

**INDEPENDENT AUDITOR'S REPORT****To the members of Vsapients Techno Services Private Limited  
Report on the Audit of the financial Statements****Opinion**

We have audited the accompanying financial statements of **Vsapients Techno Services Private Limited**

(‘the Company’), which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (‘Act’) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards (‘Ind AS’) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at 31 March 2023, and its loss (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (‘ICAI’) 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 opinion.

**Information Other than the financial Statements and Auditor’s Report Thereon**

- The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Board of Director’s Report but does not include the financial statements and our auditor’s 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 during the course of our audit or otherwise appears to be materially misstated.



- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Management's Responsibility for the financial Statements**

The accompanying financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors is 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 financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibility for the Audit of the financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.



- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the Company to express an opinion on the financial statements.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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. Based on our audit, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to the Company since the Company is not a public company as defined under section 2(71) of the Act. Accordingly, reporting under section 197(16) is not applicable.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the **Annexure A** statement on the matters specified in paragraphs 3 and 4 of the Order.
3. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.



- c) The financial statements dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on 31 March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164(2) of the Act.
- f) Reporting on the adequacy of internal financial control over financial reporting of the company and the operating effectiveness of such controls, under section 143(3)(i) of the Act is not applicable in view of the exemption available to the company in terms of the notification no. G.S.R 583(E) dated 13 June 2017 issued by the ministry of corporate affairs, Government of India, read with general circular no. 08/2017 dated 25 July 2017.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company doesn't have any pending litigations on its financial position;
  - 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.
    - a) The management has represented that, to the best of its knowledge and belief, as disclosed in note 14(c) no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entities, including foreign entities ("the intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("the Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
    - b) The management has represented that, to the best of its knowledge and belief, other than that disclosed in note 14(d) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("the Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and



c) Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our attention that causes us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The Company has not declared or paid any dividend during the year ended 31 March 2023.

**For A Prasad & Associates**  
Chartered Accountants  
FRN No. 004250C



**Aayush Tibrewal**  
Partner  
Membership No. 540098

**Place:** New Delhi

**Date:** 16.05.2023

**UDIN:** 23540098 BGXCRJ3292

**“ANNEXURE A”**

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that

- i. The Company doesn't have any property, plant and equipment or intangible assets or right of use assets or investment property therefore the provisions of clause 3(i) (a) to (e) of the CARO, 2020 are not applicable to the company.
- ii. The Company doesn't have any inventory, therefore the provisions of clause 3(ii) of the CARO, 2020 are not applicable to the company.
- iii. In our opinion and according to the information and explanations given to us, the Company has not made any investments, provided guarantee or granted loans and advances in the nature of loans, secured or unsecured, to companies/other parties during the year. Accordingly, reporting under clause 3(iii) of the Order is not applicable to the Company.
- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act in respect of loans, investments, guarantees and security, as applicable.
- v. The Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013. Accordingly, reporting under clause 3(vi) of the Order is not applicable.
- vii. According to the information and explanations given to us, in respect of statutory dues:
  - (a) The Company has been generally regular in depositing undisputed statutory dues, including Income-tax, Goods and Services Tax, Cess and other statutory dues applicable to it to the appropriate authorities.

The operations of the Company during the period did not give rise to Provident Fund, Employees' State Insurance, Customs Duty.

- (b) There were no undisputed amounts payable in respect of Income-tax, Goods and Services Tax, Cess and other material statutory dues in arrears as at 31 March, 2023 for a period of more than six months from the date they became payable.

The operations of the Company during the period did not give rise to Provident Fund, Employees' State Insurance Tax, Customs Duty.



**Annexure A to the Independent Auditor's Report (Referred to in paragraph 2 under Report on other Legal and Regulatory requirements section of our report of even date)**

- (c) There are no dues of Income-tax and Goods and Services Tax as on March 31, 2023 on account of disputes:

The operations of the Company during the period did not give rise to Provident Fund, Employees' State Insurance, Customs Duty.

- viii. According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.
- ix. In our opinion and according to the information and explanations given to us, the Company doesn't have any loans or other borrowings from any lender. Accordingly, reporting under clause 3(ix) of the Order is not applicable to the Company.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of the CARO 2020 Order is not applicable.
- (b) According to the information and explanations given to us, the Company has not made any private placement or preferential allotment or fully or partly convertible debentures during the year under audit. Hence reporting under clause (x)(b) of CARO 2020 is not applicable to the company.
- xi. (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2020 Order is not applicable.
- xiii. In our opinion all transactions with the related parties are in compliance with section 177 and 188 of the Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.
- xiv. According to the information and explanations given to us, the Company is not required to have an internal audit system under section 138 of the Act and consequently, does not have an internal audit system. Accordingly, reporting under clause 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, during the year the Company has not entered into any non-cash transactions with its directors or directors of its



**Annexure A to the Independent Auditor's Report (Referred to in paragraph 2 under Report on other Legal and Regulatory requirements section of our report of even date)**

holding, subsidiary or associate company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

- xvi. a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934;
- b) The Company has not conducted any Non-Banking Financial or Housing Finance activities as per the Reserve Bank of India Act, 1934;
- c) According to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- xvii. The Company has incurred cash losses in the current financial year amounting to Rs. 0.15 lakhs.
- xviii. There is no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- xix. In our opinion and according to the information and explanations given to us and with the financial support of holding company, during the year there is no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xx. According to the information and explanations given to us, The Company does not fulfil the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause (xx) of the Order is not applicable to the Company.
- xxi. The reporting under clause (xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

