

B S R & Co. LLP

Chartered Accountants

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INDEPENDENT AUDITORS' REPORT

To the Members of TML Business Services Limited

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the financial statements of TML Business Services Limited ("the Company"), which comprise the balance sheet as at 31 March 2021, the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the 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, except for the possible effects of the matter described in paragraph A and on the corresponding figures for the matters described in paragraphs A, B and C in the Basis for Qualified Opinion section of our report, the accompanying financial statements give the information required by the Companies Act, 2013 in the manner so required and gives 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 31 March 2021, its loss, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

A. (i) In the previous year ended 31 March 2020, we were unable to obtain sufficient appropriate audit evidence with respect to revenue from operations for the year as reported in the financial statements since the Company was not able to provide us the supporting documentation for our verification. Further, underlying evidences on collections had also not been made available to us for our verification. Accordingly, we were unable to comment on completeness, existence and accuracy of Revenue from operations for the previous year of Rs. 58,679.32 lacs, Trade receivables and Advance from customers as at previous year end aggregating to Rs. 961.27 lacs and Rs 1,027.85 lacs, respectively and consequently, its impact on the Goods and Services Tax liability, profit for the previous year and the carrying value of Reserves and Surplus as at the previous year end, if any, and corresponding disclosures in the financial statements. Our audit opinion on the financial statements for the year ended 31 March 2020 was modified accordingly. Our opinion on the current year's financial statements is also modified because of the possible effects of this matter on the comparability of the current year's figures and the corresponding figures.

(ii) During the current year, the Company has written back allowance for trade receivables amounting to Rs 966.20 lacs in the statement of profit and loss, which includes an adjustment of Rs 827.46 lacs of old advances from customers with the carrying value of trade receivables. In the absence of sufficient appropriate audit evidence, we are unable to comment whether the write back of provision for doubtful debts is being recorded in the appropriate period, consequently its impact on the statement of profit and loss in the current year and corresponding figures.

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Independent Auditors' Report (Continued)

TML Business Services Limited

Basis for Qualified Opinion (Continued)

- B. As explained in note 25(3)(a) of the financial statements, in the previous year ended 31 March 2020, consequent to the completion of reconciliation between physically verified property, plant and equipment and the book records, the Company had written off assets with a written down value aggregating to Rs. 697.91 lacs as they were unable to physically locate these assets or that some of these assets were not in usable condition. In the absence of reconciliation in the earlier years, we were unable to verify whether the amounts written off in the previous year's Statement of Profit and Loss were recorded in the appropriate period and consequently its impact on the profit for the previous year. Our audit opinion on the financial statements for the year ended 31 March 2020 was modified accordingly. Our opinion on the current year's financial statements is also modified because of the possible effects of this matter on the comparability of the current year's figures and the corresponding figures.
- C. As explained in note 25(3)(b) of the financial statements, during the previous year ended 31 March 2020, the Company had written off balances in non-current and current loans and advances, non-current and other current assets, trade receivables, and current portion of other financial assets aggregating to Rs. 2,547.97 lacs. Since, the balances as mentioned above were not reconciled in the earlier years, we were unable to verify whether the amounts written off in previous year's Statement of Profit and Loss were recorded in the appropriate period and consequently its impact on profit for the previous year. Our audit opinion on the financial statements for the year ended 31 March 2020 was modified accordingly. Our opinion on the current year's financial statements is also modified because of the possible effects of this matter on the comparability of the current year's figures and the corresponding figures.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs 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 Act 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 Qualified opinion.

Emphasis of Matter

We draw attention to Note 34 of the financial statements which describes the accounting for the Business Transfer Agreement (BTA) between the Company and Tata Motors Limited, holding company of the Company. The BTA dated 30 April 2020 has been approved by the Board of Directors of the Company and Tata Motors Limited. Though the BTA is effective from 1 October 2020, as per the requirements of Appendix C to Ind AS 103 "Business Combinations", the combination has been accounted for as if it had occurred from the beginning of the preceding period in the financial statements. Accordingly, the amounts for the year ended 31 March 2021 include the impact of the business combination for the entire year and the corresponding amounts for the previous year ended 31 March 2020 have been restated by the Company after recognising the effect of the business transfer as above. The aforesaid note (Note 34) also describes in detail the impact of the business combination on the financial statements.

Our opinion is not modified in respect of this matter.

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Independent Auditors' Report (Continued)

TML Business Services Limited

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Annual 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 and Board of Directors' Responsibility for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is 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 auditors' 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.

Independent Auditors' Report (*Continued*)

TML Business Services Limited

Auditor's Responsibilities for the Audit of the Financial Statements (*Continued*)

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements 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 in the financial statements made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' 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 (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (I) of the Act, 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. (A) As required by Section 143(3) of the Act, we report that:
 - a) Except for the possible effects of the matters described in the Basis for Qualified Opinion paragraph above, 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) Except for the possible effects of the matters described in the Basis for Qualified Opinion paragraph above, in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d) Except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph above, in our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under section 133 of the Act.

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Independent Auditors' Report (Continued)

TML Business Services Limited

Report on Other Legal and Regulatory Requirements (Continued)

- e) The matters described in the Basis for Qualified Opinion paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
 - f) On the basis of the written representations received from the directors as on 31 March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164(2) of the Act.
 - g) The qualifications relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Qualified Opinion paragraph above.
 - h) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations as at 31 March 2021 on its financial position in its financial statements - Refer note 27 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 amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The disclosures in the financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2021.

- (C) With respect to the matter to be included in the Auditors' Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its managing director during the year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to the managing director is not in excess of the limits laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For BSR & Co. LLP
Chartered Accountants

Firm's Registration No: 101248W/W-100022

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GYAN KUMAR

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Date: 2021.09.23
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Rishabh Kumar
Partner

Membership No: 402877

UDIN: 21402877AAAAEN4573

Mumbai
23 September 2021

TML Business Services Limited

Annexure A to the Independent Auditors' Report – 31 March 2021

(Referred to in our report of even date)

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular program of physical verification of its fixed assets by which its fixed assets are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its fixed assets. Pursuant to the program and considering the business transfer has happened during the year, no physical verification of fixed assets were conducted during the year.
- (c) In our opinion and according to the information and explanation given to us and on the basis of our examination of the registered sale deed /transfer deed /conveyance deed of the Company, we report that, the title deeds of immovable properties are held in the name of the Company.
- ii. The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been properly dealt with in the books of account.
- iii. According to the information and explanations given to us, the Company has granted unsecured loan to one of the company, being a party covered in the Register maintained under Section 189 of the Companies Act, 2013, in respect of which:
 - a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.
 - b) The loan is repayable on demand and interest is payable on quarterly basis and is not due.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans and making investments. The Company has not provided any guarantees and securities.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from the public as per the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- vi. In our opinion and according to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under Section 148(1) of the Act for the activities carried out by the Company. Accordingly, paragraph 3(vi) of the Order is not applicable to the Company.
- vii. (a) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods and Services Tax, Cess and any other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company does not have dues on account of Duty of customs.

In our opinion and according to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employee's State Insurance, Income Tax, Goods and Services Tax, Cess and any other material statutory dues were in arrears as at 31 March 2021 for a period of more than six months from the date they became payable. We draw attention to note 27 to the financial statements which more fully explains the matter regarding non-payment of provident fund contribution pursuant to Supreme Court judgment dated 28 February 2019.

TML Business Services Limited

Annexure A to the Independent Auditors' Report – 31 March 2021 (Continued)

- vii. (b) According to the information and explanations given to us, there are no dues of Income tax, Sales Tax, Value added tax and Goods and Services tax which have not been deposited with the appropriate authorities on account of any dispute. According to the information and explanations given to us, the following dues of income tax, sales tax and service tax have not been deposited as on 31 March 2021 by the Company on account of dispute:

Name of Statute	Nature of Dues	Rs in Lakhs	Period to which amount relates	Forum where dispute is Pending
Sales Tax Laws	Sales Tax	11.12	2004-2005	Additional Commissioner
Sales Tax Laws	Central Sales Tax	262.76	2014-2015, 2015-2016	Assistant Commissioner
Sales Tax Laws	Sales Tax	34.14	2011-2014	Tribunal
Sales Tax Laws	Sales Tax	9.52	2007-2008, 2008-2009	High Court
Sales Tax Laws	Sales Tax	62.99	2008-2009, 2009-2010	Tribunal
Sales Tax Laws	Sales Tax	12.64	2013-2014	Joint Commissioner
Sales Tax Laws	VAT	10.29	2002-2003, 2003-2004	High Court
The Finance Act, 1994	Service Tax	248.99	2008-2013	CESTAT
Vat Tax Laws	VAT	164.41	2014-2015, 2015-2016	Assistant Commissioner
Vat Tax Laws	VAT	36.83	2005-2010, 2010-2011	Deputy Commissioner
Vat Tax Laws	VAT	387.87	2014-2015	Joint Commissioner
Vat Tax Laws	VAT	186.86	2010-2011, 2012-2013, 2013-2014	Sales Tax Tribunal
Vat Tax Laws	VAT	30.04	2005-2006, 2006-2007, 2007-2008	Sales Tax Tribunal
Vat Tax Laws	VAT	7.43	2011-2012	Assistant Commissioner
Sales Tax Laws	VAT	93.43	2011-2012	Joint Commissioner

Net of amount deposited with the Authorities Rs. 379.20 lakhs

- viii. In our opinion and according to the information and explanations given to us, the Company did not have any outstanding loans or borrowings to the government, banks, financial institutions and outstanding dues to debenture holders during the year. Accordingly, paragraph 3 (viii) of the Order is not applicable to the Company.
- ix. In our opinion and according to the information and explanations given to us, and based on our examination of the records of the Company, the Company has not raised any money by way of initial public offer, further public offer (including debt instruments) and term loans during year. Accordingly, paragraph 3(ix) of the Order is not applicable to the Company.
- x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V of the Act, for the year ended 31 March 2021.

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TML Business Services Limited

Annexure A to the Independent Auditors' Report – 31 March 2021 (Continued)

- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable, and details of such transactions have been disclosed in the Ind AS financial statements as required by the applicable accounting standards.
- xiv. In our opinion and according to the information and explanations given to us and based on our examination of the records, the Company has not made any preferential allotment or private placement of shares or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with such directors. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
- xvi. 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. Accordingly, paragraph 3(xvi) of the Order is not applicable to the Company.

For BSR & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

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Rishabh Kumar

Partner

Membership No: 402877

UDIN: 21402877AAAAEN4573

Mumbai

23 September 2021

B S R & Co. LLP

TML Business Services Limited

Annexure B to the Independent Auditors' report on the financial statements of TML Business Services Limited for the year ended 31 March 2021.

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph 2(A)(h) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Adverse Opinion

We have audited the internal financial controls with reference to financial statements of TML Business Services Limited ("the Company") as of 31 March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

According to the information and explanations given to us and based on our audit, a material weakness has been identified as at 31 March 2021 relating to the Company not having appropriate controls around timely recording of allowance for trade receivables, which would evidence recording of transactions in the correct periods.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control with reference to financial statements, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

In our opinion, because of the effect of the material weakness described above on the achievement of the objectives of the control criteria, the Company has not maintained adequate and effective internal financial controls with reference to financial statements as of 31 March 2021, 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 (the "Guidance Note").

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the 31 March 2021 financial statements of the Company, and this material weakness have affected our opinion on the financial statements of the Company and we have issued a qualified opinion on the financial statements.

