



INDEPENDENT AUDITORS' REPORT

TO
THE MEMBERS OF
EXCELISOFT TECHNOLOGIES PRIVATE LIMITED
MYSORE.

Report on the Audit of the Standalone Financial Statements

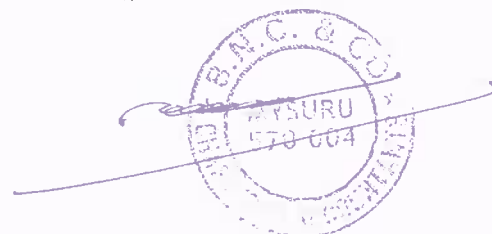
Opinion

I have audited the accompanying standalone financial statements of **EXCELISOFT TECHNOLOGIES PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, and the statement of Profit and Loss (including Other Comprehensive Income), the statement of changes in equity and the statement of cash flows for the year then ended on that date, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and its profit including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

I conducted my audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. My responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of my report. I am 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 my audit of the standalone financial statements under the provisions of the Act, and the Rules there under, and I am fulfilled



my other ethical responsibilities in accordance with these requirements and the Code of Ethics.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the standalone financial statements.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report and Shareholder's information but does not include the standalone financial statements and the auditor's report thereon.

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

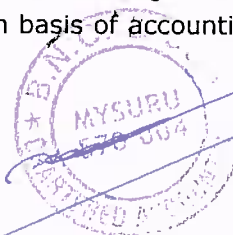
In connection with my audit of the standalone financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work I have performed, I conclude that there is a material misstatement of this other information; I am required to report that fact. I have nothing to report in this regard.

Responsibilities of Management for the Standalone Financial Statements

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

In preparing the standalone financial statements, the 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



the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

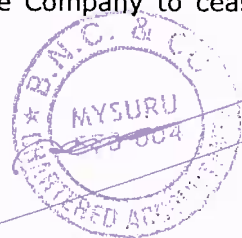
The Board of Directors are responsible for overseeing the Company's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, I am also responsible for expressing my opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in the auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

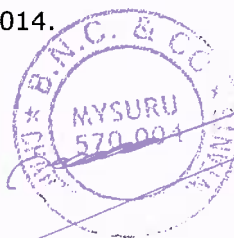
Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. I consider quantitative materiality and qualitative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

I communicated 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 I had identified during my audit.

I also provide those charged with governance with a statement that I 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 my independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, I give in the "**Annexure A**" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, I report that:
 - a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
 - b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my 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 Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In my opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



- e) On the basis of the written **representations** received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to my separate Report in "**Annexure B**". My report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) The provisions of Section 197 of the Act 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.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in my opinion and to the best of my information and according to the explanations given to me:
- i. The Company does not have any pending litigations which would impact its financial position in its standalone 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.

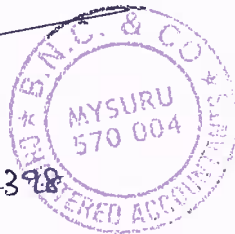
For **B.N.C & CO.,**
Chartered Accountants
ICAI Firm Registration No.: 08188S

(B. N. CHANDRASHEKHAR)

Proprietor

Membership No. 203078

UDIN: 21203678 AAAAKD2398



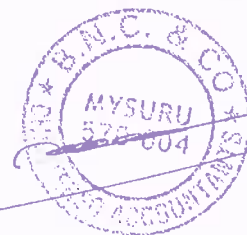
Place: Mysuru

Date: 03-Nov-2021

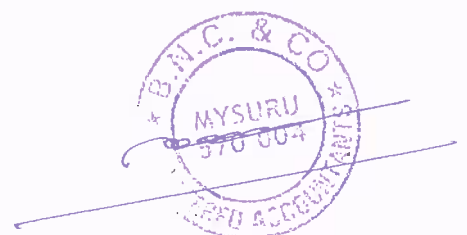
"ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended March 31, 2021, I report that:

1. In respect of the Company's fixed assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in my opinion, provides for physical verification of all the fixed assets at reasonable intervals, according to the information and explanations given to me, no material discrepancies were notified on such verification.
 - c) According to the information and explanations given to me and the records examined by me and based on the examination of the conveyance deed provided to me, I report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the company as at the balance sheet date. In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the standalone financial statements, the lease agreements are in the name of the Company.
2. The Company is Service Company, mainly rendering Information Technology Services. Accordingly, it does not hold any Physical Inventories. Therefore, paragraph 3 (ii) of the Order is not applicable to the Company.
3. The Company has not granted either unsecured or secured loans to Companies listed/covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly sub paragraphs(a), (b) and (c) of paragraph 3 (iii) of the Order is not applicable to the Company.
4. In my opinion and according to the information and explanations given to me, the Company has complied with the provisions of Sections 185 and 186 of the Act, with respect to the loans and investments made.
5. During the year the Company has not accepted any public deposits (other than from shareholders which are within the limits prescribed) in accordance with the Section 73 to 76 of the Act or any other relevant provision of the Act. Therefore, the provision of the clause 3 (v) of the Order are not applicable to the Company.
6. As informed to me, the maintenance of cost records has not been specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, in respect of the activities carried on by the Company.



7. According to the information and explanations given to me, in respect of statutory dues;
- (a) The Company has generally been regular in depositing undisputed statutory dues, and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of statutory dues and other material statutory dues in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.
 - (c) There are no statutory dues and other material statutory dues which have not been deposited with the appropriate authorities on account of any dispute.
8. In my opinion and according to the information and explanations given to me, the Company has borrowed loans from financial institutions, and there is no default made in repayment of the borrowed loans.
9. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3(ix) of the Order is not applicable to the Company.
10. Based on the audit procedures performed and the information and explanations given to me, I report that no Fraud on or by the Company has been noticed or reported during the year, nor have been informed of such case by the Management.
11. The provisions of Section 197 of the Act 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. Hence, reporting under clause 3(xi) of the Order is not applicable.
12. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable to the Company.
13. According to the information and explanations given to me and based on my examination of the records of the Company, transactions with the related parties are in compliance with Section 188 of the Act, where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards. Further, in my opinion, the company is not required to constitute audit committee under Section 177 of the Act.
14. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause 3(xiv) of the Order is not applicable to the Company.



15. According to the information and explanations given to me, the Company has not entered into any non-cash transactions with Directors or Persons connected with him. Accordingly, the paragraph 3(xv) of the Order is not applicable to the Company.

16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

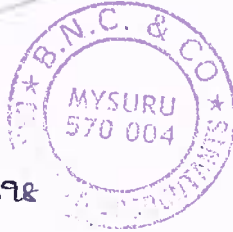
For **B.N.C & CO.,**
Chartered Accountants
ICAI Firm Registration No.: 081885


(B. N. CHANDRASHEKHAR)

Proprietor

Membership No. 203078

UDIN: 21203078AAAAKD2398



Place: Mysuru

Date: 03-Nov-2021

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of my report to the Members of Excelsoft Technologies Private Limited of even date)

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

I have audited the internal financial controls over financial reporting of **M/s Excelsoft Technologies Private Limited** ("the Company") as of March 31, 2021 in conjunction with my audit of the standalone financial statements of the Company for the year ended on that date.

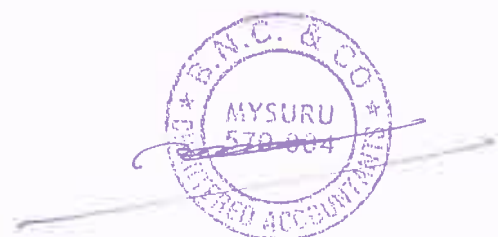
Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on my audit. I conducted my audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the 'Guidance Note') issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

My audit involves performing procedures to obtain audit evidence about the adequacy of the Internal financial controls over financial reporting and their operating



effectiveness. My audit of Internal financial controls over financial reporting included obtaining an understanding of Internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and valuating 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.

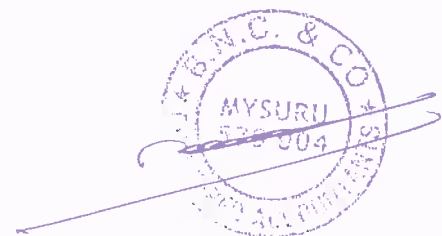
I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the Company's Internal financial controls over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's Internal financial controls over financial reporting are 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 over financial reporting 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 over Financial Reporting

Because of the inherent limitations of Internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the Internal financial controls over financial reporting of future periods are subject to the risk that the Internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.



