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### Independent Auditor's Report on the Special Purpose Financial Statements of Gravita Netherlands B.V. for the year ended 31 March 2024

To the Board of Directors of Gravita Netherlands B.V.

#### Opinion

1. We have audited the accompanying special purpose financial statements of **Gravita Netherlands B.V.** (the Company'), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (together hereinafter referred to as 'special purpose financial statements') which has been prepared by the management in accordance with the basis of accounting specified in notes to the special purpose financial statements.

In our opinion and to the best of our information and according to the explanations given to us, the accompanying special purpose financial statements are prepared, in all material respects, in accordance with the basis of accounting as described in notes to these special purpose financial statements.

#### Basis for Opinion

2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('the ICAI'). Our responsibilities under those standards are further described in the 'Auditor's Responsibilities for the Audit of the Special Purpose Financial Statements' section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in terms of the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Emphasis of Matter - Basis of accounting and restriction on distribution or use

3. Without modifying our opinion, we draw attention to notes to the accompanying special purpose financial statements, which describes the basis of accounting for the aforesaid special purpose financial statements which have been prepared by the management for submitting to the auditor of the holding company. This report is issued solely for the aforementioned purpose and accordingly, should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent.



**Responsibilities of Management for the Special Purpose Financial Statements**

4. The Management is responsible for the preparation of these special purpose financial statements in accordance with the basis of accounting specified in notes to the special purpose financial statements. This responsibility also includes design, implementation and maintenance of adequate internal financial controls, relevant to the preparation and presentation of the special purpose financial statements that are free from material misstatement, whether due to fraud or error.
5. In preparing the special purpose 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.
6. Board of Directors are also responsible for overseeing the Company's financial reporting process.

**Auditor's Responsibilities for the Audit of the Special Purpose Financial Statements**

7. Our objectives are to obtain reasonable assurance about whether the special purpose financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing 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 special purpose financial statements.
8. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place adequate internal financial controls with reference to financial statements and the operating effectiveness of such controls



# Swarnkar & Co

## Chartered Accountants

- 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; and
9. We communicate with management 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.

### Other Matter

10. The financial statements for the year ended 31 March 2024, as included in the accompanying special purpose financial statements as comparative financial information has been certified by the management and has not been subjected to either audit or review. Our opinion is not modified in respect of this matter.
11. The Company has prepared a separate complete set of financial statements for the year ended 31 March 2024 in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act on which we issued a separate auditor's report to the shareholders of the Company.

**For Swarnkar & Co.**  
Chartered Accountants  
Firm Reg. No.:- 025928C



**Deepak Kumar Swarnkar**  
**(Proprietor)**  
**M. No:-424940**  
**Date: 25-04-2024**  
**UDIN: 24424940BKBZSG8535**

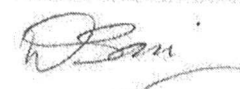
Gravita Netherlands B.V.  
Balance sheet As at Mar 31, 2024  
(All amounts in USD Lacs, unless otherwise stated)

(USD In lacs)

Particulars	Note	As at	As at
		Mar 31, 2024	March 31, 2023
<b>I. ASSETS</b>			
Non - current assets			
Financial Assets			
Investments	2	42.22	45.83
Loans	3	205.28	98.79
Other non current assets	4 (a)	0.12	0.18
		<b>247.62</b>	<b>144.79</b>
Current assets			
Financial Assets			
Trade receivables	5	175.61	29.58
Cash and cash equivalents	6 (a)	16.34	3.68
Bank balances other than (iv) above	6 (b)	11.04	-
Others	7	18.50	10.96
Current Tax Assets (Net)		0.39	-
Other current assets	4 (b)	49.47	10.95
		<b>271.34</b>	<b>55.17</b>
		<b>518.96</b>	<b>199.96</b>
<b>Total Assets</b>			
<b>II. EQUITY AND LIABILITIES</b>			
Equity			
Equity share capital	7	0.24	0.24
Other equity	7A	83.53	88.46
Equity attributable to owners of the Company		<b>83.78</b>	<b>88.71</b>
Total Equity		<b>83.78</b>	<b>88.71</b>
Liabilities			
Non - current liabilities			
Financial Liabilities			
Borrowings	8	308.32	18.91
		<b>308.32</b>	<b>18.91</b>
Current liabilities			
Financial Liabilities			
(i) Borrowings	8	45.62	-
Trade payables	9	79.60	79.54
Other financial liabilities	10	0.08	1.17
Other current liabilities	11	1.57	11.64
		<b>126.86</b>	<b>92.35</b>
		<b>435.18</b>	<b>111.26</b>
<b>Total Equity and Liabilities</b>			
		<b>518.96</b>	<b>199.96</b>

The accompanying summary of significant accounting policies and other explanatory information are an integral part of the standalone financial statements.


