



SOUTHERN INFOSYS LTD.

#402-A, Arunachal Building, 19 Barakhamba Road, New Delhi - 110001, INDIA

Phone : +91-11-23354236, 43045402, Email : southerninfosys@gmail.com

CIN : L67120DL1994PLC059994, Web : www.southerninfosys.com

SIL/L&S/ 21-22

Date: 04.09.2021

To,
The Department of Corporate Services
Bombay Stock Exchange
PJ, Towers, Dalal Street
Mumbai – 400001
BSE Code : 540174

To,
Listing Department
Calcutta Stock Exchange
7, Lyons Range,
Kolkata : 700001
CSE Code : 14326

Subject : Submission of Annual Report for the Financial Year 2020-21.

Dear Sir/ Madam,

Pursuant to Regulation 34(1) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, please find enclosed herewith the 27th Annual Report of the Company for the Financial Year 2020-21.

The same is also made available on the website of the company.

You are requested to take above in your records.

Thanking you,

Yours faithfully,

For **Southern Infosys Limited**

(Siddharth Sharma)

Whole Time Director

27TH ANNUAL REPORT

2020-21



SOUTHERN INFOSYS LIMITED

#402-A, Arunachal Building, 19, Barakhamba Road New Delhi-110001, India

Phone: +91-011-23354236, 43045402, Email: southerninfosys@gmail.com

CIN: L67120DL1994PLCC059994, Web: www.southerninfosys.com

BOARD OF DIRECTORS

MR. RAKESH MOHAN SHARMA DIRECTOR (DIN-02459885)

MS. DEEPALI SHARMA DIRECTOR (DIN- 05133382)

MR. SIDDHARTH SHARMA WHOLE TIME DIRECTOR (DIN-07401382)

MS. KRITI BAREJA DIRECTOR (DIN-08526516)

MR. DHARMENDRA SINGH INDEPENDENT DIRECTOR (DIN-00158276)

MR. RAJIV MISHRA INDEPENDENT DIRECTOR (DIN-07051314)

AUDITORS

V SAHAI TRIPATHI & CO.,
Firm Registration No. 000262N
Chartered Accountants
C- 593, LGF, Defence Colony, New Delhi-
110024

SECRETARIAL AUDITOR

NITIN BHATIA & CO.
Company Secretaries
B-30, LGF, Lajpat Nagar-1
New Delhi- 110024

BANKERS

ICICI BANK LTD.
BANK OF BARODA
YES BANK

REGISTERED OFFICE

402-A, ARUNACHAL BUILDING,
19, BARAKHAMBA ROAD,
NEW DELHI- 110001

REGISTRAR & TRANSFER AGENT

ALANKIT ASSIGNMENTS LTD.,
Shop No. 4E/2, Jhandewalan Extension,
New Delhi -110055

CONTENTS

PARTICULARS	PAGE NO.
Notice	1
Directors' Report	12-33
Standalone:	
Independent Auditors' Report	34-38
Annexure to the Audit Report	39-42
Balance Sheet	43
Profit & Loss A/c	44
Cash Flow Statement	45
Notes to Balance Sheet and Statement of Profit & Loss	46-68
Consolidated:	
Independent Auditors' Report	69-73
Annexure to the Audit Report	74-75
Balance Sheet	76
Profit & Loss A/c	77
Cash Flow Statement	78
Notes to Balance Sheet and Statement of Profit & Loss	79-102

NOTICE

Notice is hereby given that the 27th Annual General Meeting of the members of **SOUTHERN INFOSYS LIMITED** (CIN-L67120DL1994PLC059994) will be held through video conferencing on Thursday, the 30th September, 2021 at 3.00 P.M. to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Audited standalone and consolidated Financial Statements of the Company for the financial year ended 31st March 2021, together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rakesh Mohan Sharma (DIN-02459885), who retires by rotation and being eligible, offers himself for re-appointment.

By Order of the Board
For **Southern Infosys Limited**

Sd/-
(Siddharth Sharma)
Whole Time Director

Place: New Delhi
Delhi: 31.08.2021

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The deemed venue for the 27th AGM shall be the registered office of the company viz..402-A, Arunachal Building, 19, Barakhamba Road, New Delhi – 110 001
2. National Securities Depositories Limited (“NSDL”) will be providing facility for remote e-Voting, for participation in the 27th AGM through VC/OAVM Facility and e-Voting during the 27th AGM.
3. Since the 27th AGM of the Company will be held through VC/OAVM and personal presence is not required, the route map is not annexed herewith.
4. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Members are requested to note that the Company's shares are under compulsory demat trading for all the investors. Members are, therefore, requested to dematerialize their shareholding to avoid inconvenience.
8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
9. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.southerninfosys.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
10. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Monday, the 27th September, 2021 at 09:00 A.M. and ends on Wednesday the 29th September, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September, 2021 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September 2021.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:





Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the

	<p>remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.

b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nitinbhatia90@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Sarita Mote, Assistant Manager, NSDL at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN

card), AADHAR (self attested scanned copy of Aadhar Card) by email to southerninfosys@gmail.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to southerninfosys@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN 117707 of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at southerninfosys@gmail.com. The same will be replied by the company suitably.
6. Shareholders who would like to ask questions on the specific items in the notice during the meeting need to register themselves as speaker by sending their request in advance along with the query(s) atleast **5 days prior to meeting i.e. till 25th September 2021** mentioning their name, demat account number/folio number, email id, mobile number at "southerninfosys@gmail.com". The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance mentioning their name, demat account number/folio number, email id, mobile number at "southerninfosys@gmail.com". These queries will be replied to by the company suitably by email.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
8. The Company reserves the right to restrict the number of questions and number of speakers, as may be deemed appropriate, for smooth conduct of the AGM.
11. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 23rd day of September, 2021 to Thursday, the 30th day of September, 2021 (both days inclusive).
12. Shareholders who have not registered their E-mails address, so far, are requested to register their E-mail address in respect of electronic holdings with the Depository through their concerned Depository.
13. Members who hold shares in physical mode are requested to update their e-mail id with the registrar and transfer agent by writing to M/s Alankit Assignments Limited, 4E/2,Jhandewalan Extension, New Delhi -110055 India, for receiving all communication including Annual Report, Notices, and Circulars etc. from the Company electronically.
14. The relevant details as required in sub regulation 36(3) of SEBI (Listing Obligation and disclosure requirements), 2015 in respect of director seeking appointment/ re-appointment at the Annual general Meeting, are given in Annexure-A, which forms integral part of the notice. Requisite declarations have been received from directors for their appointment and re-appointment.
15. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote through e-voting or remote e-voting.

16. All documents referred to in the accompanying Notice shall be available for inspection electronically. Members seeking to inspect such documents can send an email to southerninfosys@gmail.com with subject line 'Inspection of AGM Documents'. The relevant documents will also be available for inspection by the members electronically during the 27th AGM on the website of the service provider. Shareholder would be able to view documents under the EVEN of the Bank after entering their login credentials. This notice and the Annual Report will also be available on the company's website.
17. Members holding share in electronic mode are requested to intimate any change in their address or bank account details to their Depository Participants (DPs) with whom they are maintaining their demat accounts. Members holding shares in physical mode are requested to advise any change in their address or bank account details immediately to the Company/Alankit Assignments Limited.
18. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. **Members holding shares in electronic mode are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat account. Members holding shares in physical mode shall submit their PAN to the Company / Registrar and transfer Agent.**
19. Members holding share in physical mode are advised to make nomination in respect of their shareholding in the Company. A downloadable version of the nomination form (SH-13) is available in Downloads section under Investor Relation drop down on the Company's website: Members holding shares in electronic mode may contact the respective DPs for availing the nomination facility.
20. Members who hold shares in physical mode in multiple folios in identical name or joint holding in the same order of names are requested to send the share certificates to the Registrar, for consolidation into a single folio.
21. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
22. The results declared along with the report of the Scrutinizer shall be placed on the website of the company i.e. www.southerninfosys.com and on the website of NSDL i.e. www.evotingindia.com, immediately after the result is declared and simultaneously communicated to the Bombay Stock Exchange

By Order of the Board
For **Southern Infosys Limited**

Place: New Delhi
Date: 31.08.2021

(Siddharth Sharma)
Whole Time Director

ANNEXURE-A

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT FORTH COMING
ANNUAL GENERAL MEETING**

(In pursuance of regulation 36(3) of SEBI (Listing Obligation & Disclosure Requirement)
Regulations, 2015)

Name of the Director	Mr. Rakesh Mohan Sharma
DIN	02459885
Date of birth and age	November 21, 1956 and 64 years
Date of first appointment	04/07/1994
Nationality	Indian
Father's Name	Lt. Shri Mool Chand Sharma
Qualifications	B.com, FCS
Expertise in Specific functional areas	Vast & Rich experience in Legal, business management, Finance & investments etc.
Experience	40 years
Terms & Conditions of Appointment	Director Simplicitor with no remuneration
Remuneration	Nil
Board Membership of other companies as on 31 st March, 2021.	<ul style="list-style-type: none">• Disha Investment Centre Private Limited• Disha Capital Services Limited• Disha Capital Wealth Advisors Private Limited
Chairmanship(s) / Membership(s) of Committees of other Companies as on 31 st March, 2021.	NA
Shareholding	6,59,950 equity shares
Relationship of director inter-se	<ul style="list-style-type: none">• Spouse of Mrs. Deepali Sharma, non-executive Director• Father of Mr. Siddharth Sharma, whole time director

DIRECTORS' REPORT

To The Members,

Your Directors have immense pleasure in presenting the 27th Annual Report together with the standalone and consolidated financial statements of the company for the financial year ended 31st March, 2021.

1. Summary Of Financial Results

The summarized financial result for the year ended 31st March, 2021 and corresponding previous year ended 31st March, 2020 are as follows:

(Amounts in Lakhs)		
Particulars	2020-21	2019-20
Total Revenue	1613.49	1929.44
Profit before depreciation and taxes	13.97	10.27
Profit before taxes	11.04	10.10
Provision for taxes (Inc. Deferred taxes)	3.57	0.22
Profit for the year after taxes	7.47	9.87

2. Financial Performance And State Of Affairs Of The Company

During the year under review, your Company has earned a total revenue of Rs 16,13,49,998/- as compared to total revenue of Rs 19,04,35,105/- in the preceding financial year. This change in revenue is also due to global effect of pandemic in last quarter. However, the company due to more focus on services could earn high profit before depreciation and tax as compared to the previous financial year.

On consolidated basis, total Net profits earned by your company is Rs. 7,41,798/- as compared to total profit of Rs. 11,00,413/- in last financial year. Directors of your company have been vigorously working for the growth of the company.

3. Dividend

In view of requirement of funds for the future business growth, entire profits are retained for the operations and working of the company. Therefore, Board does not recommend any dividend for the financial year ended 31st March, 2021.

4. Share Capital

The paid up share capital as on 31st March, 2021 is Rs 5,02,00,000/- . During the year under review there is no change in the issued, subscribed and paid up share capital of the company. Further the company has neither issued any other class of share such as shares with Differential Rights nor granted any stock Options etc during the year.

Equity Shares of your Company are listed presently at BSE Limited (BSE) and Calcutta Stock Exchange (CSE) . However, the company is initiating the process to de-list its shares from Calcutta Stock exchange.

5. Transfer To Reserves

For the Financial Year under review your Directors recommend the transfer of entire net profit of Rs 7,47,146/- to the reserve and surplus. With this transfer, the total reserves of the company shall stand at 24,14,573/-.

6. Dividend Distribution Policy (Top 500)

Regulation 43A of SEBI (Listing Obligations and Disclosure Requirements) Regulations) (Second Amendment) Regulations, 2016, is not applicable on your company during the year under review.

7. Deposits

The Company has neither invited nor accepted any deposits from the public falling within the preview of section 73 of The Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rule 2014 during the year. There is no unclaimed or unpaid deposit lying with the Company.

8. Management Discussion And Analysis Report

Management's Discussion and Analysis Report (MD&A)' for the year under review, as stipulated under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed as part of this report at **Annexure- I**

9. Board Of Directors And Key Managerial Person

● Directors Seeking Appointment/ Re-appointment

1. In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Rakesh Mohan Sharma, director of the Company, retires by rotation and being eligible, offers himself for re-appointment in the ensuing Annual General Meeting.

Brief resume of Mr. Rakesh Mohan Sharma, nature of his expertise in functional areas and the name of the companies in which he holds Directorship and the Chairmanship/Membership of the Committees of the Board, as stipulated under SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, the Companies Act, 2013 and applicable Secretarial Standards are given in the notice convening the Annual General Meeting.

The enabling resolution for approval is appearing in the Notice calling 27th Annual General Meeting of the company.

2. i) Ms. Kriti Bareja, resigned as whole time director and company secretary of the Company effective from 27.07.2021. She however, continues to be on the board of the company as director.

ii). Mrs. Indu Atri, CFO of the company, resigned and in her place Mrs. Deepika Singh has joined as CFO of the company effective from 31st Aug, 2021.

● Declaration by Independent Directors

All Independent Directors have given declarations to the effect that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 read with Regulation 16 of SEBI (Listing obligations and Disclosures Requirements), Regulations 2015. In the opinion of the Board, Independent Directors fulfill the conditions specified in the Act, Rules made there under and Listing Regulations.

● Board Evaluation

Pursuant to the corporate governance requirements as prescribed in the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015, the Board of Directors has carried out an annual evaluation of its own performance, Board Committees and of individual directors.

In a separate meeting of independent directors, performance of non-independent directors, performance of the Board as a whole, performance of the Committee(s) of the Board and performance of the Chairman was evaluated, taking into account the views of other directors. Performance evaluation of independent directors was done by the entire Board, excluding the independent directors being evaluated.

- **Board And Committee Meetings**

During the year under review 06 (Six) Board Meetings and 04 (Four) Audit Committee Meetings were convened and held apart from other Committees' meetings of the Company. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

- **Committees Of The Board**

As on March 31, 2021, the Board has the following 3 (Three) Committees viz: Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee.

1. Audit Committee

Presently, the Audit Committee comprises of Three Member Directors viz.

1. Mr. Dharmendra Singh, Independent Director, (Chairman)
2. Mr. Rajiv Mishra, Independent Director, (Member)
3. Mr. R.M. Sharma, Non-Executive Director, (Member)

The Committee met four times during the year and not more than four months elapsed between two meetings.

All recommendations made by the Audit Committee were accepted by the Board during the year 2020-21.

2. Nomination and Remuneration Committee

The Company had constituted a Nomination and Remuneration Committee comprising of three Member Directors viz.