Opinion

In my opinion, to the best of my information and according to the explanations given to me, the Company has, in all material respects, adequate internal financial controls over financial reporting and such controls were operating effectively as at March 31, 2021, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

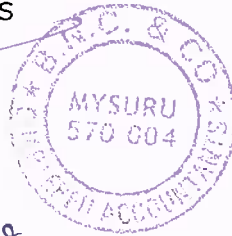
For **B.N.C & CO.,**
Chartered Accountants
ICAI Firm Registration No.: 08188S

(B. N. CHANDRASHEKHAR)

Proprietor

Membership No. 203078

UDIN: 21203078AAAAKD2398



Place: Mysuru

Date: 03-11-2021

BALANCE SHEET AS AT MARCH 31,2021

	Note No.	As at March 31, 2021	As at March 31, 2020
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	5	29,44,85,310	29,54,55,658
(b) Right-of-use assets	6	2,01,78,33,421	2,09,77,47,617
(c) Other intangible assets	7	83,38,65,386	1,06,74,99,699
(d) Intangible assets under development	8	36,75,41,847	11,12,70,924
(e) Financial assets			
(i) Investments	9	2,41,83,300	2,41,83,300
(ii) Other financial assets	10	9,96,21,082	8,57,92,107
(f) Deferred tax assets (net)	38	2,21,05,684	-
(g) Other non-current assets	11	4,52,59,095	7,55,07,872
Total Non-current assets		3,70,48,95,125	3,75,74,57,177
(2) Current assets			
(a) Financial assets			
(i) Trade receivables	12	27,51,44,552	30,77,46,891
(ii) Cash and cash equivalents	13	29,88,199	16,71,473
(iii) Bank balances other than (ii) above	14	5,13,26,284	5,00,76,947
(iv) Loans	15	5,83,125	1,95,423
(b) Other current assets	16	8,59,39,526	5,43,52,526
Total Current assets		41,59,81,686	41,40,43,260
TOTAL ASSETS		4,12,08,76,811	4,17,15,00,437
EQUITY AND LIABILITIES			
Equity			
(a) Share capital	17	1,59,36,420	1,59,36,420
(b) Other equity		2,32,88,75,963	2,09,29,65,167
Total equity		2,34,48,12,383	2,10,89,01,587
Liabilities			
(1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	18	1,07,65,43,799	1,10,54,29,764
(b) Provisions	19	10,88,66,929	9,22,67,624
(c) Deferred tax liabilities (net)	38	-	8,56,56,400
Total Non current liabilities		1,18,54,10,728	1,28,33,53,788



BALANCE SHEET AS AT MARCH 31, 2021

	Note No.	As at March 31, 2021	As at March 31, 2020
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	20	44,01,46,676	57,79,54,644
(ii) Trade payables			
(A) Total outstanding dues of micro enterprises and small enterprises	21	82,17,393	86,48,638
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises	21	1,23,50,990	5,85,01,475
(iii) Other financial liabilities	22	-	33,44,889
(b) Other current liabilities	23	10,67,14,792	11,22,45,943
(c) Provisions	24	2,32,23,849	1,85,49,473
Total current liabilities		59,06,53,700	77,92,45,062
TOTAL EQUITY AND LIABILITIES		4,12,08,76,811	4,17,15,00,437

This is the financial statements referred to in my report of even date

for **B.N.C. & Co.,**

Chartered Accountants


(B.N. Chandrashekhar)

Proprietor

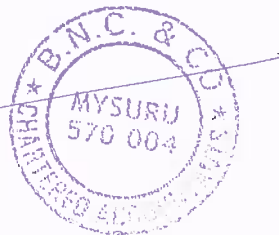
Membership No 203078

ICAI Firm Registration No. 08188S

UDIN: 21203078 AAAAKD2398

Place: Mysore

Date: 03-Nov-2021



for and on behalf of the Board



M. H. Dhananjaya

Chairman

DIN: 00423968



D. Sudhanva

Managing Director

DIN: 00423641



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021

	Particulars	Note No.	Year Ended March 31, 2021	Year Ended March 31, 2020
I	Revenue from operations	25	1,20,90,26,185	98,65,57,877
II	Other income	26	2,28,84,586	1,41,66,454
III	Total Income (I+II)		1,23,19,10,771	1,00,07,24,331
IV	Expenses			
	Employee benefits expenses	27	38,35,23,449	45,73,64,260
	Finance costs	28	18,92,11,119	12,54,41,351
	Depreciation and amortization expense	5,6,7	33,02,81,319	21,59,91,384
	Other expenses	29	19,39,24,098	16,84,49,633
	Total expenses (IV)		1,09,69,39,985	96,72,46,628
V	Profit/(loss) before tax (III-IV)		13,49,70,786	3,34,77,703
VI	Tax expense			
	(1) Current tax - MAT	38	2,26,25,931	46,51,048
	(2) Deferred tax	38	3,75,46,669	8,83,90,393
	(3) MAT credit entitlement - current tax	38	(1,33,60,217)	-
VII	Profit (Loss) for the period from continuing operations (V-VI)		8,81,58,403	(5,95,63,738)
VIII	Profit/(loss) for the period		8,81,58,403	(5,95,63,738)
IX	Other comprehensive income			
	A (i) Items that will not be reclassified to profit or loss			
	a) Remeasurements of the defined benefit plans		(54,72,555)	(56,13,765)
	(i) Income tax relating to items that will not be reclassified to profit or loss		15,22,465	15,61,749
	B (i) Items that will be reclassified to profit or loss			
	a) Deferred gains or losses on cash flow hedges		-	(12,27,370)
	b) Foreign currency translation reserve		8,50,806	(1,08,834)
	(i) Income tax relating to items that will be reclassified to profit or loss		(2,36,694)	11,72,244
	Total other comprehensive income		(33,35,978)	(42,15,976)
X	Total comprehensive income for the period (VIII+IX)(Comprising profit (loss) and other comprehensive income for the period)		8,48,22,425	(6,37,79,714)

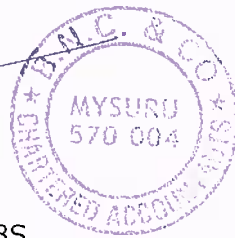
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021

Particulars	Note No.	Year Ended	Year Ended
		March 31, 2021	March 31, 2020
XI Earnings per equity share (for continuing operation)			
Basic (in ₹)	31	55.32	(37.38)
Diluted(in ₹) (Paid up value per share)	31	55.18 10.00	(37.28) 10.00
XII Earnings per equity share(for discontinued & continuing operations)			
Basic (in ₹)		55.32	(37.38)
Diluted(in ₹)		55.18	(37.28)

Significant accounting policies and notes attached form an integral part of the 1 - 39 financial statements

This is the financial statements referred to in my report of even date
for B.N.C. & Co.,
 Chartered Accountants

(B.N.Chandrashekhar)
 Proprietor
 Membership No 203078
 ICAI Firm Registration No. 08188S
 UDIN: 21203078 AAAAKD 2398



for and on behalf of the Board

M. H. Dhananjaya
M. H. Dhananjaya
 Chairman
 DIN: 00423968

D. Sudhanva
D. Sudhanva
 Managing Director
 DIN: 00423641



Place: Mysore
 Date: 03-Nov-2021

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
A. Cash flow from operating activities		
Net profit before taxation	8,81,58,403	(5,95,63,738)
Adjustments to reconcile net profit to net cash from operating activities		
Income tax expenses	4,68,12,383	9,30,41,441
Depreciation and amortization expenses	33,02,81,319	21,59,91,384
Finance costs	18,92,05,764	10,98,55,961
Impairment loss recognized / (reversed) under expected credit loss model	2,24,10,325	34,53,085
Interest income	(1,74,52,825)	(87,41,288)
Rental income	(53,82,140)	(53,21,104)
Exchange difference on items grouped under financing activities	5,355	1,55,85,390
(Profit)/loss on sale of assets	12,17,820	-
Operating profit before working capital changes	65,52,56,404	36,43,01,131
Movements in working capital		
Trade receivables and unbilled revenue	(1,98,07,986)	(9,88,31,842)
Other financial assets and other assets	4,86,99,698	(5,03,77,955)
Trade payables	(4,65,81,730)	2,64,69,814
Other financial liabilities, other liabilities and provisions	77,75,892	4,54,31,529
Income tax paid	(2,26,25,931)	(46,51,048)
Net cash from operating activities	62,27,16,347	28,23,41,629
B. Cash flows from investing activities		
Purchase of fixed assets	(1,73,86,655)	(30,90,586)
Sale of fixed assets	4,06,356	-
Internal capitalisation of intangible assets	(25,62,70,923)	(11,12,70,924)
Right-of-use assets	-	(1,07,70,67,856)
Rental income	53,82,140	53,21,104
Interest received	65,67,652	14,15,201
Other financial assets	(29,43,802)	-
Deposits with banks	(12,49,337)	(4,72,59,322)
Net cash used in investing activities	(26,54,94,569)	(1,23,19,52,383)
C. Cash flows from financing activities		
Proceeds from borrowings	2,15,62,447	1,11,44,85,551
Repayment of borrowings	(18,82,56,380)	(5,44,35,729)
Interest paid	(18,92,11,119)	(10,98,55,961)



CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Particulars

Net cash used in financing activities

Net increase in cash and cash equivalents (A + B + C)

Cash and cash equivalents at the beginning of the year

Cash and cash equivalents at the end of the year

Components of cash and cash equivalents
Balances with scheduled banks
- in current accounts
Cash on hand

Year ended March 31, 2021	Year ended March 31, 2020
(35,59,05,052)	95,01,93,861
13,16,726	5,83,107
16,71,473	10,88,366
29,88,199	16,71,473
29,88,199	16,71,391
-	82
29,88,199	16,71,473

This is the financial statements referred to in my report of even date for **B.N.C. & Co.,** Chartered Accountants