**For A PRASAD & ASSOCIATES**

Chartered Accountants

FRN 004250C



**Aayush Tibrewal**

Partner

Membership No. 540098

**Place:** New Delhi

**Date:** 16.05.23

**UDIN:** 23540098B6XCRV3292

**Vsapients Techno Services Private Limited**  
**Balance sheet as at March 31, 2023**  
(Unless otherwise stated, all amounts are in INR Lacs)

|                                                                                | Note | As at<br>March 31, 2023 |
|--------------------------------------------------------------------------------|------|-------------------------|
| <b>Assets</b>                                                                  |      |                         |
| <b>Current assets</b>                                                          |      |                         |
| Financial assets                                                               |      |                         |
| Other financial assets                                                         | 3    | 1.00                    |
|                                                                                |      | <b>1.00</b>             |
| <b>Equity and Liabilities</b>                                                  |      |                         |
| <b>Equity</b>                                                                  |      |                         |
| Equity share capital                                                           | 4    | 1.00                    |
| Other Equity                                                                   | 5    | (0.15)                  |
|                                                                                |      | <b>0.85</b>             |
| <b>Current Liabilities</b>                                                     |      |                         |
| Financial liabilities                                                          |      |                         |
| Trade payables                                                                 | 6    | -                       |
| (a) Total outstanding dues of micro and small enterprises                      |      | -                       |
| (b) Total outstanding dues of creditors other than micro and small enterprises |      | 0.15                    |
|                                                                                |      | <b>0.15</b>             |
|                                                                                |      | <b>1.00</b>             |

The accompanying notes forms an integral part of the financial statements

This is the balance sheet referred to in our report of even date

**For A Prasad & associates**

Chartered Accountants

FRN: 004250C

*Aayush*

**Aayush Tibrewal**

Partner

Membership No.: 540098



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

**Vsapients Techno Services Private Limited**

*Manoj Tiwari*

**Manoj Tiwari**

Director

DIN- 03597274

*Amit Mittal*

**Amit Mittal**

Director

DIN- 00058944

**Place : New Delhi**

**Date : 16.05.2023**



**Vsapients Techno Services Private Limited**

Statement of profit and loss for the period ended February 21, 2023 to March 31, 2023

(Unless otherwise stated, all amounts are in INR Lacs)

|                                                                                  | Note | For the period ended February<br>21, 2023 to March<br>31, 2023 |
|----------------------------------------------------------------------------------|------|----------------------------------------------------------------|
| <b>Revenue</b>                                                                   |      |                                                                |
| Other income                                                                     |      | -                                                              |
| <b>Total Revenue</b>                                                             |      | -                                                              |
| <b>Expenses</b>                                                                  |      |                                                                |
| Other Expenses                                                                   | 7    | 0.15                                                           |
|                                                                                  |      | <b>0.15</b>                                                    |
| <b>Profit / (loss) before tax</b>                                                |      | <b>(0.15)</b>                                                  |
| <b>Tax expense</b>                                                               | 9    |                                                                |
| Current tax                                                                      |      | -                                                              |
| Deferred tax                                                                     |      | -                                                              |
| <b>Net profit / (loss) for the period</b>                                        |      | <b>(0.15)</b>                                                  |
| <b>Other Comprehensive Income</b>                                                |      |                                                                |
| A i) Items that will not be reclassified to profit and loss                      |      |                                                                |
| (a) Remeasurement of defined benefit obligation                                  |      | -                                                              |
| ii) Income tax relating to items that will not be reclassified to profit or loss |      | -                                                              |
| B i) Items that will be reclassified to profit or loss                           |      | -                                                              |
| ii) Income tax relating to items that will be reclassified to profit or loss     |      | -                                                              |
| <b>Total Comprehensive Income for the period</b>                                 |      | <b>(0.15)</b>                                                  |
| <b>Profit / (loss) per equity share</b>                                          | 8    |                                                                |
| Basic (In INR)                                                                   |      | (14.41)                                                        |
| Diluted (In INR)                                                                 |      | (14.41)                                                        |

The accompanying notes forms an integral part of the financial statements

This is the statement of profit and loss referred to in our report of even date

**For A prasad & associates**

Chartered Accountants

FRN: 004250C

**Aayush Tibrewal**  
Partner

Membership No.: 540098

**For and on behalf of the Board of Directors  
Vsapients Techno Services Private Limited****Manoj Tiwari**  
Director  
DIN- 03597274**Amit Mittal**  
Director  
DIN- 00058944**Place :** New Delhi**Date :** 16.05.2023