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

TML Business Services Limited

Annexure B to the Independent Auditors' report on the financial statements of TML Business Services Limited for the year ended 31 March 2021 (Continued)

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to financial statements were established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, 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 adverse audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial controls with Reference to Financial Statements

A company's internal financial controls 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 controls with reference to financial statements include 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 with Reference to Financial Statements

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 controls 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.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No: 101248W/W-100022

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Rishabh Kumar

Partner

Membership No: 402877

UDIN: 21402877AAAAEN4573

Mumbai

23 September 2021

TML Business Services Limited
Balance Sheet as at March 31, 2021

	Notes	As at March 31, 2021	As at March 31, 2020 (Restated)
I. ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	3	3,605.29	12,102.65
(b) Right of Use Assets	5	1,261.58	433.09
(c) Investments in a Subsidiary Company	6	15.00	-
(d) Other Financial assets	8	0.41	10.76
(e) Non-Current tax assets (net)		311.83	1,005.17
(f) Other non-current assets	9	389.67	418.79
		5,583.78	13,970.46
(2) Current assets			
(a) Inventories	10	125.18	969.46
(b) Financial assets:			
(i) Trade receivables	11	734.94	1,480.54
(ii) Cash and cash equivalents	13	1,786.35	202.87
(iii) Loans and advances	7	289.89	5,609.32
(iv) Other financial assets	8	161.66	317.87
(v) Others- Receivable sale of business	23 (3b)	-	2,284.12
(c) Other current assets	9	324.20	146.20
		3,422.22	12,009.88
TOTAL ASSETS		9,006.00	25,980.34
II. EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity share capital	14	16,369.77	16,369.77
(b) Other equity		(17,989.87)	(16,432.03)
		(1,620.10)	(62.26)
(2) Non-current liabilities:			
(a) Financial liabilities:			
(i) Borrowings	16	2,453.65	2,930.18
(ii) Lease Liabilities		919.87	182.58
(iii) Other financial liabilities	17	-	294.21
(b) Provisions	19	194.34	-
		3,567.86	3,406.97
(4) Current liabilities:			
(a) Financial liabilities:			
(i) Borrowings	16	1,600.00	12,500.00
(ii) Lease Liabilities		320.56	103.84
(iii) Trade payables:			
(a) Dues to Micro and Small Enterprises	26	2.95	11.29
(b) Dues to others		1,079.55	3,395.01
(iii) Acceptances		-	-
(iv) RTU Liability		-	-
(v) Other financial liabilities	17	2,884.37	2,480.33
(v) Payable for purchase of business		-	1,030.00
(b) Provisions	19	68.15	542.81
(c) Current tax liability (Net)		792.46	381.70
(d) Other current liabilities	18	310.20	2,161.15
		7,058.24	22,635.33
TOTAL EQUITY AND LIABILITIES		9,006.00	25,980.34

Significant accounting policies

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The notes referred to above form an integral part of the financial statements

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In terms of our report of even date attached
For B S R & Co. LLP

Chartered Accountants

ICAI Firm Registration No. 101248W/W-100022

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RISHABH GYAN
KUMAR
Date: 2021.09.23
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Rishabh Kumar
Partner
Membership No. 402877

For and on behalf of the Board of Director:

**Venkata
Ramanani
Gopal**
Digitally signed
by Venkata
Ramanani Gopal
Date: 2021.09.23
23:26:16 +05'30'

G V Ramanani
(DIN: 01446016)
Director

**GODABANAL
PARAMESWARA
PPA RAVINDRA
KUMAR**
Digitally signed by
GODABANAL
PARAMESWARA
PPA RAVINDRA
KUMAR
Date: 2021.09.23
23:19:34 +05'30'

Ravindrakumar GP
(DIN: 07108426)
Director

**SMRITI
GOYAL**
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by SMRITI GOYAL
Date: 2021.09.23
23:08:51 +05'30'

Smriti Goyal
Chief Financial Officer

**SOMAIYA
Vijay
bhagwanji**
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by SOMAIYA
Vijay
bhagwanji
Date: 2021.09.23
23:34:22 +05'30'

Vijay Somaiya
(DIN: 3185227)
Director

**ARATI
ASHUTOSH
DESAI**
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ARATI ASHUTOSH
DESAI
Date: 2021.09.23
23:39:52 +05'30'

Arati Desai
Chief Executive Officer & Manager

**KAYNAZ KERSI
SARBHANWALA**
Digitally signed by
KAYNAZ KERSI
SARBHANWALA
Date: 2021.09.23
23:39:52 +05'30'

Kaynaz Sarbhanwala
Company Secretary

Mumbai, 23 September 2021

Mumbai, 23 September 2021

TML Business Services Limited
Statement of Profit and Loss for the year ended March 31, 2021

Particulars.	Notes	Year Ended 31st March 2021	Year Ended 31st March 2020 (Restated)
I. Revenue from operations	20	9,226.90	68,803.95
II. Other income	21	1,473.94	1,181.22
III. Total Income (I + II)		10,700.84	69,985.17
IV. Expenses :			
(a) Purchases of stock-in-trade		(46.34)	34,633.99
(b) Changes in inventories of stock-in-trade		844.27	25,201.99
(c) Employee benefits expense	22	6,206.28	10,388.34
(d) Finance costs	23	1,028.92	6,134.82
(e) Depreciation and amortisation expense	3 & 5	356.37	2,325.77
(f) Other expenses	24	2,145.58	12,192.03
Total Expenses (IV)		10,535.08	90,876.94
V. Profit / (Loss) before tax and Exceptional Items (III - IV)		165.76	(20,891.77)
VI. Exceptional Items			
(a) Loss / (Profit) on sale of asset (Land and Building)	25 (2)(c) / 25(2)(d)	410.92	(23,741.81)
(b) Employee Separation Cost		94.66	-
(c) Cost of closure - Termination Cost	25 (2)(a)	-	393.86
(d) Loss on Sale of Business	25 (2)(b)	-	1,264.74
VII. (Loss) / Profit before tax and after Exceptional Items (V - VI)		(339.82)	1,191.44
VIII. Tax expense/(credit) :			
(a) Short/(Excess) provision of earlier years		-	15.38
(b) Current tax		900.00	820.00
(c) Deferred Tax		(5.41)	-
IX. (Loss) / Profit after tax (VII - VIII)		(1,234.41)	356.06
X. Other comprehensive income			
(i) Items that will not be reclassified to profit and loss:			
Remeasurements gain/(loss) on defined benefit obligations (net)		15.48	17.73
(ii) Income tax relating to items that will not be reclassified to profit and loss		(5.41)	-
XI. Total comprehensive (loss)/income for the year (IX+X)		(1,224.34)	373.79
XII. Earnings per equity share (EPS):	29		
Ordinary shares (face value ₹ 10 each)			
(i) Basic		(0.75)	0.24
(ii) Diluted		(0.75)	0.16

Significant accounting policies

2

The notes referred to above form an integral part of the financial statements

3-36

In terms of our report of even date attached

For and on behalf of the Board of Directors

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 101248W/W-100022

RISHABH GYAN KUMAR
Digitally signed by RISHABH GYAN KUMAR
Date: 2021.09.23 23:53:26 +05'30'

Rishabh Kumar
Partner
Membership No. 402877

Venkata Ramanan Gopal
Digitally signed by Venkata Ramanan Gopal
Date: 2021.09.23 23:27:40 +05'30'

G V Ramanan
(DIN:01446016)
Director

GODABANAL PARAMESWAR APPA RAVINDRA KUMAR
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Date: 2021.09.23 23:20:37 +05'30'

Ravindrakumar GP
(DIN:07108426)
Director

SMRITI GOYAL
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Date: 2021.09.23 23:09:36 +05'30'

Smriti Goyal
Chief Financial Officer
SOMAIYA Vijay bhagwanji
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Date: 2021.09.23 23:14:33 +05'30'

Vijay Somaiya
(DIN:3185227)
Director

ARATI ASHUTOSH DESAI
Digitally signed by ARATI ASHUTOSH DESAI
Date: 2021.09.23 23:40:16 +05'30'

Arati Desai
Chief Executive Officer & Manager

KAYNAZ KERSI SARBHANWALA
Digitally signed by KAYNAZ KERSI SARBHANWALA
Date: 2021.09.23 23:11:11 +05'30'

Kaynaz Sarbhanwala
Company Secretary

Mumbai, 23 September 2021

Mumbai, 23 September 2021

T.M.L Business Services Limited
Statement of Changes in Equity for the year ended March 31, 2021

(A) Equity share capital

Particulars	Equity share capital (₹ in Lakhs)
Balance as at April 1, 2020	16,369.77
Proceeds from issue of shares	-
Balance as at March 31, 2021	16,369.77

(B) Other equity

Particulars	Equity portion of compound instrument	Securities premium account	Merger Deficit adjustment account (refer note 34)	Reserves and surplus			Total
				General reserve	Retained earnings (Ind AS 101)	Distributable	
Balance as at April 1, 2020	8,048.05	1,896.90	686.24	942.91	9,204.00	(37,210.13)	(16,432.03)
Adjustment for undistributable reserve	-	-	-	-	(6,788.00)	6,788.00	-
Common control merger adjustment (Refer Note II)	-	-	(933.50)	-	-	-	(333.50)
Loss for the year	-	-	-	-	-	(1,234.41)	(1,234.41)
Other comprehensive income	-	-	-	-	10.07	-	10.07
Balance as at March 31, 2021	8,048.05	1,896.90	352.74	942.91	2,416.00	(31,646.47)	(17,989.87)

Note (I)

The Company has issued compulsorily convertible debentures (CCDs) aggregating to ₹ 7,800 lakhs in March 2017 and ₹ 2,200 lakhs in July 2017. These unsecured CCDs carry a coupon of 5% interest payable semi annually. The debentures are compulsorily convertible to equity shares after period of 5 years from the date of allotment and each CCD shall be converted into one equity share. The equity portion embedded in the above CCDs have been determined as the difference between the

- (a) aggregate monies received on issue of CCDs; and
(b) the present value of liabilities towards the coupon rate of interest, payable over the tenor of the CCDs

The present value of the expected interest pay-outs is disclosed as a financial liability under the head CCDs
Current portion of CCDs ₹ 476.53 lakhs (as at March 31, 2020 : ₹ 422.61 lakhs)
Non-current portion ₹ 19.65 Lakhs (as at March 31, 2020 : ₹ 495.18 lakhs)

Statement of Changes in Equity for the year ended March 31, 2020

(A) Equity share capital

Particulars	Equity share capital (₹ in Lakhs)
Balance as at April 1, 2019	6,369.77
Proceeds from issue of shares	10,000.00
Balance as at March 31, 2020	16,369.77

(B) Other equity

Particulars	Equity portion of compound instrument	Securities premium account	Merger Deficit adjustment account (refer note 34)	Reserves and surplus			Total
				General reserve	Retained earnings (Ind AS 101)	Distributable	
Balance as at April 1, 2019	8,048.05	1,896.90	-	942.91	13,934.00	(43,226.75)	(18,404.89)
Opening balance sheet adjustment pursuant to common control transaction (Refer note 34)	-	-	(2,204.82)	-	-	-	(2,204.82)
Balance as at April 1, 2019 (Restated)	8,048.05	1,896.90	(2,204.82)	942.91	13,934.00	(43,226.75)	(10,609.71)
Adjustment for undistributable reserve	-	-	-	-	(4,730.00)	4,730.00	-
Adjustment pursuant to adoption of Ind AS 116	-	-	-	-	-	912.83	912.83
Profit for the year	-	-	-	-	-	356.06	356.06
Common control merger adjustment (Refer Note II)	-	-	2,891.06	-	-	-	2,891.06
Other comprehensive income	-	-	-	-	-	17.73	17.73
Balance as at March 31, 2020	8,048.05	1,896.90	686.24	942.91	9,204.00	(37,210.13)	(16,432.03)

Note (I)

The Company has issued compulsorily convertible debentures (CCDs) aggregating to ₹ 7,800 lakhs in March 2017 and ₹ 2,200 lakhs in July 2017. These unsecured CCDs carry a coupon of 5% interest payable semi

- (a) aggregate monies received on issue of CCDs; and
(b) the present value of liabilities towards the coupon rate of interest, payable over the tenor of the CCDs
The present value of the expected interest pay-outs is disclosed as a financial liability under the head CCDs
Current portion of CCDs ₹ 422.61 lakhs (as at March 31, 2019 : ₹ 385.15 lakhs)
Non-current portion ₹ 495.18 lakhs (as at March 31, 2019 : ₹ 917.80 lakhs)

Note (II)

The Company has elected to apply Ind AS 116 in accordance with para C5(b) where the Company being lessee is not required to re-state the comparative information. The Company has recognised the cumulative effect of initially applying the standard as an adjustment to the opening balance of retained earnings at the date of initial application.

Note (III)

Common control merger adjustment represents the movement between opening and closing net identified assets / liabilities of GDC division adjusted for loss for the period and purchase consideration.