(B.N.Chandrashekhar)
Proprietor
Membership No 203078
ICAI Firm Registration No. 08188S
UDIN: 21203078AAAAKD2398



for and on behalf of the Board

M. H. Dhananjaya
Chairman
DIN: 00423968

D. Sudhanva
Managing Director
DIN: 00423641



Place: Mysore
Date: 03-Nov-2021

STATEMENT OF CHANGES IN EQUITY

Particulars	Reserves and surplus				Items of other comprehensive income		Total	
	Equity share capital	Securities premium	Employee stock option reserve	General reserve	Surplus in profit and loss account	Foreign currency translation reserve		Cash flow hedging reserve
Balance as at 1st April 2019	1,59,36,420	4,23,69,980	25,46,500	13,74,10,886	2,03,94,43,154	(7,59,952)	(21,17,519)	2,21,88,93,049
Adjustment on adoption of Ind AS 116 - Interest	-	-	-	-	72,39,290	-	-	72,39,290
Adjustment on adoption of Ind AS 116 - Depreciation	-	-	-	-	(6,93,87,458)	-	-	(6,93,87,458)
Loss for the year	-	-	-	-	(5,95,63,738)	-	-	(5,95,63,738)
Other comprehensive income/(losses)	-	-	-	-	(40,52,016)	1,32,862	(2,96,822)	(42,15,976)
Balance as at 31st March 2020	1,59,36,420	4,23,69,980	25,46,500	13,74,10,886	1,91,36,79,232	(6,27,090)	(24,14,341)	2,09,29,65,167
Balance as at 1st April 2020	1,59,36,420	4,23,69,980	25,46,500	13,74,10,886	1,91,36,79,232	(6,27,090)	(24,14,341)	2,09,29,65,167
Cash Flow hedging reserve transferred to profit and loss account on termination of contract	-	-	-	-	-	-	24,14,341	24,14,341
Profit for the year	-	-	-	-	8,81,58,403	-	-	8,81,58,403
Deferred tax adjustment for prior year	-	-	-	-	14,40,22,982	-	-	14,40,22,982
MAT credit adjustment for prior year	-	-	-	-	46,51,048	-	-	46,51,048
Other comprehensive income/(losses)	-	-	-	-	(39,50,090)	6,14,112	-	(33,35,978)
Balance as at 31st March 2021	1,59,36,420	4,23,69,980	25,46,500	13,74,10,886	2,14,65,61,575	(12,978)	-	2,32,88,75,963

This is the financial statements referred to in my report of even date for **B.N.C. & Co.**, Chartered Accountants

(**B.N.Chandrashekhara**)

Proprietor

Membership No 203078

ICAI Firm Registration No. 08188S

UDIN: 21203078 AAAA KD 2398

Place: Mysore

Date: 03-11-2021

for and on behalf of the Board

M. H. Dhananjaya

Chairman

DIN: 00423968

D. Sudhanva

Managing Director

DIN: 00423641



Notes forming part of the Financial Statements**1 Company overview**

Excelsoft Technologies Private Limited (Excelsoft or the Company) provides innovative technology-based solutions in the education and e-learning space. The Company architects, designs and develops technology solutions and digital content and has established itself in a leadership position in the e-learning business. The Company's platforms – Saras (a learning and assessment technology framework), OpenPage (a digital interactive ebook ecosystem), CollegeSparc (a Student Success Products) and Education Enterprise Information Management System have been used by over 30 million users in more than 60 countries. The Company's learning design and content development practice is a process-driven model that delivers cost-effective, professionally developed content solutions for a wide spectrum of clients.

The Company is a Private Limited Company incorporated and domiciled in Mysore, Karnataka, India. As at March 31, 2021 the Pedanta Technologies Pvt Ltd is the holding company owns controlling stake of the company's equity along with its promoters.

2 Basis of preparation

These financial statements have been prepared in accordance with the Indian accounting standards referred to as Ind AS prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules 2015 as amended from time to time. The financial statements have been prepared under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values or amortised cost at the end of the each accounting period.

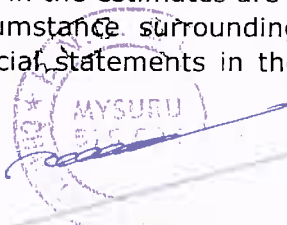
Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realisation in cash and cash equivalents of the consideration for such services rendered, the Company has considered an operating cycle of 12 months.

The statement of cash flows have been prepared under indirect method.

Accounting policies have been consistently applied 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.

3 Use of estimates and judgements

The preparation of financial statements in conformity with generally accepted accounting principles requires management of the Company to make estimates and assumptions that affect certain reported balances of assets and liabilities, disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expense during the year. Accordingly, future results could differ due to changes in these estimates and the difference between the actual result and the estimate are recognized in the period in which the results are known / materialize. Accounting estimates could change from period to period. Appropriate change in the estimates are made as the management becomes aware of the changes in the circumstance surrounding the estimates. Changes in the estimates are reflected in the financial statements in the period in which the changes are made.



Notes forming part of the Financial Statements**Estimates of the uncertainties relating to global health pandemic COVID - 19**

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, unbilled revenues, goodwill and intangible assets. In developing the assumptions relating to the possible future uncertainties to the Company, it has used the internal and external source of the information including credit reports and economic forecasts etc. Based on the current estimates and assumptions, the Company expects the carrying amount of these assets will be recovered. The impact of COVID - 19 on the Company's financial statements may differ from that estimate as at the date of approval of these financial statements.

The Company uses the following critical accounting estimates in preparation of its financial statements:

a. Revenue recognition

The Company's contracts with customers include promises to transfer multiple products and services to a customer. Revenues from customer contracts are considered for recognition and measurement when the contract has been approved, in writing, by the parties to the contract, the parties to the contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligations to determine the deliverables and the ability of the customer to benefit independently from such deliverables, and allocation of transaction price to these distinct performance obligations involves significant judgement.

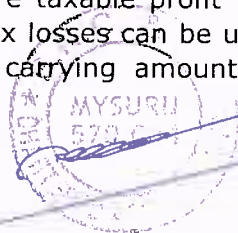
Fixed-price maintenance revenue is recognized rateably on a straight-line basis when services are performed through an indefinite number of repetitive acts over a specified period. Revenue from fixed-price maintenance contracts is recognized rateably using a percentage-of-completion method when the pattern of benefits from the services rendered to the customer and the Company's costs to fulfil the contract is not even through the period of the contract because the services are generally discrete in nature and not repetitive. The use of a method to recognize the maintenance revenues requires judgment and is based on the promises in the contract and nature of the deliverables.

The Company uses the percentage-of-completion method in accounting for other fixed-price contracts. Use of the percentage-of-completion method requires the Company to determine the actual efforts or costs expended to date as a proportion of the estimated total efforts or costs to be incurred. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. The estimation of total efforts or costs involves significant judgment and is assessed throughout the period of the contract to reflect any changes based on the latest available information.

Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the estimated efforts or costs to complete the contract.

b. Provision for income tax and deferred tax assets

The Company uses estimates and judgements based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.



Notes forming part of the Financial Statements**c. Property, plant and equipment**

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

d. Other intangible assets

The Company amortizes intangible assets on a straight-line basis over estimated useful lives of the assets. The useful life is estimated based on a number of factors including the effects of obsolescence, demand, competition and other economic factors such as the stability of the industry and known technological advances and the level of maintenance expenditures required to obtain the expected future cash flows from the assets. The estimated useful life is reviewed at least annually.

e. Employee benefits

The accounting of employee benefit plans in the nature of defined benefit requires the Company to use assumptions. These assumptions have been explained under employee benefits note.

f. Provisions and contingent liabilities

The Company estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting date and are adjusted to reflect the current best estimates.

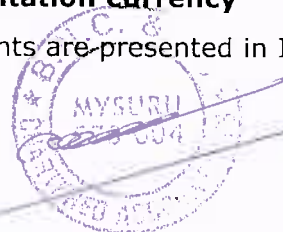
The Company uses significant judgement to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

g. Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease, and the importance of the underlying asset to company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that it reflects the current economic circumstances. After considering current and future economic conditions, the Company has concluded that no changes are required to the lease periods relating to the existing lease contracts

4 Significant accounting policies**i. Functional and presentation currency**

These financial statements are presented in Indian rupees, which is the functional currency of the Company.



Notes forming part of the Financial Statements**ii. Foreign currency transactions and translation****a. Transactions and balances**

Transactions in foreign currency are translated into the functional currencies using the exchange rates prevailing at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from translation at the exchange rates prevailing at the reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of profit and loss and reported within foreign exchange gains/(losses), net, within results of operating activities except when deferred in other comprehensive income as qualifying cash flow hedges and qualifying net investment hedges. Gains/(losses), net, relating to translation or settlement of borrowings denominated in foreign currency are reported within finance costs. Non-monetary assets and liabilities denominated in foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

b. Foreign operations

For the purpose of presenting financial statements, the assets and liabilities of the Company's foreign operations that have a functional currency other than Indian rupees are translated into Indian rupees using exchange rates prevailing at the reporting date. Income and expense items are translated at the average exchange rates for the period. Exchange differences arising, if any, are recognized in other comprehensive income and held in foreign currency translation reserve (FCTR), a component of equity. When a foreign operation is disposed of, the relevant amount recognized in FCTR is transferred to the statement of profit and loss as part of the profit or loss on disposal.

iii. Financial instruments**A) Non-derivative financial instruments:**

Non-derivative financial instruments consist of:

- financial assets, which include cash and cash equivalents, trade receivables, unbilled receivables, employee and other advances, investments in equity and debt securities and eligible current and non-current assets; Financial assets are derecognized when substantial risks and rewards of ownership of the financial asset have been transferred. In cases where substantial risks and rewards of ownership of the financial assets are neither transferred nor retained, financial assets are derecognized only when the Company has not retained control over the financial asset.
- financial liabilities, which include long and short-term loans and borrowings, bank overdrafts, trade payables, lease liabilities and eligible current and non-current liabilities.

Non-derivative financial instruments are recognized initially at fair value. Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

a. Cash and cash equivalents:

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks are considered part of the Company's cash management system. In the balance sheet, bank overdrafts are presented under borrowings within current liabilities.



Notes forming part of the Financial Statements**b. Other financial assets:**

Other financial assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. These are initially recognized at fair value and subsequently measured at amortized cost using the effective interest method, less any impairment losses. These comprise trade receivables, unbilled receivables, employee and other advances and eligible current and non-current assets.

c. Trade payables and other payables:

Trade payables and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest method. For these financial instruments, the carrying amounts approximate fair value due to the short term maturity of these instruments.

B) Derivative financial instruments**Interest rate hedges**

The Company is exposed to foreign currency fluctuations on foreign currency assets, liabilities, net investment in foreign operations and forecasted cash flows denominated in foreign currency and didn't hedge the foreign currency fluctuation risk.