**Vsapients Techno Services Private Limited**  
**Statement of cash flows for the period ended February 21, 2023 to March 31, 2023**  
**(Unless otherwise stated, all amounts are in INR Lacs)**

| Particulars                                                            | For the period ended<br>February 21, 2023 to<br>March 31, 2023 |
|------------------------------------------------------------------------|----------------------------------------------------------------|
| <b>A Cash flow from operating activities</b>                           |                                                                |
| Net Profit / (Loss) before taxation                                    | (0.15)                                                         |
| <b>Operating profit / (Loss) before working capital changes</b>        | <b>(0.15)</b>                                                  |
| <b>Chnages in working capital:</b>                                     |                                                                |
| <b>Adjustments for increase / (decrease) in operating assets:</b>      |                                                                |
| Other financial assets                                                 | (1.00)                                                         |
| <b>Adjustments for increase / (decrease) in operating liabilities:</b> |                                                                |
| Trade payable                                                          | 0.15                                                           |
|                                                                        | (1.00)                                                         |
| Current taxes paid (net of refunds)                                    | -                                                              |
| <b>Net cash generated from operating activities</b>                    | <b>(1.00)</b>                                                  |
| <b>B Cash flow from investing activities</b>                           |                                                                |
| Net cash from / (used in) investing activities                         | -                                                              |
| <b>C Cash flow from financing activities</b>                           |                                                                |
| Proceesds from issue of share capital                                  | 1.00                                                           |
| <b>Net cash used in from financing activities</b>                      | <b>1.00</b>                                                    |
| <b>Net decrease in cash and cash equivalents ( A+B+C)</b>              | <b>-</b>                                                       |
| Cash and cash equivalents at the beginning of the year                 | -                                                              |
| <b>Cash and cash equivalents at the end of the year</b>                | <b>-</b>                                                       |
| <b>Components of cash and cash equivalents</b>                         | <b>As at March 31, 2023</b>                                    |
| Balances with banks                                                    | -                                                              |
| - in current account                                                   | -                                                              |

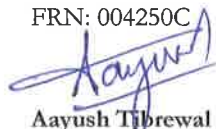
The accompanying notes forms an integral part of the financial statements

This is the statement of cash flows referred to in our report of even date

**A prasad & associates**

Chartered Accountants

FRN: 004250C



Aayush Tibrewal

Partner

Membership No.: 540098



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

**Vsapients Techno Services Private Limited**



Manoj Tiwari

Director

DIN- 03597274



Amit Mittal

Director

DIN- 00058944

**Place : New Delhi**

**Date : 16.05.2023**



**Vsapients Techno Services Private Limited****Statement of change in equity for the period ended February 21, 2023 to March 31, 2023**

(Unless otherwise stated, all amounts are in INR lacs)

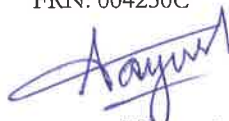
|                                        | Notes | Number of shares                       | Amount        |
|----------------------------------------|-------|----------------------------------------|---------------|
| <b>A Equity share capital</b>          |       |                                        |               |
| Issued, subscribed and fully paid up   |       |                                        |               |
| Equity shares of INR 10 each           |       |                                        |               |
| Balance as at February 21, 2023        | 4     | 10,000                                 | 1.00          |
| Changes in equity share capital        |       | -                                      | -             |
| Balance as at March 31, 2023           |       | 10,000                                 | 1.00          |
|                                        |       |                                        |               |
|                                        | Notes | Reserves and surplus-retained earnings | Total         |
| <b>B Other equity</b>                  | 5     |                                        |               |
| Balance as at February 21, 2023        |       | -                                      | -             |
| Add: Profit / (loss) for the period    |       | (0.15)                                 | (0.15)        |
| Add [less]: Other comprehensive income |       | -                                      | -             |
| <b>Total comprehensive income</b>      |       | <b>(0.15)</b>                          | <b>(0.15)</b> |
| Transfer from [to] reserve             |       | -                                      | -             |
| Balance as at March 31, 2023           |       | <b>(0.15)</b>                          | <b>(0.15)</b> |

The accompanying notes forms an integral part of the financial  
In terms of our report attached.

**For A prasad & associates**

Chartered Accountants

FRN: 004250C


**Aayush Tibrewal**

Partner

Membership No.: 540098

**For and on behalf of the Board of Directors****Vsapients Techno Services Private Limited**

**Manoj Tiwari**

Director

DIN- 03597274


**Amit Mittal**

Director

DIN- 00058944

Place : New Delhi

Date : 16.05.2023



**Vsapients Techno Services Private Limited**

**Notes forming part of the financial statements for the period ended February 21, 2023 to March 31, 2023**

**(Unless otherwise stated, all amounts are in INR Lacs)**

**Note 1. Nature of Operations**

Vsapients Techno Services Private Limited (the company) was incorporated at Haryana-HR, National Capital Territory on 21st February, 2023 to carry on the business of Software designing, development, customization, implementation, maintenance, testing and benchmarking, designing, developing and dealing in computer software and solutions, and to import, export, sell, purchase, distribute, host (in data centers or over the web) or otherwise deal in own and third party computer software packages, programs and solutions, and to provide internet / web based applications, services and solutions, provide or take up Information technology related assignments on sub-contracting basis, offering services on-site/ offsite or through development centers using owned /hired or third party infrastructure and equipment, providing solutions/ Packages/ services through applications services provider mode via internet or otherwise, to undertake IT enabled services like call Centre Management, Medical and legal transcription, data processing, Back office processing, data warehousing and database management.

**Note 2. Statement of Significant Accounting Policies**

**a) Basis of preparation**

The Financial Statements have been prepared to comply with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The financial statements are presented in INR and all values are rounded to the nearest lacs, except when otherwise indicated.

**b) Use of estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**d) Revenue**

Revenue from contracts with customers is recognized on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

**i) Interest Income:**

Interest is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

**ii) Other Income:**

Other income is recognised when no significant uncertainty as to its determination or realisation exists.

