | As at 31-Mar-22 | Up to 01-Apr-21 | For the year | Up to 31-Mar-22 | As at 31-Mar-22 | As at 31-Mar-21 | |
| | Tangible Assets | | | | | | | | | | | |
| 1 | Building | 4.87% | 3,175.00 | 0.00 | 0.00 | 3,175.00 | 441.64 | 133.11 | 574.76 | 2,600.24 | 2,733.36 | |
| 2 | Computers and Accessories | 63.16% | 644.88 | 25.78 | 0.00 | 670.66 | 553.67 | 61.97 | 615.64 | 55.02 | 91.20 | |
| 3 | Furniture & Fixtures | 25.89% | 385.15 | 1,525.42 | 0.00 | 1,910.57 | 326.08 | 215.47 | 541.54 | 1,369.03 | 59.07 | |
| 4 | Office Equipment | 45.07% | 346.87 | 197.73 | 0.00 | 544.59 | 261.08 | 77.20 | 338.28 | 206.31 | 85.79 | |
| 5 | Plant & Machinery | 18.10% | 2,326.41 | 0.00 | 0.00 | 2,326.41 | 1,363.26 | 174.33 | 1,537.59 | 788.82 | 963.15 | |
| 6 | Vehicle | 31.23% | 3,138.22 | 0.00 | 0.00 | 3,138.22 | 2,082.29 | 329.77 | 2,412.06 | 726.16 | 1,055.93 | |
| 7 | Land | 0.00% | 38,202.50 | 0.00 | 0.00 | 38,202.50 | 0.00 | 0.00 | 0.00 | 38,202.50 | 38,202.50 | |
| | Sub Total | | 48,219.02 | 1,748.93 | 0.00 | 49,967.94 | 5,028.03 | 991.84 | 6,019.87 | 43,948.08 | 43,190.99 | |
| | Intangible Assets | | | | | | | | | | | |
| 1 | Computer Software | 25.00% | 533.12 | 0.00 | 0.00 | 533.12 | 176.53 | 1,33,280.00 | 1,33,456.53 | -1,32,923.81 | 356.59 | |
| | Total | | 48,752.13 | 1,748.93 | 0.00 | 50,501.06 | 5,204.55 | 1,34,271.84 | 1,39,476.40 | -88,975.73 | 43,547.58 | |

Bright Solar Limited
Notes Forming Part of Profit & Loss Account

Note 18

Revenue From Operations

Solar Water Pumping & Other System Sales
Consultancy Income
Infra- Project Sales

| Year Ended March 31, 2022 | Year Ended March 31, 2021 |
|------------------------------|------------------------------|
| (₹ thousands) | (₹ thousands) |
| 1,861.57 | 1,18,739.09 |
| 2,400.00 | 0.00 |
| 67,606.76 | 1,26,500.32 |
| 71,868.33 | 2,45,239.41 |

Note 19

Other Income

FD Interest
Misc. Income
Commission Income
Profit From VC Project BSL (JV)

| Year Ended March 31, 2022 | Year Ended March 31, 2021 |
|------------------------------|------------------------------|
| (₹ thousands) | (₹ thousands) |
| 1,013.16 | 1,642.75 |
| 1,104.06 | 147.37 |
| 0.00 | 245.52 |
| 926.58 | 516.25 |
| 3,043.80 | 2,551.88 |

Note 20

Cost of Goods Sold

Opening Stock
Add: Work in Progress Diu Project
Add: Work in Progress Bihar Project
Add: Work in Progress Assam Project
Add: Purchases
Add: Other Direct Expenses
Less: Closing Stock
Less: Work in Progress Diu Project
Less: Work in Progress Bihar Project
Less: Work in Progress Assam Project

| Year Ended March 31, 2022 | Year Ended March 31, 2021 |
|------------------------------|------------------------------|
| (₹ thousands) | (₹ thousands) |
| 12,254.70 | 38,395.33 |
| 11,052.64 | 41,240.36 |
| 60,668.69 | 20,172.29 |
| 10,194.78 | 0.00 |
| 47,453.62 | 1,91,470.47 |
| 9,424.75 | 13,151.89 |
| 12,094.01 | 12,254.70 |
| 0.00 | 11,052.64 |
| 3,487.94 | 60,668.69 |
| 6,313.77 | 10,194.78 |
| 1,29,153.47 | 2,10,259.52 |