C) Derecognition of financial instruments

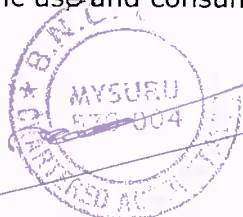
The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. If the Company retains substantially all the risks and rewards of a transferred financial asset, the Company continues to recognize the financial asset and recognizes a borrowing for the proceeds received. A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

iv. Property, plant and equipment**Recognition, measurement and depreciation**

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalized as part of the cost.

Capital work-in-progress are measured at cost less accumulated impairment losses, if any.

Depreciation on property, plant and equipment is provided on pro-rata basis using the Straight Line method based on the useful life specified in the Schedule II to the Companies Act, 2013 or useful life as determined by the management considering the technical evaluation, business specific use and consumption pattern of the assets.



Notes forming part of the Financial Statements

Subsequent expenditure related to Property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of item can be measured reliably. Other repairs and maintenance costs are recognized in the Statement of Profit & Loss while incurred.

v. Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry and known technological advances). Amortization methods and useful lives are reviewed periodically including at each financial year end.

The estimated useful life of amortizable intangibles are reviewed and where appropriate are adjusted, annually. The estimated useful lives of the amortizable intangible assets for the current and comparative periods are considered as (Customer-related software products) 10 years. (Comparative periods 10 years)

Research costs are expensed as incurred. Software product development costs are expensed as incurred unless technical and commercial feasibility of the project is demonstrated, future economic benefits are probable, the Company has an intention and ability to complete and use or sell the software, and the costs can be measured reliably. The costs which can be capitalized include the cost of material, direct labour and overhead costs that are directly attributable to preparing the asset for its intended use.

Intangible assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

vi. Impairment**a) Financial assets**

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, trade receivables, unbilled receivables, contract assets and other financial assets. Expected credit loss is the difference between the contractual cash flows and the cash flows that the entity expects to receive, discounted using the effective interest rate.

Loss allowances for trade receivables, unbilled receivables and contract assets are measured at an amount equal to lifetime expected credit loss. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. Lifetime expected credit loss is computed based on a provision matrix which takes in to account risk profiling of customers and historical credit loss experience adjusted for forward looking information.

Notes forming part of the Financial Statements**b) Non-financial assets**

The Company assesses long-lived assets such as property, plant and equipment, right-of-use assets and intangible assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset or group of assets may not be recoverable. If any such indication exists, the Company estimates the recoverable amount of the asset or group of assets.

Goodwill is tested for impairment at least annually at the same time and when events occur or changes in circumstances indicate that the recoverable amount of the cash generating unit is less than its carrying value. The goodwill impairment test is performed at the level of cash-generating unit or Company's of cash -generating units which represents the lowest level at which goodwill is monitored for internal management purposes.

The recoverable amount of an asset or cash generating unit is the higher of its fair value less cost of disposal (FVLCD) and its value-in-use (VIU). The VIU of long-lived assets is calculated using projected future cash flows. FVLCD of a cash generating unit is computed using turnover and earnings multiples. If the recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the consolidated statement of profit and loss. If at the reporting date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment losses previously recognized are reversed such that the asset is recognized at its recoverable amount but not exceeding written down value which would have been reported if the impairment losses had not been recognized initially. An impairment in respect of goodwill is not reversed.

vii. Employee benefits**a. Short term employee benefits**

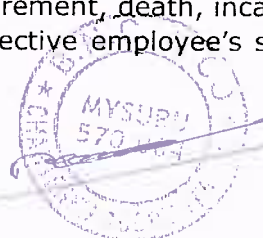
All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

b. Provident fund

Eligible employees of the company receive benefits from a provident fund, which is a defined benefit plan. Both the eligible employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The monthly contributions is made to the government administered provident and pension fund. The rate at which the annual interest is payable to the beneficiaries is being administered by the government and the same is paid by the provident and pension fund.

c. Gratuity

The Company provides for gratuity, a defined benefit retirement plan ("the Gratuity Plan") covering eligible employees of the company. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the company.



Notes forming part of the Financial Statements

Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method. The company recognizes the net obligation of a defined benefit plan in its Balance Sheet as an asset or liability. Gains and losses through remeasurements of the net defined benefit liability are recognized in other comprehensive income and are not reclassified to profit or loss in subsequent periods. The effect of any plan amendments is recognized in the Statement of Profit and Loss.

d. Compensated absences

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Expense on non-accumulating compensated absences is recognized in the period in which the absences occur.

viii. Share based payment transactions

The Company has Employees Stock Option Scheme called "Excelsoft Employees Stock Option Scheme 2008" which was approved by the Board. Measurement and disclosure of the employee share based payment plans is done in accordance with Ind AS 102- Share based payments, issued by MCA. The Company measures compensation cost relating to employee stock options using intrinsic value method. Compensation expenses are amortized over the vesting period of the option on straight line basis.

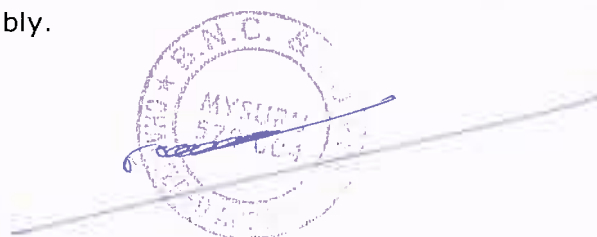
The fair value of options granted under the Employees' Stock Option Scheme is recognized as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognizes the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

ix. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.



Notes forming part of the Financial Statements

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

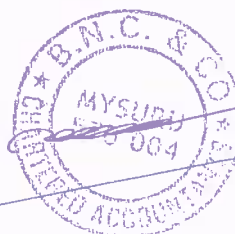
x. Revenue recognition

The Company derives revenues primarily from IT services comprising licensing of eLearning software products and platforms, software development and related services, maintenance, and licensing the educational learning material copy rights, Content and KPO services in eLearning and development. Contracts with customers are either on a time-and-material, unit-of-work, fixed-price or on a fixed-timeframe basis.

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved in writing by the parties to the contract, the parties to the contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. Revenue is recognized upon transfer of control of promised products or services ("performance obligations") to customers in an amount that reflects the consideration the Company has received or expects to receive in exchange for these products or services ("transaction price"). When there is uncertainty as to collectability, revenue recognition is postponed until such uncertainty is resolved. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract. The Company allocates the transaction price to each distinct performance obligation based on the relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. In the absence of such evidence, the primary method used to estimate standalone selling price is the expected cost plus a margin, under which the Company estimates the cost of satisfying the performance obligation and then adds an appropriate margin based on similar services.

The Company's contracts may include variable consideration including rebates, volume discounts and penalties. The Company includes variable consideration as part of transaction price when there is a basis to reasonably estimate the amount of the variable consideration and when it is probable that a significant reversal of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is resolved.

Revenue on time-and-material and unit-of-work-based contracts, are recognized as the related services are performed. Fixed-price maintenance revenue is recognized rateably either on a straight-line basis when services are performed through an indefinite number of repetitive acts over a specified period or rateably using a percentage-of completion method when the pattern of benefits from the services rendered to the customer and the Company's costs to fulfil the contract is not even through the period of contract because the services are generally discrete in nature and not repetitive. Revenue from other fixed-price, fixed-timeframe contracts, where the performance obligations are satisfied over time is recognized using the percentage-of-completion method. Efforts or costs expended are used to determine progress towards completion as there is a direct relationship between input and productivity. Progress towards completion is measured as the ratio of costs or efforts incurred to date (representing work performed) to the estimated total costs or efforts.



Notes forming part of the Financial Statements

The billing schedules agreed with customers include periodic performance-based billing and / or milestone-based progress billings. Revenues in excess of billing are classified as unbilled revenue while billing in excess of revenues are classified as contract liabilities (which we refer to as unearned revenues). In arrangements for software development and related services and maintenance services, by applying the revenue recognition criteria for each distinct performance obligation, the arrangements with customers generally meet the criteria for considering software development and related services as distinct performance obligations.

Revenue from licenses where the customer obtains a "right to use" the licenses is recognized at the time the license is made available to the customer. Revenue from licenses where the customer obtains a "right to access" is recognized over the access period.

Arrangements to deliver software products generally have three elements : license, implementation and Annual Technical Services (ATS). When implementation services are provided in conjunction with the licensing arrangement and the license and implementation have been identified as two distinct separate performance obligations, the transaction price for such contracts are allocated to each performance obligation of the contract based on their relative standalone selling prices. In the absence of standalone selling price for implementation, the Company uses the expected cost plus margin approach in estimating the standalone selling price. Where the license is required to be substantially customized as part of the implementation service, the entire arrangement fee for license and implementation is considered to be a single performance obligation and the revenue is recognized using the percentage-of-completion method as the implementation is performed. Revenue from client training, support and other services arising due to the sale of software products is recognized as the performance obligations are satisfied. ATS revenue is recognized rateably on a straight line-basis over the period in which the services are rendered.

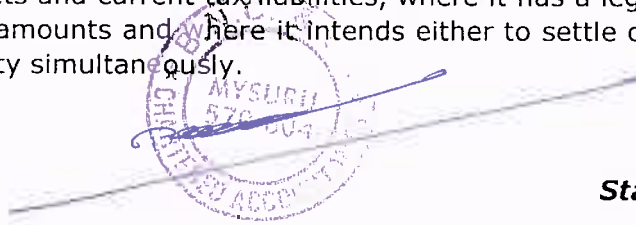
The incremental costs of obtaining a contract (i.e., costs that would not have been incurred if the contract had not been obtained) are recognized as an asset if the Company expects to recover them. Any capitalized contract costs are amortized, with the expense recognized as the Company transfers the related goods or services to the customer. The Company presents revenues net of indirect taxes in its Consolidated Statement of Profit and Loss.

xi. Income tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates items directly recognized in equity or in other comprehensive income.

a. Current income tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amounts are those that are enacted or substantively enacted as at the reporting date and applicable for the period. While determining the tax provisions, the Company assesses whether each uncertain tax position is to be considered separately or together with one or more uncertain tax positions depending the nature and circumstances of each uncertain tax position. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and liability simultaneously.