For Swarnkar & Co  
Chartered Accountants  
Firm Reg. No.- 025928C



Deepak Kumar Swarnkar  
(Proprietor)  
M.No. 424940  
Date: 26-04-2024  
Place: Jaipur



For and on behalf of the Board of Directors  
Gravita Netherlands B.V.

  
Rajat Sharma  
(Director)

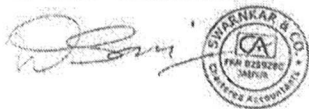
Gravita Netherlands B.V.  
Statement of profit and loss For the year ended Mar 31, 2024  
(All amounts in USD Lacs, unless otherwise stated)

(USD In lacs)

Particulars	Note	For the year ended Mar 31, 2024	For the year ended March 31, 2023
I Revenue from operations	12	1,095.80	520.25
II Other income	13	26.22	8.77
III Total income		1,122.02	529.02
IV Expenses:			
(a) Purchases of Stock-in-trade	14	1,073.92	506.47
(b) Changes in inventories of finished goods, Stock-in-trade and work-in-progress	15	1.06	7.30
(c) Employee benefits expense	16	0.30	-
(d) Finance costs	17	21.20	4.60
(f) Other expenses	18	30.47	7.60
Total expenses		1,126.95	525.96
V Profit before tax		(4.93)	3.05
VI Tax expense Current tax		-	-
VII Profit for the year		(4.93)	3.05
VIII Other comprehensive income (OCI)			
(a) Items that will not be reclassified to profit or loss			
Remeasurements of the defined benefit liabilities		-	-
Income tax relating to items that will not be reclassified to profit or loss		-	-
Items that may be reclassified to profit or loss			
Exchange differences in translating the financial statements of foreign operations		-	-
Income tax relating to items that may be reclassified to profit or loss		-	-
Other comprehensive income		-	-
IX Total comprehensive income for the year		(4.93)	3.05

The accompanying summary of significant accounting policies and other explanatory information are an integral part of the standalone financial statements.

For Swarnkar & Co  
Chartered Accountants  
Firm Reg. No.- 025928C



Deepak Kumar Swarnkar  
(Proprietor)  
M.No. 424940  
Date: 26-04-2024

Place: Jaipur

For and on behalf of the Board of Directors  
Gravita Netherlands B.V.

Rajat Sharma  
(Director)

Gravita Netherlands B.V.  
Notes forming part of the financial statements  
(All amounts in USD Lacs, unless otherwise stated)

Note 2 - Non-current investments

(USD In lacs)

Particulars	As at Mar 31, 2024	As at March 31, 2023
<b>Investment in equity instruments (valued at cost) (Unquoted, in subsidiary companies)</b>		
Gravita Mozambique LDA	7.46	7.46
Gravita Senegal S.A.U.	8.30	8.30
Recylers Gravita Costa Rica SA	2.00	2.00
Gravita Ventures	0.09	0.09
Gravita Mali	-	0.18
Gravita USA Inc	2.50	2.50
Gravita Jamacia Ltd.	2.78	2.78
Navam Lanka Limited	10.33	10.33
Gravita Tanzania Ltd	2.60	2.60
Recylers Ghana Limited	7.00	7.00
Mozamabique Recyclers Lda	0.10	0.10
GRAVITA TOGO SAU	1.00	1.00
Green Recyclers Mozambique LDA	2.00	1.50
Gravita Conakry SAU	0.50	-
Recyclers South Africa (Pty) Ltd	0.35	-
<b>Total investments in subsidiaries</b>	<b>47.00</b>	<b>45.83</b>
Less: Provision for Diminution in value of Investment	4.78	
Aggregate amount of unquoted investments	42.22	45.83

Note 3 - Loans

(USD In lacs)