**e) Borrowing Costs**

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowing are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying assets are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

**f) Other Intangible Assets**

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

All finite-lived intangible assets, including capitalised internally developed software, are accounted for using the cost model whereby capitalised costs are amortised on a straight-line basis over their estimated useful lives. Residual values and useful lives are reviewed at each reporting date. In addition, they are subject to impairment testing as described in Note 2.9. The following useful lives are applied:

- Software: 3-5 years

Amortisation has been included within depreciation, amortisation and impairment of nonfinancial assets.

Subsequent expenditures on the maintenance of computer software is expensed as incurred.

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the proceeds and the carrying amount of the asset, and is recognised in profit or loss within other income or other expenses.



**Vsapients Techno Services Private Limited**

**Notes forming part of the financial statements for the period ended February 21, 2023 to March 31, 2023**

**(Unless otherwise stated, all amounts are in INR Lacs)**

**g) Property, plant and equipment**

Property, plant and equipment (comprising fittings and furniture) are initially recognised at acquisition cost or manufacturing cost, including any costs directly attributable to bringing the assets to the location and condition necessary for them to be capable of operating in the manner intended by the Company's management.

Property, plant and equipment are subsequently measured at cost less accumulated depreciation and impairment losses.

Depreciation is recognised on a straight-line basis to write down the cost less estimated residual value of Property, plant and equipment. The following useful lives are applied:

- Buildings : 3-60 years
- Plant and Equipment : 8-15 years
- Furniture and Fixtures : 8-10 years
- Vehicles : 6-10 years
- Office Equipment : 5 years
- Computers : 3-6 years

Material residual value estimates and estimates of useful life are updated as required, but at least annually.

Gains or losses arising on the disposal of Property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss within other income or other expenses.

**h) Leased Assets**

**i) Finance leases**

Management applies judgment in considering the substance of a lease agreement and whether it transfers substantially all the risks and rewards incidental to ownership of the leased asset. Key factors considered include the length of the lease term in relation to the economic life of the asset, the present value of the minimum lease payments in relation to the asset's fair value, and whether the Company obtains ownership of the asset at the end of the lease term.

For leases of land and buildings, the minimum lease payments are first allocated to each component based on the relative fair values of the respective lease interests. Each component is then evaluated separately for possible treatment as a finance lease, taking into consideration the fact that land normally has an indefinite economic life.

See Note g for the depreciation methods and useful lives for assets held under finance leases.

The interest element of lease payments is charged to profit or loss, as finance costs over the period of the lease.

**ii) Operating leases**

All other leases are treated as operating leases. Where the Company is a lessee, payments on operating lease agreements are recognised as an expense on a straight-line basis over the lease term. Associated costs, such as maintenance and insurance, are expensed as incurred.

**i) Impairment testing of goodwill, other intangible assets and property, plant and equipment**

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level. Goodwill is allocated to those cash-generating units that are expected to benefit from synergies of a related business combination and represent the lowest level within the Company at which management monitors goodwill.

Cash-generating units to which goodwill has been allocated (determined by the Company's management as equivalent to its operating segments) are tested for impairment at least annually. All other individual assets or cash-generating units are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the asset's (or cash-generating unit's) carrying amount exceeds its recoverable amount, which is the higher of fair value less costs of disposal and value-in-use. To determine the value-in-use, management estimates expected future cash flows from each cash-generating unit and determines a suitable discount rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Company's latest approved budget, adjusted as necessary to exclude the effects of future reorganisations and asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect current market assessments of the time value of money and asset-specific risk factors.

Impairment losses for cash-generating units reduce first the carrying amount of any goodwill allocated to that cash-generating unit. Any remaining impairment loss is charged pro rata to the other assets in the cash-generating unit. With the exception of goodwill, all assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

**j) Inventories**

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- a. Raw Materials, Packing Material and Stores & Spare Parts: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first-in-first-out basis.
- b. Finished Goods and Work-in-Progress: Cost includes cost of direct materials, labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on first-in-first-out basis.
- c. Stock-in-Trade: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first-in-first-out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.



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**Vsapients Techno Services Private Limited**

**Notes forming part of the financial statements for the period ended February 21, 2023 to March 31, 2023**

**(Unless otherwise stated, all amounts are in INR Lacs)**

**k) Income Taxes**

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Deferred income taxes are calculated using the liability method.

Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit.

**l) Cash and Cash Equivalents**

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments maturing within 90 days from the date of acquisition that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

**m) Equity, reserves and dividend payments**

Share capital represents the nominal (par) value of shares that have been issued.

Share premium includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium, net of any related income tax benefits.

Other components of equity include the following:

- Remeasurement of net defined benefit liability - Comprises the actuarial losses from changes in demographic and financial assumptions and the return on plan assets
- Retained earnings includes all current and prior period retained profits and share-based employee remuneration. All transactions with owners of the parent are recorded separately within equity. Dividend distributions payable to equity shareholders are included in other liabilities when the dividends have been approved in a general meeting prior to the reporting date.

**o) Provisions, contingent assets and contingent liabilities**

Provisions for product warranties, legal disputes, onerous contracts or other claims are recognised when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic resources will be required from the Company and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material.

Any reimbursement that the Company is virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

No liability is recognised if an outflow of economic resources as a result of present obligations is not probable. Such situations are disclosed as contingent liabilities unless the outflow of resources is remote.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate which reflects the current market assessment of time value of money. Government bond rate can be used as discount rate, as it is a riskfree pre-tax rate reflecting the time value of money. For this purpose, the discount rate should also be reassessed at the end of each reporting period, including the interim reporting date, if any.