Note 21

Employee Benefit Expenses

Director's Remuneration
Labour Welfare Fund Exps
ESIC Expenses
PF Expenses
Professional Tax Expenses
Salaries and Wages
Staff Welfare Expenses

| Year Ended March 31, 2022 | Year Ended March 31, 2021 |
|------------------------------|------------------------------|
| (₹ thousands) | (₹ thousands) |
| | -3,884.43 |
| 0.53 | 0.00 |
| 65.80 | 173.37 |
| 287.68 | 623.00 |
| | 5.70 |
| 5,066.81 | 11,048.79 |
| 491.12 | 816.16 |
| 5,911.93 | 8,782.60 |

Note 22

Finance Costs

Bank Charges
Processing Charges
Interest Expense

| Year Ended March 31, 2022 | Year Ended March 31, 2021 |
|------------------------------|------------------------------|
| (₹ thousands) | (₹ thousands) |
| 60.24 | 275.42 |
| 86.09 | 19.22 |
| 481.05 | 700.67 |
| 627.38 | 995.32 |

Note 23

Depreciation And Amortization Expense

Depreciation
Amortization
Deferred Revenue Expenditure

| Year Ended March 31, 2022 | Year Ended March 31, 2021 |
|------------------------------|------------------------------|
| (₹ thousands) | (₹ thousands) |
| 991.84 | 1,024.69 |
| 133.28 | 133.28 |
| 2,882.57 | 2,882.57 |
| 4,007.69 | 4,040.54 |

Note 24**Other Expenses**

| | Year Ended March 31, 2022 | Year Ended March 31, 2021 |
|---------------------------------|------------------------------|------------------------------|
| | (₹ thousands) | (₹ thousands) |
| Advertisement Exp. | 100.31 | 962.19 |
| Audit Fees | 300.00 | 462.00 |
| Commission Exp. | 0.00 | 431.64 |
| Compliance Expenses | 340.00 | 266.85 |
| Computer Repair and Maintenance | 2.00 | 0.63 |
| Conveyance | 637.09 | 929.28 |
| Director's Meeting Sitting Fees | 270.00 | 300.00 |
| Electricity & Electric Expenses | 73.36 | 219.75 |
| Factory Expenses | 300.00 | 48.65 |
| GST Expenses | 0.00 | 652.34 |
| Insurance Expenses | 42.47 | 204.52 |
| Interest and Late Filing Fees | 19.20 | 2,037.53 |
| Labour Welfare Cess | 754.05 | 1,377.98 |
| Legal and Professional Expenses | 1,397.68 | 1,120.69 |
| Misc Expenses | 189.96 | 189.29 |
| Office Expenses | 1,373.40 | 738.62 |
| Penalty Charges | 0.00 | 2,854.64 |
| Postage & Courier Expenses | 46.80 | 75.08 |
| Printing & Stationery Exp. | 76.80 | 423.66 |
| Rent | 1,840.10 | 2,402.69 |
| Repair & Maintenance Exp. | 77.00 | 27.43 |
| Royalty Expenses | 59.16 | 317.59 |
| Software Exp. | 22.97 | 23.77 |
| Telephone Exp | 88.40 | 248.68 |
| Tender Fees | 10.62 | 101.69 |
| Transportation Exp. | 219.29 | 2,674.54 |
| Travelling Exp. -- Foreign | 0.00 | 0.00 |
| Travelling expense | 617.24 | 979.36 |
| VAT Expenses | 0.00 | 635.47 |
| Vehicle Repair and Maintenance | 107.14 | 155.01 |
| | 8,965.02 | 20,861.57 |