1. Mr. Dharmendra Singh, Independent Director (Chairman)
2. Mr. Rajiv Mishra Independent Director (Member)
3. Mr. R.M. Sharma, Non-Executive Director (Member)

All are non-executive directors and more than half are independent. Chairman of the committee is an independent director.

The Committee met once (01) during the year, which was attended by all the members of the committee and discussed the remuneration policy.

3. STAKEHOLDERS RELATIONSHIP COMMITTEE

Presently the Stakeholders' Relationship Committee consists of

1. Mr. Rajiv Mishra, Independent Director, (Chairman)
2. Mr. Dharmendra Singh, Independent Director. (Member)
3. Mr. Rakesh Mohan Sharma, Non Executive Director (Member)

The Committee, inter-alia, approves issue of duplicate certificates, oversees and reviews all matters connected with the securities transfers. The Committee also looks into Redressal of shareholders'/investors' complaints. The Committee oversees the performance of the Registrar and Share Transfer Agent and recommends measures for overall improvement in the quality of investor services. The Company Secretary acts as the Secretary to the Committee. In order to expedite the process of share transfers, the Board of Directors have nominated a Committee, who normally attend to the transfer and other related matters within a period of

10 days. The Committee of Officers operates subject to overall supervision and directions of Stakeholders' Relationship Committee.

Company Secretary cum Compliance Officer acts as Secretary to the Committee. The company is registered on SCORES (SEBI Complaints Redress System). Details of Complaints received and addressed during the year are given below:

Particulars	No. of Complaints
Total Compliant Received	NIL
Total Compliant Replied	NIL
Total Compliant Pending	NIL

● **Policy On Directors Appointment And Remuneration**

Pursuant to the provisions of section 134(3)(e) and Section 178(3) of the Companies Act, 2013 and the SEBI Listing Regulations, the policy of the Company on Directors' appointment and remuneration, including the criteria for determining qualification, positive attributes, independence of directors and other matters is governed and monitored by the Nomination and Remuneration committee.

10. Directors Responsibility Statement

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, your Directors confirm:

- a) That in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departure was made for the same. The financial statements of the Company for the financial year ended March 31, 2021, have been prepared in accordance with Ind AS as prescribed under Section 133 of the Companies Act, 2013 (the "Act"), read with the relevant rules made thereunder and other accounting principles generally accepted in India;
- b) That Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the period ended on March 31, 2021;
- c) That Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) That the annual financial statements have been prepared on a going concern basis;
- e) That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- f) Those proper systems had been devised to ensure compliance with the provisions of all applicable laws and were adequate and operating effectively.

11. Nature Of Business

There has been no change in nature of business of your company during the year under review.

12. Annual Return

The details forming part of the extract of the Annual Return in Form MGT-9 are annexed herewith as **Annexure -II**

13. Related Party Transaction

All Related Party Transactions that were entered into during the financial year ended on March 31, 2021 were on an arm's length basis and in the ordinary course of business under Section 188(1) of the Act and the Listing Regulations.

Details of the transactions with Related Parties are provided in the accompanying financial statements in compliance with the provision of Section 134(3)(h) of the Act.

During the year, the company has entered into the contracts / arrangements with the Related Parties pursuant to Section 188 (1) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014. Disclosures as required under form AOC-2 are annexed herewith as **Annexure – III**

14. Particulars Of Investments Made, Loans Given, Guarantees Given and Securities Provided.

Pursuant to Section 134(3)(g) of the Companies Act, 2013 particulars of loans, guarantees or investments and securities provided under Section 186 of the Companies Act, 2013 along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the accompanying financial statements.

15. Corporate Social Responsibility

The provision of section 135 of the Companies Act, 2013 is not applicable on your company during the year under review.

16. Particulars of Holdings, Subsidiary and Associates Companies

The Board reviews the affairs of the Company's Associates at regular intervals. In accordance with section 129(3) of the Companies Act, 2013, the Company has prepared Consolidated Financial Statements of the Company which form part of this Annual Report. Further, a statement containing salient features of the Financial Statement of the Company's associate is given in prescribed FORM AOC- 1 and is annexed as part of this report as **Annexure – IV**.

17. Conservation of Energy, Technology Absorption & Foreign Exchange Earnings And Outgoings.

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014, is annexed as part of this report as **Annexure- V**.

18. Statutory Auditors and Reports.

In 26th Annual General Meeting of the company, M/s V. Sahai Tripathi & Co. Chartered Accountants, (ICAI Firm Registration No. 000262N) were re-appointed as Statutory Auditors of the Company to hold office till the conclusion of the 31st Annual General Meeting to be held in the calendar year 2026. There is no change envisaged in their position. The requirement of seeking ratification of appointment of statutory auditors at every annual general meeting is no more required pursuant to amendments brought by the Companies Amendment Act, 2017.

All observations made in the Audit Report on Financial Statements are self-explanatory and do not call for any further comments under section 134 of the Companies Act, 2013. The qualifications reported by auditor were properly explained by directors in statement of impact submitted to stock exchange.

19. Secretarial Auditors and Report

M/s Nitin Bhatia & Co., practicing company secretary, were appointed to conduct the secretarial audit of the Company for the financial year 2020-21 as required Under Section 204 of the Companies Act, 2013 and Rules made there under. The secretarial audit report for financial year 2020-21 forms part of the Annual Report as Annexure to this Directors' Report as **Annexure- VI**

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

20. Cost Auditor

Section 148 of the Companies Act is not Applicable to the Company. Hence company is not required to appoint a cost auditor.

21. Internal Financial Control

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its 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 disclosures.

22. Corporate Governance

Since the paid up capital of the company is less than Rs.10 Crores and the net worth of the Company is less than Rs.25 Crores, the relevant provisions of Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, and clauses (b) to (i) of sub-regulation 2 of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, are not applicable to the Company, hence corporate governance report is not enclosed to directors report

23. Material Changes and commitments affecting the financial position of the Company occurred between the end of the financial year 2020-21 and the date of this report.

The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing and closures of non-essential services have triggered significant disruptions to businesses worldwide including your company.

24. Prevention of Sexual Harassment of Women at Workplace Policy.

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and Rules made there-under, your Company has constituted Internal Complaint Committees (ICC). The Company has zero tolerance for sexual harassment at workplace. During the year, the Company has not received any complaint of sexual harassment.

There was no case filed during the year under the Sexual Harassment of women at work place under the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Further, company ensures that there is a healthy and safe atmosphere for women employees at workplace and made the necessary policy for staff and secure environment for women employee.

- No. of complaints received: Nil
- No. of complaints disposed off: Nil

25. Vigil Mechanism / Whistle Blower Policy

Your Company is committed to the highest standards of ethical, moral and legal business

conduct. Accordingly, Vigil Mechanism/Whistle Blower Policy was formulated which provides a robust framework for dealing with genuine concerns & grievances. The Policy provides for adequate safeguard against victimization of employees who avail the mechanism and also provides direct access to the Chairperson of the Audit Committee. Specifically, employee can raise concerns regarding any discrimination, harassment, victimization, any other unfair practice being adopted against them or any instances of fraud by or against your Company. The same has also been displayed on the website of the Company.

26. Risk Management

The Company has laid down the procedures to inform Board Members about risk assessment and mitigation procedures. The Board of Directors of the Company has framed risk management policy and created appropriate structures with proper delegation of duties and responsibilities of employee at each level on enterprise basis for compliance's thereof which are periodically reviewed by the management, internal auditors, statutory auditors and the Audit Committee.

27. Listing of Equity Shares

Your company's shares are listed with the BSE Limited and CSE Limited. The listing fee has been paid for the financial year 2021-2022 in respect of BSE Ltd. The company is seeking de-listing of its shares from CSE Ltd.

28. Remuneration to Director and Key Managerial Persons.

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The ratio of remuneration of each Director to the median employee's remuneration and other details in terms of Section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is as below:

Sr. No.	Information Required	Input
1.	The ratio of the remuneration of each director to the median remuneration *These ratios are calculated on the basis of median salary of Rs. 2.88 lakh	Ms. Kriti Bareja: 1.21:1 Mr. Siddharth Sharma: 1.66:1
2.	The percentage increase in remuneration of each Director, chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.	Nil
3	The percentage increase in the median remuneration of employees in the financial year	Nil
4.	The number of permanent employees on the rolls of company	09
5.	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out, if there are any exceptional circumstances for increase in the managerial remuneration.	NA
6.	Affirmation that the remuneration is as per the remuneration policy of the Company	Yes

7.	<p>Statement showing the names of the top ten employees in terms of remuneration drawn and the name of every employee who-</p> <p>(I) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees;</p> <p>(ii) if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month;</p> <p>(iii) if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or Whole-time Director or Manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company.</p>	<p>NIL</p> <p>NIL</p> <p>NIL</p>
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29. General

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- I. Details relating to deposits covered under Chapter V of the Act.
- II. Issue of equity shares with differential rights as to dividend, voting or otherwise.
- III. Issue of shares (including sweat equity shares and ESOP) to employees of the Company under any scheme.
- IV. No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future.

- 30.** CEO / CFO Certification in terms of Regulation 17(8) of Listing Regulations, Managing Director and CFO has given a compliance certificate to the Board of Directors as specified in Part B of Schedule II of Listing Regulations and forming part of this report as **Annexure - VII**.

31. Appreciation and Acknowledgments.

We thank our customers, business associates and bankers for their continued support during the financial year. We also place on record our sincere appreciation for the enthusiasm and commitment of Company's employees for the growth of the Company and look forward to their continued involvement and support.

For and on behalf of Board
For Southern Infosys Limited

(Siddharth Sharma)

Director

DIN: 07401382

Date: 31.08.2021

(Deepali Sharma)

Director

DIN: 05133382

Date:31.08.2021

ANNEXURE - I

MANAGEMENT DISCUSSION AND ANALYSIS REPORT FORMS PART OF THE ANNUAL REPORT.

a) Industry Structure and Development

The software industry is growing rapidly and your company shall endeavor to use every possible opportunity in its favor. The company is exploring the opportunity in the e-commerce industry as well which is also showing quantum jumps.

b) Segment wise / Product wise Performance

The company has only one segment i.e. Software and Hardware.

c) Adequacy of Internal Controls

The Company has a proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that all transactions are authorized, recorded, and reported correctly.

d) Human Resources / Industrial Relations

Your Company acknowledges the commitment, competence and dedication of its employees at all level. The company is committed to nurture, enhance and retain best talent through investment in its people to upgrade their technical, domain and leadership capability. To retain leadership position, the company continuously innovates and customizes its Human Resource (HR) strategy to meet changing employee need.

e) Operating Performance, Future Outlook etc.

During the year the company has made more services and despite the fall in the turnover of the company, your company has made profit of Rs 7,47,186 as compared to the profit of Rs 9,87,615 in the preceding financial year. The Board endeavors to bring in the track company's financial and profitability.

f) Risk and Concern

The management periodically carries out risk assessment exercises. Risk factors are also discussed in Audit Committee Meetings. However, an economic slowdown can adversely affect the demand-supply equation in the industry. The rapid innovation in technology is always a threat for the industry. The Board is aware of this threat and takes steps continually to advance with the time.

Annexure – II**FormNo.MGT-9****Extract of annual return for the financial year ended on 31ST March, 2021***[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]***I. REGISTRATION AND OTHER DETAILS:**

CIN	L67120DL1994PLC059994
Registration Date	04TH JULY, 1994
Name of the Company	SOUTHERN INFOSYS LIMITED
Category/Sub-Category of the Company	Company limited by shares/ Indian Non-Government Company
Address of the Registered office and contact details	402 - A, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110 001
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Alankit Assignments Limited Alankit House, 4E/2, Jhandewalan Extension, New Delhi – 110 055

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	SOFTWARE AND HARDWARE	62020	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/Subsidiary /Associate	%of shares held	Applicable Section
1.	Disha Capital Services Ltd.	U67120DL1995PLC069233	Associate	44.54%	2(6)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)*i. Category-wise ShareHolding*

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF	15,04,580	48,500	15,53,080	30.94	15,04,580	48,500	15,53,080	30.94	NIL
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies	20,81,800	-	20,81,800	41.47	20,81,800	-	20,81,800	41.47	NIL

Corp									
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1)):-	35,86,380	48,500	36,34,880	72.41	35,86,380	48,500	36,34,880	72.41	NIL
2) Foreign									
g) NRIs-Individuals	-	-	-	-	-	-	-	-	-
h) Other-Individuals	-	-	-	-	-	-	-	-	-
i) Bodies Corp.	-	-	-	-	-	-	-	-	-
j) Banks / FI	-	-	-	-	-	-	-	-	-
k) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	35,86,380	48,500	36,34,88	72.41	35,86,380	48,500	36,34,88	72.41	NIL
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	39000	-	39000	0.78	39000	-	39000	0.78	NIL
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	39000	-	39000	0.78	39000	-	39000	0.78	NIL
2. Non									

Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
(i) Indian	-	-	-	-	-	-	-	-	-
(ii) Overseas									
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	62,880	6,76,117	7,38,997	14.72	1,58,652	6,19,260	7,77,912	15.50	0.78
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	3,34,758	1,39,010	4,73,768	9.44	4,15,610	1,39,010	5,54,620	11.05	1.61
c) Others(Specify)	2,145	6,200	8,345	0.17	4,388	9200	13,588	0.27	0.1
Sub-total(B)(2)	3,99,783	8,21,327	12,21,110	24.32	5,78,650	7,67,470	13,46,120	26.82	2.5
Total Public Shareholding (B)=(B)(1)+(B)(2)	4,38,783	8,21,327	12,60,110	25.10	6,17,650	7,67,470	13,85,120	27.59	2.49
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	41,13,673	9,06,327	50,20,000	100	42,04,030	8,15,970	50,20,000	100	NIL

ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in shareholding during
1.	RAKESH MOHAN SHARMA	4,12,450	8.22	-	4,12,450	8.22	-	NIL
2.	DEEPA SHARMA	2,65,000	5.28	-	2,65,000	5.28	-	NIL

3.	TARUN SHARMA	3,17,120	6.32	-	3,17,120	6.32	-	NIL
4.	SIDDHARTH SHARMA	3,11,010	6.20		3,11,010	6.20		
5.	RAKESH MOHAN SHARMA JT. SHIVANI SHARMA	2,47,500	4.93	-	2,47,500	4.93	-	NIL
6.	DISHA INVESTMENT CENTRE (P) LTD.	14,8,800	29.56	-	14,8,800	29.56	-	NIL
7	DISHA CAPITAL SERVICES LTD.	5,98,000	11.91	-	5,98,000	11.91	-	NIL
	Total	36,34,880	72.41%	-	36,34,880	72.41%	-	NIL

iii. Change in Promoters' Shareholding (please specify, if there is no change)