Notes forming part of the Financial Statements**b. Deferred income tax**

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in these financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred income tax assets are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized. Deferred income tax liabilities are recognized for all taxable temporary differences except in respect of taxable temporary differences that is expected to reverse within the tax holiday period, taxable temporary differences associated with investments in subsidiaries, associates and foreign branches where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

The Company offsets deferred income tax assets and liabilities, where it has a legally enforceable right to offset current tax assets against current tax liabilities, and they relate to taxes levied by the same taxation authority on either the same taxable entity, or on different taxable entities where there is an intention to settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

xii. Finance costs

Finance costs comprise interest cost on borrowings and lease liabilities, gain or losses arising on re-measurement of financial assets at FVTPL, gains/ (losses) on translation or settlement of foreign currency borrowings and changes in fair value and gains/ (losses) on settlement of related derivative instruments. Borrowing costs that are not directly attributable to a qualifying asset are recognized in the statement of profit and loss using the effective interest method.

xiii. Earnings per share

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options, except where the results would be anti-dilutive.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any splits and bonus shares issues including for change effected prior to the approval of the financial statements by the Board of Directors.

xiv. Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. Cash from operating, investing and financing activities of the Company are segregated



Notes forming part of the Financial Statements**xv. Leases**

The Company evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116.

The cost of the right-of-use assets comprises the amount of the initial measurement of the lease liability, advance lease payment calculated at discounting the interest free lease deposit at interest rate implicit in the lease or incremental borrowing rate of the Company, any lease payments made at or before the inception date of the lease plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets is measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use assets. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment.

The Company applies Ind AS 36 to determine whether a RoU asset is impaired and accounts for any identified impairment loss as described in the impairment of non-financial assets below.

For lease liabilities at the commencement of the lease, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate is readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate that the Company would have to pay to borrow funds, including the consideration of factors such as the nature of the asset and location, collateral, market terms and conditions, as applicable in a similar economic environment.

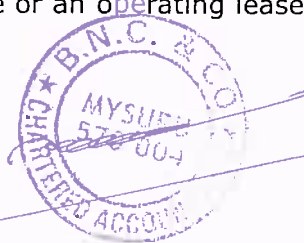
After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made.

The Company recognizes the amount of the re-measurement of lease liability as an adjustment to the right-of-use assets. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

Lease liability payments are classified as cash used in financing activities in the statement of cash flows.

The Company as a lessor

For leases under which the Company is an intermediate lessor, the Company accounts for the head-lease and the sub-lease as two separate contracts. The sub-lease is further classified either as a finance lease or an operating lease by reference to the RoU asset arising from the head-lease.



Notes forming part of the Financial Statements

5. Property, plant and equipment

Gross block	Land	Buildings	Plant and equipment	Computer hardware	Furniture and fittings	Motor vehicles	Office equipments	Total
Balance as at 01 April 2019	2,22,90,683	26,84,40,718	2,87,64,882	9,93,23,332	2,36,77,143	35,04,526	6,30,17,763	50,90,19,048
Additions	-	-	-	25,04,512	24,576	-	5,61,498	30,90,586
Less: Disposals	-	1,30,14,289	-	-	-	-	-	1,30,14,289
Balance as at 01 April 2020	2,22,90,683	25,54,26,429	2,87,64,882	10,18,27,844	2,37,01,719	35,04,526	6,35,79,261	49,90,95,345
Additions	-	-	12,893	1,24,73,214	1,25,390	45,08,405	2,66,753	1,73,86,655
Less: Disposals	-	11,01,778	78,32,034	7,34,98,465	1,40,19,512	-	2,00,80,718	11,65,32,507
Balance as at 31 March 2021	2,22,90,683	25,43,24,651	2,09,45,741	4,08,02,593	98,07,597	80,12,931	4,37,65,297	39,99,49,493
Accumulated depreciation/ impairment								
Balance as at 01 April 2019	-	1,86,01,656	1,72,19,669	9,23,30,277	1,86,41,002	24,00,807	3,86,14,086	18,78,07,497
Depreciation and impairment	-	1,49,78,423	19,37,013	42,48,642	14,29,978	3,16,868	59,35,555	2,88,46,479
Less: Disposals	-	1,30,14,289	-	-	-	-	-	1,30,14,289
Balance as at 01 April 2020	-	2,05,65,790	1,91,56,682	9,65,78,919	2,00,70,980	27,17,675	4,45,49,641	20,36,39,687
Depreciation and impairment	-	42,43,019	19,01,756	36,31,231	13,96,568	2,78,757	52,81,478	1,67,32,809
Less: Disposals	-	3,72,479	73,87,262	7,34,98,465	1,36,06,686	-	2,00,43,421	11,49,08,313
Balance as at 31 March 2021	-	2,44,36,330	1,36,71,176	2,67,11,685	78,60,862	29,96,432	2,97,87,698	10,54,64,183
Net block								
Balance as at 31 March 2020	2,22,90,683	23,48,60,639	96,08,200	52,48,925	36,30,739	7,86,851	1,90,29,620	29,54,55,658
Balance as at 31 March 2021	2,22,90,683	22,98,88,321	72,74,565	1,40,90,908	19,46,735	50,16,499	1,39,77,599	29,44,85,310

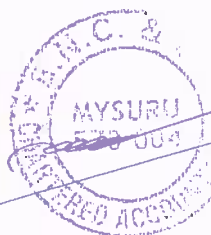


Notes forming part of the Financial Statements

6. Right-of-use assets

Gross block	Land	Buildings	Total
Balance as at 01 April 2019	60,37,27,688	54,61,21,617	1,14,98,49,305
Additions	56,55,13,832	51,15,54,024	1,07,70,67,856
Disposals	-	-	-
Balance as at 31 March 2020	1,16,92,41,520	1,05,76,75,641	2,22,69,17,161
Additions	-	-	-
Disposals	-	-	-
Balance as at 31 March 2021	1,16,92,41,520	1,05,76,75,641	2,22,69,17,161
Accumulated depreciation			
Balance as at 01 April 2019	3,64,31,843	3,29,55,615	6,93,87,458
Depreciation for the year	3,13,88,548	2,83,93,538	5,97,82,086
Disposals	-	-	-
Balance as at 31 March 2020	6,78,20,391	6,13,49,153	12,91,69,544
Depreciation for the year	4,19,58,900	3,79,55,296	7,99,14,196
Disposals	-	-	-
Balance as at 31 March 2021	10,97,79,291	9,93,04,449	20,90,83,740
Net block			
Balance as at 31 March 2020	1,10,14,21,129	99,63,26,488	2,09,77,47,617
Balance as at 31 March 2021	1,05,94,62,229	95,83,71,192	2,01,78,33,421

The above Right-of-use assets is leased from the holding company, Pedanta Technologies Private Limited.



Notes forming part of the Financial Statements

7. Other intangible assets

Gross block	Customer related software products	Other computer software	Total
Balance as at 01 April 2019	96,43,89,243	16,87,55,514	1,13,31,44,757
Additions	71,92,02,068	-	71,92,02,068
Disposals	21,15,05,380	-	21,15,05,380
Balance as at 01 April 2020	1,47,20,85,931	16,87,55,514	1,64,08,41,445
Additions	-	-	-
Disposals	-	16,20,30,399	16,20,30,399
Balance as at 31 March 2021	1,47,20,85,931	67,25,115	1,47,88,11,046
Accumulated amortisation / impairment			
Balance as at 01 April 2019	49,52,50,103	16,22,34,204	65,74,84,307
Amortisation and impairment	12,33,67,775	39,95,044	12,73,62,819
Disposals	21,15,05,380	-	21,15,05,380
Balance as at 01 April 2020	40,71,12,498	16,62,29,248	57,33,41,746
Amortisation	11,83,66,405	13,26,548	11,96,92,953
Impairment	11,39,41,360	-	11,39,41,360
Disposals	-	16,20,30,399	16,20,30,399
Balance as at 31 March 2021	63,94,20,263	55,25,397	64,49,45,660
Net block			
Balance as at 31 March 2020	1,06,49,73,433	25,26,266	1,06,74,99,699
Balance as at 31 March 2021	83,26,65,668	11,99,718	83,38,65,386

8. Intangible assets under development

Cost	Intangible assets under development
Balance as at 01 April 2019	31,69,20,387
Additions	11,12,70,924
Less: Capitalised	31,69,20,387
Balance as at 01 April 2020	11,12,70,924
Additions	25,62,70,923
Less: Capitalised	-
Balance as at 31 March 2021	36,75,41,847



Notes forming part of the Financial Statements

9 . Non current investments

Name of the company	No of shares	Face value	As at March 31, 2021 Amount	As at March 31, 2020 Amount
a) Investments in equity instruments - Wholly owned subsidiaries (unquoted) fully paid up				
Excelsoft Technologies Pte Ltd, Singapore	2,70,000	SGD 1	1,42,95,700	1,42,95,700
Freedom to Learn Ltd UK	20	GBP 1	1,526	1,526
Excelsoft Technologies Inc, USA	1,600	USD 100	98,87,600	98,87,600
Meteor Online Learning Ltd, UK - Fully paid up class 'A' Ordinary shares of GBP 1 each - Fully paid up class 'B' Ordinary shares of GBP 1 each	1,000 11,50,907	GBP 1 GBP 1	6,09,67,899	6,09,67,899
Total			8,51,52,725	8,51,52,725
Impairment of investments in subsidiaries				
Freedom to Learn Limited UK			1,526	1,526
Meteor Online Learning Ltd, UK			6,09,67,899	6,09,67,899
			6,09,69,425	6,09,69,425
Total			2,41,83,300	2,41,83,300

10 . Other financial assets

a) Security deposits

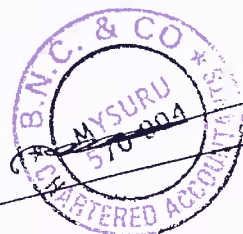
As at March 31, 2021	As at March 31, 2020
9,96,21,082	8,57,92,107
9,96,21,082	8,57,92,107

Security deposit includes the amount Rs. 9,31,44,091 (in 2019-20; Rs. 7,97,58,918) relating to lease deposit paid to holding company, Pedanta Technologies Pvt Ltd on lease of land and building.