Significant accounting policies

The notes referred to above form an integral part of the financial statements

In terms of our report of even date attached

For BSR & Co. LLP

Chartered Accountants

ICAI Firm Registration No. - 101248W/W-100022

RISHABH GYAN KUMAR
Partner
Membership No. 402877
Digitally signed by RISHABH GYAN KUMAR
Date: 2021.09.23 23:54:15 +05'30'

SMRITI GOYAL
Digitally signed by SMRITI GOYAL
Date: 2021.09.23 23:40:16 +05'30'

Smriti Goyal
Chief Financial Officer

SOMAIYA VIJAY BHAGWANJI
Digitally signed by SOMAIYA VIJAY BHAGWANJI
Date: 2021.09.23 23:15:26 +05'30'

Vijay Somaiya
(CIN:3185227)
Director

Venkata Ramana n Gopal
Digitally signed by Venkata Ramana n Gopal
Date: 2021.09.23 23:29:14 +05'30'

G V Ramanan
(DIN:01446016)
Director

ARATI DESAI
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Date: 2021.09.23 23:40:16 +05'30'

Arati Desai
Chief Executive Officer & Manager

For and on behalf of the Board of Directors
GODABANAL PARAMESWAR APPA RAVINDRA KUMAR
Digitally signed by GODABANAL PARAMESWAR APPA RAVINDRA KUMAR
Date: 2021.09.23 23:21:52 +05'30'

Ravindrakumar GP
(DIN:07108426)
Director

Kaynaz Sarbhanwal
Comptroller & Secretary
Digitally signed by KAYNAZ SARBHANWAL
Date: 2021.09.23 23:09:47 +05'30'

Mumbai, 23 September 2021

Mumbai, 23 September 2021

Mumbai, 23 September 2021

TML Business Services Limited
Cash Flow Statement for the year ended March 31, 2021

(₹ in Lakhs)

	Year Ended March 31, 2021	For the year ended March 31, 2020 (Restated)
Cash flows from operating activities:		
(Loss) / Profit before tax and after exceptional item/ Adjustments for:	(339.82)	1,191.44
Depreciation and amortisation expense	356.37	2,325.77
Exceptional item-Loss on sale of business		1,264.74
Loss / (Profit) on sale of PPE	430.92	(23,741.70)
(Gain) / Loss on sale of asset / write-off (net)	6.14	772.35
Inventory writedown (net)	55.63	1,295.56
Interest expense	1,028.91	6,134.82
Interest income	(284.64)	(56.37)
Bad debt written-off	4.09	3,053.74
Amounts no longer required written back	(1,122.13)	(1,114.85)
Effect of amortisation of financial assets valued at amortised cost	(0.27)	8.79
Allowance made/(written-back) for trade and other receivables (net)	(779.49)	77.68
	(324.46)	(11,989.47)
Cash flows from operating activities before changes in following assets and liabilities:	(664.28)	(10,798.03)
Decrease in Inventories	788.64	23,905.43
Decrease in Trade receivable	884.35	6,620.72
Decrease in loans and advances	969.43	(5,156.15)
Decrease in Short term other financial assets	2,449.28	880.39
Increase in Other current assets	(176.00)	2,805.56
Decrease in Other non-current assets	29.12	313.03
Decrease in Trade payables	(1,536.88)	935.89
Increase in other financial liabilities	550.97	(449.06)
Decrease in Other current Liabilities	(998.99)	(6,597.99)
Increase in Other non-current Liabilities	0.27	(851.46)
Decrease in Provisions	(279.82)	(1,273.37)
	2,678.37	21,133.99
Cash generated in operations	2,014.09	10,335.96
Income taxes refund/ (paid) (net)	204.09	(253.99)
Net cash generated in operating activities	2,218.18	10,081.97
Cash flows from investing activities:		
Proceeds from sale of property, plant and equipment	8,018.89	28,981.64
Payment on Purchase of GDC Business	(1,030.00)	-
Investment in a Subsidiary Company	(15.06)	-
Inter Corporate Deposits realised (net)	5,350.00	-
Interest received	284.64	66.37
Net cash realised in investing activities:	12,608.53	29,048.01
Cash flows from financing activities:		
Repayment of long-term borrowings	(530.46)	(5,377.43)
Repayment of short-term borrowings	(10,900.00)	(38,969.83)
Repayment of lease liability	(954.01)	(121.15)
Interest paid	(858.27)	(5,290.68)
	(13,242.73)	(49,759.09)
Net cash from financing activities	1,583.98	(10,629.10)
Net increase in cash and cash equivalents	202.37	10,831.48
Cash and cash equivalents at the beginning of the year		
	202.37	10,831.48
Cash and cash equivalents at the end of the year	1,786.35	202.38

In terms of our report of even date attached

For: B S R & Co. LLP

Chartered Accountants

ICAI Firm Registration No. 101248W/W-100022

RISHABH GYAN KUMAR
 Digitally signed by RISHABH GYAN KUMAR
 Date: 2021.09.23 23:54:51 +05'30'

Rishabh Kumar
 Partner
 Membership No. 402877

SMRITI GOYAL
 Digitally signed by SMRITI GOYAL
 Date: 2021.09.23 23:10:57 +05'30'

Smriti Goyal
 Chief Financial Officer

Venkata Ramanan Gopal
 Digitally signed by Venkata Ramanan Gopal
 Date: 2021.09.23 23:35:38 +05'30'

G V Ramanan
 (DIN:01446016)
 Director

ARATI ASHUTOSH DESAI
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 Date: 2021.09.23 23:40:45 +05'30'

Arati Desai
 Chief Executive Officer & Manager

GODABANAL PARAMESWAR APPA RAVINDRA KUMAR
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 Date: 2021.09.23 23:11:07 +05'30'

Ravindrakumar GP
 (DIN:07102426)
 Director

KAYNAZ KERSA SARBHANWAL
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 Date: 2021.09.23 23:02:42 +05'30'

Kaynaz Sarbhanwal
 Company Secretary

SOMAIYA vijay bhagwanji
 Digitally signed by SOMAIYA vijay bhagwanji
 Date: 2021.09.23 23:16:42 +05'30'

Vijay Somaiya
 (DIN:3185227)
 Director

Mumbai, 23 September 2021

Mumbai, 23 September 2021

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

1. Background and operations

TML Business Services Limited ('TMLBSL') was incorporated in January 1972 under the Companies Act, 1956. The Company was primarily engaged in the business of sales and servicing of passenger cars and sale of automobile parts and accessories. Its parent and ultimate holding company is Tata Motors Limited. The Company has purchased from Tata Motors Ltd ('TML' or 'the parent company') Global Delivery Centre (GDC)/ Process Shared Service business (GDC Business) as a going concern and on a slump sale basis on October 1, 2020.

2. Significant accounting policies

(i) Statement of compliance

These financial statements have been prepared in accordance with accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2016 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act. The financial statements were authorised for issue by the Company's Board of Directors on September 23, 2021.

(ii) Functional and Presentation Currency

The financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise indicated.

(iii) Basis of preparation and presentation

The financial statements have been prepared on historical cost basis except for certain financial instruments measured at fair value at the end of each reporting period. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

(iv) Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

- i) Property, plant and equipment
- ii) Assets and obligations relating to employee benefits

(v) Going concern

The Company purchased Global Delivery Centre (GDC)/ Process Shared Service business (GDC Business) on a slump sale basis effective from October 1, 2020 and provides services mainly to Tata Motors group of companies which it intends to carry on in the foreseeable future. However as at 31 March 2021, the Company has Rs. 7,058.24 lakhs current liabilities which are in excess of its current assets of Rs. 3,422.22 lakhs. Consequently, TML has provided a support letter to the Company, that it will provide financial support to the Company to meet all its financial obligations for a period of not less than 12 months from the date of these financial statements. The financial statements have thus been prepared on a "Going concern" basis.

(vi) Covid 19

The World Health Organisation in February 2020 declared COVID-19 as a pandemic. The pandemic has rapidly spread throughout the world, including India. Governments around the world including India have been taking significant measures to curb the spread of the virus including imposing mandatory lockdowns and restrictions in activities. Consequently, the Company's offices also had to be closed down for a considerable period of time, including after the yearend. Management believes that it has taken into account all the possible impacts of known events arising from COVID-19 pandemic and the resultant lockdown in the preparation of the financial statements including the assessment of recoverable values of its property, plant and equipment and the net realisable values of other assets. However, given the effect of these lockdowns on the overall economic activity in India and in particular on the automotive industry and the Company's customers, the impact assessment of COVID-19 on the abovementioned financial statement captions is subject to significant estimation uncertainties given its nature and duration and, accordingly, the actual impacts in future may be different from that estimated as at the date of approval of these financial statements. The Company will continue to monitor any material changes to future economic conditions and consequential impact on its financial statements.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

(vii) Revenue recognition

Revenue is measured at fair value of consideration received or receivable.

a) Sale of products

The Company recognizes revenues on the sale of products, net of discounts, when control including risks and rewards and title of ownership pass to the customer.

The Company offers sales incentives in the form of variable marketing expense to customers, which vary depending on the timing and type of customer. This sales incentive is accounted for as a revenue reduction and is constrained to a level that is highly probable not to reverse the amount of revenue recognised when any associated uncertainty is subsequently resolved.

Revenues are recognized when collectability of the resulting receivable is reasonably assured.

b) Sale of services

TMLBSL is interalia engaged in the business of providing outsourcing services for all process, sub-process, transactional activities, and knowledge based services including consulting to Tata Motors Limited ("TML") & its subsidiaries. Revenues are recognised on month on month basis when services are rendered to customers and related costs are incurred.

c) Commission from finance arrangement and insurance

Commission from finance arrangement is recognised as and when loan is disbursed and with respect to commission from insurance company, the same is recognised on policy purchase and renewal.

d) Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

(viii) Cost recognition

Costs and expenses are recognized when incurred and are classified according to their nature.

(ix) Provisions and Contingent Liabilities

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

(x) Income taxes

Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the statement of profit or loss except when they relate to items that are recognized outside profit or loss (whether in other comprehensive income or directly in equity), in which case tax is also recognized outside profit or loss.

Current income taxes are determined based on respective taxable income and tax rules applicable for Indian jurisdiction.

Deferred Tax Assets include minimum Alternate Tax (MAT) paid in accordance with tax laws in India, which is likely to give future economic benefit in the form of availability of set off against future income tax liability. Accordingly, MAT is recognized as an deferred tax asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilized business loss and depreciation carry-forwards and tax credits. Such deferred tax assets and liabilities are computed separately for each taxable entity and for each taxable jurisdiction. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilized.

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

(xi) Earnings per share

Basic earnings per share has been computed by dividing net income by the weighted average number of shares outstanding during the year. Partly paid up shares are included as fully paid equivalents according to the fraction paid up. Diluted earnings per share has been computed using the weighted average number of shares and dilutive potential shares, except where the result would be anti-dilutive.

(xii) Inventories

Inventories of cars, demo cars, accessories and parts are valued at lower of cost and net realizable value. Cost represents actual cost of purchase in case of cars and weighted average cost in case of accessories, parts, stores and spares adjusted for recoverable indirect taxes. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

(xiii) Property, plant and equipment

(a) Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Freehold land is measured at cost and is not depreciated.

Cost includes purchase price, taxes and duties, labor cost and direct overheads for self-constructed assets and other direct costs incurred up to the date the asset is ready for its intended use.

(b) Depreciation is provided on the Straight Line Method (SLM) over the estimated useful lives of the assets considering the nature, estimated usage, operating conditions, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support. Taking into account these factors, the Company has decided to retain the useful life hitherto adopted for various categories of fixed assets, which are different from those prescribed in Schedule II of the Act. Estimated useful lives of assets are as follows:

Type of Asset	Estimated useful life
Buildings	3 to 61 years
Plant, machinery and equipment	5 to 20 years
Computers and other IT assets	4 to 6 years
Vehicles	4 years
Furniture, fixtures and office appliances	4 to 15 years

Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

(xiv) Intangible assets

Intangible assets purchased are measured at cost of acquisition where applicable less accumulated amortization and accumulated impairment, if any.

The amortization period for intangible assets with finite useful lives is reviewed at least at each year-end. Changes in expected useful lives are treated as changes in accounting estimates.

Tangible assets and Software not exceeding ₹5,000 are charged off to the Statement of Profit and Loss as and when required.

Type of Asset	Estimated useful life
Computer software	3-5 years

(xv) Leases

The Company determines that a contract is or contains a lease, if the contract conveys right to control the use of an identified asset for a period of time in exchange for a consideration. At the inception of a contract which is or contains a lease, the Company recognises lease liability at the present value of the future lease payments for non-cancellable period of a lease which is not short term in nature, except for lease of low value items. The future lease payments for such non-cancellable period is discounted using the Company's incremental borrowing rate. Lease payments include fixed payments, i.e. amounts expected to be payable by the Company under residual value guarantee, the exercise price of a purchase option, if the Company is reasonably certain to exercise that option and payment of penalties for terminating the lease, if the lease term considered reflects that the Company shall exercise termination option. The Company also recognises a right of use asset, which comprises of amount of initial measurement of the lease liability, any initial direct cost incurred by the Company and estimated dilapidation costs.

Right of use assets is amortised over the period of lease.

Payment made towards short term leases (leases for which non cancellable term is 12 months or lesser) and low value assets are recognised in the statement of Profit and loss as rental expenses over the tenor of such leases

(xvi) Impairment

Property, plant and equipment and other intangible assets

At each balance sheet date, the Company assesses whether there is any indication that any property, plant and equipment and intangible assets with finite lives may be impaired. If any such impairment exists the recoverable amount of an asset is estimated to determine the extent of impairment, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the statement of profit and loss.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

(xvii) Employee benefits

Employee benefits include provident fund, superannuation fund, employee state insurance scheme, gratuity fund, compensated absences, Bhavishya Kalyan Yojana and Post retirement medicare scheme.

The Company's contribution to provident fund, superannuation fund and employee state insurance scheme are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made.

a) Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump-sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. Annual contributions to liability for gratuity are funded with Life Insurance Corporation of India (LIC) & Trusts established by Tata Motors Ltd. The Company's obligation in respect of gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation using the projected unit credit method.