Sr. no	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	No changes during the year			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	No changes during the year			
	At the End of the year	No changes during the year			

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
1	Shyam Sunder Talwar At the beginning of the year At the end of the year	244990	4.88	244862 244862	4.87 4.87
2	Poonam Sharma At the beginning of the year At the end of the year	125010	2.49	110748 110748	2.21 2.21
3.	Gaurav Talwar At the beginning of the year At the end of the year	60000	1.20	60000 60000	1.20 1.20
4.	Pradeep Sharma At the beginning of the year At the end of the year	59000	1.18	59000 59000	1.18 1.18

5.	Renuka Sharma At the beginning of the year At the end of the year	55010	1.09	55010 55010	1.09 1.09
6.	Federal Bank Ltd. At the beginning of the year At the end of the year	39000	0.78	39000 39000	0.78 0.78
7.	Rahul Sharma At the beginning of the year At the end of the year	25000	0.50	25000 25000	0.50 0.50
8.	Surender Kumar Bareja At the beginning of the year At the end of the year	17300	0.34	17300 17300	0.34 0.34
9.	Vikram Singh At the beginning of the year At the end of the year	14800	0.29	14800 14800	0.29 0.29
10.	Manjeet Singh At the beginning of the year At the end of the year	14400	0.28	14400 14000	0.28 0.28

v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
	For Each of the Directors and KMP				
1	Rakesh Mohan Sharma At the beginning of the year At the end of the year	4,12,450 4,12,450	8.22 8.22	4,12,450 4,12,450	8.22 8.22
2	Deepali Sharma At the beginning of the year At the end of the year	2,65,000 2,65,000	5.28 5.28	2,65,000 2,65,000	5.28 5.28
3	Siddharth Sharma At the beginning of the year At the end of the year	3,11,010 3,11,010	0.059 0.059	3,11,010 3,11,010	0.059 0.059
4	Kriti Bareja At the beginning of the year At the end of the year	NIL NIL	NIL NIL	NIL NIL	NIL NIL
5	Rajiv Mishra At the beginning of the year At the end of the year	NIL NIL	NIL NIL	NIL NIL	NIL NIL
6	Dharmendra Kumar At the beginning of the year At the end of the year	NIL NIL	NIL NIL	NIL NIL	NIL NIL
7	Indu Atri At the beginning of the year At the end of the year	NIL NIL	NIL NIL	NIL NIL	NIL NIL

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	NIL	NIL	NIL	NIL
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not				
Total(i+ii+iii)	NIL	NIL	NIL	NIL
Change in Indebtedness during the financial year	NIL	NIL	NIL	NIL
- Addition				
- Reduction				
Net Change	NIL	NIL	NIL	NIL
Indebtedness at the end of the financial year	NIL	NIL	NIL	NIL
i) Principal Amount				
ii) Interest due but not paid iii)				
Interest accrued but not due				
Total (i+ii+iii)	NIL	NIL	NIL	NIL

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

Sl. No.	Particulars of Remuneration	Whole Time director Siddharth Sharma	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-Tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	4,80,000 - -	4,80,000 - -
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - Others, specify...	- -	- -
5.	Others, please specify	-	-
6.	Total(A)	4,80,000	4,80,000

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u>					
	·Fee for attending board committee meetings	-	-	-	-	-
	·Commission	-	-	-	-	-
	·Others, please specify	-	-	-	-	-

	Total(1)	-	-	-	-	-
	<u>Other Non-Executive Directors</u>					
	·Fee for attending board committee meetings	-	-	-	-	-
	·Commission	-	-	-	-	-
	·Others, please specify					
	Total(2)	-	-	-	-	-
	Total(B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	Rs. 1 Lac per meeting	Rs. 1 Lac per meeting	Rs. 1 Lac per meeting	Rs. 1 Lac per meeting	Rs. 1 Lac per meeting

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
1.	Gross salary (a)Salary as per provisions contained in section17(1)of the Income-taxAct,1961 (b)Value of perquisites u/s17(2)Income-taxAct,1961 (c)Profits in lieu of salary under section17(3)Income-taxAct,1961	3,24,000 NIL NIL	300,000 NIL NIL	6,24,000 NIL NIL
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit -others, specify...	- -	- -	- -
5.	Others, please specify	-	-	-
6.	Total	3,24,000	3,00,000	6,24,000

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. Directors					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. Other Officers In Default					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Annexure –III

FORM NO. AOC 2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis : NIL
2. Details of material contracts or arrangement or transactions at arm's length basis
 - (a) Name(s) of the related party and nature of relationship : Mr. Rakesh Mohan Sharma - NED
 - (b) Nature of contracts/arrangements/transactions : Consultancy Fee
 - (c) Duration of the contracts/arrangements/transactions : 1 year
 - (d) Salient terms of the contracts or arrangements or transactions including the value:24,03,620
 - (e) Date(s) of approval by the Board: NA
 - (f) Amount paid as advances: NIL

Annexure –IV

FORM NO. AOC 1

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

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

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs) : NIL

Part "B": Associates and Joint Ventures

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

Name of Associates/Joint Ventures	Disha Capital Services Ltd.
1. Latest audited Balance Sheet Date	27.06.2021
2. Shares of Associate/Joint Ventures held by the company on the year end	
No.	13,13,850
Amount of Investment in Associates/Joint Venture	Rs. 1,31,38,500/-
Extend of Holding %	44.54%
3. Description of how there is significant influence	Majority shareholder
4. Reason why the associate/joint venture is not consolidated	NA
5. Networth attributable to Shareholding as per latest audited Balance Sheet	1,39,19,101.42/-
6. Profit / Loss for the year	
i. Considered in Consolidation	7,41,798/-
i. Not Considered in Consolidation	7,47,146/-

1. Names of associates or joint ventures which are yet to commence operations. NIL
2. Names of associates or joint ventures which have been liquidated or sold during the year. NIL

Annexure –V

A. CONSERVATION OF ENERGY

The Following measures were continued by the Company for conservation of energy

- i) Optimizing the lighting in the premises and reducing the power consumption through installation of LED lights.
- ii) Installation of energy saver in lighting circuit.
- iii) Continual exploration of various avenues to reduce and optimize energy.

B. RESEARCH AND DEVELOPMENT(R&D)

Company has not claimed / incurred any specific expenditure under this head. However, Company constantly endeavors through its highly skilled and committed workforce to develop products and services to be launched at an opportune time.

C. TECHNOLOGY ABSORPTION, ADAPTION & INNOVATION

Company is not into any manufacturing activity and as such absorption of any particular technology or its adaptation is not applicable.

D. FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign Inflow, if any NIL

Foreign Outflow, if any NIL

Annexure-VI
Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE YEAR ENDED 31.03.2020

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Southern Infosys Limited,
402-A, Arunachal Building, 19, Barakhamba Road, New Delhi-110 001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SOUTHERN INFOSYS LIMITED** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended 31.03.2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made herein after:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31.03.2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable as the company did not have any transaction covered under Foreign Exchange Management Act, 1999.)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; (not applicable during the year)
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - (Not applicable during the year);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - (Not applicable as the company has not issued any kind of debt securities);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; - (Not applicable during the year)

- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable during the year);
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable during the year)and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)Regulations,2015 as amended time to time.

- (vi) Other laws as may be applicable to the Company as per the representation made by the Company.

We have been informed by the Company that there are no laws specifically applicable to the Company

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with CSE Ltd. (Calcutta Stock Exchange) and BSE Ltd.

During the period, under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above to the extent they were applicable.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive and Independent Directors. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on agenda items before the meeting and for meaningful participation at the meeting.

On inspection of the minutes as captured and recorded it was ascertained that majority decisions are carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period no major action having a bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, and standards etc. have taken the place.

For Nitin Bhatia & Co.
Company Secretaries

Date: 31.08.2021
Place: New Delhi

(Nitin Bhatia)
FCS No.:10285
C.P. No.:12902
UDIN: F010285C000862851

This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

ANNEXURE- A

To,
The Members,
Southern Infosys Limited

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable law, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Nitin Bhatia & Co.
Company Secretaries

Date: 31.08.2021
Place: New Delhi

(Nitin Bhatia)
FCS No.:10285
C.P. No.:12902
UDIN: F010285C000862851

Annexure –VII

CEO / CFO CERTIFICATION

To,
The Board of Directors
Southern Infosys Limited

This is to certify with reference to the Annual Accounts of the Company for the year ended 31st March, 2021 that:-

- a. We have reviewed financial statements and the cash flow statement for the year ended on 31st March, 2021 and that to the best of our knowledge and belief:
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
- d. We have indicated to the Auditors and the Audit committee:
 - i. That there is no significant changes in internal control over financial reporting during the year;
 - ii. That there are no significant changes in accounting policies during the year except implementation of IndAS; and
 - iii. That there is no instance of any fraud which we have become aware of for Southern Infosys Limited

For and on behalf of the Board

Place: New Delhi
Dated: 31.08.2021

Deepika Singh
CFO

Independent Auditors' Report

To the Members of
SOUTHERN INFOSYS LIMITED

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the accompanying financial statements of **SOUTHERN INFOSYS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2021, and the Statement of Profit and Loss, Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in the **Basis for Qualified Opinion paragraph**, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and its profit, changes in equity and its cash flows for the year ended on that date.

- (a) In the case of the Balance Sheet, of the State of Affairs of the Company as at March 31, 2021; and
- (b) In the case of Statement of Profit and Loss account, of the profit for the year ended on date March 31, 2021.
- (c) In the case of Cash Flow Statement for the year ended on date March 31, 2021.
- (d) In the case of Statement of changes in equity for the year ended on date March 31, 2021.

Basis for Qualified Opinion

- a) The company is required to make provision for Gratuity in respect of its employees as required under Payment of Gratuity Act, 1965 by following accrual basis and conducting the valuation by following independent actuarial valuations as at the balance sheet date by using the project unit cost method as mandated by Indian Accounting Standard-19 on Employee Benefits prescribed in the Companies (Accounting Standards) Rules, 2006 and Companies (Accounting Standards) Rules, 2016. The company has not made any provision for Gratuity and the said non-provision is contravention. We are unable to ascertain the financial implication of the same. The net profit for the year, current assets cumulative net profits are overstated to that extent.
- b) TCS has to be collected on sales of goods by seller as per Section 206C(1H) applicable from 1st October 2020 vide notification no. 54/2020 dated 24th July 2020. The company has not complied with the provisions of this section during the current financial year. This may result in levy of penalties under relevant sections of Income Tax Act, however, the impact of the same cannot be quantified.

Emphasis of Matter

- a) We draw your attention to the responsibility of the Company to arrange balance confirmations in respect of Accounts Receivable, Accounts Payable and other

receivables/payables. The letters of confirmation have been sent by the management to parties of Accounts receivables, Accounts payables, Advances, other payables/receivables to confirm their balances as on 31st March, 2021. Balance confirmations have not been received from parties up to the date of signing of financials. The balances of such parties have been incorporated in the financial statements at the value as per the books of account. The company, to the extent stated, has considered them as good and no provisions have been made in respect of debtors/advances. Accordingly, Accounts Receivables and Payables balances and other receivables/payables are subject to confirmation and reconciliation. To that extent, we are unable to ascertain financial implication of same in the financial statements.

- b) We draw attention to **Note 33** to the financial statements, regarding management's assessment of Covid-19 impact on the future performance of the company. Our report is not modified in respect of the matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key matters to be communicated in our report.

Information Other than the 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 Management Discussion and Analysis, Director's Report, Report on Corporate Governance and General Shareholders Information, but does not include the financial statements and our auditor's report thereon.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities;

selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **Annexure 'A'** 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 Companies Act, 2013, we report that:
 - a. Except for the matter described in the basis for qualified opinion and Emphasis of Matter Paragraph, we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. Except for the matter described in the basis for qualified opinion and Emphasis of Matter Paragraph, in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. Except for the matter described in the basis for qualified opinion and Emphasis of Matter Paragraph, the Balance Sheet, the Statement of Profit and Loss, 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. Except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph above, in our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
 - e. On the basis of the written representations received from the directors as on 31st March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f. Except for the matter described in the basis for qualified opinion and Emphasis of Matter Paragraph, with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure 'B'**; and
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigation as on 31st March, 2021;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
-

For V Sahai Tripathi & Co.

Chartered Accountants

Firms Registration No. 000262N

(Vishwas Tripathi)

Partner

Membership No. 086897

Place: New Delhi

Date:- 30th June 2021

Annexure 'A' to Independent Auditors' Report

Referred to in Paragraph 1 under the heading of "report on other legal and regulatory requirements" of our report of even date

-
1. (a) The company has not maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) As per the information and explanation provided to us, Fixed Assets have been physically verified by the management during the year at reasonable intervals, but no physical verification report has been provided to us and we are unable to comment on the discrepancies in recording of Fixed Assets in books of accounts.

(c) There are no immovable properties in Southern Infosys Limited. Accordingly, this sub-clause is not applicable on the Company for the year ended 31st March, 2021.
 2. The company does not hold any inventory as on 31st March 2021.
 3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act 2013. Consequently, sub-clauses 3 (a), (b) & (c) of this clause are not applicable.
 4. The Company has not made any transaction in respect of loans, investments, guarantees and security covered under section 185 and section 186 of the Companies Act 2013.
 5. The Company has not accepted any deposits from the public and consequently, the directives issued by Reserve Bank of India, the provisions of sections 73 to 76 of the Companies Act, 2013 and rules framed there under are not applicable. Accordingly rest of clause is not applicable on the Company.
 6. In accordance with the information given by the management the maintenance of cost records has not been prescribed by the Central Government under section 148 (1) of the Companies Act, 2013.
 7. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the company is regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income tax, GST, duty of customs, cess and any other statutory dues as applicable with the appropriate authorities.