11 . Other non current assets (unsecured and considered good)

a) Income tax asset (net)

As at March 31, 2021	As at March 31, 2020
4,52,59,095	7,55,07,872
4,52,59,095	7,55,07,872



Notes forming part of the Financial Statements

12 . Trade receivables

- a) Trade receivables exceeding six months
b) others
- Less: Allowance for doubtful receivables

As at March 31, 2021	As at March 31, 2020
5,67,50,433	6,54,67,768
24,00,78,287	26,23,42,419
29,68,28,720	32,78,10,187
2,16,84,168	2,00,63,296
27,51,44,552	30,77,46,891

Additional information

1) Breakup of trade receivables

- a) Secured, considered good
b) Unsecured, considered good
c) Doubtful
- Less: Allowance for doubtful receivables

As at March 31, 2021	As at March 31, 2020
-	-
27,51,44,552	30,77,46,891
2,16,84,168	2,00,63,296
29,68,28,720	32,78,10,187
2,16,84,168	2,00,63,296
27,51,44,552	30,77,46,891

2) Related party balance break up

- Due from subsidiaries - considered good
- Due from subsidiaries - considered Doubtful
- Enterprises over which key management personnel and their relatives are able to exercise significant influence

2,63,74,608	8,20,43,174
2,16,84,167	-
6,84,66,556	5,85,36,846

13 . Cash and cash equivalents

- a) Balances with banks
- in current accounts
- b) Cash on hand

As at March 31, 2021	As at March 31, 2020
29,88,199	16,71,391
-	82
29,88,199	16,71,473

14 . Bank balances other than Cash and cash equivalents

- a) Balances with banks
- Margin money deposit against guarantees
- Deposit under lien against over draft

As at March 31, 2021	As at March 31, 2020
32,20,414	28,30,473
4,81,05,870	4,72,46,474
5,13,26,284	5,00,76,947



Notes forming part of the Financial Statements

15 . Loans

a) Employee advances

As at March 31, 2021	As at March 31, 2020
5,83,125	1,95,423
5,83,125	1,95,423

16 . Other current assets

I Advances other than capital advances

a) Interest receivable
b) Advance to creditors
c) Balance with Goods and Service Tax authorities
d) Prepaid expenses
e) Unbilled revenue

As at March 31, 2021	As at March 31, 2020
-	2,45,960
8,06,424	19,39,564
1,60,44,568	1,23,12,565
1,33,49,106	1,41,15,009
5,57,39,428	2,57,39,428
8,59,39,526	5,43,52,526

17 . Share capital

1 Authorised

Equity shares of ₹
10/- each2 Issued, subscribed
and fully paid upEquity shares of ₹
10/- each

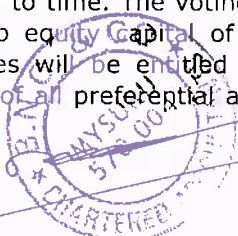
As at March 31, 2021		As at March 31, 2020	
Number of shares	Amount	Number of shares	Amount
30,00,000	3,00,00,000	30,00,000	3,00,00,000
30,00,000	3,00,00,000	30,00,000	3,00,00,000
15,93,642	1,59,36,420	15,93,642	1,59,36,420

a. Reconciliation of number of shares outstanding at the beginning and at the end of the year

As at March 31, 2021		As at March 31, 2020	
Number of shares	Amount	Number of shares	Amount
15,93,642	1,59,36,420	15,93,642	1,59,36,420
-	-	-	-
15,93,642	1,59,36,420	15,93,642	1,59,36,420

b. Rights, preferences and restrictions attached to equity shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder are in proportion to its share of the paid-up equity capital of the Company. On winding up of the company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.



Notes forming part of the Financial Statements

c. Equity shares held by holding company

Name of the share holders	As at March 31, 2021		As at March 31, 2020	
	Number of shares	% of Holding	Number of shares	% of Holding
Pedanta Technologies Pvt Ltd	7,07,416	44.39%	7,07,416	44.39%

d. Particulars of equity share holders holding more than 5% of the total number of equity share capital

Name of the share holders	As at March 31, 2021		As at March 31, 2020	
	Number of shares	% of Holding	Number of shares	% of Holding
i D. Sudhanva	5,23,035	32.82%	5,23,035	32.82%
ii M. H. Dhananjaya	1,28,747	8.08%	1,28,747	8.08%
iii Lajwanti Sudhanva	1,92,725	12.09%	1,92,725	12.09%
iv Pedanta Technologies Pvt Ltd	7,07,416	44.39%	7,07,416	44.39%

e. Shares reserved for issued under options

Particulars	As at March 31, 2021		As at March 31, 2020	
	Number of shares	Amount	Number of shares	Amount
Shares reserved for issued under ESOP	3,910	39,100	3,910	39,100

Non - current liabilities

18 . Borrowings

Term loans - secured

Term loans from banks

(USD 36,24,901.49 equivalent INR 23,00,00,000/- borrowed on 06-Jun-2017, Rate of interest LIBOR + Spread payable monthly, Repayable on Dec'2022)

Term loans (FCNR) from HDFC Bank Limited are secured by:

Primary security: Exclusive charge on current assets and movable fixed assets

Secondary collateral: Exclusive charge on equitable mortgage of land and building and personal guarantee of Mr Sudhanva D, Managing Director.

No default in repayment of instalment

Term loans from financial institutions

(Rs. 1,06,00,00,000/- borrowed on 30-Jun-2019, Rate of interest 13% per annum payable quarterly, Repayable on Mar'2029)

Term loans from HDFC Limited are secured by:

Pledging of 97% of equity shares of the company and 100% of equity shares of the holding company and land and building of the company and the holding company and personal guarantee of Mr Sudhanva D, Managing Director.

No default in repayment of instalment

	As at March 31, 2021	As at March 31, 2020
Term loans from banks	4,22,75,364	7,26,23,776
Term loans from financial institutions	1,03,42,68,435	1,03,28,05,988
Total	1,07,65,43,799	1,10,54,29,764



Notes forming part of the Financial Statements

19 . Provisions

- a) For employee compensatory absences
b) For employee defined benefit plans

As at March 31, 2021	As at March 31, 2020
2,08,39,423	1,55,41,028
8,80,27,506	7,67,26,596
10,88,66,929	9,22,67,624

Current liabilities

20 . Borrowings

I) Secured loans

- a) Loans repayable on demand from banks
- Working capital limit

Working capital loans from HDFC Bank Limited are secured by:

Primary security: Exclusive charge on current assets and movable fixed assets

Secondary collateral: Exclusive charge on equitable mortgage of land and building and personal guarantee of Mr Sudhanva D, Managing Director.

No default in repayment of instalment

- b) Current maturities of long-term borrowings
- from Banks
- from financial institutions

II) Unsecured loans

- a) Loans from directors

As at March 31, 2021	As at March 31, 2020
35,37,31,411	48,36,76,073
5,38,15,265	5,44,67,747
3,26,00,000	1,25,00,000
-	2,73,10,824
44,01,46,676	57,79,54,644

21 . Trade payables

- a) Total outstanding dues of micro and small enterprises
b) Total outstanding dues other than micro and small enterprises

As at March 31, 2021	As at March 31, 2020
82,17,393	86,48,638
1,23,50,990	5,85,01,475
2,05,68,383	6,71,50,113

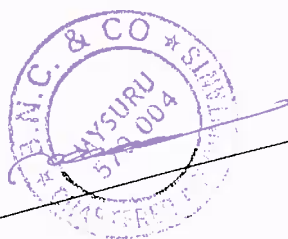
There are no interest due on outstanding dues to micro, small and medium enterprises as on March 31, 2021 and March 31, 2020 and during the year the amount was paid to micro, small and medium enterprises with in the appointed date.