Remeasurement comprising actuarial gains and losses, the effect of the asset ceiling and the return on assets (excluding interest) relating to retirement benefit plans, are recognized directly in other comprehensive income in the period in which they arise. Remeasurement recorded in other comprehensive income is not reclassified to statement of profit and loss.

b) Provident Fund

In accordance with Indian law, eligible employees of the Company are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary (currently 12% of employees' salary). The contributions, as specified under the law, are made to the provident fund and pension fund. These amounts are charged to statement of profit and loss in the period in which the employee renders services.

c) Compensated Absence

The Company provides for the encashment of leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits, for future encashment. The liability is provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation.

d) Bhavishya Kalyan Yojana

Bhavishya Kalyan Yojana is an unfunded defined benefit plan for employees transferred from Tata Motors Limited. The benefits of the plan include pension in certain cases, payable up to the date of normal superannuation had the employee been in service, to an eligible employee at the time of death or permanent disablement, while in service, either as a result of an injury or as certified by the appropriate authority. The monthly payment to dependents of the deceased/disabled employee under the plan equals 50% of the salary drawn at the time of death or accident or a specified amount, whichever is greater. We account for the liability for BKY benefits payable in the future based on an actuarial valuation.

e) Post Retirement Medicare Scheme

Under this unfunded scheme, employees receive medical benefits subject to certain limits on amounts of benefits, periods after retirement and types of benefits, depending on their grade and location at the time of retirement. Employees separated from the Company as part of an Early Separation Scheme, on medical grounds or due to permanent disablement are also covered under the scheme. We account for the liability for post-retirement medical scheme based on an actuarial valuation.

(xviii) Segments

The Company was engaged mainly in the business of selling of cars, parts, accessories, facilitating vehicle finance and servicing of cars in India, which have similar risks and returns. These in the context of Ind AS 108 - operating segments reporting was considered to constitute one reportable segment. The Company has wound the business during the year ended March 31, 2020. The Company has purchased the Global Delivery Centre from its parent company during the year ended March 31, 2021 and thus is now primarily engaged in the business of providing support services to TML & its Subsidiaries.

Though the business of selling cars etc. were closed, there are still some transactions during the year ended March 31, 2021. This has been reported separately for segment reporting.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

(ix) Financial Instruments

Classification, initial recognition and measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets other than equity instruments are classified into categories: financial assets at fair value through profit or loss and held at amortized cost. Financial assets that are equity instruments are classified as fair value through profit or loss or fair value through other comprehensive income. Financial liabilities are classified into financial liabilities at fair value through profit or loss and other financial liabilities.

Financial instruments are recognized on the balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Initially, a financial instrument is recognized at its fair value. Transaction costs directly attributable to the acquisition or issue of financial instruments are recognized in determining the carrying amount, if it is not classified at fair value through profit or loss. Subsequently, financial instruments are measured according to the category in which they are classified.

Financial assets

The Company has various financial assets like Trade receivables, Deposits and Bank balances. The Company categorizes these instruments in accordance with the following principles.

Financial assets held at amortized cost: Financial assets having contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding and that are held within a business model whose objective is to hold such assets in order to collect such contractual cash flows are classified in this category. Subsequently, these are measured at amortized cost using the effective interest method less any impairment losses. Trade Debtors, Deposits and Bank Balances are categorized as financial assets held at amortized cost.

Financial assets (other than equity investments) held at fair value through other comprehensive income: Financial assets (other than equity investments) having contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding and that are held within a business model whose objective is achieved by both collecting such contractual cash flows and selling such assets are classified in this category. Subsequently, these are measured at fair value and changes therein, other than impairment losses are recognized directly in other comprehensive income. When the financial asset is derecognized, the cumulative gain or loss is transferred to the statement of profit and loss.

Financial assets at fair value through profit and loss: Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in profit and loss.

The Company does not have any financial asset carried at fair value through profit and loss as on the balance sheet date.

Financial liabilities

The Company has financial liabilities such as bank and other borrowings, trade creditors and security deposits. These liabilities are categorized as held at amortized cost using the effective interest method. The Company does not have any financial liabilities carried at fair value through profit and loss as on balance sheet date.

Derecognition of financial assets and financial liabilities:

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

Financial liabilities are derecognized when these are extinguished, that is when the obligation is discharged, cancelled or has expired.

Impairment of financial assets:

The Company recognizes a loss allowance for expected credit losses on a financial asset that is held at amortized cost or carried at fair value through other comprehensive income.

Loss allowance in respect of financial assets is measured at an amount equal to life time expected credit losses and is calculated as the difference between their carrying amount and the present value of the expected future cash flows discounted at the original effective interest rate.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

(xx) Recent accounting pronouncements

On July 24, 2020, the Ministry of Corporate Affairs has made following changes applicable from the financial year beginning April 1, 2020 –

1. Revised the definition of the term 'business' and related guidance in Ind AS 103. The amendment permits a simplified assessment of whether an acquired set of activities and assets is not a business.

2. Amended some specific hedge accounting requirements under Ind AS 109 (temporary exceptions from applying specific hedge accounting requirements) and disclosure requirements under Ind AS 107 to provide relief to the potential effects of uncertainty caused by the Interest Rate Benchmark Reforms (IBOR reforms).

3. Amended Ind AS 116 to provide limited relief to lessees in respect of rent concessions arising due to Covid-19 pandemic.

4. Refined the definition of the term 'material' and related clarifications in Ind AS 1 and Ind AS 8. As per the amendment information is material if omitting, misstating or obscuring it could reasonably be expected to influence the decisions that the primary users of general purpose financial statements, which provide financial information about a specific reporting entity. The amendments further clarified that the information is obscured if it is communicated in a way that would have a similar effect for primary users of financial statements to omitting or misstating that information.

On March 24, 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from April 1, 2021. Some of the key amendments relating to Division II which relate to companies whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

- a) Lease liabilities should be separately disclosed under the head 'financial liabilities', duly distinguished as current or non-current.
- b) Certain additional disclosures in the statement of changes in equity such as changes in equity share capital due to prior period errors and restated balances at the beginning of the current reporting period.
- c) Specified format for disclosure of shareholding of promoters.
- d) Specified format for ageing schedule of trade receivables, trade payables, capital work-in-progress and intangible asset under development.
- e) If a company has not used funds for the specific purpose for which it was borrowed from banks and financial institutions, then disclosure of details of where it has been used.
- f) Specific disclosure under 'additional regulatory requirement' such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in name of company, loans and advances to promoters, directors, key managerial personnel (KMP) and related parties, details of benami property held etc.
- g) Realignment of presentation of following financial statement captions:
 - Security deposits to be presented under other financial assets (earlier: under loans)
 - Current maturities of long-term borrowings to be disclosed separately under borrowings (earlier: under other financial liabilities)
- h) Disclosure of charges/ satisfaction yet to be registered with ROC beyond the statutory period along with details and reasons thereof
- i) Prescribed disclosures where loans/ advances in the nature of loans were granted to promoters, directors, KMPs and the related parties (as defined under 2013 Act), either severally or jointly with any other person that are:
 - Repayable on-demand or
 - Without specifying any terms/ period of repayment
- j) Disclosure of prescribed ratios e.g. current ratio, debt-equity ratio (Explain Items Included in numerator and denominator and any change in the ratio >25% as compared to the preceding year)
- k) Disclosure of the following where borrowings are made from banks/ Financial Institutions ("FI") on the basis of security of current assets:
 - Whether quarterly returns/ statements of current assets filed with banks/ FI are in agreement with the books
 - Summary of reconciliation and reasons of material discrepancies (if any)
- l) Additional disclosures relating to Corporate Social Responsibility ("CSR"), undisclosed income and crypto or virtual currency specified under the head 'additional information' in the notes forming part of financial statements.

The Company is assessing the impact of these changes and will accordingly incorporate the same for the financial statements for the year ended March 31, 2022.

TANL Business Services Limited
Notes forming part of the Financial Statements for the year ended March 31, 2021

3. Property, plant and equipment

Particulars	Land		Building		Plant and machinery		Office Equipment		Furniture and fixtures		Vehicles		Leasehold improvements		Total
	Own use	Given on lease	Own use	Given on lease	Own use	Given on lease	Own use	Given on lease	Own use	Given on lease	Own use	Given on lease	Own use	Given on lease	
Gross Block															
At April 1, 2019	14,655.69	367.47	2,350.86	110.31	3,118.05	1.54	215.70	8.82	711.49	8.82	550.51	9.45	2,050.29	9.45	24,160.18
Assets acquired on transfer of assets from GDC business (Refer note 34)	-	-	19.82	-	46.40	-	117.33	-	43.25	-	107.05	-	-	-	333.85
Restated balance At April 1, 2019	14,655.69	367.47	2,370.68	110.31	3,164.45	1.54	343.03	8.82	754.74	8.82	657.56	9.45	2,050.29	9.45	24,494.03
Additions	(4,552.70)	-	(440.40)	(49.65)	(2,550.13)	-	(153.28)	-	(580.80)	-	(577.40)	(9.45)	(2,041.77)	(9.45)	(11,064.57)
Disposals/ adjustments	10,102.99	367.47	1,950.28	60.66	551.05	1.54	598.97	8.82	173.94	8.82	295.15	8.52	8.52	8.52	12,703.40
At March 31, 2020	10,102.99	367.47	1,950.28	60.66	551.05	1.54	598.97	8.82	173.94	8.82	295.15	8.52	8.52	8.52	13,703.40
Adjustment (Refer Note below)	-	-	(6.99)	65.14	(125.50)	-	(58.81)	6.08	(31.10)	6.08	50.59	-	(8.52)	-	(109.11)
Additions	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals	(7,972.04)	-	(589.02)	-	(119.34)	-	(5.13)	(7.45)	(47.43)	(7.45)	(107.37)	-	-	-	(8,947.78)
At March 31, 2021	2,130.95	367.47	1,361.27	125.80	306.21	1.54	335.03	7.45	95.41	7.45	242.37	-	0.00	0.00	4,746.50
Accumulated Depreciation															
At April 1, 2019	-	-	559.68	49.37	1,667.05	1.28	151.71	5.99	354.72	5.99	466.40	7.15	1,010.67	7.15	4,279.02
Assets acquired on transfer of assets from GDC business (Refer note 34)	-	-	4.74	-	21.98	-	62.94	-	26.88	-	48.74	-	-	-	165.28
Restated balance At April 1, 2019	-	-	574.42	49.37	1,689.03	1.28	214.65	5.99	381.60	5.99	515.14	7.15	1,010.67	7.15	4,444.30
Depreciation for the year	-	-	82.49	14.88	257.40	-	35.32	2.56	66.30	2.56	99.99	0.77	8.90	0.77	568.61
Disposals/ adjustment	-	-	(111.82)	(30.23)	(1,435.81)	-	(97.08)	-	(308.50)	-	(409.75)	(7.92)	(1,011.05)	(7.92)	(3,412.16)
At March 31, 2020	-	-	545.09	34.02	509.62	1.28	152.89	8.55	339.40	8.55	205.38	-	8.52	-	1,600.75
At April 1, 2020	-	-	545.09	34.02	509.62	1.28	152.89	8.55	339.40	8.55	205.38	-	8.52	-	1,600.75
Depreciation for the year	-	-	55.91	6.06	8.08	-	19.75	0.06	3.18	0.06	24.76	-	-	-	117.80
Adjustment (Refer Note below)	-	-	20.61	25.14	(106.18)	0.26	(62.35)	(1.24)	(5.79)	(1.24)	33.32	-	(8.52)	-	(104.75)
Disposals	-	-	(230.12)	-	(121.24)	-	0.06	0.10	(52.92)	0.10	(68.46)	-	(0.00)	-	(472.38)
At March 31, 2021	-	-	381.49	65.22	288.28	1.54	110.35	7.47	83.87	7.47	195.00	-	(0.00)	-	1,241.21
Net Block as at March 31, 2021	2,130.95	367.47	942.78	60.58	195.94	-	24.69	(0.02)	11.54	(0.02)	47.36	-	0.00	-	3,505.39
Net Block as at March 31, 2020	10,102.99	367.47	1,365.19	26.64	45.43	0.26	46.08	0.27	34.54	0.27	93.77	-	0.00	-	12,102.55

Note : During the year, the Company has reconciled the fixed asset register with the fixed asset schedule and carried out the necessary adjustments.