**p) Estimation Uncertainty**

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may be substantially different.

**Impairment of non-financial assets and goodwill**

In assessing impairment, management estimates the recoverable amount of each asset or cash generating units based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate.

**Useful lives of depreciable assets**

Management reviews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technological obsolescence that may change the utility of certain software and IT equipment.

**Fair value measurement**

Management uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.



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**Vsapients Techno Services Private Limited**

**Notes forming part of the financial statements for the period ended February 21, 2023 to March 31, 2023**

**(Unless otherwise stated, all amounts are in INR Lacs)**

**As at**  
**March 31, 2023**

**Note 3: Other financial assets**

Loan and advances to holding company

1.00

**1.00**



**Vsapients Techno Services Private Limited**

Notes forming part of the financial statements for the period ended February 21, 2023 to March 31, 2023

(Unless otherwise stated, all amounts are in INR Lacs)

**Note 4: Share Capital**

|                                             | As at March 31, 2023 |        |
|---------------------------------------------|----------------------|--------|
|                                             | Number of shares     | Amount |
| <b>Authorised</b>                           |                      |        |
| Equity Shares of Rs. 10 each                | 50,000               | 5.00   |
| <b>Issued, subscribed and fully paid up</b> |                      |        |
| Equity Shares of Rs. 10 each fully paid up  | 10,000               | 1.00   |
|                                             | 10,000               | 1.00   |

**Note 4.1: Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period**

| Particulars                                      | As at March 31, 2023 |             |
|--------------------------------------------------|----------------------|-------------|
|                                                  | Number of shares     | Amount      |
| <b>Equity shares of Rs 10 each fully paid up</b> |                      |             |
| Shares issued during the period                  | 10,000               | 1.00        |
| Less:- Shares buy back during the period         | -                    | -           |
| <b>Balance at the end of the period</b>          | <b>10,000</b>        | <b>1.00</b> |

**Note 4.2:** The company has only one class of equity shares having a par value of Rs 10 per share. Each shareholder is eligible for one vote per share held. The Company declares and pays dividend in Indian rupees. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing annual general meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**Note 4.3: Details of shares held by A2z Infraservices Limited, the holding company:**

| Particulars                                      | As at March 31, 2023  |            |
|--------------------------------------------------|-----------------------|------------|
|                                                  | Number of shares held | % holding  |
| <b>Equity shares of Rs 10 each fully paid up</b> |                       |            |
| Add: Fresh issue                                 | 9,999                 | 99%        |
| <b>Closing balance</b>                           | <b>9,999</b>          | <b>99%</b> |

**Note 4.4: Details of shares held by each shareholder holding more than 5% shares:**

| Name of shareholder       | As at March 31, 2023  |              |
|---------------------------|-----------------------|--------------|
|                           | Number of shares held | % of holding |
| A2Z Infraservices Limited | 9,999                 | 99%          |

**Note 4.5: Details of shares held by promoters at the end of the period**

| Promoter name                                             | Number of shares held | % holding |
|-----------------------------------------------------------|-----------------------|-----------|
| A2Z Infraservices Limited                                 | 9,999                 | 99%       |
| Mr. Manoj Tiwari (a nominee of A2Z Infraservices Limited) | 1                     | 1%        |
|                                                           | 10,000                | 100%      |



**Vsapients Techno Services Private Limited**

Notes forming part of the financial statements for the period ended February 21, 2023 to March 31, 2023

(Unless otherwise stated, all amounts are in INR Lacs)

**Note 5: Other equity****Retained earnings**

Opening balance

Add: Additions/(deletions) during the period

**Balance at the end of the period****As at  
March 31, 2023**

(0.15)

**(0.15)****Note 6: Trade payable**

Due to MSME

Due to others

0.15

**0.15****Ageing of trade payables at March 31, 2023**

| Particulars                 | Outstanding for following periods from due date of payment |                  |           |           |                   | Total       |
|-----------------------------|------------------------------------------------------------|------------------|-----------|-----------|-------------------|-------------|
|                             | Unbilled                                                   | Less than 1 year | 1-2 years | 2-3 years | More than 3 years |             |
| (i) MSME                    | -                                                          | -                | -         | -         | -                 | -           |
| (ii) Others                 | 0.15                                                       | -                | -         | -         | -                 | <b>0.15</b> |
| (iii) Disputed dues – MSME  | -                                                          | -                | -         | -         | -                 | -           |
| (iv) Disputed dues - Others | -                                                          | -                | -         | -         | -                 | -           |
| <b>Total</b>                | <b>0.15</b>                                                | <b>-</b>         | <b>-</b>  | <b>-</b>  | <b>-</b>          | <b>0.15</b> |

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**Vsapients Techno Services Private Limited****Notes forming part of the financial statements for the period ended February 21, 2023 to March 31, 2023****(Unless otherwise stated, all amounts are in INR Lacs)**

**For the period ended  
February 21, 2023 to  
March 31, 2023**

**Note 7: Other expenses**

Audit Fees

0.15

**0.15****Note 8: Earnings per share (EPS)**

Both Basic and diluted earning per share have been calculated using the profit attributable to shareholders of the Company as the numerator, i.e. no adjustments to profit were necessary in 2023.