Note 25**Earning Per Share****Basic**

| | Year Ended March 31, 2022 | Year Ended March 31, 2021 |
|--|------------------------------|------------------------------|
| | (₹ thousands) | (₹ thousands) |
| Net Profit attributable to equity shareholders | -73,744.21 | 1,762.87 |
| The weighted average number of Equity Shares for Basic Earnings Per Share (Nos.) | 2,04,00,000 | 2,04,00,000 |
| Par Value Per Share (in `) | 10 | 10 |
| Basic Earnings Per Share (in `) | -3.61 | 0.09 |

Diluted

| | | |
|--|-------------|-------------|
| Net Profit attributable to equity shareholders | (73,744) | 1,763 |
| The weighted average number of Equity Shares for Diluted Earnings Per Share (Nos.) | 2,04,00,000 | 2,04,00,000 |
| Par Value Per Share (in `) | 10 | 10 |
| Diluted Earnings Per Share (in `) | -3.61 | 0.09 |

1,50,00,000.00

25,67,213.00

1,75,67,213.00

The company's pending litigation comprise of claims by the company towards debtors pertaining to proceedings pending with other authorities. The company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements.

2,42,65,695

2,42,65,695

Note 26

Contingent Liabilities and commitment

The company's pending litigation comprise of claims by the company towards debtors pertaining to proceedings pending with other authorities. The company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The company does not expect the outcome of these proceedings to have a materially adverse effects on its financial statement.

| As at 31st March 2022 | As at 31st March 2021 |
|--------------------------|--------------------------|
| (₹ thousands) | (₹ thousands) |

| | |
|---------------|---------------|
| 26,844 | 24,266 |
| 26,844 | 24,266 |

NOTE 27

ADDITIONAL REGULATORY INFORMATION

Ratios

| Ratio | Numerator | Denominator | Current Year | Previous Year |
|---|---|--|---------------------|----------------------|
| (a) Current Ratio (In Times) | Total Current assets | Total Current liabilities | 2.36 | 2.79 |
| (b) Debt-Equity Ratio (In Times) | Total Debt (Consists of Long Term Borrowings and Short Term Borrowings) | Shareholder's Fund | 0.12 | 0.01 |
| (c) Debt Service Coverage Ratio (In Times) | Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments | Debt Service =Interest + Principal repayment | -143.99 | 9.13 |
| (d) Return on Equity Ratio (in %) | Profit for the year | Average Net Worth | -21.62% | 0.47% |
| (e) Inventory turnover ratio (In Times) | Cost of Goods Sold (Cost of Material Consumed + Purchases + Changes in Inventory + Manufacturing Expenses) | Average Inventories of Finished Goods, Stock-in-Process and Stock-in-Trade | 2.23 | 2.17 |
| (f) Trade Receivables turnover ratio (In Times) | Revenue from operations | Average Trade Receivable | 0.97 | 1.83 |
| (g) Trade payables turnover ratio (In Times) | Purchases of Goods/Services + Cost of Fixed Assets Purchases and Other expenses | Average Trade Payables | 1.92 | 3.30 |
| (h) Net capital turnover ratio (In Times) | Revenue from operations | Average working capital = Total current assets less Total current liabilities) | 0.44 | 1.15 |
| (i) Net profit ratio (In %) | Profit for the year | Revenue from Operations | -98.44% | 0.71% |
| (j) Return on Capital employed (In %) | Profit before taxes and Finance Cost | Capital Employed =Net worth + Deferred tax liabilities+Long Term Borrowing | -23.39% | 1.00% |
| (k) Return on Investment (In %) | Income generated from invested funds | Average invested funds | 6.43% | 8.31% |

Explanation for change in the ratios by more than 25%:

- a) Increase in the Debt Equity Ratio is due to the additional short term borrowing from related party taken in current year
- b) Debt Service Coverage ratio turned negative due to the loss suffered in the current year
- c) Return in Equity is Negative due to the increases in the Cost of Goods Sold
- d) Trade Receivables Turnover Ratio has decreased due to the decrease in the Revenue from Operation as well as delay in the collection from outstanding debtors
- e) Trade Payables Turnover Ratio has decreased due to the decrease in the Purchases and Other Expenses as well as delay in the payments to outstanding creditors
- f) Net Capital Turnover Ration has decreased due to decrease in the Revenue from Operation in the current year
- g) Net Profit Ratio is negative due to the losses suffered majorly due to the increase in the Cost of Goods Sold
- h) Return on Capital Employed is negative due to the losses suffered in the current year