TML Business Services Limited
Notes forming part of the Financial Statements for the year ended March 31, 2021

4. Other Intangible assets

	(₹ in Lakhs)
Particulars	Software
Gross Block	
At April 1, 2019	443.35
Assets acquired on transfer of assets from GDC business (Refer note 34)	176.47
Restated balance At April 1, 2019	619.82
Additions	5.07
Disposals/ adjustments	(448.02)
At March 31, 2020	176.87
At April 1, 2020	176.87
Additions	-
Disposals/ adjustments	-
At March 31, 2021	176.87
Accumulated amortisation	
At April 1, 2019	288.47
Assets acquired on transfer of assets from GDC business (Refer note 34)	176.47
Restated balance At April 1, 2019	464.94
Amortisation for the year	44.08
Disposals/ adjustments	(332.15)
At March 31, 2020	176.87
At April 1, 2020	176.87
Amortisation for the year	-
Disposals/ adjustments	-
At March 31, 2021	176.87
Net Block as at March 31, 2021	-
Net Block as at March 31, 2020	-

TML Business Services Limited
Notes forming part of the Financial Statements for the year ended March 31, 2021

5. Right of Use Assets

Particulars	Taken on Lease				Total
	Furniture and fixtures	IT Assets	Vehicles	Leasehold Premises	
Gross Block					
At April 1, 2019	-	-	-	-	-
Assets acquired on transfer of assets from GDC business(Refer note 34)	430.52	108.07	-	-	538.59
Restated balance At April 1, 2019	430.52	108.07	-	-	538.59
Effect of transition on adoption of Ind As 116	-	-	137.02	10,609.94	10,746.96
Reversal (Refer Note (b) below)	-	-	(137.02)	(10,609.94)	(10,746.96)
Additions	-	-	-	667.88	667.88
At March 31,2020	430.52	108.07	-	667.88	1,206.47
Gross Block					
At April 1, 2020	430.52	108.07	-	667.88	1,206.47
Adjustments	-	-	-	(667.88)	(667.88)
Additions	-	-	-	1,353.29	1,353.29
At March 31,2021	430.52	108.07	-	1,353.29	1,891.88
Accumulated Amortisation					
At April 1, 2019	-	-	-	-	-
Assets acquired on transfer of assets from GDC business (Ref note 34)	237.26	55.03	-	-	292.29
Restated balance At April 1, 2019	237.26	55.03	-	-	292.29
Amortisation for the year	86.10	13.35	86.94	2,007.78	2,194.17
Reversal (Refer Note (b) below)	-	-	(86.94)	(1,626.14)	(1,713.08)
At March 31,2020	323.36	68.38	-	381.64	773.38
At April 1, 2020	323.36	68.38	-	381.64	773.38
Adjustments	-	-	-	(381.64)	(381.64)
Amortisation for the year	86.10	39.69	-	112.77	238.56
At March 31,2021	409.46	108.07	-	112.77	630.30
Net Block as at March 31, 2021	21.06	-	-	1,240.52	1,261.58
Net Block as at March 31, 2020	107.16	39.69	-	286.24	433.09

Note -

a) The Company has entered into operating lease arrangements for certain facilities and office premises. The leases are non-cancellable and are for a period of 2 to 5 years and may be renewed for a further period based on mutual agreement of the parties. The lease agreements provide for an increase in the lease payments by 5% to 15%.

Right of use assets is amortised over the period of lease.

b) During the previous year, the Company has applied IndAS116 for the first three quarters of the previous year and subsequently on account of closure of business and cancellation of leases, the net liability has been reversed.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

6. Investment in Subsidiary measured at Cost

(₹ in Lakhs)

Number	Face value per unit	Description	As at March 31, 2021	As at March 31, 2020
150,000	10	Equity shares <u>Unquoted</u> TML Business Analytics Services Ltd	15.00	-
Total			15.00	-

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

(₹ in Lakhs)

7. Loans and advances

Current

- (a) Lease deposits for commercial premises
 Unsecured, considered good
 Credit Impaired
 (b) Other deposits (Telephone, Electricity etc.)
 Considered good
 Credit Impaired
 (c) Inter corporate deposit with related party
 (d) Advances and other receivables
 Considered good
 Credit Impaired

Less: Allowances for Credit Impaired balances
Total

As at March 31, 2021	As at March 31, 2020
21.81	1,025.57
142.48	110.47
168.23	181.56
54.60	57.47
-	5,350.00
99.85	52.19
0.65	-
487.62	6,777.26
197.73	167.94
289.89	6,609.32

8. Financial assets - Others

Non-Current

- (a) Deposit with banks

Total

As at March 31, 2021	As at March 31, 2020
0.41	10.76
0.41	10.76

Current

- (a) Deposit with banks
 (b) Interest accrued
 (c) Others (Commission/Insurance receivable, etc.)
 Unsecured, considered good
 Credit Impaired

Less: Allowances for Credit Impaired balances

Total

As at March 31, 2021	As at March 31, 2020
161.27	151.05
0.39	1.67
-	165.15
125.95	119.28
287.61	437.15
125.95	119.28
161.66	317.87

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

9. Other assets

(₹ in Lakhs)

Non-current

- (a) Statutory deposits and dues from government
- (b) Statutory dues receivable (TDS/TCS) (Net of allowances for credit impaired balances of Rs 88.32Lacs & Rs Nil as at March 31, 2021 and March 31, 2020, respectively)
- (c) Gratuity
- Total**

As at March 31, 2021	As at March 31, 2020
381.73	418.79
7.94	-
389.67	418.79

Current

- (a) VAT, other taxes recoverable, statutory deposits and dues from government (Net of allowances for credit impaired balances of Rs 30.00 Lacs & Rs Nil as at March 31, 2021 and March 31, 2020, respectively)
- (b) Advance to suppliers others including imprest advances etc. (Net of allowances for credit impaired balances of Rs 300.64 Lacs & Rs 366.28 as at March 31, 2021 and March 31, 2020, respectively)
- Total**

As at March 31, 2021	As at March 31, 2020
314.71	70.23
9.49	75.97
324.20	146.20

10. Inventories

(₹ in Lakhs)

- Stock-in-trade -Automobiles, Spare Parts and Accessories for automobiles
- (a)

Total

As at March 31, 2021	As at March 31, 2020
125.18	969.46
125.18	969.46

During the year ended March 31, 2021 and 2020, the Company recorded inventory write-down of Rs55.63Lakhs & Rs 1,295.56Lakhs, respectively.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

(₹ in Lakhs)

11. Trade receivables (unsecured)

Receivables considered good	734.94
Credit impaired receivables	153.24
	888.18
Less : Allowance for credit impaired receivables	153.24
Total	734.94

As at March 31, 2021	As at March 31, 2020
734.94	1,480.54
153.24	1,922.23
888.18	3,402.77
153.24	1,922.23
734.94	1,480.54

12. Allowance for trade receivables, loans and other receivables

Balance at beginning of the year	2,575.73
Allowance / (reversed) for amount written off	(900.36)
Allowance made/(reversed) during the year (net)	(779.49)
Balance at end of the year	895.88

For the year ended March 31, 2021	For the year ended March 31, 2020
2,575.73	3,898.65
(900.36)	(1,401.29)
(779.49)	78.37
895.88	2,575.73

13. Cash and cash equivalents

(a) Cash on hand	-
(b) Cheques, drafts on hand	-
(c) Balances with banks	1,786.35
(d) Credit card collections	-
Total	1,786.35

As at March 31, 2021	As at March 31, 2020
-	0.51
-	0.13
1,786.35	130.45
-	71.28
1,786.35	202.37

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

	(₹ in Lakhs)	
14. Equity share capital	As at March 31, 2021	As at March 31, 2020
(a) Authorised :		
175,000,000 Ordinary shares of ₹ 10 each	17,500.00	17,500.00
(as at March 31, 2020: 175,000,000 Ordinary shares of ₹ 10 each)		
2,500,000 Preference shares of ₹ 100 each	2,500.00	2,500.00
(as at March 31, 2020: 2,500,000 Preference shares of ₹ 100 each)		
	20,000.00	20,000.00
(b) Issued, subscribed and fully paid:		
163,697,694 Ordinary shares of ₹ 10 each	16,369.77	16,369.77
(as at March 31, 2020: 163,697,694 Ordinary shares of ₹ 10 each)		
	16,369.77	16,369.77

The movement of number of shares and share capital

Fully paid equity shares

Balance as at April 1, 2020
Add : Rights issue of shares
Balance as at March 31, 2021

	As at March 31, 2021	As at March 31, 2021	As at March 31, 2020	As at March 31, 2020
	(No. of shares)	(₹ in lakhs)	(No. of shares)	(₹ in lakhs)
Balance as at April 1, 2020	163,697,694	16,369.77	63,697,694	6,369.77
Add : Rights issue of shares	-	-	100,000,000	10,000.00
Balance as at March 31, 2021	163,697,694	16,369.77	163,697,694	16,369.77

Details of Shares held by Holding Company

Fully paid ordinary shares held by Tata Motors Limited
(Includes 60 shares jointly held with others)

As at March 31, 2021	As at March 31, 2021
163,697,694	163,697,694

Shares in the Company held by each shareholder holding more than 5 percent shares:

Tata Motors Limited
(Includes 60 shares jointly held with others)

As at March 31, 2021	As at March 31, 2021
163,697,694	163,697,694

A). Rights, preferences and restrictions attached to shares:

Equity shares:

In respect of every equity share, voting rights shall be in the same proportion as the capital paid up on such equity share bears to the total paid up share capital of the Company.

In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholdings.

B). Information regarding issue of shares in the last five years :

- (a) The Company has not issued any shares without payment being received in cash.
- (b) The Company has not issued any bonus shares.
- (c) The Company has not undertaken any buy-back of shares.

15 Notes to reserves

- i) **Retained earnings** - Retained earnings are the profits that the Company has earned till date

Merger Deficit adjustment account - The capital reserve represents the excess of the identifiable assets and liabilities, acquired pursuant to business

- ii) combination transaction, over the consideration paid.

- iii) **Securities premium** - The amount received in excess of face value of the equity shares is recognised in Securities Premium

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

16. Borrowings

	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Non-current		
Unsecured:		
(a) Redeemable cumulative preference shares (Refer note (i) below)	2,435.00	2,435.00
(b) Liability portion included under compulsorily convertible debentures (CCDs) (Refer note (i) of Statement of changes in equity)	18.65	495.18
Total	2,453.65	2,930.18

	(₹ in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Current		
Unsecured:		
(a) Inter corporate deposits (Refer note (ii) below)	1,600.00	12,500.00
Total	1,600.00	12,500.00
Total	1,600.00	12,500.00

Note:

Unsecured Loans:

- (i) 7 % Cumulative Redeemable Preference Shares of ₹ 100 each, fully paid-up, allotted on October 21, 2004 has been due for redemption on 20th October 2014. It has been rolled over for further 10 years and shall be redeemable on or before 20 October 2024. These shares are redeemable at par at the end of 10 years from the date of rollover, with an option to the Company to redeem it at anytime from the date of rollover, if mutually agreed upon between the Preference Shareholders and the Company, on the original terms of the preference share issue. These redeemable cumulative preference shares do not contain any equity component and are classified as financial liabilities in their entirety.

The following rights shall be attached to the preference shares aforesaid, inter se, as hereinafter provided, Viz:

- (a) The profits of the company, which the Directors shall from time to time determine to distribute as dividend, shall be applied first in payment of fixed cumulative preferential dividend at the rate of 7% (seven per cent) per annum, subject to income tax, if any, on the cumulative redeemable preference shares according to the amounts paid-up thereon and subject thereto in payment of a dividend at such rate as may be determined from time to time on the equity shares.
 - (b) In a winding up, the assets of the company (including Capital uncalled at the commencement of the winding up) remaining after paying and discharging the debts and liabilities of the company and the cost of winding up shall be applied in the following order of priority:
 - (i) In repayment of the capital paid up or credited as paid up on the 7% cumulative redeemable preference shares.
 - (ii) In repayment of the capital paid-up or credited as paid up on the equity shares.
 - (iii) The residue, if any, shall be divided amongst the holders of the equity shares in proportion to the amount paid up on such shares.
- (ii) The inter corporate deposit from TML Distribution Company Ltd; a related party carries rate of interest at 9.50% per annum and is repayable on demand.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

	(₹ in Lakhs)	
17. Other financial liabilities	As at March 31, 2021	As at March 31, 2020
Non-current		
(a) Lease deposit	-	16.27
(b) Tax on preference dividend payable	-	277.94
Total	-	294.21

	As at March 31, 2021	As at March 31, 2020
Current		
(b) Liability portion included under compulsorily convertible debentures (.CCDs)	476.53	422.61
(c) Interest accrued but not due	1,535.32	1,364.67
(d) Liability for capital expenditure	202.90	306.46
(e) Employee payables	669.62	396.59
Total	2,884.37	2,490.33

18. Other liabilities	As at March 31, 2021	As at March 31, 2020
Current		
(a) Advance from customers	-	1,027.85
(b) Statutory dues (GST, TDS etc.)	310.20	1,153.30
Total	310.20	2,181.15

19. Provisions	As at March 31, 2021	As at March 31, 2020
Non - Current		
(a) Compensated absences	73.76	272.50
(b) Employee benefit obligations	120.58	93.88
Total	194.34	366.38

	As at March 31, 2021	As at March 31, 2020
Current		
(a) Compensated absences	68.15	78.61
(b) Employee benefit obligations	-	97.32
Total	68.15	175.93

Note :

During financial year ending March 31, 2020, the Company transferred employees on account sale of business to various dealers. The Company was awaiting details from Life Insurance Corporation of India (LIC) and hence could not finalize individual employee's gratuity value to be transferred to the dealers for these employees. The Company continued to accrue the gratuity liability, based on actuarial valuation for all the employees of Rs97.32 lakhs and pending this settlement, the receivable from dealers Rs. 2,284.12 Lakhs was reflected gross as at March 31, 2020. During the financial year ending March 31, 2021, the Company has settled the gratuity liability aggregating to Rs.130.33 Lakhs relating to the employees transferred to the respective dealers, as per the amount agreed mutually. The receivables from dealers is also collected during the year ended March 31, 2021.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