The reconciliation of the weighted average number of shares for the purpose of diluted earnings per share to the Weighted average number of ordinary shares used in the calculation of the basis earnings per share is as follows

**Particulars**

**As at  
March 31, 2023**

Weighted average number of shares used in basic earning per share

1,041

Shares deemed to be issued for no consideration in respect of share-based payments

-

**Weighted average number of shares used in diluted earning per share****1,041**

The numerators and denominators used to calculate the basic and diluted earnings per share are as follows:

Net profit for calculation of basic EPS

INR

(0.15)

Basis and weighted average number of equity shares outstanding during the year

Number

1,041

Face value of share

10

**Basic & Diluted EPS (In INR)**

INR

**(14.41)**

## Note 9: Tax Expenses

| Tax expense          | For the period ended<br>February 21, 2023 to<br>March 31, 2023 |
|----------------------|----------------------------------------------------------------|
| Current tax expense  | -                                                              |
| Deferred tax expense | -                                                              |
| <b>Tax expense</b>   | -                                                              |

## Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

|                                                                                  | For the period ended<br>February 21, 2023 to<br>March 31, 2023 |
|----------------------------------------------------------------------------------|----------------------------------------------------------------|
| Loss before tax                                                                  | (0.15)                                                         |
| Corporate tax rate as per income tax act, 1961                                   | 26.00%                                                         |
| <b>Tax on accounting profit</b>                                                  | <b>(0.04)</b>                                                  |
| i) Tax effect on non deductible expenses/Non taxable income                      | -                                                              |
| ii) Tax effect on temporary timing differences on which deferred tax not created | -                                                              |
| iii) Tax effect on losses of current year on which no deferred tax is created    | 0.04                                                           |
| <b>Tax expense</b>                                                               | <b>-</b>                                                       |

## a) Detail of unused tax losses for which no deferred tax is recognised in balance sheet:

|                         | As at March 31, 2023 |                 |                                  |
|-------------------------|----------------------|-----------------|----------------------------------|
|                         | Base amount          | Deferred<br>tax | Expiry date<br>(Assessment year) |
| Tax losses              |                      |                 |                                  |
| Assessment Year 2023-24 | 0.15                 | 0.04            | March 31, 2032                   |
| <b>Total</b>            | <b>0.15</b>          | <b>0.04</b>     |                                  |




**10 Related party disclosures**

**10.1 Names of related parties**

**(I) Holding company**

A2Z Infra Service Limited

**(II) Ultimate holding company**

A2Z Infra engineering Limited

**(III) Subsidiaries of Greneffect Waste Management Limited**

- 1 A2Z Waste Management (Merrut) Limited
- 2 A2Z Waste Management (Moradabad) Limited
- 3 A2Z Waste Management (Varanasi) Limited
- 4 A2Z Waste Management (Balai) Limited
- 5 A2Z Waste Management (Jaunpur) Limited
- 6 A2Z Waste Management (Fatehpur) Limited
- 7 A2Z Waste Management (Ahmedabad) Limited
- 8 A2Z Waste Management (Mirzapur) Limited
- 9 A2Z Waste Management (Ranchi) Limited
- 10 A2Z Waste Management (Sambhal) Limited
- 11 A2Z Waste Management (Badaun) Limited
- 12 A2Z Waste Management (Dhanbad) Private Limited
- 13 A2Z Waste Management (Jaipur) Limited
- 14 Shree Balaji Pottery Private Limited
- 15 Shree Hari Om Utensils Private Limited
- 16 Earth Environment Management Services Private Limited

**(IV) Subsidiaries of A2Z Infra Engineering Limited**

- 1 A2Z Infraserivces Limited
- 2 A2Z Powercom Limited
- 3 Mansi Bijlee & Rice Mills Limited
- 4 Chavan Rishi International Limited (till 08.02.2022)
- 5 Magic Genie Services Limited
- 6 A2Z Maintenance & Engineering Services Limited and Satya Builders (Association of person)
- 7 Blackrock Waste Processing Private Limited

**(V) Subsidiary of A2Z Infraserivces Limited**

- 1 Ecogreen Envirotech Solutions Limited (49% along with management control)
- 2 A2Z Infraserivces Lanka (Pvt.) Ltd.(till 26.04.2022)
- 3 A2Z Waste Management (Aligarh) Limited
- 4 A2Z Waste Management (Ludhiana) Limited
- 5 Vswach Environment (Aligarh) Private Limited (wef 09.12.2022)

**(VI) Subsidiaries of A2Z Waste Management (Ludhiana) Limited**

- 1 Magic Genie Smartech Solutions Limited
- 2 Rishikesh Waste Management Limited

**(VII) Associate enterprises of A2Z Infra Engineering Limited**

- 1 Greneffect Waste Management Limited
- 2 A2Z Waste Management (Nainital) Private Limited
- 3 A2Z Waste Management (Jaipur) Limited

**(VIII) Director and KMP of the Company**

- 1 Mr. Dilbag, Director
- 2 Mr. Shankar Paul - Director
- 3 Mr. Surender Singh - Director
- 4 Mr. Hamant Kumar - Chief Financial Officer
- 5 Ms. Bhagya Makkar - Company Secretary
- 6 Mr. Vishant Chaudhary -Chief Executive Officer (till 15.07.2021)
- 7 Mr. Anand Mishra - Chief Executive Officer (appointed w.e.f. 09.11.2021)