22 . Other financial liabilities

Derivatives

Interest rate swap

As at March 31, 2021	As at March 31, 2020
-	33,44,889
-	33,44,889



Notes forming part of the Financial Statements

23 . Other current liabilities

- a) Revenue Received in Advance
b) Statutory dues
c) Employee benefits payable
d) Others
e) Interest Payable

As at March 31, 2021	As at March 31, 2020
2,69,78,936	96,70,679
2,05,47,294	2,77,77,712
4,92,11,302	3,82,89,177
99,77,260	21,52,759
-	3,43,55,616
10,67,14,792	11,22,45,943

24 . Provisions

- a) Provision for short term compensated absences
b) Provision for Gratuity

As at March 31, 2021	As at March 31, 2020
62,70,115	44,85,155
1,69,53,734	1,40,64,318
2,32,23,849	1,85,49,473

25 . Revenue from operations

- a) Software sales and services
- Sale of services
- Sale of software license

Year ended March 31, 2021	Year ended March 31, 2020
97,19,99,828	68,62,52,986
23,70,26,357	30,03,04,891
1,20,90,26,185	98,65,57,877

26 . Other income

- a) Interest income
b) Miscellaneous income
c) Rental income

Year ended March 31, 2021	Year ended March 31, 2020
1,74,52,825	87,41,288
49,621	1,04,062
53,82,140	53,21,104
2,28,84,586	1,41,66,454

27 . Employee benefit expenses

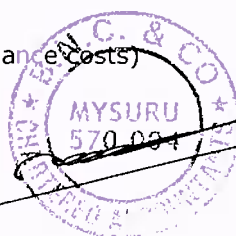
- a) Salaries, wages and bonus
b) Contribution to provident and other funds
c) Gratuity
d) Staff welfare expenses

Year ended March 31, 2021	Year ended March 31, 2020
36,20,34,035	42,49,22,763
97,03,054	1,17,74,035
87,80,782	1,35,86,616
30,05,578	70,80,846
38,35,23,449	45,73,64,260

28 . Finance costs

- a) Interest Expense
b) Exchange loss (attributable to finance costs)

Year ended March 31, 2021	Year ended March 31, 2020
18,92,05,764	10,98,55,961
5,355	1,55,85,390
18,92,11,119	12,54,41,351



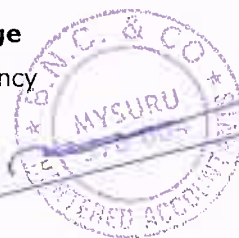
Notes forming part of the Financial Statements

29 . Other expenses

	Year ended March 31, 2021	Year ended March 31, 2020
a) Software development and license charges	7,87,77,453	5,71,60,552
b) Service rendered by business associates and others	2,42,31,753	2,42,96,565
c) Information and communication expenses	31,96,689	34,74,778
d) Travelling and conveyance expenses		
Overseas	17,79,802	1,54,29,759
Domestic	3,06,033	28,89,675
e) Rent	84,32,473	94,76,492
f) Legal and professional fees	71,59,716	60,45,014
g) Payment to auditors		
Statutory audit	2,25,000	2,25,000
h) Maintenance and upkeep		
Building	33,97,756	51,52,715
Office and computer equipment	24,91,967	17,68,300
Others	17,72,968	22,72,303
i) Electricity and water expenses	53,04,173	81,94,855
j) Recruitment and training expenses	6,95,191	4,57,627
k) Printing and stationary	1,19,319	2,81,373
l) Insurance	5,31,379	5,95,137
m) Rates and taxes	16,06,389	5,77,927
n) Business promotion expenses	57,62,196	40,34,744
o) Provision for bad debts	2,24,10,325	34,53,085
p) Exchange gain / (loss) (net)	1,62,78,029	1,60,28,260
q) Profit / (loss) on sale of property, plant and equipment	12,17,820	-
r) Other expenses	82,27,667	66,35,472
	19,39,24,098	16,84,49,633

30 . Additional Information

	Year ended March 31, 2021	Year ended March 31, 2020
a) Expenditure in foreign currency (net of withholding tax)		
i) Foreign travel and business promotion expenses	-	77,81,975
ii) Commission	1,80,78,885	1,72,61,012
iii) Professional charges	10,83,908	15,86,213
iv) Branch office expenses	32,48,933	41,67,111
v) Interest paid	1,32,31,532	1,13,91,410
	3,56,43,258	4,21,87,721
b) Earnings in foreign exchange		
i) Software exports and consultancy	1,08,66,89,811	76,92,04,368
	1,08,66,89,811	76,92,04,368



Notes forming part of the Financial Statements

31 . Earnings per equity share

	Year ended March 31, 2021	Year ended March 31, 2020
Profit for the year after tax expense	8,81,58,403	(5,95,63,738)
Weighted average number of equity shares for basic EPS	15,93,642	15,93,642
Effect of dilution		
Share options	3,910	3,910
Weighted average number of equity shares adjusted for dilution	15,97,552	15,97,552
Paid up value per share	10	10
Earnings per share basic	55.32	(37.38)
Earnings per share diluted	55.18	(37.28)

32 . Disclosures as per IND AS 19 "Employee benefits"

a) Defined contribution plan

Contribution to defined contribution plan are recognized as expense for the year are as under

	Year ended March 31, 2021	Year ended March 31, 2020
Employer's contribution to provident & pension funds	90,19,041	1,37,20,165

b) Defined benefit plan - unfunded

The employees' gratuity fund scheme and leave encashment are defined benefit plans.

The Present value of obligation is determined based on actuarial valuation using the projected unit credit method.

1 Reconciliation of opening and closing balances of defined benefit obligation

	Year ended March 31, 2021	Year ended March 31, 2020
Defined benefit obligation at beginning of the year	9,07,90,914	7,82,41,218
Current service cost (*)	10,49,81,240	84,23,869
Past service cost	-	-
Interest cost	54,02,440	51,62,747
Actuarial (gain)/ loss	54,72,555	56,13,765
Benefits paid	(56,30,027)	(66,50,685)
Defined benefit obligation at end of the year	20,10,17,122	9,07,90,914



Notes forming part of the Financial Statements

2 Reconciliation of opening and closing balance of fair value of plan assets

	Year ended March 31, 2021	Year ended March 31, 2020
Fair value of plan assets at beginning of the year	-	-
Expected return on plan assets	-	-
Employer contribution	56,30,027	66,50,685
Benefits paid	(56,30,027)	(66,50,685)
Actuarial gain/(loss)	-	-
Fair value of plan assets at year end	-	-
Reconciliation of fair value of assets and obligations		
Fair value of plan assets	-	-
Present value of obligation	20,10,17,122	9,07,90,914
Amount recognized in balance sheet under liabilities	20,10,17,122	9,07,90,914

3 Expense recognized during the year: (under "Note 27" "Employee benefit expenses" in the statement of profit and loss)

	Year ended March 31, 2021	Year ended March 31, 2020
In income statement		
Current service cost	10,49,81,240	84,23,869
Past service cost	-	-
Interest cost	54,02,440	51,62,747
Expected return on plan assets	-	-
In other comprehensive income		
Actuarial (gain)/ loss	54,72,555	56,13,765
Net cost	11,58,56,235	1,92,00,381

	Year ended March 31, 2021	Year ended March 31, 2020
Actuarial assumptions		
Mortality table	Indian Assured Lives (2006 -08) (Ultimate)	Indian Assured Lives (2006 -08) (Ultimate)
Discount rate (per annum)	6.30%	6.45%
Expected rate of return on plan assets (per annum)	7.00%	7.00%

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

Sensitivity analysis

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, has been determined based on possible effect of changes of an assumption occurring at end of the reporting period, while holding all other assumptions constant.

Notes forming part of the Financial Statements

Particulars	March 31, 2021	
	Decrease	Increase
Change in discounting rate (delta effect of +/- 0.5%)	10,15,85,515	10,79,38,520
Change in rate of salary increase (delta effect of +/- 0.5%)	10,85,91,563	10,20,69,684

These plans typically expose the Company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

Investment risk The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest risk A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan assets.

Longevity risk The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

33 . Segment reporting

As per Ind AS 108 on "Operating Segments ", segment information has been provided

Geographic segments	Revenue for the year ended March 31, 2021	Segment debtors as at March 31, 2021
India	11,57,09,474 <i>11,70,19,227</i>	10,10,12,992 <i>9,15,25,528</i>
North America	73,76,95,391 <i>58,66,05,896</i>	7,89,96,271 <i>11,23,07,138</i>
Europe	1,69,41,396 <i>10,93,117</i>	16,16,929 <i>3,43,044</i>
Asia other than India	17,08,78,132 <i>20,70,94,736</i>	7,35,07,648 <i>8,82,26,405</i>
Other countries	16,78,01,792 <i>7,47,44,901</i>	4,16,94,880 <i>3,54,08,072</i>
Total	1,20,90,26,185	29,68,28,720
<i>Previous year figures are in italic</i>	<i>98,65,57,877</i>	<i>32,78,10,187</i>



Notes forming part of the Financial Statements

34 . Related party transaction

a) Name of related parties and description of relationship where controls exists

	Name of the Related Party	Relationship
1	Mr. M. H. Dhananjaya Mr. D. Sudhanva Mrs Lajwanti Sudhanva	Director / Key Management Personnel ("KMP")
2	Pedanta Technologies Pvt Ltd	Holding Company
3	Excel Education and E-learning Trust Excel Public School Hootagalli (A Unit of SMCK Edukate LLP) Desiadda Crafts Works LLP	Enterprises over which key management personnel are having control
4	Excelsoft Technologies Pte Ltd Singapore (formerly known as Imfinity Pte. Ltd) Freedom to Learn Limited UK Meteor Online Learning Ltd, UK Excelsoft Technologies Inc, USA	Wholly owned Subsidiary ("WOS")
5	Enhanced Education Pvt Ltd	Key Management Personnel are directors of the company and having control over the company
6	Mrs. Shruthi Sudhanva	Relative of a Director

b) Transactions with the related parties

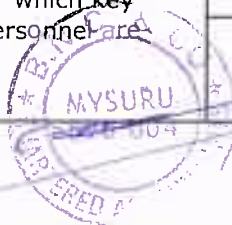
Particulars	Relationship	Year ended March 31, 2021	Year ended March 31, 2020
Sale of software service and learning solutions			
Excelsoft Technologies Pte Ltd Singapore	Wholly Owned Subsidiary	2,93,58,538	5,64,85,617
Excelsoft Technologies Inc, USA		16,80,20,422	14,93,42,634
Excel Education and E-learning Trust	Enterprises over which key management personnel are having control	4,79,11,960	4,26,92,400
Excel Public School Hootagalli (A Unit of SMCK Edukate LLP)		1,65,000	21,86,941
Enhanced Education Pvt Ltd	Key Management Personnel are directors of the company and having control over the company	-	3,45,268