(₹ in Lakhs)

20. Revenue from operations

- (a) Sale of traded goods (Refer Note 1 below)
- (b) Sale of services (Servicing of automobiles)
- (c) Service Income (Global Delivery Centre)
- (d) Sale of car dealership business (Refer Note 1 below)
- (e) Other operating revenues (Refer Note 2 below)
- Total**

Year Ended 31st March 2021	Year Ended 31st March 2020
859.85	53,917.80
0.21	4,223.23
8,222.88	5,532.67
-	4,296.45
143.96	833.80
9,226.90	68,803.95

21. Other income

- (a) Amounts no longer required written back
- (b) Interest income
- (c) Miscellaneous receipts
- Total**

Year Ended 31st March 2021	Year Ended 31st March 2020
1,122.13	1,114.85
284.64	66.37
67.17	-
1,473.94	1,181.22

Notes :

- (1) Including sale of car dealership business :
 - (i) Sale of automobiles
 - (ii) Spare parts and accessories for automobiles
- Total**

Year Ended 31st March 2021	Year Ended 31st March 2020
834.48	52,076.01
25.37	6,138.24
859.85	58,214.25
0.85	430.51
4.66	322.40
138.45	80.89
143.96	833.80

- (2) Includes :
 - (i) Financial services and sales commission
 - (ii) Handling charges and sale of scrap
 - (iii) Rental income
- Total**

TML Business Services Limited

Notes forming part of Financial Statements for the year ended March 31, 2021

(₹ in Lakhs)

22. Employee benefits expense

(a) Salaries, wages and bonus
(b) Contribution to provident and other funds
(c) Staff welfare expenses
Total

Year Ended 31st March 2021	Year Ended 31st March 2020
5,898.27	9,636.00
224.29	494.22
83.72	258.12
6,206.28	10,388.34

23. Finance costs

Interest
(i) On Borrowings
(ii) On Preference shares
(iii) Others
Total

Year Ended 31st March 2021	Year Ended 31st March 2020
780.78	5,295.12
170.45	205.49
77.69	634.21
1,028.92	6,134.82

24. Other expenses

(a) Rent
(b) Repairs and maintenance - buildings , plant & machinery and others
(c) Membership & Subscription Fees
(d) Rates and taxes
(e) Job work charges
(f) Outsourced services
(g) Professional & Consultancy Charges
(h) Security Expenses
(i) SAP and IT Charges
(j) Property, plant and equipment written off / Loss on sale of assets
(k) Allowance made/(reversed) for trade and other receivables (net)
(l) Other operating expenses

Total

Year Ended 31st March 2021	Year Ended 31st March 2020
385.91	811.99
210.99	503.75
183.34	3.73
232.34	1,487.71
113.47	672.94
125.17	450.61
351.36	555.25
95.14	473.23
123.39	151.86
6.14	772.47
(775.39)	1,131.41
1,093.72	5,177.08
2,145.58	12,192.03

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021.

(₹ in Lakhs)

25. Notes to Profit and Loss Statement :

- (1) Payments to the auditors comprises (net of taxes):
 (i) As auditors - Statutory audit and IFC
 (ii) For Tax Audit
 (iii) Reimbursement of travelling and out-of-pocket expenses

Year Ended 31st March 2021	Year Ended 31st March 2020
49.16	24.82
1.62	1.62
2.70	2.24

(2) **Exceptional Items**

(a) Cost of closure

During the previous year, the Company had to surrender certain premises which were on rent before the lease tenure could expire. Accordingly, the Company made a provision of Rs 399.86 lakhs, towards early closure of lease.

(b) Sale of Car Dealership business

During the previous year, the Company wound down its car dealership business and entered into agreements to sell the inventory/fixed assets and transfer certain employees, as agreed, to other car dealers. The Company sold the business for a consideration of Rs 4,846.80 lakhs and incurred a loss of Rs 1,264.74 lakhs on sale of fixed assets and a loss of Rs 2,330.69 lakhs on account of sale of inventory.

(c) Profit on sale of asset (Land and Building)

During the previous year, the Company sold its Mumbai property to Tata Motors Limited. The book value of the property including related furniture and fixtures and Electrical fittings was Rs 4,898.19 lakhs which was sold at Rs 28,641 lakhs. Accordingly, the Company earned a profit of Rs 23,741.81 Lakhs on this sale of property.

(d) Loss on sale of asset (Land and Building)

During the current year, the Company has sold its Bangalore property. The book value of the property including related furniture and fixtures and Electrical fittings was Rs 8,330.92 lakhs which has been sold at Rs 8,000 lakhs and Rs.80 lakhs is incurred as brokerage expenses on the same. Accordingly, the Company has incurred a loss of Rs 410.92 Lakhs on this sale of property in FY 2020-21.

(3) **Write-off of PPE and Other**

(a) Property, Plant and Equipment write-off:

During the previous year, the Company completed physical verification of all its property, plant and equipment. Pursuant to the verification, the Company also completed the reconciliation with its books (which was under process in the year before previous year for partly verified assets) and has identified assets with written down value of Rs. 697.91 lakhs, which were physically not available or were not in usable condition. Accordingly, the Company has charged off these assets in the Statement of Profit and loss during the year ended March 31, 2020.

(b) Other Write-off:

As referred to in note 25(2)(b), during the previous year the Company has closed down its passenger car business and attempted to reconcile relevant assets/liabilities to assess the recoverability of all its assets and ascertaining of certain liabilities. Pursuant to this assessment, for unreconciled items, the Company has debited to the Statement of Profit and Loss Rs 2,547.97 lacs, where the management concluded that these assets cannot be recovered and the liabilities to be paid based on claims/obligations details available. The aforementioned amount has been debited to the following financial statement captions in the previous year:

Bad debt written-off (Insurance claims receivable, debit balance in Insurance and registration charges payable and other receivables) - Rs. 1053.74 lakhs

Rates and taxes (Goods and Service Tax) - Rs - 1,044.20 lakhs

Interest Others (Interest on late payment of Goods and Service Tax) - Rs. 450.03 lakhs

TML Business Services Limited

Notes forming part of Financial Statements for the year ended March 31, 2021

26 Micro, Small and Medium Enterprises Development Act 2006

Under the Micro Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from October 2, 2006 certain disclosures are required to be made relating to Micro Small and Medium enterprises. On the basis of the information and records available with the Management, the following disclosures are made for the amounts due to the Micro Small and Medium enterprises, who have registered with the competent authorities:

(₹ in Lakhs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Principal amount remaining unpaid to any supplier as at the year end and interest due thereon	2.65	10.92
Amount of interest paid by the Company in terms of Section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED	0.29	0.37
Amount of interest accrued and remaining unpaid at the end of the accounting year	0.29	0.37
Amount of further interest remaining due and payable even in the succeeding years, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006	0.29	0.37

27. Commitments and contingencies

1 Claims against the Company not acknowledged as debts -

- (i) Sales Tax
[of the above ₹ 372.03 lakhs deposited under protest, (March 31, 2020: ₹ 380.03 lakhs)]
- (ii) Service Tax
[of the above ₹ 9.7 lakhs deposited under protest, (March 31, 2020: ₹ 38.76 lakhs)]

(iii) The claims / liabilities in respect of other matters (Payment of Bonus Act).

(₹ in Lakhs)	
As at March 31, 2021	As at March 31, 2020
1,680.03	1,622.99
258.69	310.94
2.03	29.72

- 2** The Company acquired certain immovable properties pursuant to a scheme of arrangement in the period 2004. Stamp duty is payable on conveyance of properties in favour of the Company. It is not possible to quantify the amount of duty payable, and adjustments, as and when effected, will be carried out to the cost of land and building relating to the property at Hyderabad.

3 Provident fund contribution

The Hon. Supreme Court of India (SC) by their order dated Feb 28, 2019 set out the principle based on which allowances paid to the employees should be identified for inclusion in basic wage for the purpose of computation of Provident Fund contribution. There are interpretative challenges and considerable uncertainty, including estimating the amount retrospectively. Pending the directions from the EPFO, the impact for past periods, if any, is not ascertainable reliably and consequently no financial effect has been provided for in the financial statements. The company has complied with this on prospective basis, from the date of SC order.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021.

28. Financial Instruments:

(a) Capital management

The Company manages its capital through its parent company, to ensure that Company will be able to meet its funding requirements and will be able to continue as going concern. The Company has received a letter of support from the parent company committing its financial support. The Company is not subject to any externally imposed capital requirements.

(b) Financial assets and liabilities

The following table presents the carrying amounts and fair value of each category of financial assets and liabilities.

PARTICULARS	Carrying Amount		Fair Value	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Financial assets				
<i>Measured at amortised cost</i>				
Loans and advances	289.89	6,609.32	289.89	6,609.32
Other financial assets	162.07	328.63	162.07	328.63
Trade receivables	734.94	1,480.54	734.94	1,480.54
Cash and cash equivalents	1,786.35	202.37	1,786.35	202.37
Others- Receivable sale of business	-	2,284.12	-	2,284.12
Total	2,973.25	10,904.98	2,973.25	10,904.98
Financial liability				
<i>Measured at amortised cost</i>				
Borrowings	4,053.65	15,430.18	4,053.65	15,430.18
Lease Liability	1,240.43	286.42	1,240.43	286.42
Other financial liabilities	2,884.37	2,784.54	2,884.37	2,784.54
Trade payables	1,082.50	3,406.30	1,082.50	3,406.30
Total	9,260.95	21,907.44	9,260.95	21,907.44

The Management assessed that the fair value of cash, trade receivable, loans and advances, trade payables, borrowings and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturity of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in the current transactions between willing parties, other than in a forced or liquidation sale.

(c) Financial Risk Management Objectives

The Company seeks to minimize and manage the financial risks relating to the operations of the Company. These risks may include market risk, interest rate risk, credit risk and liquidity risk.

Market Risk

Market risk is the risk of any loss in future earnings, in realizable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

Interest Rate Risk

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rates. Any movement in the reference rates could have an impact on the Company's cash flows as well as costs.

Although not very significant, the Company is subject to variable interest rates on some of its interest bearing liabilities.

The Company's interest rate exposure is mainly related to debt obligations.

Credit Risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks.

Financial instruments that are subject to concentrations of credit risk, principally consist of investments classified as trade receivable, loans and advances and other financial assets. None of the financial instruments of the Company result in material concentrations of credit risks.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹ 2,973.25 lakhs as of March 31, 2021 and ₹ 10,904.98 lakhs as of March 31, 2020 being the total of the carrying amount of balances with banks, trade receivables, loans and other financial assets.

Financial assets that are neither past due nor impaired. Regarding trade receivables, loans and advances and other financial assets, that are neither impaired nor past due, there were no indications as of March 31, 2021, that defaults in payment obligations will occur. None of the Company's cash equivalents are past due or impaired.

The ageing of trade receivables as of balance sheet date is given below. The age analysis has been considered from the due date

Trade receivables (Period in days)	As at March 31, 2021			As at March 31, 2020		
	Gross	Allowance	Net	Gross	Allowance	Net
1-30 Days past dues	560.64	-	560.64	256.97	-	256.97
31-60 days past dues	56.76	-	56.76	244.46	-	244.46
61-90 days past dues	117.54	-	117.54	244.03	-	244.03
More than 90 days past dues	159.24	159.24	-	2,657.31	1,922.23	735.08
Total	884.18	159.24	734.94	3,402.77	1,922.23	1,480.54

Liquidity Risk

Liquidity risk is the risk that entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial assets. The Company manages the liquidity risk by maintaining funding lines through banking facilities by continuously monitoring forecast, actual cash flows and support of its parent company. Below table shows the maturity profile of borrowings of the Company.

PARTICULARS	March 31, 2021				March 31, 2020			
	Less than 1 year	1-3 years	3 year - 5 years	More than 5 years	Less than 1 year	1-3 years	3 year - 5 years	More than 5 years
Short term Borrowings	1,600.00	-	-	-	12,500.00	-	-	-
Long term Borrowings	-	18.65	2,435.00	-	-	495.18	-	2,435.00
Lease Liability	320.56	674.34	245.53	-	103.84	57.43	45.57	79.58
Other Financial Liabilities	2,884.37	-	-	-	2,489.64	16.27	-	278.63
Trade Payable	1,082.50	-	-	-	3,406.30	-	-	-

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021.