- (b) According to the information and explanations given to us, there was no undisputed amounts payable in respect of the above dues which were outstanding as at 31st March, 2021 for a period of more than six months from the date of their becoming payable.
- (c) According to the information and explanations given to us and the records of the company produced before us, there were no disputed Statutory Dues pending before appropriate authorities.
8. As the company does not have any loans or borrowings from any financial institution or bank or government nor has it issued any debentures as at the balance sheet date, the provisions of this clause of the Order are not applicable to the company.
9. The company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans. Accordingly, this clause is not applicable on the Company during the year ended 31st March, 2021.
10. According to the information and explanations given to us, no fraud by the company or no fraud on the Company by its officers or employees has been noticed or reported during the year.
11. In our opinion and according to the information and explanations given to us, the company had paid/provided managerial remuneration in accordance with requisite approvals mandated by the provisions of section 197 read with schedule V to the Act.
12. The company is not a Nidhi Company and hence clause 3 (xii) is not applicable.
13. The transactions with the related parties made by the Company are in compliance with sections 177 and 188 of Companies Act 2013 where applicable and the details have been disclosed in the Financial Statements, as required by the applicable Indian Accounting Standards.
14. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence clause 3 (xiv) is not applicable.
15. During the year, the company has not entered into any non- cash transactions with directors or persons connected with him and hence provision of section 192 of Companies Act 2013 is not applicable.
16. The company is not required to register under section 45- IA of the Reserve Bank of India Act, 1934.

For V Sahai Tripathi & Co.

Chartered Accountants

Firms Registration No. 000262N

(Vishwas Tripathi)

Partner

Membership No. 086897

Place: - New Delhi

Date: 30th June 2021

Annexure 'B' to Independent Auditors' Report

Referred to in Paragraph 2 (f) under the heading of "report on other legal and regulatory requirements" of our report 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")

We have audited the internal financial controls over financial reporting of SOUTHERN INFOSYS LIMITED ("the Company") as of March 31, 2021 in conjunction with our audit of the 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 internal policies & procedures, accounting records and essential components on the internal control over financial reporting criteria established by the Company as per Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and 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 we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- a) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b) 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
- c) 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 to future periods are subject to the risk that the internal financial control 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 our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the Company's internal policies & procedures and accounting records and implementation of essential components on the internal controls over financial reporting.

For V Sahai Tripathi & Co.

Chartered Accountants

Firms Registration No. 000262N

(Vishwas Tripathi)

Partner

Membership No. 086897

Place: - New Delhi

Date: - 30th June 2021

SOUTHERN INFOSYS LIMITED

Balance Sheet as at 31st March 2021

	Particulars	Note No.	As at 31st March 2021	As at 31st March 2020
I	ASSETS			
1	Non-current assets			
	(a) Property, Plant and Equipment	1	46,06,467	84,725
	(b) Other Intangible Assets		-	-
	(c) Financial Assets			
	(i) Investments	2	1,70,56,239	1,98,78,239
	(ii) Loans	3	1,78,61,370	2,13,19,821
	(d) Deferred Tax Asset (Net)	4	9,130	1,24,657
	(e) Other Non Current Assets	5	52,77,734	34,80,662
2	Current assets			
	(a) Financial Assets			
	(i) Trade receivables	6	16,39,57,318	21,32,05,555
	(ii) Cash and Cash Equivalents	7	32,71,377	32,21,480
	(iii) Other Bank Balances	8	5,99,206	5,52,665
	(iv) Other Financial Assets	9	1,05,75,266	65,90,948
	(b) Other Current Assets	10	1,53,152	8,400
	TOTAL ASSETS		22,33,67,259	26,84,67,152
II	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity Share Capital	11	5,02,00,000	5,02,00,000
	(b) Other Equity		18,41,799	10,94,654
2	Liabilities			
	Current liabilities			
	(a) Financial Liabilities			
	(i) Trade Payables	12	17,08,65,071	21,43,91,030
	(ii) Other Financial Liabilities	13	15,000	15,000
	(b) Other Current Liabilities	14	4,45,389	27,66,468
	(c) Provisions	15	-	-
	TOTAL EQUITY AND LIABILITIES		22,33,67,259	26,84,67,152

Notes forming part of the financial statements

1 to 34

This is the Balance Sheet referred to in our report of even date

For V Sahai Tripathi & Co.

Chartered Accountants

Firm Regn No. 000262N

Siddharth Sharma

Director

DIN: 07401382

Deepali Sharma

Director

DIN: 05133382

Vishwas Tripathi

(Partner)

Membership No. 086897

Place : New Delhi

Date : 30th June 2021

Indu Attri

Chief Finance Officer

Kriti Bareja

Company Secretary

SOUTHERN INFOSYS LIMITED

Statement of Profit and Loss for the period ended 31st March 2021

Particulars		Note No.	For the year ending 31st March 2021	For the year ending 31st March 2020
I.	Revenue From Operations	16	15,76,91,824	19,04,35,105
II.	Other Income	17	36,58,174	25,08,987
III.	Total Revenue (I + II)		16,13,49,998	19,29,44,092
IV.	Expenses:			
	Purchase of Stock-in Trade	18	15,28,63,074	18,65,80,459
	Employee Benefits Expense	19	26,92,500	26,24,984
	Finance Costs	20	1,07,562	13,148
	Depreciation and Amortization Expense	1	2,93,258	17,354
	Other Expenses	21	42,89,396	26,97,986
	Total Expenses		16,02,45,790	19,19,33,931
V.	Profit before exceptional items and tax (III-IV)		11,04,207	10,10,161
VI.	Exceptional Item		-	-
VII.	Profit before tax (V - VI)		11,04,207	10,10,161
VIII.	Tax expense:			
	(1) Current Tax		2,41,534	2,34,225
	(2) Deferred Tax		1,15,528	(2,11,679)
	(3) MAT Credit Entitlement		-	-
IX	Profit (Loss) for the period		7,47,146	9,87,616
X	Other Comprehensive income			
	A (i) Items that will not be reclassified to profit or loss		-	-
	- Remeasurements of the defined benefit plans			
	(ii) Income tax relating to items that will not be reclassified to profit or loss			
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss			
XI	Total Comprehensive Income for the period (X+XI) (Comprising profit (loss) and Other Comprehensive Income for the period)		7,47,146	9,87,616
XII	Earnings per equity share (for continuing operation):			
	- Basic		0.15	0.20
	- Diluted		0.15	0.20

Notes forming part of the financial statements 1 to 34

This is the Balance Sheet referred to in our report of even date

For V. Sahai Tripathi & Co.

Chartered Accountants

Firm Regn No. 000262N

Siddharth Sharma

Director

DIN: 07401382

Deepali Sharma

Director

DIN: 05133382

Vishwas Tripathi (Partner)

Membership No. 086897

Indu Attri

Chief Finance Officer

Kriti Bareja

Company Secretary

Place : New Delhi

Date : 30th June 2021

SOUTHERN INFOSYS LIMITED
Statement of Cash Flow for the period ended 31st March 2021

Particulars	31.03.2021		31.03.2020	
(A) Cash flow from Operating Activities				
Profit Before Tax	11,04,207		10,10,161	
Add: (Profit)/Loss on sale of Assets - Net				
Depreciation	2,93,258		17,354	
Interest Paid			-	
Interest Received	(34,00,170)		(23,43,039)	
Reversal of Provision of Loss Allowance			-	
(Profit)/Loss on sale of Investments	(2,79,614)		(15,105)	
Profit on Fair Valuation of Investment	21,614		(1,50,188)	
Operating Profits before working Capital changes	(22,60,705)		(14,80,817)	
Adjustment for:				
Change in Trade Payable	(4,35,25,960)		5,87,08,012	
Change in Other Liabilities	-23,21,079		16,06,028	
Change in Trade receivable	4,92,48,237		(11,68,96,692)	
Change in Loans & Advances	34,58,451		97,98,162	
Change in Non Current Assets	-		(33,65,637)	
Change in Current Assets	-41,29,070		9,96,02,820	
Cash generation from Operating Activities	4,69,873		4,79,71,877	
Less: Income Tax	2038606		3,20,649	
Net Cash generation from Operating Activities		(15,68,733)		4,76,51,228
(B) Cash Flow from Investing Activities				
Interest Income	34,00,170		23,43,039	
Purchase of Fixed Assets	(48,15,000)			
Purchase of Investment	(1,76,85,000)		(60,41,000)	
Sale of Investment	2,07,65,000		4,00,000	
Movement in Deposits	(46,541)		(52,665)	
Net Cash from Investing Activities		16,18,629		(33,50,626)
(C) Cash Flow from Financing Activities				
Interest Paid			-	
Net Cash flow in Financing Activities				-
Net increase decrease in cash & cash equivalents		49,896		4,43,00,602
Cash and Cash equivalents (Opening Balance)		32,21,480		1,07,471
Cash and Cash equivalents (Closing Balance)		32,71,376		32,21,480

Notes forming part of the financial statements

This is the Balance Sheet referred to in our report of even date

**For V. Sahai Tripathi &
Co.**

Chartered Accountants

Firm Regn No.
000262N

Siddharth Sharma
Director
DIN: 07401382

Deepali Sharma
Director
DIN: 05133382

Vishwas Tripathi
(Partner)
Membership No.
086897

Place : New Delhi
Date : 30th June 2021

Indu Attri
Chief Finance Officer

Kriti Bareja
Company Secretary

SOUTHERN INFOSYS LIMITED
Statement of Change in Equity as at March 31, 2021

Equity Share Capital

Particulars	As at 31st March 2021	As at 31st March 2020
Balance at the beginning of the reporting period;	5,02,00,000	5,02,00,000
Changes in equity share capital during the year;	-	-
Balance at the end of the reporting period	5,02,00,000	5,02,00,000

Other Equity

Other equity consist of following :

Particulars	Reserves and Surplus			Total
	Share Application Pending Attotment	General Reserve	Retained Earnings	
Balance as at 01.04.2019	-	-	1,07,038	1,07,038
Profit/(loss) for the year	-	-	9,87,616	9,87,616
Other comprehensive income/(loss) for the year	-	-	-	-
Dividends (including corporate dividend tax)	-	-	-	-
Transfer to General Reserve	-	-	-	-
Transfer to Capital Reserve	-	-	-	-
Issue of Equity Share Capital	-	-	-	-
Balance at the end of the 31.03.2020	-	-	10,94,654	10,94,654
Profit/(loss) for the year	-	-	7,47,146	7,47,146
Other comprehensive income/(loss) for the year	-	-	-	-
Dividends (including corporate dividend tax)	-	-	-	-
Transfer to General Reserve	-	-	-	-
Transfer to Capital Reserve	-	-	-	-
Issue of Equity Share Capital	-	-	-	-
Balance at the end of the 31.03.2021	-	-	18,41,799	18,41,799

Notes forming part of the financial statements

1 to 34

This is the Balance Sheet referred to in our report of even date

For V. Sahai Tripathi & Co.

Chartered Accountants

Firm Regn No. 000262N

Siddharth Sharma

Director

DIN: 07401382

Deepali Sharma

Director

DIN: 05133382

Vishwas Tripathi

(Partner)

Membership No. 086897

Place : New Delhi

Date: 30th June 2021

Indu Attri
Chief Finance Officer

Kriti Bareja
Company Secretary

1 Property, Plant and Equipment

Property, plant and equipment consist of the following :

Particulars	Computers And Data Processing Units	Data processing machine	Data processing machine	Air conditioner	Furniture & fixture	Software	Vehicle	Total
Year ended 31 March 2021								
<i>Opening gross carrying amount</i>	11,372	3,691	23,674	5,000	1,64,636	11,467	-	2,19,840
Additions	-	-	-	-	-	-	48,15,000	48,15,000
Disposals	-	-	-	-	-	-	-	-
<i>Closing gross carrying amount as at March 31, 2021</i>	11,372	3,691	23,674	5,000	1,64,636	11,467	48,15,000	50,34,840
Opening accumulated depreciation	4,647	-16,309	20,458	-	1,14,852	11,467	-	1,35,115
Depreciation charged during the year 2020-2021	-	-	-	-	8,151	-	2,85,107	2,93,258
Depreciation on Disposals	-	-	-	-	-	-	-	-
Adjustment/ Reversal of Depreciation	-	-	-	-	-	-	-	-
<i>Closing accumulated depreciation as at March 31, 2021</i>	4,647	(16,309)	20,458	-	1,23,003	11,467	2,85,107	4,28,373
Net carrying amount as at March 31, 2021	6,725	20,000	3,216	5,000	41,633	-	45,29,893	46,06,467
Year ended 31 March 2020								
<i>Opening gross carrying amount</i>	11,372	3,691	23,674	5,000	1,64,636	11,467	-	2,19,840
Additions	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-
<i>Closing gross carrying amount as at March 31, 2020</i>	11,372	3,691	23,674	5,000	1,64,636	11,467	-	2,19,840
Opening accumulated depreciation	4,647	-16,309	20,458	-	97,498	11,467	-	1,17,761
Depreciation charged during the year 2019-2020	-	-	-	-	17,354	-	-	17,354
Depreciation on Disposals	-	-	-	-	-	-	-	-
Adjustment/ Reversal of Depreciation	-	-	-	-	-	-	-	-
<i>Closing accumulated depreciation as at March 31, 2020</i>	4,647	(16,309)	20,458	-	1,14,852	11,467	-	1,35,115
Net carrying amount as at March 31, 2020	6,725	20,000	3,216	5,000	49,784	-	-	84,725

2 Investments (Non-current)

Investments consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020	Basis of Valuation
Carried at market value			
- Investments in Equity Shares -Quoted (Refer 2A)	10,865	8,672	FVTPL
- Investments in Mutual Funds	39,06,873	67,31,067	FVTPL
- Investments in Equity Shares -Unquoted	1,31,38,500	1,31,38,500	Amortised Cost
TOTAL	1,70,56,239	1,98,78,239	

2A Investments in Equity

Investment in Equity Shares	As at 31st March 2021	As at 31st March 2020
<u>Quoted</u>		
Arcee Industries Ltd.	5,510	4,000
Shiva Medicare Ltd.	3,900	3,900
Pasupati Acrylic Ltd.	1,275	599
Arcotech	180	173
TOTAL	10,865	8,672

3 Loans (Non-current)

Loans consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020
Loans and advances (Refer 3A)	1,78,61,370	2,13,19,821
TOTAL	1,78,61,370	2,13,19,821

3A

Particulars	As at 31st March 2021	As at 31st March 2020
Amrita*	-	1,31,37,399
SMB Holdings*	64,30,810	32,01,310
Vinod Kumar*	54,01,860	49,81,112
Gyatri Impex*	60,28,700	-
	1,78,61,370	2,13,19,821

* Interest bearing advances

Note 4: Deferred Tax Assets (Net)

Major Components of the deferred tax balances:

Particulars	As at 31st March 2021	As at 31st March 2020
Property, Plant and Equipment	(1,05,260)	9,840
Interest on ICD	-	-
Investment	-427	-
	(1,05,687)	9,840
MAT credit available	1,14,817	1,14,817
Total	9,130	1,24,657

Movement in Deferred Tax Assets/(Liabilities)

Particulars	Property, Plant and Equipment	Interest on ICD	Investment	Allowance for Expected Credit Loss	Total
At 31st March, 2019	9,461	(2,11,299)	-	-	(2,01,839)
(Charged) / credited					
- to Statement of Profit and Loss	380	2,11,299	-	-	2,11,679
- to Other Comprehensive Income	-	-	-	-	-
At 31st March, 2020	9,840	-	-	-	9,840
(Charged) / credited					
- to Statement of Profit and Loss	(1,15,101)	-	(427)	-	(1,15,528)
- to Other Comprehensive Income	-	-	-	-	-
At 31st March, 2021	(1,05,260)	-	(427)	-	(1,05,687)

5 Current Tax Assets (Net)

Current Tax Assets (Net) consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020
GST Input	18,000	-
Tax Recoverable (Net of Provision) (Refer 5A)	52,59,734	34,80,662
TOTAL	52,77,734	34,80,662

5A Status as at 31st March, 2021

Particulars	As at 31st March 2021	As at 31st March 2020
Balance outstanding for previous year	34,80,662	(86,424)
Provision for tax	2,41,534	2,34,225
Less: TDS recoverable/tax deducted at source	20,20,606	37,32,661
Less: Self assessment tax		68,650
Tax Refundable/(Tax Payable)	52,59,734	34,80,662

6 Trade Receivables

Trade receivables consist of the following:

Particulars	As at 31st March 2021	As at 31st March 2020
Unsecured,		
Considered good;	16,39,57,318	21,32,05,555
Doubtful	-	-
	16,39,57,318	21,32,05,555
Less: Allowance for expected credit loss		-
TOTAL	16,39,57,318	21,32,05,555

The company applies the simplified and lifetime approach to provide for expected credit loss prescribed by Ind AS 109, which permits the use of expected loss provision for all trade receivables. The company uses expected credit loss model to assess the impairment loss

and make allowance on doubtful debts using expected credit loss model on case to case basis.