Notes forming part of the Financial Statements

Particulars	Relationship	Year ended March 31, 2021	Year ended March 31, 2020
Reimbursement of project expenses			
Excelsoft Technologies Pte Ltd Singapore	Wholly Owned Subsidiary	-	26,00,183
Rent income			
Excel Education and E-Learning Trust	Enterprises over which key management personnel are having control	63,50,925	62,78,903
Remuneration paid			
Mr. M H Dhananjaya	Director / Key Management Personnel ("KMP")	54,00,000	54,00,000
Mr. D Sudhanva		1,50,21,600	1,19,87,760
Mrs. Shruthi Sudhanva	Relative of a Director	15,21,600	15,21,600
Rent and maintenance expenses			
Mr. M H Dhananjaya	Director / Key Management Personnel ("KMP")	3,36,936	3,36,936
Mr. D Sudhanva		3,36,936	3,36,936
Lease deposit and Right-of-use assets			
Pedanta Technologies Pvt Ltd	Holding Company	1,33,85,173	1,11,34,10,702
Loan from directors			
Mr. D. Sudhanva	Director / Key Management Personnel ("KMP")	37,50,000	3,42,75,842
Loan repayment to directors			
Mr. D. Sudhanva	Director / Key Management Personnel ("KMP")	3,10,60,824	2,16,23,850
Mrs Lajwanti Sudhanva		-	53,00,000

c) Outstanding balances at the end of the year - Receivable

Particulars	Relationship	As at March 31, 2021	As at March 31, 2020
Excelsoft Technologies Pte Ltd Singapore	Wholly owned Subsidiary ("WOS")	2,63,74,608	2,56,25,878
Freedom to Learn Ltd UK		2,16,84,167	2,16,84,167
Excelsoft Technologies Inc, USA		-	3,18,21,022
Pedanta Technologies Pvt Ltd	Holding Company	9,31,44,091	7,97,58,918
Excel Education and E-learning Trust	Enterprises over which key management personnel are having control	6,61,14,615	5,63,49,905
Excel Public School Hootagalli (A Unit of SMCK Edukate LLP)		23,51,911	-



Notes forming part of the Financial Statements

d) Outstanding balances at the end of the year - Payable

Particulars	Relationship	As at March 31, 2021	As at March 31, 2020
Mr. D. Sudhanva	Director / Key Management Personnel ("KMP")	-	1,26,51,992
Excel Public School Hootagalli (A Unit of SMCK Edukate LLP)	Enterprises over which key management personnel are having control	-	1,52,659
Desiadda Crafts Works LLP		6,67,891	1,46,027
Enhanced Education Pvt Ltd	Key Management Personnel are directors of the company and having control over the company	19,28,256	10,34,262

35 . Financial risk management objectives and policies

The entity's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the entity's operations to support its operations. The entity's principal financial assets include trade and other receivables, rental and bank deposits and cash and cash equivalents that are derived directly from its operations.

The entity is exposed to market risk/credit and liquidity risks. The entity's senior management oversee the management of these risks. The board reviews their activities. No significant derivative activities have been undertaken so far.

a Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risks: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include deposits, FVTOCI investments and derivative financial instruments.

The sensitivity analysis in the following sections relate to the positions as at March 31, 2021 and March 31, 2020

The analysis exclude the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations; provisions; and the non-financial assets and liabilities of foreign operations.

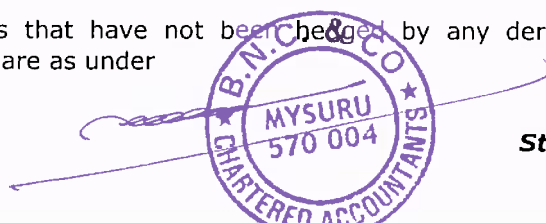
The following assumption has been made in calculating sensitivity analysis.

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2021 and March 31, 2020 including the effect of hedge accounting.

i. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company's exposure to the risk of changes in foreign exchange rates relates primarily to the some of the vendor payments and customer receivables.

The foreign currency exposures that have not been hedged by any derivative instrument or otherwise as on March 31, 2021 are as under



Notes forming part of the Financial Statements

Particulars	As at March 31, 2021		As at March 31, 2020	
	FCY	Amount ₹	FCY	Amount ₹
Assets (Receivables)				
USD	12,04,194	8,83,47,148	83,48,479	59,10,50,361
GBP	4,05,764	3,85,66,589	7,19,915	6,49,20,992
AUD	40,256	22,51,969	4,69,290	2,28,02,276
SGD	4,85,452	2,66,96,477	7,74,166	3,99,70,741
AED	3,30,458	65,60,615	9,25,516	1,82,01,097
EUR	18,108	16,16,929	6,957	5,39,119
MYR	5,51,095	99,33,239	2,71,103	45,66,232
SAR	11,00,663	2,14,81,371	14,55,302	2,71,53,549
Liabilities (Payables)	-	-	-	-

36 . Employee stock-option scheme

The Company formulated employee stock option plan "ESOS 2008" in April 2009 which covers employees of the Company including its wholly owned subsidiary. The scheme was approved by the board of directors of the Company on 24.02.2009 and administered by it. As per the scheme, based on the eligible criteria, as decided by the board from time to time, employee shall be granted stock option entitling one equity share of Rs 10 for each option in the Company's equity share capital.

The options shall be granted in tranches vesting over the period subject to time and performance linked conditions at different exercised price to different tranches. The details of the scheme as given below

	Grant 1	Grant 2	Grant 3	Grant 4
Options granted	24,374	14,500	7,500	4,700
Exercise price	600	50	250	2,572
Date on which options will vest to the participant of the scheme				
02-Apr-2009	5,121	3,860	-	-
02-Apr-2010	8,018	-	1,500	-
02-Apr-2011	5,619	2,128	2,250	-
01-Jan-2012	-	-	-	400
02-Apr-2012	5,616	3,196	3,750	-
01-Jan-2013	-	-	-	600
02-Apr-2013	-	5,316	-	200
01-Jan-2014	-	-	-	1,000
02-Apr-2014	-	-	-	775
02-Apr-2015	-	-	-	1,025
02-Apr-2016	-	-	-	700
Period within which option will be exercised	5 years from the date of vesting	5 years from the date of vesting	7 years from the date of grant	5 years from the date of vesting

Notes forming part of the Financial Statements

Employee stock option activity under the scheme ESOS 2008

	Exercise price	March 31, 2021		March 31, 2020	
		Shares arising out of option	Weighted average remaining contractual term (in months)	Shares arising out of option	Weighted average remaining contractual term (in months)
Outstanding at the beginning of the year	50 2,572	3,410 500	- 9	4,210 900	- 19
Granted during the period	50 2,572	- -	- -	- -	- -
Forfeited during the year	50 2,572	- -	- -	800 400	- -
Exercised during the year	50 2,572	- -	- -	- -	- -
Outstanding at the end of the year	50 2,572	3,410 500	- -	3,410 500	- 9
Exercisable at the end of the year	50 2,572	3,410 500	- -	3,410 500	- 9

37 . Contingent Liabilities (to the extent of which not provided for)

Particulars	March 31, 2021	March 31, 2020
Bank Guarantee	32,20,414	28,30,473

38 . (i) Income taxes

The income tax expense consist of following:

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Current tax - MAT		
Tax on the profit	2,26,25,931	46,51,048
Total current tax expense (a)	2,26,25,931	46,51,048
Deferred tax		
Attributable to -		
Origination and reversal of temporary differences	3,75,46,669	8,83,90,393
Total deferred tax expense (b)	3,75,46,669	8,83,90,393
MAT credit entitlement - current tax ('c)	(1,33,60,217)	-
Total tax expense (a+b+c)	4,68,12,383	9,30,41,441

The deferred tax relates to origination/reversal of temporary differences.

Notes forming part of the Financial Statements

(ii) Deferred tax

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, to the extent it would be available for set off against future current income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

Particulars	As at March 31, 2021	As at March 31, 2020
Deferred tax assets		
- Provision for gratuity	3,07,28,246	2,68,19,781
- Provision for leave encashment	75,41,873	55,71,284
- Others	1,04,325	12,76,569
- Brought forward losses	3,68,36,781	-
- Lease liabilities	61,24,48,011	-
- Investment impairment	1,69,61,694	1,69,61,694
- Provision for doubtful debts and advances	60,32,536	55,81,609
- MAT credit entitlement	-	46,51,048
	71,06,53,466	6,08,61,985
Deferred tax liabilities		
- Excess of depreciation/amortisation on property, plant and equipment under income tax law over depreciation/amortisation provided in accounts	3,86,45,741	3,70,21,777
- Excess of depreciation/amortisation on intangible assets under income tax law over depreciation/amortisation provided in accounts	8,83,04,089	10,54,08,734
- Foreign Translation Reserve - Malaysia Branch	2,36,694	-
- Right to use assets	56,13,61,258	-
- Others	-	40,87,874
	68,85,47,782	14,65,18,385
Net deferred tax assets	2,21,05,684	(8,56,56,400)

Standalone financial statements

Notes forming part of the Financial Statements

- 39 . All figures have been rounded-off to the nearest Rupee. Previous Year's figures have been re-grouped/reclassified wherever necessary to confirm to the current year presentation.

This is the financial statements referred to in my report of even date

for **B.N.C. & Co.,**
Chartered Accountants

(B.N.Chandrashekhar)

Proprietor

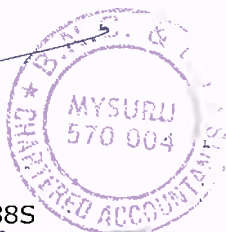
Membership No 203078

ICAI Firm Registration No. 08188S

UDIN: 21203078AAAAKD 2398

Place: Mysore

Date: 03-Nov-2021



for and on behalf of the Board


M. H. Dhananjaya

Chairman

DIN: 00423968


D. Sudhanva

Managing Director

DIN: 00423641