BRIGHT SOLAR LIMITED
C-103, TITANIUM SQUARE, THALTEJ CROSS ROAD
S.G HIGHWAY, THALTEJ, AHMEDABAD
CIN: L51109GJ2070PLC060377

Additional Information, as required under Schedule III to the Companies Act, 2013 to be read along with Rule 6 of The Companies (Accounts) Rules, 2014, of Enterprises Consolidated As Subsidiary / Associates / Joint Ventures

| Name of the entity in the Group | Net Assets, i.e., total assets minus total liabilities as on 31st March, 2022 | | Share in profit or loss for the year ended 31st March, 2022 | | Net Assets, i.e., total assets minus total liabilities | | Share in profit or loss | | Net Assets, i.e., total assets minus total liabilities | | Share in profit or loss | |
|---|---|----------------------|---|----------------------|--|-----------------|-------------------------------------|--------------|--|---------------------|-------------------------------------|------------------|
| | As % of consolidated net assets | Amount (₹ thousands) | As % of consolidated profit or loss | Amount (₹ thousands) | As % of consolidated net assets | Amount | As % of consolidated profit or loss | Amount | As % of consolidated net assets | Amount | As % of consolidated profit or loss | Amount |
| Parent Bright Solar Limited | 96.94% | 2,98,307 | 101.26% | -74,671 | 99.26% | 3,81,675 | 70.72% | 1,247 | 99.40% | 38,19,52,503 | 97.28% | 51,57,564 |
| Joint Ventures (as per proportionate consolidation) Indian | 3.06% | 9,421 | -1.26% | 927 | 0.74% | 2,828 | 29.28% | 516 | 0.60% | 22,92,090 | 2.72% | 1,44,380 |
| TOTAL | 100% | 3,07,727 | 100% | -73,744 | 100% | 3,84,504 | 100% | 1,763 | 100% | 38,42,44,593 | 100% | 53,01,944 |

BRIGHT SOLAR LIMITED
C-103, TITANIUM SQUARE, THALTEJ CROSS ROAD
S.G HIGHWAY, THALTEJ, AHMEDABAD

CIN: L51109GJ2010PLC060377

Note No.: 28

Notes forming part of Financial Statements

1. Background

Bright Solar Limited is engaged in assembling of DC/AC Solar Pumps and Solar Pump Systems under the registered brand name of "PUMPMAN", "BRIGHT SOLAR", and "BRIGHT SOLAR WATER PUMP". Our company is also engaged in EPC contracts of Solar Photo voltaic Water pumps which include supplying, installing and commissioning of the pump system along with comprehensive maintenance contract for a specific period of 1-5 years. In solar pump system we are having wide range of products of DC Solar Pump, Solar Pump Inverted and AC Solar Pump.

In the year 2017-18, we had started providing consultancy services for acquiring projects and tender bidding after identifying competent client on tender to tender basis. In addition, we have also been added water supply, sewerage and infra project in our service portfolio.

To sum up, we are into assembling of DC/AC Solar Pumps and Solar Pump Systems, EPC contracts of Solar Photo voltaic Water pumps, consulting of Projects and tenders, Water supply and Sewerage Infra Project. We are planning to commence Solar Module manufacturing and water treatment plant assembling unit.

2. Significant Accounting Policies

a. Basis of Preparation of Accounts:-

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with relevant rules there under and other accounting principles generally accepted in India. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year. Previous year's figures were re-grouped/re-classified wherever necessary.

b. Use of Estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and thereported incomeandexpensesduringtheyear. The Managementbelievesthatthe estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known/materialise.

c. Cash and Cash Equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

d. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

e. Tangible/Intangible Fixed Assets:

An item is classified as fixed asset only if it satisfies the recognition criteria stated in AS 11(i.e.) is probable that future economic benefits will flow to the company and the cost of such item could be measured. Stores and Spares fulfilling the above conditions are also classified as fixed assets. Fixed assets are initially recognized at its purchase price including all costs directly attributable to bring the asset in a ready to use condition. All subsequent cost incurred such as day to day running expenses, repair and maintenance expenses are treated as revenue expenses except when such expenditure satisfied the recognition criteria stated above. Cost Model is followed after initial recognition i.e. Fixed Assets are carried at cost less accumulated depreciation/amortization/impairment.