Particulars	As at Mar 31, 2024	As at March 31, 2023
<b>Non current, Unsecured, considered good</b>		
Loan to related parties	205.37	98.79
Less : Allowance for bad and doubtful loans	(0.09)	-
<b>Total</b>	<b>205.28</b>	<b>98.79</b>

Note 4 - Other assets

(USD In lacs)

Particulars	As at Mar 31, 2024	As at March 31, 2023
<b>Unsecured, considered good</b>		
<b>a) Non Current</b>		
Others	0.12	0.18
	<b>0.12</b>	<b>0.18</b>
<b>b) Current</b>		
Advances to related parties	24.05	8.71
Advances to vendors	0.13	2.24
Prepaid expenses-current	5.75	-
Corporate Guarantee-Current	19.55	-
	<b>49.47</b>	<b>10.95</b>

Note 5 - Trade receivables

(USD In lacs)

Particulars	As at Mar 31, 2024	As at March 31, 2023
Unsecured, considered good	175.61	29.58
Current	175.61	29.58
Non-current	-	-

Note 6 - Cash and cash equivalents

(USD In lacs)

Particulars	As at Mar 31, 2024	As at March 31, 2023
<b>(a) Cash and cash equivalents</b>		
Balances with banks on current accounts	12.84	3.68
Cheques on hand	3.50	-
<b>Total</b>	<b>16.34</b>	<b>3.68</b>
<b>(b) Bank balances Other than (a) above</b>		
Other bank balances		
(i) In earmarked accounts		
Balances held as margin money against borrowings	11.04	-
<b>Total (b)</b>	<b>11.04</b>	<b>-</b>

Note 7 - Financial assets - Others

(USD In lacs)

Particulars	As at Mar 31, 2024	As at March 31, 2023
<b>Current</b>		
Derivatives designated at fair value through profit and loss	9.06	-
Other Contractual receivables from related parties	9.00	10.94
Others- Other current financial assets	0.41	-
Others (amount deposited with Government authorities)-current	0.02	0.01
<b>Total</b>	<b>18.50</b>	<b>10.96</b>

Note 7 - Equity share capital

(USD In lacs)

Particulars	As at Mar 31, 2024	As at March 31, 2023
<b>Authorised</b>		
100 Shares of EUR 1.80 each	0.24	0.24
	<b>0.24</b>	<b>0.24</b>
<b>Issued, subscribed and fully paid up</b>		
100 Shares of EUR 1.80 each	0.24	0.24
<b>Total</b>	<b>0.24</b>	<b>0.24</b>

**Note 8 - Non - current financial liabilities - Borrowings (at amortised cost)**

(USD In lacs)

Particulars	As at Mar 31, 2024	As at March 31, 2023
<b>Secured</b>		
<b>Term loans from banks</b>		
-Term Loan	334.41	-
'Less:-		
Current maturities disclosed under OFL from LTL	(45.62)	-
<b>Unsecured</b>		
<b>Term loan</b>		
-From related party	19.53	19
<b>Total</b>	<b>308.32</b>	<b>18.91</b>

**Note 9 - Trade payables**

(USD In lacs)

Particulars	As at Mar 31, 2024	As at March 31, 2023
Outstanding dues to parties other than Micro and Small enterprises	79.60	79.54
Trade payable	-	3.55
Sundry creditors Related Party	79.60	75.57
<b>Total</b>	<b>79.60</b>	<b>79.54</b>
Current	<b>79.60</b>	<b>79.54</b>
Non-Current	-	-

**Note 10- Other financial liabilities**

(USD In lacs)

Particulars	As at Mar 31, 2024	As at March 31, 2023
<b>Current</b>		
Other Contractual payable to related parties-current	0.08	1.17
	<b>0.08</b>	<b>1.17</b>

**Note 11 - Other Liabilities**

(USD In lacs)

Particulars	As at Mar 31, 2024	As at March 31, 2023
<b>Current</b>		
Advance received from customers	1.57	0.94
Advance received from Customers-related party	-	10.70
	<b>1.57</b>	<b>11.64</b>



Note 12 - Revenue from operations

(USD In lacs)

Particulars	For the year ended Mar 31, 2024	For the year ended March 31, 2023
<b>Sale of products</b>		
Traded goods	1,095.80	520.25
<b>Total</b>	<b>1,095.80</b>	<b>520.25</b>

Note 13 - Other income

(USD In lacs)