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(IX) Private Companies in which a Director or Manager or his Relative is a Member or Director

**Mr. Dilbag or his relatives**

- 1 Pioneer Pragati Petro Projects Private Limited (till 19.08.2021)
- 2 Pragati Das Mining India Private Limited

**Mr. Surender Singh or his relatives**

PRAGATI FLUIDS CORPORATION PRIVATE LIMITED  
PLANET FLUIDS PRIVATE LIMITED  
TANYA INFRA ENTERPRISES PRIVATE LIMITED

(X) Directors and KMP of Holding Company

- 1 Mr. Amit Mittal (Non Executive Director w.e.f. 25.10.2021) (Managing Director till 23.10.2021)
- 2 Mrs. Dipali Mittal (Whole Time Director)
- 3 Mr. Rajesh Jain (Whole Time Director) (resigned w.e.f. 30.11.2021)
- 4 Mrs. Atima Khanna (Director)
- 5 Mr. Jivan Chandra Pant (Director) (resigned w.e.f. 01.12.2021)
- 6 Mr. Vikas Agarwal (Director)
- 7 Ms. Chaitali Sharma (Director) (appointed w.e.f. 01.12.2021)
- 8 Ms. Priya Goel (Director) (appointed w.e.f. 01.03.2022)



**Vsapients Techno Services Private Limited**

**Notes forming part of the financial statements for the year ended March 31, 2023**

(Unless otherwise stated, all amounts are in INR lacs)

**Note 10.2 : Related Party Transactions**

| Particulars                                   | As at March 31, 2023 |                                         |                                    |     |
|-----------------------------------------------|----------------------|-----------------------------------------|------------------------------------|-----|
|                                               | Holding Company      | Subsidiaries/<br>Fellow<br>Subsidiaries | Associate of<br>Holding<br>Company | KMP |
| Balance outstanding as at the end of the year |                      |                                         |                                    |     |
|                                               |                      |                                         |                                    |     |
| Other financial assets                        |                      |                                         |                                    |     |
| A2Z Infraservices Limited                     | 1.00                 | -                                       | -                                  | -   |
|                                               |                      |                                         |                                    |     |



**Note 11 : Financial risk management****(i) Fair value measurement of financial instruments**

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1:** Quoted prices (unadjusted) in active markets for financial instruments.

**Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

**(ii) Financial instruments by category**

For amortised cost instruments, carrying value represents the best estimate of fair value.

| Particulars                        | 31-Mar-23 |       |                |
|------------------------------------|-----------|-------|----------------|
|                                    | FVPL      | FVOCI | Amortised cost |
| <b>Financial assets</b>            |           |       |                |
| Other financial Assets             | -         | -     | 1.00           |
| <b>Total financial assets</b>      | -         | -     | <b>1.00</b>    |
| <b>Financial liabilities</b>       |           |       |                |
| Trade payables                     | -         | -     | 0.15           |
| <b>Total financial liabilities</b> | -         | -     | <b>0.15</b>    |

**(iii) Risk management**

The Company's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

| Risk                           | Exposure arising from                                                                     |
|--------------------------------|-------------------------------------------------------------------------------------------|
| Credit risk                    | Cash and cash equivalents, trade receivables, financial assets measured at amortised cost |
| Liquidity risk                 | Borrowings and other liabilities                                                          |
| Market risk - foreign exchange | Recognised financial assets and liabilities not denominated in Indian rupee (INR)         |
| Market risk - interest rate    | Long-term borrowings at variable rates                                                    |
| Market risk - security price   | Investments in equity securities                                                          |

The company's risk management is carried out by a central treasury department (of the company) under policies approved by the board of directors. The board of directors provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity.

**A. Credit risk**

Credit risk is the risk that a counterparty fails to discharge an obligation to the company. The credit risk arises from cash and cash equivalents, trade receivables, investments carried at amortised cost and deposits with banks and financial institutions. The company's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at the reporting date, as summarised below:

The company continuously monitors defaults of customers and other counterparties, identified either individually or by the company, and incorporates this information into its credit risk controls. Where available at reasonable cost, external credit ratings and/or reports on customers and other counterparties are obtained and used. The company's policy is to deal only with creditworthy counterparties.

The company's receivables comprises of trade receivables. During the periods presented, the company made no write-offs of trade receivables and it does not expect to receive future cash flows or recoveries from collection of cash flows previously written off. The company has certain trade receivables that have not been settled by the contractual due date but are not considered to be impaired, as given below:

|                                             | INR (lacs)     |
|---------------------------------------------|----------------|
|                                             | March 31, 2023 |
| Not more than 30 days                       | -              |
| More than 30 days but not more than 60 days | -              |
| More than 60 days but not more than 90 days | -              |
| More than 90 days                           | -              |



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In respect of trade and other receivables, the company is not exposed to any significant credit risk exposure to any single counterparty or any company of counterparties having similar characteristics. Trade receivables consist of a large number of customers in various industries and geographical areas. Based on historical information about customer default rates management consider the credit quality of trade receivables that are not past due or impaired to be good.

The credit risk for cash and cash equivalents, mutual funds, and derivate financial instruments is considered negligible, since the counterparties are reputable organisations with high quality external credit ratings.