Depreciation: Fixed assets are depreciated using the Written Down Value method. Useful lives of assets necessary for calculation of depreciation rates are taken as specified in Schedule II of Companies Act, 2013.

Intangible assets are amortized on written down value method over their estimated useful life or 4 years, whichever is lower.

The estimated useful life of the intangible assets and the amortization period are reviewed at the end of each financial year and the amortization period is revised to reflect the changed pattern, if any.

Fixed assets retired from active use and held for sale are stated at the lower of their net book value and net realizable value and are disclosed separately.

Capital Work-in-Progress: Projects under which tangible fixed assets are not yet ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing costs.

f. Impairment of Assets

The carrying value of assets/cash generating units at each balance sheet date is reviewed for impairment if any indication of impairment exists. If the carrying amount of the assets exceeds the estimated recoverable amount, impairment is recognized for such excess amount. The impairment

loss is recognized as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognized for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets such reversal is not recognized.

g. Leases:

Where the Company as a lessor leases asset under finance leases, such amounts are recognized as receivables at an amount equal to the net investment in the lease and the finance income is recognized based on a constant rate of return on the outstanding net investment.

Assets leased by the Company in its capacity as lessee where substantially all the risks and rewards of ownership vest in the Company are classified as finance leases. Such leases are capitalized at the inception of the lease at the lower of the fair value and the present value of the minimum lease payments and a liability is created for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognized as operating leases. Lease rentals under operating leases are recognized in the Statement of Profit and Loss on a straight-line basis, over the lease term.

h. Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, except in case of by-products which are valued at net realisable value. Cost of inventories comprises of cost of purchase and other costs net of recoverable taxes incurred in bringing them to their respective present location and condition.

Valuation of work in progress: -

Work in Progress has been valued on basis of the incurred costs less the cost of progressive billing of the projects.

i. Taxes on Income

The tax expense for the period comprises current and deferred tax. Tax is recognized in Statement of Profit and Loss, except to the extent that it relates to items recognized in the reserves directly. In such cases, the tax is also recognized in the reserves.

- Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

- Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

j. Finance Cost

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

k. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

l. Revenue recognition

Revenue from sale of goods is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods, and the amount of revenue can be measured reliably.

Revenue from rendering of services is recognized when the performance of agreed contractual task has been completed. Revenue from sale of goods is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Interest income

Interest income and guarantee commission is accounted on an accrual basis.

Dividends

Revenue is recognized when the Company's right to receive the payment has been established.

m. Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present values and are determined based on the best estimate required to settle the obligations at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements and are disclosed in the Notes. A Contingent asset is neither recognized nor disclosed in the financial statements.

n. Earnings Per Share

Basic earnings per share is computed by dividing the profit/loss after tax by the weighted average number of 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 expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The number of equity shares and potentially dilutive equity shares are adjusted for share splits/reverse share splits and bonus shares, as appropriate.

o. Related Party Disclosure

Disclosure as required by Accounting Standard-18 (AS-18) – “Related Party Disclosures” are as follows

| Nature of Relationship | Name of Parties |
|-------------------------------|---------------------------------------|
| Other related party | Bright Solar Inverter Private limited |
| Director | Piyushkumar Babubhai Thumar |
| Director | Jagrutiben Rameshbhai Joshi |
| Director’s Relative | Hitesh Thumar |
| KMP | Sahul Natavarbhai Jotaniya |
| KMP | Keyur Muchhala |
| KMP | Mukesh Tolia |
| Director’s Relative | Naynaben Piyushkumar Thumar |
| Other related party | VC Project BSL (JV) |