7 Cash and Cash Equivalent

Cash and cash equivalents consist of the following at amortised cost:

Particulars	As at 31st March 2021	As at 31st March 2020
(a) Cash in Hand	14,14,107	2,74,319
(b) Balances with banks		
- In Current Accounts	18,57,271	29,47,161
TOTAL	32,71,377	32,21,480

8 Other Bank Balances

Other Bank Balances consist of the following at amortised cost:

Particulars	As at 31st March 2021	As at 31st March 2020
(a) Bank deposit	5,99,206	5,52,665
<i>(deposits with original maturity more than 3 month having remaining maturity less than 12 months form Reporting date)</i>		
TOTAL	5,99,206	5,52,665

9 Other Financial Assets (Current)

Other Financial Assets consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020
Security Deposits;		
- Deposits for Rented Premises	1,05,75,000	65,75,000
Interest Receivable (Refer 9A)	266	15,948
TOTAL	1,05,75,266	65,90,948

9A Details of Interest Receivable

Particulars	As at 31st March 2021	As at 31st March 2020
Interest Recoverable on FD	266	15,948
Interest Recoverable on Advances		-
Total	266	15,948

10 Other Current Assets

Other Current Assets consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020
Advance to Parties	94,585	8,400
Prepaid Expenses	58,567	
TOTAL	1,53,152	8,400

11 Share Capital

The authorised, issued, subscribed and fully paid up share capital of equity shares having a par value of Rs10 each as follows:

Share Capital	As at 31st March 2021		As at 31st March 2020	
<u>Authorised</u>				
Equity Shares of Rs 10 each	60,00,000	6,00,00,000	60,00,000	6,00,00,000
	60,00,000	6,00,00,000	60,00,000	6,00,00,000
<u>Issued, Subscribed & Fully Paid</u>				
5,02,000 equity Shares of Rs 10 each	50,20,000	5,02,00,000	50,20,000	5,02,00,000
Total	50,20,000	5,02,00,000	50,20,000	5,02,00,000

(i) Equity Shares :- The company has one class of equity shares having a par value of Rs 10 each. Each share holder of equity is entitled to one vote per share.

(ii) In the event of liquidation of the company, holders of equity shares will be entitled to receive remaining assets of the company after distributing of all preferential amounts.

Reconciliation of number of shares

Particulars	Equity Shares			
	As at 31st March 2021		As at 31st March 2020	
Shares outstanding at the beginning of the year	50,20,000	5,02,00,000	50,20,000	5,02,00,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Any other movement (please specify)	-	-	-	-
Shares outstanding at the end of the year	50,20,000	5,02,00,000	50,20,000	5,02,00,000

Details of shares held by shareholders holding more than 5% of aggregate shares in the Company

Name of Shareholder	Equity Shares			
	As at 31st March 2021		As at 31st March 2020	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Rakesh Mohan Sharma	4,12,450	8.22%	4,12,450	8.22%
Disha Capital Services Limited	5,98,000	11.91%	5,98,000	11.91%
Disha Investment Centre Pvt Ltd	14,83,800	29.56%	14,83,800	29.56%
Mr. Tarun Sharma	3,17,120	6.32%	3,17,120	6.32%
Mr. Siddharth Sharma	3,11,010	6.20%	3,11,010	6.20%
Deepali Sharma	2,65,000	5.28%	2,65,000	5.28%
Rakesh Sharma Joint Shivani Sharma	2,47,500	4.93%	2,47,500	4.93%
Others	13,85,120	27.59%	13,85,120	27.59%
Total	50,20,000	100%	50,20,000	100%

12 Trade payables consist of the following :

Trade payables consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020
(a) Trade Payables		
- Due to MSMED	-	-
- Due to others	17,08,65,071	21,43,91,030
Total	17,08,65,071	21,43,91,030

For year ended 31st March, 2021, Company has no dues from any party that it is covered under the Micro, Small & Medium Enterprises Development Act, 2006.

13 Other Financial Liabilities (Current)

Other Financial Liabilities consist of the following at amortised cost:-

Particulars	As at 31st March 2021	As at 31st March 2020
Expense payable	15,000	15,000
Total	15,000	15,000

14 Other Current Liabilities (Non-Financial)

Other current liabilities consist of the following :-

Particulars	As at 31st March 2021	As at 31st March 2020
Statutory Liabilities	3,70,135	22,60,807
Other Payables (Refer 14A)	75,253	5,05,661
Total	4,45,389	27,66,468

14A Other Payables :

Particulars	As at 31st March 2021	As at 31st March 2020
Expenses Payable	20,476	1,19,657
Salary Payable	54,777	3,26,484
Imprest to Staff	-	59,520
Total	75,253	5,05,661

Provision (Current)

15

Provisions consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020
Provision for tax (Refer 15A)		-
Total		-

Details of Tax Payable

15A

Particulars	As at 31st March 2021	As at 31st March 2020
Provision for tax -Net (F.Y.: 2020-21)	-	-
Total		-

16 Revenue from Operations

Revenue from operations consist of revenues from

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Sale of products	15,76,91,824	19,04,35,105
Total	15,76,91,824	19,04,35,105

17 Other Income

Other income (net) consist of the following:

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Interest Income on FD	35,653	52,218
Gain On Investment	2,79,614	15,105
Interest Income on Advance	33,64,518	22,90,821
Miscellaneous Income	3	655
Profit on account of Fair Valuation of Investments	-21,614	1,50,188
Total	36,58,174	25,08,987

18 Purchase of Stock-in Trade

Purchase of Stock-in Trade consist of the following:

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Trading goods	15,28,63,074	18,65,80,459
Total	15,28,63,074	18,65,80,459

19 Employee Benefit Expense

Employee benefits expenses consist of the following

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Salaries & Wages	25,95,000	25,04,984
Employees Welfare expenses	97,500	1,20,000
Total	26,92,500	26,24,984

20 Finance Cost

Finance costs consist of the following:

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Interest on Late Payment of Taxes	1,07,562	13,148
Total	1,07,562	13,148

Other Expenses**21**

Other expenses consist of the following

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
a) Advertisement expenses	1,12,580	4,26,480
b) Allowance for Expected Credit Loss on Debtors	-	-
c) Fees and subscription	3,99,000	3,84,710
d) Interest charges	-	-
e) Demat Charges	-	-
f) Office Expenses	17,198	10,500
g) Bank Charges	7,923	4,856
h) Travelling Expenses	3,70,366	8,88,909
i) Rates & Taxes	15,251	10,360
j) Computer maintenance	-	-
k) Repair & Maintenance	71,241	4,000
l) Sundry Balance Written off	-	-
m) Telephone	88,427	1,15,200
n) Electricity	41,354	20,650
o) Conveyance & Car Running Exp.	1,34,244	1,67,100
p) Legal & Professional Expenses	25,05,420	10,000
q) Event Management Charges	-	6,25,000
r) Service charges	35,400	-
s) General Expenses	4,56,391	-
t) <u>Auditors Remuneration:</u>		
-Statutory/Tax Audit	15,000	15,000
u) Prior Period Expenses	-	6,620
v) E-Voting Charges	15,000	5,000
w) Tally license Renewal Charges	4,600	3,600
Total	42,89,396	26,97,986

22. Significant Accounting Policies

A. Statement of Compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013. The Company adopted Ind AS from 1st April, 2017.

Up to the year ended 31st March, 2017, the Company prepared its financial statements in accordance with the requirements of previous Generally Accepted Accounting Principles (GAAP), which includes Standards notified under the Companies (Accounting Standards) Rules, 2006.

B. Basis of Preparation

The financial statements are prepared in accordance with the historical cost convention, except for certain items that are measured at fair values, as explained in the accounting policies.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the following fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair value for measurement and / or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102 – Share-based Payment, leasing transactions that are within the scope of Ind AS 17 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.

All the amounts included in the financial statements are reported in Indian Rupees ('Rupees' or 'Rs.'), except per share data and unless stated otherwise and rounded off to nearest Rupees.

C. Basis of classification of Current and Non-Current

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is classified as current when it is:

- a) Expected to be realized or intended to be sold or consumed in normal operating cycle
- b) Held primarily for the purpose of trading
- c) Expected to be realized within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is classified as current when:

- a) It is expected to be settled in normal operating cycle
- b) It is held primarily for the purpose of trading
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

D. Operating Cycle

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements.

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

E. Use of Estimates

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

F. Property, Plant and Equipment – Tangible Assets

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP.

Cost is inclusive of inward freight, duties and taxes and incidental expenses related to acquisition. In respect of major projects involving construction, related pre-operational expenses form part of the value of assets capitalized. Expenses capitalized also include

applicable borrowing costs for qualifying assets, if any. All up-gradation/enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortizes the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in Schedule II of the Companies Act, 2013 on a straight-line basis. Land is not depreciated.

The estimated useful lives of property, plant and equipment of the Company are as follows:

Asset	Life of Asset
Computers & Peripherals	3 – 6 Years
Furniture and Fixtures	10 Years
Office Equipment	5 Years

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease. Property, plant and equipment's residual values and useful lives are reviewed at each Balance Sheet date and changes, if any, are treated as changes in accounting estimate.

G. Impairment of Assets

Impairment loss, if any, is provided to the extent, the carrying amount of assets or cash generating units exceed their recoverable amount.

Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life.

Impairment losses recognised in prior years are reversed when there is an indication that the impairment losses recognised no longer exist or have decreased. Such reversals are recognised as an increase in carrying amounts of assets to the extent that it does not exceed the carrying amounts that would have been determined (net of amortization or depreciation) had no impairment loss been recognised in previous years.

H. Inventories

Inventories are stated at lower of cost and net realizable value. The cost is calculated on First In First Out method. Cost comprises expenditure incurred in the normal course of business in bringing such inventories to its present location and condition and includes, where applicable, appropriate overheads based on normal level of activity. Net realizable value is the estimated selling price less estimated costs for completion and sale.

I. Financial Assets

Recognition: Financial assets include Investments, Trade receivables, Advances, Security Deposits, Cash and cash equivalents. Such assets are initially recognised at transaction price when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.

Classification: Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification.

Financial assets are classified as those measured at:

- a) **Amortised cost**, where the financial assets are held solely for collection of cash flows arising from payments of principal and/ or interest.
- b) **Fair value through other comprehensive income (FVTOCI)**, where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealized gains and losses arising from changes in the fair value being recognised in other comprehensive income.
- c) **Fair value through profit or loss (FVTPL)**, where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealized gains and losses arising from changes in the fair value being recognised in the Statement of Profit and Loss in the period in which they arise. Trade receivables, Advances, Security Deposits, Cash and cash equivalents etc. are classified for measurement at amortised cost while investments may fall under any of the aforesaid classes. However, in respect of particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

Impairment: The Company assesses at each reporting date whether a financial asset (or a group of financial assets) such as investments, trade receivables, advances and security deposits held at amortised cost and financial assets that are measured at fair value through other comprehensive income are tested for impairment based on evidence or information that is available without undue cost or effort. Expected credit losses are assessed and loss allowances recognised if the credit quality of the financial asset has deteriorated significantly since initial recognition.

Reclassification: When and only when the business model is changed, the Company shall reclassify all affected financial assets prospectively from the reclassification date as subsequently measured at amortised cost, fair value through other comprehensive income, fair value through profit or loss without restating the previously recognised gains, losses or interest and in terms of the reclassification principles laid down in the Ind AS relating to Financial Instruments.

De-recognition: Financial assets are de-recognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership.

Concomitantly, if the asset is one that is measured at:

- a) Amortised cost, the gain or loss is recognised in the Statement of Profit and Loss;
- b) Fair value through other comprehensive income, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves is reclassified within equity.

Income Recognition: Interest income is recognised in the Statement of Profit and Loss using the effective interest method. Dividend income is recognised in the Statement of Profit and Loss when the right to receive dividend is established.

J. Financial Liabilities

Borrowings, trade payables and other financial liabilities are initially recognized at the value of the respective contractual obligations. They are subsequently measured at amortized cost. Any discount or premium on redemption/ settlement is recognized in the Statement of Profit and Loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the Balance Sheet.

Financial liabilities are de-recognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry.

K. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

L. Cash Flow Statement

Cash Flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments.

M. Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

N. Equity Instruments

Equity instruments are recognised at the value of the proceeds, net of direct costs of the capital issue.