Particulars	For the year ended Mar 31, 2024	For the year ended March 31, 2023
<b>Interest income</b>		
Interest income on others	14.09	3.66
<b>Dividend Income</b>		
Dividends from equity investments	-	5.11
<b>Other non-operating income</b>		
<b>Other gains and losses</b>		
Net loss on foreign currency transactions and translation (other than considered as finance costs)	6.60	-
Derivatives at fair value through profit and loss		
- Gain on commodity option contracts	5.53	-
<b>Total</b>	<b>26.22</b>	<b>8.77</b>

Note 14 - Purchase of stock-in-trade

(USD In lacs)

Particulars	For the year ended Mar 31, 2024	For the year ended March 31, 2023
Remelted Lead ingots	805.78	338.37
Others	268.14	168.10
	<b>1,073.92</b>	<b>506.47</b>

Note 15 - Changes in inventory of finished goods, work-in-progress and stock-in-trade

(USD In lacs)

Particulars	For the year ended Mar 31, 2024	For the year ended March 31, 2023
<b>Opening stock</b>		
Stock-in-trade	1.06	8.36
<b>Less: Closing stock</b>		
Stock-in-trade	-	1.06
<b>Total</b>	<b>1.06</b>	<b>7.30</b>

Gravita Netherlands B.V.  
Statement Of Changes In Equity For The Period Ended Mar 31, 2024  
(All amounts in USD Lacs, unless otherwise stated)

7A. Other Equity

Particulars	Other equity		
	Reserves and surplus		Total
	Securities premium account	Surplus in Statement of Profit and Loss	
Balance as at April 1, 2022	13.95	71.46	85.41
Profit for the year	-	3.05	3.05
Other comprehensive income for the year, net of income tax	-	-	-
Total comprehensive income for the year	-	3.05	3.05
Balance as at March 31, 2023	13.95	74.50	88.46
1. Profit for the year	-	(4.93)	(4.93)
2. Other comprehensive income for the year, net of income tax	-	-	-
Total comprehensive income for the year	-	(4.93)	(4.92)
Balance as at Mar 31, 2024	13.95	69.58	83.54

The accompanying summary of significant accounting policies and other explanatory information are an integral part of the standalone financial statements.

For Swarnkar & Co  
Chartered Accountants  
Firm Reg. No.- 025928C

Deepak Kumar Swarnkar  
(Proprietor)  
M.No. 424940  
Date: 26-04-2024  
Place: Jaipur

For and on behalf of the Board of Directors  
Gravita Netherlands B.V.

Note 16 - Employee benefits expense

(USD In lacs)

Particulars	For the year ended	For the year ended
	Mar 31, 2024	March 31, 2023
Salaries and wages		
Salaries and wages	0.30	-
<b>Total</b>	<b>0.30</b>	<b>-</b>

Note 17 - Finance cost

(USD In lacs)

Particulars	For the year ended	For the year ended
	Mar 31, 2024	March 31, 2023
Interest costs on		
Borrowings from bank	19.04	1.31
Other borrowing costs	2.15	3.28
	<b>21.20</b>	<b>4.60</b>

Note 18 - Other expenses

(USD In lacs)

Particulars	For the year ended	For the year ended
	Mar 31, 2024	March 31, 2023
Rates and taxes	-	0.03
Legal and professional	0.92	0.41
Freight and forwarding	-	(0.04)
Rent	0.01	0.01
Sales commission	1.07	0.70
Payment to auditors	0.28	0.06
Written off/provision for doubtful loans and advances	18.32	0.15
Net loss on foreign currency transactions and translation	-	0.01
Loss on sale of Investment	-	5.60
Corporate guarantee expenses	4.37	-
Bank charges	0.34	0.28
Impairment of Investment	4.78	-
Miscellaneous expenses	0.39	0.40
<b>Total</b>	<b>30.47</b>	<b>7.60</b>

The accompanying summary of significant accounting policies and other explanatory information are an integral part of the standalone financial statements.

For Swarnkar & Co  
Chartered Accountants  
Firm Reg. No.:- 025928C



Deepak Kumar Swarnkar  
(Proprietor)  
M.No. 424940  
Date: 26-04-2024  
Place: Jaipur



For and on behalf of the Board of Directors  
Gravita Netherlands B.V.

  
Rajat Sharma  
(Director)