Details of Transactions with related parties: -

| Name of Parties | Transaction Type | Amount (in Rs.) |
|----------------------------------|-------------------------------------|------------------------|
| Piyushkumar Babubhai Thumar | Short Term Borrowings from Director | Rs. 2,32,25,000/- |
| Mrs. Jagrutiben Rameshbhai Joshi | Sitting fee | Rs. 1,00,000/- |
| Mr. Viren Makwana | Sitting fee | Rs. 1,00,000/- |
| Ms. Shivangi Gajjar | Sitting fee | Rs. 70,000/- |
| Mr. Sahul Natvarbhai Jotaniya | Salary | Rs. 6,78,000/- |
| Piyushkumar Babubhai Thumar | Loan Repayment | Rs. 14,77,652/- |

- p. The company has during the year created deferred tax assets of Rs.9,153/- due to timing difference arising on account of depreciation which in current year is lower under Income Tax act compared to books of accounts.
- q. Balances of creditors, Loans & Advances and Debtors are subject to confirmation by the parties concerned.
- r. As per Management, in respect of goods and service tax / income tax liability company does not expect any more liability than provided in the books of accounts.
- s. Value of stock and work in progress at the yearend is taken, valued and certified by the management of the company.
- t. As explained by management, goods are received mostly on F.O.B basis.

- u. Sundry Balances written off / written back or transferred through journal entry from one account to another account includes amount no more payable / receivable from the parties whose accounts are adjusted but the same are subject to confirmation from respective parties.
- v. The nature of business of company is of assembling and as per the information provided by the management, it is not possible to maintain quantities details of as the Raw material purchased are not in the same unit of the finished product namely Solar Pump/solar rooftop.
- w. The closing stock of work in progress is certified by and calculated by management and we are unable to comment on its computation due to non availability of its working at the time of audit.
- x. Following Arbitration Award is disputed in concerned department with higher forum:

| Sr. No | Arbitration Petition No. | Basic amount of an Award | Interest Period |
|---------------|---------------------------------|---------------------------------|---|
| 1 | Petition no. 61/16 | 50,97,168.00 | From 01.03.2016 to till realization of amount |
| 2 | Petition no. 62/16 | 3,51,10,000.00 | From 12.02.2016 to till realization of amount |
| 3 | Petition no. 63/16 | 1,86,54,490.00 | From 12.02.2016 to till realization of amount |
| | Total | 5,88,61,658.00 | |

y. Dividend

For the year ended 31st March, 2022, the Board has not recommended any dividend

FOR, Nirav S. Shah & Co

Chartered Accountants

(Nirav S. Shah)

Proprietor

Membership No.: 133345

Firm Registration No.:
130244W

UDIN:22133345AJWYFC7989

Place: Ahmedabad

Date: 30/05/2022

**FOR AND ON BEHALF OF THE
BOARD**

Piyushkumar Babubhai Thumar

Chairman and Managing Director

DIN: 02785269

Jagruti Rameshbhai Joshi

Director

DIN: 07737814

September 8, 2022

Dear Member,

You are cordially invited to attend the 12th Annual General Meeting of the members of Bright Solar Limited ("the Company") to be held on **Friday, September 30, 2022 at 02.30 p.m.** IST through video conference and other audio-visual means ("VC").

The Notice of the meeting, containing the business to be transacted, is enclosed herewith. As per Section 108 of the Companies Act, 2013 ("the Act"), read with the related rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the LODR Regulations"), the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice.

Very truly yours,

Sd/-

Piyushkumar Thumar

Chairman & Managing Director

DIN: 02785269

Enclosure:

1. Notice of the 12th Annual General Meeting
2. Instructions for participation through VC
3. Instructions for e-voting

Notice of the 12th Annual General Meeting

Notice is hereby given that the Twelfth (12th) Annual General Meeting of **BRIGHT SOALR LIMITED** will be held on **Friday, 30th day of September, 2022 at 02:30 P.M.** IST, through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following businesses:

Ordinary businesses:

Item No. 01- To receive, consider and adopt

The Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2022 together with reports of the Board of Directors and Auditors thereon; and

Item No. 02- Appointment of Mrs. Jagrutiben Joshi as a Non-Executive director, liable to retire by rotation

To appoint a Director in place of Mrs. Jagrutiben Joshi (DIN: 07737814) who retires by rotation in terms of section 152(6) of the companies act, 2013 and, being eligible, offers herself for re- appointment.