O. Revenue

Revenue from the sale of goods is recognised when all the following conditions are satisfied:

- Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- Company retains neither continuing managerial involvement to the degree

- usually associated with ownership nor effective control over the goods sold;
 - The amount of revenue can be measured reliably;
 - It is probable that the economic benefits associated with the transaction will flow to the Company; and
- a) **Sale of goods:** Revenue is measured at the fair value of the consideration received or receivable for goods supplied, net of returns and discounts to customers. Revenue from the sale of goods includes excise and other duties which the Company pays as a principal but excludes amounts collected on behalf of third parties, such as sales tax, value added tax and goods and services tax.
- b) **Interest income:** Income from a financial asset is recognised when it is probable that the economic benefits will flow to Company and the amount of income can be measured reliably. Interest income is accrued on time basis, by reference to the principal outstanding and at the interest rate as applicable.
- c) **Dividend income:** Dividend is recognised when the right to receive the payment is established (generally on shareholder's approval by the reporting date).
- d) **Other revenues:** These are recognised on accrual basis, except where there are uncertainties in realisation / determination of income and in such case income is recognised on realisation / certainty.

P. Employee Benefits

Short-term benefits:

A liability is recognised for benefits accruing to employees in respect of wages and salaries in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service. Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Q. Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfillment of the arrangement is dependent on the use of a specific asset/s and the arrangement conveys a right to use the asset/s, even if that right is not explicitly specified in an arrangement.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

R. Taxes on Income

Income tax expense represents the sum of the tax currently payable and deferred taxation.

a) Current Tax

Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

b) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the deferred tax is also recognised in other comprehensive income or directly in equity respectively.

c) Minimum Alternate Tax

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Group will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Group. Current and deferred tax are

recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

S. Provisions

Provisions are recognised when, as a result of a past event, the Company has a legal or constructive obligation; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. The amount so recognised is a best estimate of the consideration required to settle the obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation.

In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation.

T. Operating Segment

The Company operates only in single segment i.e. the Trading of "local computer" from where it is earning its revenue and incurring expense. The operating results are regularly reviewed and performance is assessed by its Chief Operating Decision Maker (CODM). All the company's resources are dedicated to this single segment and all the discrete financial information is available for this segment.

U. Earnings per share

Basic earnings per share is calculated by dividing profit or loss attributable to the owners of the company by weighted average number of equity shares outstanding during the financial year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue, share split and any new equity issue. For the purpose of calculating diluted earnings per share, profit or loss attributable to the owners of the Company and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

V. Contingent liabilities

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood on outflow of resources is remote, no provision or disclosure is made.

W. Financial and Management Information Systems

The Company's Accounting System is designed to unify the Financial Records and also to comply with the relevant provisions of the Companies Act, 2013, to provide financial and cost information appropriate to the businesses and facilitate Internal Control.

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

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Additional Notes to Accounts

23) Earnings Per Share (EPS) :

	Year ended 31-Mar-21	Year Ended 31-Mar-20
(a) Calculation of Weighted Average Number of Equity Shares of 100 each		
Number of Shares at the beginning of the period**	50,20,000	50,20,000
Number of Shares at the close of the period**	50,20,000	50,20,000
Weighted Average number of Equity Shares**		
During the period	50,20,000	50,20,000
(b) Net Profit/(Loss) for the period attributable to Equity Shares (in Rs.)	7,47,146	9,87,615
(c) Earning per share – Basic**	0.15	0.20
(d) Earning per share – Diluted**	0.15	0.20

- 24) Employee Benefits Schemes such as Gratuity, Provident Fund & other staff welfare schemes are applicable on the Company during the reporting period. But no provision of gratuity has been made during the reporting period as mandated by “**Indian Accounting Standard-19 on Employees Benefits**”, issued by Institute of Chartered Accountants of India and the expense of Gratuity is not booked on the basis of Actuarial Valuation certificate.
- 25) For year ended 31st March, 2021, Company has no dues from any party that is covered under the Micro, Small & Medium Enterprises Development Act, 2006 (MSMED).
- 26) The Company has taken certain commercial premises under cancellable operating lease arrangements. The lease rental clause provides no rental expense to be charged from lessee. Only security deposit amounting Rs. 1,05,75,000 is to be provided for. There is no Lock in period of aforementioned operating leases as on 31st March 2021, therefore the same are considered as cancellable operating lease.

27) **Related Parties Transactions:**

A. List of Related parties

SN	Description of Relationship	Name of Party
(a)	Associate Company	Disha Capital Services Limited
(b)	Enterprise which have significant influence over the company	Disha Investment Centre Private Limited
(c)	Enterprise in which KMP has significant influence	RMS and Associates
(d)	Key Management Personnel	Kriti Bareja Siddharth Sharma Indu Atri Rakesh Mohan Sharma Deepali Sharma

B. Transactions with Related Parties

	Type of Transaction	Associate Company		Enterprise which have significant influence over the company		Enterprise in which KMP has significant influence		Key Managerial Personnel	
		2020-21	2019-20	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
(a)	Salary	-	-	-	-	-	-	8,40,000	9,52,520
(b)	Consultancy Fee	-	-	-	-	24,03,620	-	-	-

C. Balance Outstanding

(Amount in Rs.)

		As at 31 st March 2021	As at 31 st March 2020
1.	Amount outstanding – Receivables (Disha Investment Centre Pvt Ltd)	1,05,75,000	65,75,000
2.	Amount outstanding – Payables (KMP)	70,000	2,80,000
3.	Amount outstanding – Investments (Associate)	1,31,38,500	1,31,38,500

28) Fair value measurement

i. Financial Instruments by category

	As at 31 st March 2021			As at 31 st March 2020		
	FVTPL	FVTOC I	Amortise dcost	FVTPL	FVT OCI	Amortise dcost
Investments	39,17,739	-	1,31,38,500	67,39,739	-	1,31,38,500
Loans	-	-	1,78,61,370	-	-	2,13,19,821
Trade Receivables	-	-	16,39,57,318	-	-	21,32,05,555
Cash and cash equivalents	-	-	32,71,377	-	-	32,21,480
Other Bank Balance	-	-	5,99,206	-	-	5,52,665
Others	-	-	1,05,75,266	-	-	65,90,948
Borrowing	-	-	-	-	-	-
Trade Payable	-	-	17,08,65,071	-	-	21,43,91,030
Other	-	-	15,000	-	-	15,000

ii. Financial Instruments by hierarchy

Particulars		As at 31 st March 2021	As at 31 st March 2020
I	Financial Assets / Financial Liabilities at Amortised Cost The carrying amount of financial assets and financial liabilities measured at amortised cost are a reasonable approximation of their fair values except Investments for which the fair value are as follows: Fair value of Investments measured at amortised cost (Level 1)	1,31,38,500	1,31,38,500
II	Financial assets at Fair Value through Profit & Loss Investment in Equity Shares, Mutual Funds (Level 1) Investment in Alternative Investment Funds (Debt), Loans (Level 3)	39,17,739 1,78,61,370	67,39,739 2,13,19,821
III	Financial assets at fair value through Other Comprehensive Income	NIL	NIL

29) **Capital Management**

The Company's objective for managing capital is to ensure as under:

- a) To ensure the company's ability to continue as a going concern.
- b) Maintaining a strong credit rating and healthy debt equity ratio in order to support business and maximize the shareholder's value.
- c) Maintain an optimal capital structure.
- d) Compliance financial covenants under the borrowing facilities.

For the purpose of capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity holders of the Company.

The Company manages its capital structure keeping in view of:

- a) Compliance of financial covenants of borrowing facilities.
- b) Changes in economic conditions.

In order to achieve this overall objective of capital management, amongst other things, the Company aims to ensure that it meets financial covenants attached to the borrowings facilities defining capital structure requirements, where breach in meeting the financial covenants may permit the lender to call the borrowings.

There has been no breach in the financial covenants of any borrowing facilities in the current period. There is no change in the objectives, policies or processes for managing capital over previous year. To maintain the capital structure, the Company may vary the dividend payment to shareholders.

30) **Financial Risk Management**

The Company's principal financial liability comprises trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company also holds non-current investments measured at amortised cost. The Company is exposed to market risk, credit risk, interest risk, foreign exchange risk and liquidity risk. The Company's senior management oversees the management of these risks under appropriate policies and procedures.

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 risk interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTPL non-current investments.

b) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's avilment of bank overdraft and other working capital loans.

c) Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. Credit risk is managed by company's established policy,

procedures and control relating to customer credit risk management. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss.

d) Liquidity Risk

Liquidity risk refers to risk that the Company may encounter difficulties in meeting its obligations associated with financial liabilities that are settled in cash or other financial assets. The Company regularly monitors the rolling forecasts to ensure that sufficient liquidity is maintained on an ongoing basis to meet operational needs. The Company manages the liquidity risk by planning the investments in a manner such that the desired quantum of funds could be made available to meet any of the business requirements within a reasonable period of time. In addition, the Company also maintains flexibility in arranging the funds by maintaining committed credit lines with bank(s) to meet the obligations.

- 31) The letters of confirmation have been sent by the management to parties of Accounts receivables, Accounts payables, Advances, other payables/receivables to confirm their balances as on 31st March, 2021. Balance confirmations have not been received from parties up to the date of signing of financials. The balances of such parties have been incorporated in the financial statements at the value as per the books of account. The company, to the extent stated, has considered them as good and no provisions have been made in respect of debtors/advances.

32) Segment information for the year ended 31st March 2021

The Company is engaged in a single segment i.e. the Trading of "Local Computers and other related services" from where it is earning its revenue and incurring expense. The operating results are regularly reviewed and performance is assessed by its Chief Operating Decision Maker (CODM). All the company's resources are dedicated to this single segment and all the discrete financial information is available for this segment.

Geographical Segments

Since the company's operations & activities are within the country and considering the nature of services it deals in, the risks and returns are the same and as such, there is only one geographical segment.

Particulars	For year ending 31st March, 2021	For year ending 31st March, 2020
Segment Revenue		
- Within India	15,76,91,824	19,04,35,105

- 33) It is over a year since 2020, Pandemic hit us hard through public health crisis and economy disruption. Government from time to time imposed restrictions on activities

and nationwide lockdown amid the covid situation which has resulted in a global slow down. This affects all aspects of everyone lives and directly have wide impact on the economy which includes our business.

The safety and health of the employees of the Company has been highest priority for us and accordingly we adopted the mode of work from home. The Company resumed its operation, with strict safety protocols during eased conditions announced by the Government. Your Company has been actively been monitoring the impact of covid on its financial condition and operation and the unavailable decline in its revenue for the Financial year 2020-21. Despite all this, the company achieved improved profits due to change in priority of business.

34) (i) Comparative Previous Year's Figures

Figures for the previous year are in brackets and have been re-grouped/re-classified wherever necessary to make them comparable with the figures of the current year.

(ii) Format as per Schedule III of Companies Act, 2013

The Company has prepared these Financial Statements as per the format prescribed by Schedule III to the Companies Act, 2013 ('the Schedule') issued by Ministry of Corporate Affairs, Government of India for preparation of Ind AS financials.

(iii) Presentation of Figures

The figures appearing in the Financial Statements has been prepared in Rupees.

For V Sahai Tripathi & Co

Chartered Accountants

Firm Reg. No. 000262N

Vishwas Tripathi

Partner

M.N.: 086897

Siddharth Sharma

(Director)

DIN 07401382

Deepali Sharma

(Director)

DIN 05133382

Place: New Delhi

Dated: 30th June 2021

Indu Atri

(Chief Financial Officer)

Kriti Bareja

(Company Secretary)

Independent Auditors' Report

To the Members of
SOUTHERN INFOSYS LIMITED

Report on the Audit of the Consolidated Financial Statements

Qualified Opinion

We have audited the accompanying consolidated financial statements of **SOUTHERN INFOSYS LIMITED** ("hereinafter referred to as the Holding Company") and its associates, which comprise the Consolidated Balance Sheet as at 31st March, 2021, and the Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended, and notes to the Consolidated financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in the **Basis for Qualified opinion paragraph**, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and its profit, changes in equity and its cash flows for the year ended on that date

- (a) In the case of the Consolidated Balance Sheet, of the Consolidated State of Affairs of the Company as at March 31, 2021; and
- (b) In the case of Consolidated Statement of Profit and Loss account, of the profit for the year ended on date March 31, 2021.
- (c) In the case of Consolidated Cash Flow Statement for the year ended on date March 31, 2021.
- (d) In the case of Consolidated Statement of changes in equity for the year ended on date March 31, 2021.

Basis for Qualified Opinion

- a) The company is required to make provision for Gratuity in respect of its employees as required under Payment of Gratuity Act, 1965 by following accrual basis and conducting the valuation by following independent actuarial valuations as at the balance sheet date by using the project unit cost method as mandated by Indian Accounting Standard-19 on Employee Benefits prescribed in the Companies (Accounting Standards) Rules, 2006 and Companies (Accounting Standards) Rules, 2016. The company has not made any provision for Gratuity and the said non-provision is contravention. We are unable to ascertain the financial implication of the same. The net profit for the year, current assets cumulative net profits are overstated to that extent.
- b) TCS has to be collected on sales of goods by seller as per Section 206C(1H) applicable from 1st October 2020 vide notification no. 54/2020 dated 24th July 2020. The company has not complied with the provisions of this section during the current financial year. This may result in levy of penalties under relevant sections of Income Tax Act, however, the impact of the same cannot be quantified.

Emphasis of Matter

- a) We draw your attention to the responsibility of the Company to arrange balance confirmations in respect of Accounts Receivable, Accounts Payable and other receivables/payables. The letters of confirmation have been sent by the management to parties of Accounts receivables, Accounts

payables, Advances, other payables/receivables to confirm their balances as on 31st March, 2021. Balance confirmations have not been received from parties up to the date of signing of financials. The balances of such parties have been incorporated in the financial statements at the value as per the books of account. The company, to the extent stated, has considered them as good and no provisions have been made in respect of debtors/advances. Accordingly, Accounts Receivables and Payables balances and other receivables/payables are subject to confirmation and reconciliation. To that extent, we are unable to ascertain financial implication of same in the financial statements.

- b) We draw attention to **Note 33** to the financial statements, regarding management's assessment of Covid-19 impact on the future performance of the company. Our report is not modified in respect of the matter.