29. Earning per share ("EPS")

		Year Ended 31st March 2021	Year Ended 31st March 2020
(a) Profit or (Loss) after tax..... ₹ in lakhs		(1,234.41)	356.06
Profit available to Equity Share holders		(1,234.41)	356.06
(b) The weighted average number of Equity Shares for Basic EPS..... Nos.		163,697,694	148,123,924
(c) The nominal value per Share..... ₹		10.00	10.00
(d) Share of Profit for Equity Shares for Basic EPS..... ₹ in lakhs		(1,234.41)	356.06
(e) Earnings Per Ordinary Share (Basic)..... ₹		(0.75)	0.24
(f) Share of Profit for Equity Shares for Diluted EPS..... ₹ in lakhs		#	399.03
(g) The weighted average number of Equity Shares for Diluted EPS..... Nos.		#	248,123,924
(h) Earnings Per Ordinary Share (Diluted)..... ₹		(0.75)	0.16

Since there is a loss for the year ended March 31, 2021, potential equity shares are not considered as dilutive and hence diluted EPS is same as basic EPS.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

30. Segment Information

The Company was engaged mainly in the business of selling of cars, parts, accessories, financial services and servicing of cars in India ('Passenger Vehicle Sales & Services'), which have similar risks and returns. These in the context of Ind AS 108 - operating segments reporting are considered to constitute one reportable segment. Income from facilitating finance and other services cater to the same customers to whom cars are sold and therefore do not have risk and rewards which are different from Passenger Vehicle sales & service business.

The Company has taken over Business of Shared Services from Tata Motors Ltd on October 1, 2020. The Company is now primarily engaged in the business of providing support services to TML & its Subsidiaries ('Global Delivery Centre').

Rs. In Lacs			
For the year ended / as at March 31, 2021			
	Passenger Vehicle Sales & Service	Global Delivery Centre	Total
Revenue			
External Revenue	1,004.02	8,222.88	9,226.90
Other Income	1,335.74	8.82	1,344.56
Total Revenue	2,339.76	8,231.70	10,571.46
Segment Results before exceptional items, interest income and Finance cost			
	(23.94)	1,008.60	984.66
Reconciliation to (Loss) Before Tax			
Exceptional Item	(505.58)		(505.58)
Audit Fees			(53.48)
Interest Income			263.50
Finance Cost			(1,028.92)
(Loss) Before Tax			(339.82)
Depreciation and Amortisation expense	72.63	283.74	356.37
Segment Assets	4,406.89	2,406.03	6,812.92
Reconciliation to Total Assets			
Investment in Subsidiary			15.00
Non - Current Tax Assets			311.83
Corporate / Unallocable			1,866.25
Total Assets			9,006.00
Segment Liabilities	3,358.54	2,345.04	5,703.58
Reconciliation to Total Liabilities			
Non - Current Tax Liability			792.46
Borrowings			4,053.65
Corporate / Unallocable			76.40
Total Liabilities			10,626.09

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

30. Segment Information

Rs. In Lacs			
For the year ended / as at March 31, 2020			
	Passenger Vehicle Sales & Service	Global Centre	Delivery Total
Revenue			
External Revenue	63,271.28	5,532.67	68,803.95
Other Income	1,153.91	-	1,153.91
Total Revenue	64,425.19	5,532.67	69,957.86
Segment Results before exceptional items, interest income and Finance cost	(13,510.26)	(1,226.41)	(14,736.67)
Reconciliation to Profit Before Tax			
Exceptional Item	22,083.21		22,083.21
Audit Fees			(28.68)
Interest Income			8.40
Finance Cost			(6,134.82)
Profit Before Tax			1,191.44
Depreciation and Amortisation expense	2,276.53	49.24	2,325.77
Capital Expenditure	236.76	42.24	279.00
Segment Assets	23,361.61	1,340.96	24,702.57
Reconciliation to Total Assets			
Non - Current Tax Assets			1,005.17
Corporate / Unallocable			272.60
Total Assets			25,980.34
Segment Liabilities	8,550.42	1,340.96	9,891.38
Reconciliation to Total Liabilities			
Non - Current Tax Liability			381.70
Borrowings			15,430.18
Corporate / Unallocable			277.08
Total Liabilities			25,980.34

Information concerning principal geographic areas is as follows :	For the year ended/as at March 31, 2021		
	Within India	Outside India	Total
Net sales to external customers by geographic area by location of customers	7,645.92	576.96	8,222.88
Non- Current Assets [Property, plant and equipment, right of use assets, intangible assets, other non-current assets (non-financial) and Goodwill] by geographic area	5,256.54	-	5,256.54

Information concerning principal geographic areas is as follows :	For the year ended/as at March 31, 2020		
	Within India	Outside India	Total
Net sales to external customers by geographic area by location of customers	5,251.59	281.08	5,532.67
Non- Current Assets [Property, plant and equipment, right of use assets, intangible assets, other non-current assets (non-financial) and Goodwill] by geographic area	12,954.53	-	12,954.53

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

31. Deferred Tax

The reconciliation of income tax expense calculated as per tax rates applicable with income tax expense is as follows:

Particulars	As at March 31, 2021	As at March 31, 2020
(Loss) / Profit Before Tax	(339.82)	2,417.84
Tax rate applicable	34.94%	34.94%
Income tax expense at tax rates applicable	(118.75)	844.89
Items (net) not deductible for tax /not liable to tax :		
Deferred tax assets not recognized because realization is not probable	-	(24.89)
Business loss for the current year offset against capital gain	(284.30)	-
Others - Capital Gain on sale of land	1,303.05	-
Income tax expense reported in statement of profit and loss	900.00	820.00

Significant components of deferred tax assets and liabilities for the year ended March 31, 2021 are as follows:

Particulars	Opening Balance	Recognised in Profit and Loss Account	Recognised in/reclassified from OCI	Closing Balance
Deferred Tax Asset				
Expenses Deductible in Future Years	938.61	(586.22)	-	352.39
Property, Plant and Equipment	1,701.09	222.17	-	1,923.26
Compensated Absences and retirement benefits	-	5.41	(5.41)	-
Others	10.48	(1,289.03)	-	(1,278.55)
Total Deferred Tax Assets	2,650.18	(1,647.67)	(5.41)	997.10
Deferred Tax Liabilities				
Land	2,145.38	(1,653.08)	-	492.30
Total Deferred Tax Liability	2,145.38	(1,653.08)	-	492.30
Deferred Tax Assets (Net)*	504.80	5.41	(5.41)	504.80

* Due to the continuing losses incurred by the Company, deferred tax asset has been restricted to the extent of deferred tax liability. On the balance, due to continuing losses, deferred tax asset has not been recognised on the basis that the recovery is not probable in the foreseeable future.

As at March 31, 2021 unrecognised deferred tax assets expire unutilised based on the year of origination as follows:

Particulars	As at March 31, 2021
March 31,	
2022	825.81
2023	995.49
2024	1,214.31
2025	1,150.96
2026	3,658.08
2027	3,513.72
Total Unabsorbed Business Loss	11,358.37

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

32. Employee Benefits

(a) Defined benefit plans

The following table sets out the funded and un-funded status and the amounts recognised in the financial statement for the gratuity in respect of the company.

(all figures are ₹ in Lakhs except %)

	PARTICULARS	Gratuity	
		As at March 31,	
		2021	2020
I	Change in Defined Benefit Obligations		
	Present Value of DBO at the beginning of the year	840.39	710.89
	Current Service cost	63.55	93.28
	Interest cost	35.21	50.25
	Curtailment cost	-	3.05
	Actuarial (gains) / losses - experience	43.61	83.68
	Actuarial (gains) / losses - Financial Assumptions	3.11	15.93
	Benefits paid	(251.68)	(116.69)
	Transfer from TML on purchase of business	-	-
	Present Value of DBO at the closing of the year	739.19	840.39
II	Change in Fair Value of Assets		
	Plan assets at the beginning of the year	743.07	709.70
	Interest Income on Plan Assets	28.20	52.73
	Actual Company contributions	207.59	66.67
	Return on plan assets greater/Less than Discount rate	16.39	30.44
	Benefits paid	(251.68)	(116.47)
	Transfer from TML on purchase of business	-	-
	Plan assets at the end of the year	743.57	743.07
III	Amount recognised in Balance Sheet		
	Present Value of Defined Benefit Obligation	739.19	840.39
	Fair value of plan assets	743.57	743.07
	Net (liability)/asset	4.38	(97.32)
		For the year ended March 31,	
		2021	2020
IV	Net cost consist of the following components:		
	Current Service cost	63.55	93.28
	Interest cost (Net)	7.01	(2.48)
	Curtailment cost	-	3.05
	Net periodic cost	70.56	93.85
	Remeasurements		
	Return on plan assets greater/Less than Discount rate	(16.39)	(30.44)
	Actuarial (gains) / losses	43.61	99.61
	Total recognised in other comprehensive income	27.22	69.17
	Total recognised in statement of comprehensive income	97.78	163.02
V	Composition of the plan assets is as follows:	As at March 31,	
		2021	2020
	Balance with Life Insurance Corporation of India Ltd	2%	100%
	Cash and cash equivalents	8%	0%
	Debt Instruments (quoted)	62%	0%
	Equity Instruments (quoted)	6%	0%
	Deposits with Insurance companies	22%	0%
VI	Actuarial Assumptions for Gratuity		
		2021	2020
	Discount Rate (%)	6.90%	6.90%
	Expected Return on plan assets (%)	6.90%	6.90%
	Salary escalation (%)	White collar: 6% for next 3 years and 7% thereafter Workers: 6%	White collar: 5% for FY 20-21 6% for next 3 years and 7% thereafter Workers: 6%

(vii) Additional disclosure

1	Expected benefit payments in next year	93.59
2	Expected employer contribution in the next year	93.59
3	Weighted average duration of defined benefit obligation	6.46 years

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

32. Employee Benefits

(viii) Significant actuarial assumption for the determination of the defined obligation are discount rate and expected salary.

Sensitivity Analysis in respect of Change in Discount Rate & Salary

The table below outlines the effect on the service cost, the interest cost and the defined benefit obligation in the event of a decrease/increase of 1% in the assumed rate of discount rate, salary escalation rate:

Assumption	Change in assumption	Impact on scheme liabilities	Impact on service cost and interest cost
Discount Rate	Increase by 1%	Decrease by Rs.40.65 Lakhs	Decrease by Rs.14.39 Lakhs
	Decrease by 1%	Increase by Rs.45.66 Lakhs	Increase by Rs.15.41 Lakhs
Salary Escalation	Increase by 1%	Increase by Rs.44.48 Lakhs	Increase by Rs.15.65 Lakhs
	Decrease by 1%	Decrease by Rs.40.38 Lakhs	Decrease by Rs.14.04 Lakhs

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of reporting period, while holding all other assumptions constant.

The Sensitivity analysis presented above may not be representative of the actual changes in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be co-related.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognized in the balance sheet.

The expected rate of return on plan assets is determined after considering several applicable factors such as the composition of the plan assets, investment strategy, market scenario, etc., in order to protect the capital and optimise returns within acceptable risk parameters, the plan assets are well diversified.

The discount rate is based on the prevailing market yields of Government of India securities as at the balance sheet date for the estimated term of the obligations.

The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other

(b) Defined Contribution Plans-

The Company makes provident fund and employee state insurance scheme contributions which are defined contribution plans for qualifying employees. Under these schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised ₹ 213.88 lakhs (Previous year: ₹ 547.82 lakhs) for provident fund contributions and ₹ 30.85 lakhs (Previous year: ₹ 112.16 lakhs) for Employee State Insurance Scheme contributions in the Profit and Loss Statement. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

33. Related-party transactions

Related party disclosure for the year ended March 31, 2021 (with whom the company had transactions during the period)

(a). Related party and their relationship

1. Holding Company:

Tata Motors Limited (TML)

2. Key Management Personnel:

Mr. Shyam Mani - Managing Director

Mr. Vinu Nair - Chief Executive Officer and Manager (upto August 13, 2020)

Mr. T R Daundkar - Chief Financial Officer (Upto January 31, 2021)

(b). Transactions with related parties

The following table summarizes related-party transactions and balances included in the financial statements for the year ended March 31, 2021:

				(₹ In Lakhs)
Nature of transaction	Holding company	Fellow subsidiaries	Other related party	Total
Purchase / (Purchase returns) of products *	(71.71)	-	-	(71.71)
Sale of products *	329.67	6.50	-	336.17
Sale of Services *	7,032.99	1,236.32	-	8,269.31
Sales and service claims	89.32	-	-	89.32
Services received	431.46	583.14	-	1,014.60
Services rendered	-	1.22	-	1.22
Interest expense	94.79	1,203.39	-	1,298.18
Interest Income	136.41	-	-	136.41
Loans repaid	-	11,900.00	-	11,900.00
Loans taken	-	1,000.00	-	1,000.00
ICD given	1,250.00	-	-	1,250.00
ICD received back	6,600.00	-	-	6,600.00
ICD Outstanding (Payable)	-	1,600.00	-	1,600.00
Trade and other receivables	177.50	523.39	-	700.99
Amount payable	-	166.37	-	166.37
Interest outstanding on Preference Shares	853.14	-	-	853.14
Compulsory Convertible Debentures	-	495.18	-	495.18
Convertible Debenture - Equity	-	8,048.05	-	8,048.05
Preference Shares outstanding	1,354.20	-	-	1,354.20