Bright Solar Limited

CIN: L51109GJ2010PLC060377

C-103, Titanium Square,

Thaltej Cross Road,

Ahmedabad – 380059

Tel: +91 7229035500

compliance@brightsolar.co.in

www.brightsolarltd.com

September 08, 2022

By order of the Board of Directors

For, Bright Solar Limited

Sd/-

Piyushkumar Thumar

Chairman & MD

Notes

1. Pursuant to the General Circulars 2/2022 and 19/2021, other circulars issued by the Ministry of Corporate Affairs (MCA) and Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by SEBI (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
2. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the members will not be available.
3. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
4. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by email to scsandcollp@gmail.com with a copy marked to evoting@nsdl.co.in.
5. The Register of directors and key managerial personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 27, 2022. Members seeking to inspect such documents can send an email to compliance@brightsolar.co.in.
6. Members are requested to address all correspondence to the company at Bright Solar Limited, C-103, titanium Square, Thaltej Cross road, S.G Highway, Ahmedabad or to RTA, Accurate Securities & Registry Private Limited, 203, Sangrila Arcade, Above Samsung Showroom, Nr. Shyamal cross road, Satellite, Ahmedabad- 380015.
7. In compliance with Section 108 of the Act, read with the corresponding rules, Regulation 44 of the LODR Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020; the Company has provided a facility to its members to exercise their votes electronically through the electronic voting (e-voting) facility provided by the National Securities Depository Limited (NSDL). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode and for members who have not registered their email addresses is provided in the ‘Instructions for e-voting’ section which forms part of this Notice. The Board has appointed **SCS & Co. LLP.**, Practicing Company Secretaries firm, as Scrutinizers to scrutinize the e-voting in a fair and transparent manner.
8. Members holding shares as on **cut-off date, i.e. as on Friday, September 23, 2022**, may cast their votes electronically. **The e-voting period commences on Tuesday, September 27, 2022 (9:00 a.m. IST) and ends on Thursday, September 29, 2022 (5:00 p.m. IST).** The e-voting module will be disabled by NSDL thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. **Friday, September 23, 2022**. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.
9. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.

10. In compliance with the Circulars, the Integrated Annual Report 2021-22, the Notice of the 12thAGM, and instructions for e-voting are being sent through electronic mode to those members whose email addresses are registered with the Company / depository participant(s).
11. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective DP, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, Accurate Securities & Registry Private Limited at info@accuratesecurities.com to receive copies of the Integrated Annual Report 2021-22 in electronic mode. Members may follow the process detailed below for registration of email ID to obtain the report and notice of the 12th AGM.
12. Members may also note that the Notice of the 12th AGM and the Integrated Annual Report 2021-22 will also be available on the Company's website, <https://www.brightsolarltd.com/investor-relations/>, website of the stock exchange, i.e. NSE at www.nseindia.com, respectively, and on the website of NSDL, <https://www.evoting.nsdl.com>.
13. The Scrutinizer will submit his report to the Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL and RTA, and will also be displayed on the Company's website www.brightsolarltd.com.
14. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

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September 08, 2022

by order of the Board of Directors
For, Bright Solar Limited

Sd/-

Piyushkumar Thumar

Chairman & MD

(DIN:- 02785269)

INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:

The remote e-voting period begins on **Tuesday, September 27, 2022 (9:00 a.m. IST) and ends on Thursday, September 29, 2022 (5:00 p.m. IST)**. 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 23, 2022**, 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 23, 2022**.