#### B. Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the company maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The company takes into account the liquidity of the market in which the entity operates. In addition, the company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

#### Maturities of financial liabilities

The tables below analyse the company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

| March 31, 2023         | Less than 1 year | 1-2 year | More than 3 years | Total       |
|------------------------|------------------|----------|-------------------|-------------|
| <b>Non-derivatives</b> |                  |          |                   |             |
| Trade payables         | 0.15             | -        | -                 | 0.15        |
| <b>Total</b>           | <b>0.15</b>      | <b>-</b> | <b>-</b>          | <b>0.15</b> |

#### (ii) Assets

The Company's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

#### Note 12 : Capital management policies and procedures

For the purpose of the company's capital management, capital includes issued equity capital, convertible preference shares, share premium and all other equity reserves attributable to the equity holders of the company.

The company's capital management objectives are:

- to ensure the Company's ability to continue as a going concern

- to provide an adequate return to shareholders

by pricing products and services commensurately with the level of risk.

The company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The company's policy is to keep the gearing ratio between 20% and 40%. The company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

|                                 | March 31, 2023 |
|---------------------------------|----------------|
| Trade payable                   | 0.15           |
| Less: cash and cash equivalents | -              |
| <b>Net debt</b>                 | <b>0.15</b>    |
| Equity                          | 0.85           |
| <b>Capital and net debt</b>     | <b>1.00</b>    |

#### Gearing ratio

15.00%

In order to achieve this overall objective, the company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the period ended 31st March 2023 .



**Vsapients Techno Services Private Limited**

Notes forming part of the financial statements for the period ended February 21, 2023 to March 31, 2023

(Unless otherwise stated, all amounts are in INR Lacs)

**Note 13 : Financial ratios**

| Sl. No. | Ratio                            | At March 31, 2023 | Variance | Reason for variance |
|---------|----------------------------------|-------------------|----------|---------------------|
| i       | Current ratio                    | 6.67              | NA       | NA                  |
| ii      | Debt-equity ratio                | NA                | NA       | NA                  |
| iii     | Debt service coverage ratio      | NA                | NA       | NA                  |
| iv      | Return on equity ratio           | (0.18)            | NA       | NA                  |
| v       | Inventory turnover ratio         | NA                | NA       | NA                  |
| vi      | Trade receivables turnover ratio | NA                | NA       | NA                  |
| vii     | Trade payables turnover ratio    | NA                | NA       | NA                  |
| viii    | Net capital turnover ratio       | NA                | NA       | NA                  |
| ix      | Net profit ratio                 | NA                | NA       | NA                  |
| x       | Return on capital employed       | (0.18)            | NA       | NA                  |
| xi      | Return on investment             | NA                | NA       | NA                  |

Formulae for computation of ratios are as follows:-

| Sl. No | Ratios                           | Formulae                                                                             |
|--------|----------------------------------|--------------------------------------------------------------------------------------|
| i      | Current ratio                    | Current assets ÷ Current liabilities                                                 |
| ii     | Debt-equity ratio                | Total debt ÷ Shareholder's equity                                                    |
| iii    | Debt service coverage ratio      | Earnings available for debt service* ÷ Debt Service**                                |
| iv     | Return on equity ratio           | (Net profit after tax - Preference Dividend (if any)) ÷ Average shareholder's equity |
| v      | Inventory turnover ratio         | Cost of goods sold or sales ÷ Average Inventory                                      |
| vi     | Trade receivables turnover ratio | Net Credit Sales ÷ Average accounts receivables                                      |
| vii    | Trade payables turnover ratio    | Net credit purchases ÷ Average trade payables                                        |
| viii   | Net capital turnover ratio       | Net Sales ÷ Working capital                                                          |
| ix     | Net profit ratio                 | Net profit after tax ÷ Revenue from operations                                       |
| x      | Return on capital employed       | Earnings before interest and Taxes ÷ Capital employed****                            |
| xi     | Return on investment             | (Current value of investment - Cost of investment) ÷ Cost of investment              |

\* Earning for Debt Service = Net Profit after taxes\*\*\* + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.

\*\* Debt service = Interest & Lease Payments + Principal Repayments

\*\*\* "Net Profit after tax" means reported amount of "Profit / (loss) for the period" and it does not include items of other comprehensive income.

\*\*\*\* Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability



**Vsapients Techno Services Private Limited**

**Notes forming part of the financial statements for the period ended February 21, 2023 to March 31, 2023**

**(Unless otherwise stated, all amounts are in INR Lacs)**

**Note 14 : Other statutory information**

- a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.
- b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- c) During the current year, Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or
- (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- d) During the current year, Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
- (ii) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
- e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- g) The Company is not declared wilful defaulter by and bank or financial institution or lender during the year.
- h) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- i) The title deeds of all the immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment and capital work-in progress are held in the name of the Company as at the balance sheet date.
- j) The Company does not have any transactions with companies which are struck off.

**Note 15: Post-reporting date events**

No adjusting or significant non-adjusting events have occurred between the 31st March 2023 reporting date and the date of authorisation 16th May 2023.

**Note 16 : Authorisation of financial statements**

The Financial statements for the year ended 31st March 2023 (including comparatives) were approved by the board of directors on 16th May, 2023.

**A prasad & associates**

Chartered Accountants

FRN: 004250C

**Aayush Tibrewal**

Partner

Membership No.: 540098



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

**Vsapients Techno Services Private Limited**

**Manoj Tiwari**

Director

DIN- 03597274

**Amit Mittal**

Director

DIN- 00058944

**Place : New delhi**

**Date : 16.05.2023**