* Inclusive of taxes

The following table summarizes related-party transactions and balances included in the financial statements for the year ended March 31, 2020:

				(₹ in Lakhs)
Nature of transaction	Holding company	Fellow subsidiaries	Other related party	Total
Purchase of products *	42,444.04	420.75	-	42,864.79
Sale of products *	295.51	41.96	-	337.47
Sale of fixed assets	28,654.90	-	-	28,654.90
Sale and service claims	1,154.47	-	-	1,154.47
Services received	673.19	549.87	664.88	1,887.94
Services rendered	23.41	435.03	-	458.44
Interest expense	113.13	2,058.24	1,046.31	3,217.68
Expense reimbursement received	117.41	-	-	117.41
Loans repaid	-	12,762.63	85,737.71	98,500.34
Loans taken	-	5,391.03	65,731.99	71,123.02
ICD given	5,350.00	-	-	5,350.00
ICD Outstanding (Payable)	-	12,500.00	-	12,500.00
ICD Receivable	5,350.00	-	-	5,350.00
Trade and other receivables	-	171.76	53.13	224.89
Amount payable	306.94	131.71	15.78	454.43
Interest outstanding on Preference Shares	758.35	-	-	758.35
Compulsory Convertible Debentures	-	917.79	-	917.79
Convertible Debenture - Equity	-	8,048.05	-	8,048.05
Preference Shares outstanding	1,354.20	-	-	1,354.20

* Inclusive of taxes

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

33. Related-party transactions

The following table summarizes material related-party transactions and balances included in the financial statements for the year ended March 31, 2021:

		[₹ in Lakhs]
Name of the related party	Transactions	March 31, 2021
TMF Holdings Limited	Amount payable	53.81
Tata Motors Finance Limited	Amount payable	52.69
Tata Technologies Limited	Amount payable	42.67
Jaguar Land Rover UK	Amount Receivable	405.24
Tata Motors Insurance Broking & Advisory Services Limited	Commission Income	1.22
TML Distribution Company Limited	Compulsory Convertible Debentures	495.18
TML Distribution Company Limited	Convertible Debenture - Equity	8,048.05
TML Distribution Company Limited	ICD Outstanding	1,600.00
TML Distribution Company Limited	Interest Expense	1,203.39
Tata Motors Finance Limited	Lease Expenses	1.17
TML Distribution Company Limited	Loan Repaid	11,900.00
TML Distribution Company Limited	Loan Taken	1,000.00
Tata Technologies Limited	Purchase of Services	35.51
Tata Motors Finance Solutions Limited	Sale of Vehicle	6.50
Tata Technologies Limited	SAP Support Charges	71.59
TMF Holdings Limited	Services received	261.59
Tata Motors Finance Solutions Limited	Services received	75.97

* Inclusive of taxes

(c) Compensation of Key Managerial Personnel :

Compensation of key management personnel:	Year Ended, March 31, 2021	Year Ended, March 31, 2020
Short-term benefits	472.33	255.70
Total	472.33	255.70

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

34. Business Combination

The Company has executed a Business Transfer Agreement (BTA) with Tata Motors Limited ('TML' or 'the parent company') for purchase of its Global Delivery Centre (GDC) as a going concern and on a slump sale basis w.e.f. from October 1, 2020. GDC supports TML & its subsidiaries in various transactional & non-transactional delivery areas. As GDC business is transferred from parent Company, the merger has been accounted in accordance with "Pooling of Interest Method" laid down by Appendix C of Indian Accounting Standard 103 (Ind AS 103): (Business combinations of entities under common control), notified under the Companies Act, 2013. Accordingly, all assets, liabilities of GDC have been recorded in the books of account of the Company at their existing carrying amounts and in the same form. The difference, between the amount paid and all assets and liabilities of GDC, has been debited to Merger Deficit adjustment account. Comparative accounting period presented in the financial statements of the Company has been restated for the accounting impact of the transfer, as stated above, as if the purchase had occurred from the beginning of the comparative period in the financial statements i.e. April 1, 2019.

Following are the assets and liabilities taken over by the Company on 1 October 2020

Rs in Lakhs	
Particulars	As at October 1, 2020
Non Current Assets	
Property, Plant and Equipment	133.20
Right to use assets	83.96
Total Non current Assets	217.16
Current Assets	
Trade Receivables	520.17
Other Current Assets	217.76
Total Current Assets	737.93
Total Assets	955.09
Current Liabilities	
Trade Payables	16.12
Other Financial Liabilities	61.55
Other Current Liabilities	769.78
Total Current Liabilities	847.45
Net Assets	107.64

Re-stated Balance sheet as on March 31, 2020

Rs in Lakhs			
Particulars	Year Ended March 31, 2020		
	Before effect of business combination	Effect of GDC business purchased from TML	Revised balance post effect of business combination
Non Current Assets			
Property, Plant and Equipment	11,945.91	156.74	12,102.65
Right to use assets	-	433.09	433.09
Financial assets: Other	10.76	-	10.76
Non-Current tax assets (net)	1,005.17	-	1,005.17
Other non-current assets	418.79	-	418.79
Total Non current Assets	13,380.63	589.83	13,970.46
Current Assets			
Trade Receivables	961.27	519.27	1,480.54
Inventories	969.46	-	969.46
Cash and cash equivalents	202.37	-	202.37
Other financial assets	317.87	-	317.87
Others-Receiveable sale of business	2,284.12	-	2,284.12
Other current assets	6,523.66	231.86	6,755.52
Total Current Assets	11,258.75	751.13	12,009.88
Total Assets	24,639.38	1,340.96	25,980.34
Non-Current Liabilities			
Borrowings	2,930.18	-	2,930.18
Lease Liabilities	-	182.58	182.58
Other Financial Liabilities	294.21	-	294.21
Total Non current Liabilities	3,224.39	182.58	3,406.97
Current Liabilities			
Borrowings	12,500.00	-	12,500.00
Lease Liabilities	-	103.84	103.84
Trade Payables	3,280.05	126.25	3,406.30
Other Financial Liabilities	2,418.25	72.08	2,490.33
Provisions	175.93	366.98	542.91
Current tax liability (Net)	381.70	-	381.70
Other current liabilities	2,181.15	-	2,181.15
Total Current Liabilities	20,937.08	668.55	21,605.63
Total Liability	24,161.47	851.13	25,012.60
Net Assets	477.91	489.83	967.74

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

34 Business Combination

Re-stated Balance sheet as on April 1, 2019

Rs in Lakhs

Particulars	As at April 1, 2019		
	Before effect of business combination	Effect of GDC business purchased from TML	Revised balance post effect of business combination
Non Current Assets			
Property, Plant and Equipment	19,881.17	168.57	20,049.74
Capital Work in Progress	9.21	-	9.21
Other Intangible Assets	154.88	-	154.88
Right to use assets	-	246.30	246.30
Loans & Advances	1,089.70	-	1,089.70
Financial assets: Other	10.76	-	10.76
Non-Current tax assets (net)	1,204.87	-	1,204.87
Other non-current assets	731.82	-	731.82
Total Non current Assets	23,082.41	414.87	23,497.28
Current Assets			
Trade Receivables	9,112.32	120.35	9,232.67
Inventories	26,171.45	-	26,171.45
Cash and cash equivalents	10,831.48	-	10,831.48
Loans & Advances	59.14	-	59.14
Other financial assets	3,482.38	-	3,482.38
Other current assets	2,951.76	304.33	3,256.09
Total Current Assets	52,608.53	424.68	53,033.21
Total Assets	75,690.94	839.55	76,530.49
Non-Current Liabilities			
Borrowings	6,933.99	-	6,933.99
Other Financial Liabilities	273.96	-	273.96
Other non current liabilities	842.68	-	842.68
Provisions	71.76	-	71.76
Total Non current Liabilities	8,122.39	-	8,122.39
Current Liabilities			
Borrowings	49,684.96	-	49,684.96
Lease Liabilities	-	374.51	374.51
Trade Payables	6,543.01	157.79	6,700.80
Other Financial Liabilities	4,591.64	569.21	5,160.85
Provisions	4.92	912.86	917.78
Other current liabilities	8,779.14	-	8,779.14
Total Non current Liabilities	69,603.67	2,014.37	71,618.04
Total Liability	77,726.06	2,014.37	79,740.43
Net Assets	(2,035.12)	(1,174.82)	(3,209.94)
Purchase consideration of GDC Business		(1,030.00)	
Merger Deficit adjustment account		(2,204.82)	

Re-stated Profit and Loss Statement as on March 31, 2020

Rs in Lakhs

Particulars	Year Ended March 31, 2020		
	Before effect of business combination	Effect of GDC business purchased from TML	Revised balance post effect of business combination
Revenue from operations	62,975.77	5,532.67	68,508.44
Other Income	1,449.42	-	1,449.42
Total Income	64,425.19	5,532.67	69,957.86
Purchase of stock in trade	34,633.99	-	34,633.99
Changes in inventories of stock-in-trade	25,201.99	-	25,201.99
Employee benefits expense	5,655.88	4,732.46	10,388.34
Finance costs	6,121.54	13.28	6,134.82
Depreciation and amortisation expense	2,276.53	49.24	2,325.77
Other expenses	10,200.62	1,964.10	12,164.72
Total Expenses	84,090.55	6,759.08	90,849.63
Loss before Exceptional items	(19,665.36)	(1,226.41)	(20,891.77)
Exceptional Items	22,083.21	-	22,083.21
(Loss) / Profit before tax and after Exceptional items	2,417.85	(1,226.41)	1,191.44
Tax Expense	835.98	-	835.98
(Loss) / Profit after tax	1,582.47	(1,226.41)	356.06
Other comprehensive income	17.73	-	17.73
(Loss) / Profit after tax	1,600.20	(1,226.41)	373.79

TMI Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

34 Business Combination

Reconciliation of Cash Flow as on March 31, 2020

Particulars	Before effect of business combination	After effect of business combination	Effect of business combination
Net cash generated from operating activities	(9,634.25)	(10,798.09)	1,163.78
Net cash generated from / (utilised in) operating activities	19,532.44	20,880.00	(1,347.56)
Net cash used in financing activities	(49,624.66)	(49,759.09)	134.43
Net cash realised in investing activities	29,097.36	29,048.01	49.35
Net increase in Cash and Cash Equivalents	(10,629.11)	(10,629.11)	(0.00)
Cash and Cash Equivalents at the beginning of the financial year	10,831.48	10,831.48	-
Cash and Cash Equivalents at end of the year	202.37	202.37	(0.00)

Reconciliation of Total Equity as at 31st March, 2020 & 1st April, 2019

Particulars	As at 31st March, 2020	As at 1st April, 2019
Shareholder's equity before Business Combination	477.91	(12,035.12)
Add / Less : Merger deficit adjustment account		
Add : Loss for the period of GDC	(1,226.41)	-
Less: Merger deficit adjustment account	(2,204.82)	(2,204.82)
Shareholder's equity after Business Combination	(2,953.32)	(14,239.94)

TML Business Services Limited
Notes forming part of Financial Statements for the year ended March 31, 2021

35. In accordance with the Rule 6 of The Companies (Accounts) Rules, 2014, as the holding Company, i.e., Tata Motors Limited, files its consolidated financial statements with the Registrar of Companies which are prepared in accordance with Ind AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of The Companies Act, 2013, TML Business Services Limited is not required to prepare its consolidated financial statements for year ended 31 March 2021.

36. Other matters

- Certain items of the financial statements have been regrouped/reclassified.
- Information with regards to other matters specified in schedule III to the Companies Act, 2013 is either Nil or not applicable to the company for the year.

In terms of our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 101248W/W-100022

**RISHABH
GYAN
KUMAR**

Digitally signed by
RISHABH GYAN KUMAR
Date: 2021.09.23
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Rishabh Kumar
Partner
Membership No. 402877

For and on behalf of the Board of Directors

**Venkata
Ramanani
Gopal**

Digitally signed
by Venkata
Ramanani Gopal
Date: 2021.09.23
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G V Ramanani
(DIN:01446016)
Director

**GODABANAL
PARAMESWARA
PPA RAVINDRA
KUMAR**

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KUMAR
Date: 2021.09.23
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Ravindrakumar GP
(DIN:07108426)
Director

**SMRITI
GOYAL**

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by SMRITI
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Date: 2021.09.23
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Smriti Goyal
Chief Financial Officer

**ARATI
ASHUTOSH
DESAI**

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ASHUTOSH DESAI
Date: 2021.09.23
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Arati Desai
Chief Executive Officer & Manager

**KAYNAZ KERSI
SARBHANWALA
A**

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SARBHANWALA
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Date: 2021.09.23
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Kaynaz Sarbhanwala
Company Secretary

**SOMAIYA
vijay
bhagwanji**

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bhagwanji
Date: 2021.09.23
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Vijay Somaiya
(DIN:3185227)
Director

Mumbai, 23 September 2021