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

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 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. | <p>A. NSDL IDeAS facility</p> <p>If you are already registered, follow the below steps:</p> <ol style="list-style-type: none">1. Visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile.2. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section.3. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services.4. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page.5. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <p>If you are not registered, follow the below steps:</p> <ol style="list-style-type: none">1. Option to register is available at https://eservices.nsdl.com. |

| | |
|---|---|
| | <p>2. Select “Register Online for IDeAS” Portal or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3. Please follow steps given in points 1-5</p> <p>B. e-voting website of NSDL</p> <ol style="list-style-type: none"> 1. 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 (i.e., your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. 4. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - 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 & voting during the meeting. <p>C. Shareholders/Members can also download NSDL mobile app “NSDL Speed” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <p> </p> |
| <p>Individual Shareholders holding securities in demat mode with CDSL</p> | <ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login Or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e., NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be |

| | |
|--|---|
| | provided links for the respective ESP i.e. NSDL where the e-Voting is in progress. |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | <ol style="list-style-type: none"> 1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 2. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 3. Click on options available against company name or e-Voting service provider-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 & voting during the meeting. |

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.

| Login type | Helpdesk details |
|--|---|
| 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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30. |
| 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 helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43. |

B) Login Method 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.

4. 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.

5. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|---|---|
| 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*** |

6. 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.

7. 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.
- b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on 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 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.

8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

9. Now, you will have to click on "Login" button.

10. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: How to cast your vote electronically on NSDL e-voting system?

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.
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 General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
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.
5. Upon confirmation, the message "Vote cast successfully" will be displayed and you will receive a confirmation by way of a SMS on your registered mobile number.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. 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.
2. In case of any queries related to e-voting, you may refer the Frequently Asked Questions ("FAQs") for Shareholders and e-voting user manual for Shareholders available at the download section of <https://www.evoting.nsdl.com>. For any grievances connected with facility for e-voting, please contact Ms. Pallavi Mhatre, Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013, e-mail: evoting@nsdl.co.in, toll free no: 1800 1020 990/1800 224 430.
3. Members may send a request to evoting@nsdl.co.in for procuring User id and Password for e-voting by providing demat account number/ folio number, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card). If you are an Individual shareholder holding securities in dematerialized mode, you are requested to refer to the login method explained above.
4. The instructions for members for e-voting on the day of the AGM are mentioned in point number 18(A).

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

1. Members will be able to attend the AGM through VC/OAVM or view the live webcast of AGM provided by NSDL at <https://www.evoting.nsdl.com> following the steps mentioned above for login to NSDL e-voting system. After successful login, you can see 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.

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. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.

2. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM.

- Members who need assistance before or during the meeting, can contact NSDL on [evoting@nsdl.co.in/](mailto:evoting@nsdl.co.in) 1800 1020 990 and 1800 224 430.

Shareholders who would like to ask questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance@brightsolar.co.in. The same will be replied by the company suitably registered on or before Friday, September 23, 2022.

Other instructions

- The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.
- The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.brightsolarltd.com and on the website of NSDL <https://www.evoting.nsdl.com> immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

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September 08, 2022

By order of the Board of Directors

For, Bright Solar Limited

Sd/-

Piyushkumar Thumar

Chairman & MD

Details of the Directors seeking appointment at the 12th Annual General Meeting

Annexure of Item No: 02

| | |
|---|--|
| Name of Director | Mrs. Jagrutiben Joshi (DIN: 07737814) |
| Date of Birth | April 20, 1976 |
| Date of Initial Appointment | January 05, 2018 |
| Date of Appointment (at current term) | January 05, 2018 |
| Educational Qualifications | Bachelor Degree in Arts |
| Expertise in specific functional areas - Job profile and suitability | <p>Mrs. Jagrutiben Rameshbhai Joshi holds a Bachelor Degree in Arts and serves as Non-Executive Director in the company. She is been part of numerous Social Activities working towards the elevation of Working Women in society and Child Rights for education, nutrition, and opportunities.</p> <p>She is an active member of SEWA (Self Employed Women Association), a trade union for self-employed women, where she works for the rights of low-income, independently-employed female workers.</p> <p>Over the years, she has continually worked on developing global corporate governance reform tools to help implement best practices. At Bright Solar, she looks after the Anti Harassment and CSR Committee.</p> |
| Directorships held in other companies (excluding foreign companies, Section 8 companies and Struck off Companies and our Company) | Nil |
| Memberships / Chairmanships of committees of other public companies | Membership: -2 committee of the Board |
| Shareholding in the Company: | Nil |
| Inter-se Relationship with other Directors | Nil |