Other Matter

The financial statements of **Disha Capital Services Limited** for the year ended March 31, 2021, were audited by another auditor who expressed an unmodified opinion on those statements on June 28, 2021. The financial statements/financial information of aforesaid associate have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the associate, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid associate, is based solely on the reports of the other auditors.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

Information Other than the Consolidated 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 Management Discussion and Analysis, Director's Report, Report on Corporate Governance and General Shareholders Information, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Consolidated 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 consolidated financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the

accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. 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 Act, does not required to be given in case of consolidation of financials. Accordingly report a statement on the matters specified in the paragraph 3 and 4 of the Order, are not required to be given.
2. As required by Section 143 (3) of the Companies Act, 2013, we report that:
 - a. Except for the matter described in the Basis for Qualified Opinion and Emphasis of matter paragraph above, we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. Except for the matter described in the Basis for Qualified Opinion and Emphasis of matter paragraph above, in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. Except for the matter described in the Basis for Qualified Opinion and Emphasis of matter paragraphs above, the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account.;
 - d. Except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph above, in our opinion, the aforesaid Consolidated financial statements comply

with the Indian Accounting Standards prescribed under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;

- e. on the basis of the written representations received from the directors as on 31st March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
- f. Except for the matter described in the basis for qualified opinion and Emphasis of Matter Paragraph, with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure 'A'** ; and
- g. with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigation as on 31st March, 2021;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For V Sahai Tripathi & Co.
Chartered Accountants
Firms Registration No. 000262N

(Vishwas Tripathi)
Partner
Membership No. 086897

Place: New Delhi
Date:- 30th June 2021

Annexure 'A' to Independent Auditors' Report

Referred to in Paragraph 2 (f) under the heading of "report on other legal and regulatory requirements" of our report 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")

We have audited the internal financial controls over financial reporting of SOUTHERN INFOSYS LIMITED ("the Company") as of March 31, 2021 in conjunction with our audit of the consolidated 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 internal policies & procedures, accounting records and essential components on the internal control over financial reporting criteria established by the Company as per Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and 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 we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- a) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated 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
- c) 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 consolidated 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 to future periods are subject to the risk that the internal financial control 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 our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the Company's internal policies & procedures and accounting records and implementation of essential components on the internal controls over financial reporting.

For V Sahai Tripathi & Co.

Chartered Accountants

Firms Registration No. 000262N

(Vishwas Tripathi)

Partner

Membership No. 086897

Place: New Delhi

Date:- 30th June 2021

SOUTHERN INFOSYS LIMITED
Consolidated Balance Sheet as at 31st March 2021

	Particulars	Note No.	As at 31st March 2021	As at 31st March 2020
I	ASSETS			
1	Non-current assets			
	(a) Property, Plant and Equipment	1	46,06,467	84,725
	(b) Other Intangible Assets		-	-
	(c) Financial Assets			
	(i) Investments	2	1,76,29,013	2,04,56,361
	(ii) Loans	3	1,78,61,370	2,13,19,821
	(d) Deferred Tax Asset (Net)	4	9,130	1,24,657
	(e) Other Non Current Assets	5	52,77,733	34,80,662
2	Current assets			
	(a) Financial Assets			
	(i) Trade receivables	6	16,39,57,318	21,32,05,555
	(ii) Cash and Cash Equivalents	7	32,71,377	32,21,480
	(iii) Other Bank Balances	8	5,99,206	5,52,665
	(iv) Other Financial Assets	9	1,05,75,266	65,90,948
	(b) Other Current Assets	10	1,53,152	8,400
	TOTAL ASSETS		22,39,40,032	26,90,45,274
II	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity Share Capital	11	5,02,00,000	5,02,00,000
	(b) Other Equity		24,14,573	16,72,776
2	Liabilities			
	Current liabilities			
	(a) Financial Liabilities			
	(i) Trade Payables	12	17,08,65,071	21,43,91,030
	(ii) Other Financial Liabilities	13	15,000	15,000
	(b) Other Current Liabilities	14	4,45,389	27,66,468
	(c) Provisions	15	-	-
	TOTAL EQUITY AND LIABILITIES		22,39,40,032	26,90,45,274

Notes forming part of the financial statements

1 to 34

This is the Balance Sheet referred to in our report of even date

For V Sahai Tripathi & Co.

Chartered Accountants

Firm Regn No. 000262N

Siddharth Sharma

Director

DIN: 07401382

Deepali Sharma

Director

DIN: 05133382

Vishwas Tripathi

(Partner)

Membership No. 086897

Place : New Delhi

Date : 30th June 2021

Indu Attri

Chief Finance Officer

Kriti Bareja

Company Secretary

SOUTHERN INFOSYS LIMITED

Consolidated Statement of Profit and Loss for the period ended 31st March 2021

Particulars		Note No.	For the year ending 31st March 2021	For the year ending 31st March 2020
I.	Revenue From Operations	16	15,76,91,824	19,04,35,105
II.	Other Income	17	36,58,174	25,08,987
III.	Total Revenue (I + II)		16,13,49,998	19,29,44,092
IV.	Expenses:			
	Purchase of Stock-in Trade	18	15,28,63,074	18,65,80,459
	Employee Benefits Expense	19	26,92,500	26,24,984
	Finance Costs	20	1,07,562	13,148
	Depreciation and Amortization Expense	1	2,93,258	17,354
	Other Expenses	21	42,89,396	26,97,986
	Total Expenses		16,02,45,790	19,19,33,931
V.	Profit before exceptional items and tax (III-IV)		11,04,208	10,10,161
VI.	Exceptional Item		-	-
VII.	Profit before tax (V - VI)		11,04,208	10,10,161
VIII.	Tax expense:			
	(1) Current Tax		2,41,535	2,34,225
	(2) Deferred Tax		1,15,528	(2,11,679)
	(3) MAT Credit Entitlement		-	-
IX	Profit (Loss) for the period		7,47,146	9,87,615
X	Share in Profit of Associates		(5,348)	1,12,798
XI	Profit (Loss) for the period		7,41,798	11,00,413
X	Other Comprehensive income			
	A (i) Items that will not be reclassified to profit or loss		-	-
	- Remeasurements of the defined benefit plans			
	(ii) Income tax relating to items that will not be reclassified to profit or loss			
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss			
XI	Total Comprehensive Income for the period (X+XI) (Comprising profit (loss) and Other Comprehensive Income for the period)		7,41,798	11,00,413
XII	Earnings per equity share (for continuing operation):			
	- Basic		0.15	0.22
	- Diluted		0.15	0.22

Notes forming part of the financial statements 1 to 34

This is the Balance Sheet referred to in our report of even date

For V. Sahai Tripathi & Co.

Chartered Accountants

Firm Regn No. 000262N

Siddharth Sharma

Director

DIN: 07401382

Deepali Sharma

Director

DIN: 05133382

Vishwas Tripathi

(Partner)

Membership No. 086897

Indu Attri

Chief Finance Officer

Kriti Bareja

Company Secretary

Place : New Delhi

Date : 30th June 2021

SOUTHERN INFOSYS LIMITED

Consolidated Statement of Cash Flow for the period ended 31st March 2021

Particulars	31.03.2021		31.03.2020	
(A) Cash flow from Operating Activities				
Profit Before Tax	11,04,208		10,10,161	
Add: (Profit)/Loss on sale of Assets - Net				
Depreciation	2,93,258		17,354	
Interest Paid			-	
Interest Received	(34,00,170)		(23,43,039)	
(Profit)/Loss on sale of Investments	(2,79,614)		(15,105)	
Profit on Fair Valuation of Investment	21,614		(1,50,188)	
Operating Profits before working Capital changes	(22,60,704)		(14,80,817)	
Adjustment for:				
Change in Trade Payable	(4,35,25,960)		5,87,08,012	
Change in Other Liabilities	(23,21,079)		16,06,028	
Change in Trade receivable	4,92,48,237		(11,68,96,692)	
Change in Loans & Advances	34,58,451		97,98,162	
Change in Non Current Assets	-		(33,65,637)	
Change in Current Assets	(41,29,070)		9,96,02,820	
Cash generation from Operating Activities	4,69,874		4,79,71,877	
Less: Income Tax	20,38,606		3,20,649	
Net Cash generation from Operating Activities		(15,68,732)		4,76,51,228
(B) Cash Flow from Investing Activities				
Interest Income	34,00,170		23,43,039	
Purchase of Fixed Assets	(48,15,000)			
Purchase of Investment	(1,76,85,000)		(60,41,000)	
Sale of Investment	2,07,65,000		4,00,000	
Movement in Deposits	(46,541)		(52,665)	
Net Cash from Investing Activities		16,18,629		(33,50,626)
(C) Cash Flow from Financing Activities				
Interest Paid			-	
Net Cash flow in Financing Activities				-
Net increase decrease in cash & cash equivalents		49,897		4,43,00,602
Cash and Cash equivalents (Opening Balance)		32,21,480		1,07,471
Cash and Cash equivalents (Closing Balance)		32,71,377		32,21,480

Notes forming part of the financial statements

This is the Balance Sheet referred to in our report of even date

**For V. Sahai Tripathi
& Co.**

Chartered Accountants

Firm Regn No. 000262N

Siddharth Sharma

Director

DIN: 07401382

Deepali Sharma

Director

DIN: 05133382

Vishwas Tripathi

(Partner)

Membership No.

086897

Place : New Delhi

Date : 30th June 2021

Indu Attri

Chief Finance Officer

Kriti Bareja

Company Secretary

SOUTHERN INFOSYS LIMITED
Consolidated Statement of Change in Equity as at March 31, 2021

Equity Share Capital

Particulars	As at 31st March 2021	As at 31st March 2020
Balance at the beginning of the reporting period;	5,02,00,000	5,02,00,000
Changes in equity share capital during the year;	-	-
Balance at the end of the reporting period	5,02,00,000	5,02,00,000

Other Equity

Other equity consist of following :

Particulars	Reserves and Surplus			Total
	Share Application Pending Attotment	General Reserve	Retained Earnings	
Balance as at 01.04.2019	-	-	5,72,363	5,72,363
Profit/(loss) for the year	-	-	11,00,413	11,00,413
Other comprehensive income/(loss) for the year	-	-	-	-
Dividends (including corporate dividend tax)	-	-	-	-
Transfer to General Reserve	-	-	-	-
Transfer to Capital Reserve	-	-	-	-
Issue of Equity Share Capital	-	-	-	-
Balance at the end of the 31.03.2020	-	-	16,72,776	16,72,776
Profit/(loss) for the year	-	-	7,41,798	7,41,798
Other comprehensive income/(loss) for the year	-	-	-	-
Dividends (including corporate dividend tax)	-	-	-	-
Transfer to General Reserve	-	-	-	-
Transfer to Capital Reserve	-	-	-	-
Issue of Equity Share Capital	-	-	-	-
Balance at the end of the 31.03.2021	-	-	24,14,573	24,14,573

Notes forming part of the financial statements

1 to 34

This is the Balance Sheet referred to in our report of even date

For V. Sahai Tripathi & Co.

Chartered Accountants

Firm Regn No. 000262N

Sidharth Sharma
Director
DIN: 07401382

Deepali Sharma
Director
DIN: 05133382

Vishwas Tripathi

(Partner)

Membership No. 086897

Place : New Delhi
Date : 30th June 2021

Indu Attri
Chief Finance Officer

Kriti Bareja
Company Secretary

1 Property, Plant and Equipment

Property, plant and equipment consist of the following :

Particulars	Computers And Data Processing Units	Data processing machine	Data processing machine	Air conditioner	Furniture & fixture	Software	Vehicle	Total
Year ended 31 March 2021								
<i>Opening gross carrying amount</i>	11,372	3,691	23,674	5,000	1,64,636	11,467	-	2,19,840
Additions	-	-	-	-	-	-	48,15,000	48,15,000
Disposals	-	-	-	-	-	-	-	-
<i>Closing gross carrying amount as at March 31, 2021</i>	11,372	3,691	23,674	5,000	1,64,636	11,467	48,15,000	50,34,840
Opening accumulated depreciation	4,647	-16,309	20,458	-	1,14,852	11,467	-	1,35,115
Depreciation charged during the year 2020-2021	-	-	-	-	8,151	-	2,85,107	2,93,258
Depreciation on Disposals	-	-	-	-	-	-	-	-
Adjustment/ Reversal of Depreciation	-	-	-	-	-	-	-	-
<i>Closing accumulated depreciation as at March 31, 2021</i>	4,647	(16,309)	20,458	-	1,23,003	11,467	2,85,107	4,28,373
Net carrying amount as at March 31, 2021	6,725	20,000	3,216	5,000	41,633	-	45,29,893	46,06,467
Year ended 31 March 2020								
<i>Opening gross carrying amount</i>	11,372	3,691	23,674	5,000	1,64,636	11,467	-	2,19,840
Additions	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-
<i>Closing gross carrying amount as at March 31, 2020</i>	11,372	3,691	23,674	5,000	1,64,636	11,467	-	2,19,840
Opening accumulated depreciation	4,647	-16,309	20,458	-	97,498	11,467	-	1,17,761
Depreciation charged during the year 2019-2020	-	-	-	-	17,354	-	-	17,354
Depreciation on Disposals	-	-	-	-	-	-	-	-
Adjustment/ Reversal of Depreciation	-	-	-	-	-	-	-	-
<i>Closing accumulated depreciation as at March 31, 2020</i>	4,647	(16,309)	20,458	-	1,14,852	11,467	-	1,35,115
Net carrying amount as at March 31, 2020	6,725	20,000	3,216	5,000	49,784	-	-	84,725

2 Investments (Non-current)

Investments consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020	Basis of Valuation
Carried at market value			
- Investments in Equity Shares -Quoted (Refer 2A)	10,865	8,672	FVTPL
- Investments in Mutual Funds	39,06,873	67,31,067	FVTPL
- Investments in Equity Accounted Investees (Refer 2B)	1,37,11,274	1,37,16,622	Amortised Cost
TOTAL	1,76,29,013	2,04,56,361	

2A Investments in Equity

Investment in Equity Shares	As at 31st March 2021	As at 31st March 2020
Quoted		
Arcee Industries Ltd.	5,510	4,000
Shiva Medicare Ltd.	3,900	3,900
Pasupati Acrylic Ltd.	1,275	599
Arcotech	180	173
TOTAL	10,865	8,672

2B Investments in Equity Accounted Investees

Carrying Amount in associate	1,37,16,622	1,36,03,824
Share in profit/loss in associate	-5,348	1,12,798
	1,37,11,274	1,37,16,622

3 Loans (Non-current)

Loans consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020
Loans and advances (Refer 3A)	1,78,61,370	2,13,19,821
TOTAL	1,78,61,370	2,13,19,821

3A

Particulars	As at 31st March 2021	As at 31st March 2020
Amrita*	-	1,31,37,399
SMB Holdings*	64,30,810	32,01,310
Vinod Kumar*	54,01,860	49,81,112
Gyatri Impex*	60,28,700	-
	1,78,61,370	2,13,19,821

* Interest bearing advances

Note 4: Deferred Tax Assets (Net)

Major Components of the deferred tax balances:

Particulars	As at 31st March 2021	As at 31st March 2020
Property, Plant and Equipment	(1,05,260)	9,840
Interest on ICD	-	-
Investment	-427	-
	(1,05,687)	9,840
MAT credit available	1,14,817	1,14,817
Total	9,130	1,24,657

Movement in Deferred Tax Assets/(Liabilities)

Particulars	Property, Plant and Equipment	Interest on ICD	Investment	Allowance for Expected Credit Loss	Total
At 31st March, 2019	9,461	(2,11,299)	-	-	(2,01,839)
(Charged) / credited					
- to Statement of Profit and Loss	380	2,11,299	-	-	2,11,679
- to Other Comprehensive Income	-	-	-	-	-
At 31st March, 2020	9,840	-	-	-	9,840
(Charged) / credited					
- to Statement of Profit and Loss	(1,15,101)	-	(427)	-	(1,15,528)
- to Other Comprehensive Income	-	-	-	-	-
At 31st March, 2021	(1,05,260)	-	(427)	-	(1,05,687)

5 Current Tax Assets (Net)

Current Tax Assets (Net) consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020
GST Input	18,000	-
Tax Recoverable (Net of Provision) (Refer 5A)	52,59,733	34,80,662
TOTAL	52,77,733	34,80,662

5A Status as at 31st March, 2021

Particulars	As at 31st March 2021	As at 31st March 2020
Balance outstanding for previous year	34,80,662	(86,424)
Provision for tax	2,41,535	2,34,225
Less: TDS recoverable/tax deducted at source	20,20,606	37,32,661
Less: Self assessment tax		68,650
Tax Refundable/(Tax Payable)	52,59,733	34,80,662

6 Trade Receivables

Trade receivables consist of the following:

Particulars	As at 31st March 2021	As at 31st March 2020
Unsecured,	16,39,57,318	
Considered good;		21,32,05,555
Doubtful		-
	16,39,57,318	21,32,05,555
Less: Allowance for expected credit loss		-
TOTAL	16,39,57,318	21,32,05,555

The company applies the simplified and lifetime approach to provide for expected credit loss prescribed by Ind AS 109, which permits the use of expected loss provision for all trade receivables. The company uses expected credit loss model to assess the impairment loss and make allowance on doubtful debts using expected credit loss model on case to case basis.

7 Cash and Cash Equivalent

Cash and cash equivalents consist of the following at amortised cost:

Particulars	As at 31st March 2021	As at 31st March 2020
(a) Cash in Hand	14,14,107	2,74,319
(b) Balances with banks		
- In Current Accounts	18,57,271	29,47,161
TOTAL	32,71,377	32,21,480

8 Other Bank Balances

Other Bank Balances consist of the following at amortised cost:

Particulars	As at 31st March 2021	As at 31st March 2020
(a) Bank deposit	5,99,206	5,52,665
<i>(deposits with original maturity more than 3 month having remaining maturity less than 12 months form Reporting date)</i>		
TOTAL	5,99,206	5,52,665

9 Other Financial Assets (Current)

Other Financial Assets consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020
Security Deposits;		
- Deposits for Rented Premises	1,05,75,000	65,75,000
Interest Receivable (Refer 9A)	266	15,948
TOTAL	1,05,75,266	65,90,948

9A Details of Interest Receivable

Particulars	As at 31st March 2021	As at 31st March 2020
Interest Recoverable on FD	266	15,948
Interest Recoverable on Advances		-
Total	266	15,948

10 Other Current Assets

Other Current Assets consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020
Advance to Creditors	94,585	8,400
Prepaid Expenses	58,567	
TOTAL	1,53,152	8,400

11 Share Capital

The authorised, issued, subscribed and fully paid up share capital of equity shares having a par value of Rs10 each as follows:

Share Capital	As at 31st March 2021		As at 31st March 2020	
Authorised				
Equity Shares of Rs 10 each	60,00,000	6,00,00,000	60,00,000	6,00,00,000
	60,00,000	6,00,00,000	60,00,000	6,00,00,000
Issued, Subscribed & Fully Paid				
5,02,000 equity Shares of Rs 10 each	50,20,000	5,02,00,000	50,20,000	5,02,00,000
Total	50,20,000	5,02,00,000	50,20,000	5,02,00,000

(i) Equity Shares :- The company has one class of equity shares having a par value of Rs 10 each. Each share holder of equity is entitled to one vote per share.

(ii) In the event of liquidation of the company, holders of equity shares will be entitled to receive remaining assets of the company after distributing of all preferential amounts.

Reconciliation of number of shares

11A	Particulars	Equity Shares			
		As at 31st March 2021		As at 31st March 2020	
	Shares outstanding at the beginning of the year	50,20,000	5,02,00,000	50,20,000	5,02,00,000
	Shares Issued during the year	-	-	-	-
	Shares bought back during the year	-	-	-	-
	Any other movement (please specify)	-	-	-	-
	Shares outstanding at the end of the year	50,20,000	5,02,00,000	50,20,000	5,02,00,000

Details of shares held by shareholders holding more than 5% of aggregate shares in the Company

11B	Name of Shareholder	Equity Shares			
		As at 31st March 2021		As at 31st March 2020	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
	Rakesh Mohan Sharma	4,12,450	8.22%	4,12,450	8.22%
	Disha Capital Services Limited	5,98,000	11.91%	5,98,000	11.91%
	Disha Investment Centre Pvt Ltd	14,83,800	29.56%	14,83,800	29.56%
	Mr. Tarun Sharma	3,17,120	6.32%	3,17,120	6.32%
	Mr. Siddharth Sharma	3,11,010	6.20%	3,11,010	6.20%
	Deepali Sharma	2,65,000	5.28%	2,65,000	5.28%
	Rakesh Sharma Joint Shivani Sharma	2,47,500	4.93%	2,47,500	4.93%
	Others	13,85,120	27.59%	13,85,120	27.59%
	Total	50,20,000	100%	50,20,000	100%

12 Trade payables consist of the following :

Trade payables consist of the following :

Particulars	As at 31st March 2021	As at 31 st March 2020
(a) Trade Payables		
- Due to MSMED	17,08,65,071	-
- Due to others		21,43,91,030
Total	17,08,65,071	21,43,91,030

For year ended 31st March, 2021, Company has no dues from any party that it is covered under the Micro, Small & Medium Enterprises Development Act, 2006.

13 Other Financial Liabilities (Current)

Other Financial Liabilities consist of the following at amortised cost:-

Particulars	As at 31st March 2021	As at 31 st March 2020
Expense payable	15,000	15,000
Total	15,000	15,000

14 Other Current Liabilities (Non-Financial)

Other current liabilities consist of the following :-

Particulars	As at 31st March 2021	As at 31 st March 2020
Statutory Liabilities	3,70,135	22,60,807
Other Payables (Refer 14A)	75,253	5,05,661
Total	4,45,389	27,66,468

14A Other Payables :

Particulars	As at 31st March 2021	As at 31 st March 2020
Expenses payable	20,476	1,19,657
Salary Payable	54,777	3,26,484
Imprest to Staff	-	59,520
Total	75,253	5,05,661

15 Provision (Current)

Provisions consist of the following :

Particulars	As at 31st March 2021	As at 31st March 2020
Provision for tax (Refer 15A)		-
Total		-

15A Details of Tax Payable

Particulars	As at 31st March 2021	As at 31st March 2020
Provision for tax -Net (F.Y.: 2020-21)	-	-
Total		-

16 Revenue from Operations

Revenue from operations consist of revenues from

Particulars	For the year ended31 March 2021	For the year ended31 March 2020
Sale of products	15,76,91,824	19,04,35,105
Total	15,76,91,824	19,04,35,105

17 Other Income

Other income (net) consist of the following:

Particulars	For the year ended31 March 2021	For the year ended31 March 2020
Interest Income on FD	35,653	52,218
Gain On Investment	2,79,614	15,105
Interest Income on Advance	33,64,518	22,90,821
Miscellaneous Income	3	655
Profit on account of Fair Valuation of Investments	-21,614	1,50,188
Total	36,58,174	25,08,987

18 Purchase of Stock-in Trade

Purchase of Stock-in Trade consist of the following:

Particulars	For the year ended31 March 2021	For the year ended31 March 2020
Trading goods	15,28,63,074	18,65,80,459
Total	15,28,63,074	18,65,80,459

19 Employee Benefit Expense

Employee benefits expenses consist of the following

Particulars	For the year ended31 March 2021	For the year ended31 March 2020
Salaries & Wages	25,95,000	25,04,984
Employees Welfare expenses	97,500	1,20,000
Total	26,92,500	26,24,984

20 Finance Cost

Finance costs consist of the following:

Particulars	For the year ended31 March 2021	For the year ended31 March 2020
Interest on Late Payment of Taxes	1,07,562	13,148
Total	1,07,562	13,148

21 Other Expenses

Other expenses consist of the following

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
a) Advertisement expenses	1,12,580	4,26,480
b) Allowance for Expected Credit Loss on Debtors	-	-
c) Fees and subscription	3,99,000	3,84,710
d) Interest charges	-	-
e) Demat Charges	-	-
f) Office Expenses	17,198	10,500
g) Bank Charges	7,923	4,856
h) Travelling Expenses	3,70,366	8,88,909
i) Rates & Taxes	15,251	10,360
j) Computer maintenance	-	-
k) Repair & Maintenance	71,241	4,000
l) Sundry Balance Written off	-	-
m) Telephone	88,427	1,15,200
n) Electricity	41,354	20,650
o) Conveyance & Car Running Exp.	1,34,244	1,67,100
p) Legal & Professional Expenses	25,05,420	10,000
q) Event Management Charges	-	6,25,000
r) Service charges	35,400	-
s) General Expenses	4,56,391	-
t) <u>Auditors Remuneration:</u>		
-Statutory/Tax Audit	15,000	15,000
u) Prior Period Expenses	-	6,620
v) E-Voting Charges	15,000	5,000
w) Tally license Renewal Charges	4,600	3,600
Total	42,89,396	26,97,986

22. Significant Accounting Policies

I. BASIS OF CONSOLIDATION

The Consolidated financial statements (CFS) relate to Southern Infosys Limited (the company), and its associate.

(a) Basis of Accounting:

- (i) The financial statements of the associate company used in the consolidation are drawn up to the same reporting date as the holding company i.e. year ended March, 2021.
- (ii) The Consolidated financial statements of the company and its associate companies have been prepared in accordance with the relevant Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act, 2013.

(b) Principles of consolidation:

The Consolidated financial statements have been prepared on the following basis:

- (i) Investment in Associate Companies has been accounted under equity method as per Indian Accounting Standard (Ind AS) 28- "Investments in Associates".
- (ii) On acquisition of an associate, the goodwill/capital reserve arising from such acquisition is included in the carrying amount of the investment.
- (iii) Only share of net profits/losses of associates is considered in Consolidated Statement of Profit and Loss.

The carrying amount of the investment in associates is adjusted by the share of net profits/losses in the Consolidated Balance Sheet.

II. Basis of preparation of Consolidated financial statements

A. Statement of Compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013. The Company adopted Ind AS from 1st April, 2017.

Up to the year ended 31st March, 2017, the Company prepared its financial statements in accordance with the requirements of previous Generally Accepted Accounting Principles (GAAP), which includes Standards notified under the Companies (Accounting Standards) Rules, 2006.

B. Basis of Preparation

The financial statements are prepared in accordance with the historical cost convention, except for certain items that are measured at fair values, as explained in the accounting policies.

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, regardless of whether that price is directly observable or estimated using another

valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the following fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair value for measurement and / or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102 – Share-based Payment, leasing transactions that are within the scope of Ind AS 17 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.

All the amounts included in the financial statements are reported in Indian Rupees ('Rupees' or 'Rs.'), except per share data and unless stated otherwise and rounded off to nearest Rupees.

C. Basis of classification of Current and Non-Current

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is classified as current when it is:

- a) Expected to be realized or intended to be sold or consumed in normal operating cycle
- b) Held primarily for the purpose of trading
- c) Expected to be realized within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is classified as current when:

- a) It is expected to be settled in normal operating cycle
- b) It is held primarily for the purpose of trading
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

D. Operating Cycle

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements.

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

E. Use of Estimates

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

F. Property, Plant and Equipment – Tangible Assets

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP.

Cost is inclusive of inward freight, duties and taxes and incidental expenses related to acquisition. In respect of major projects involving construction, related pre-operational expenses form part of the value of assets capitalized. Expenses capitalized also include applicable borrowing costs for qualifying assets, if any. All up-gradation/enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortizes the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in Schedule II of the Companies Act, 2013 on a straight-line basis. Land is not depreciated.

The estimated useful lives of property, plant and equipment of the Company are as follows:

Asset	Life of Asset
Computers & Peripherals	3 – 6 Years
Furniture and Fixtures	10 Years
Office Equipment	5 Years

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease. Property, plant and equipment's residual values and useful lives are reviewed at each Balance Sheet date and changes, if any, are treated as changes in accounting estimate.

Goodwill on Consolidation

Goodwill arising on consolidation is stated at cost less impairment losses, where applicable. On acquisition of an associate or joint venture, the goodwill/ capital reserve arising from such acquisition is included in the carrying amount of the investment.

Impairment loss, if any, to the extent the carrying amount exceed the recoverable amount is charged off to the Statement of Profit and Loss as it arises and is not reversed. For impairment testing, goodwill is allocated to Cash Generating Unit (CGU) or group of CGUs to which it relates, which is not larger than an operating segment, and is monitored for internal management purposes.

G. Impairment of Assets

Impairment loss, if any, is provided to the extent, the carrying amount of assets or cash generating units exceed their recoverable amount.

Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life.

Impairment losses recognised in prior years are reversed when there is an indication that the impairment losses recognised no longer exist or have decreased. Such reversals are recognised as an increase in carrying amounts of assets to the extent that it does not exceed the carrying amounts that would have been determined (net of amortization or depreciation) had no impairment loss been recognised in previous years.

H. Inventories

Inventories are stated at lower of cost and net realizable value. The cost is calculated on First in First Out method. Cost comprises expenditure incurred in the normal course of business in bringing such inventories to its present location and condition and includes, where applicable, appropriate overheads based on normal level of activity. Net realizable value is the estimated selling price less estimated costs for completion and sale.

I. Financial Assets

Recognition: Financial assets include Investments, Trade receivables, Advances, Security Deposits, Cash and cash equivalents. Such assets are initially recognised at transaction price when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.

Classification: Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification.

Financial assets are classified as those measured at:

- a) **Amortised cost**, where the financial assets are held solely for collection of cash flows arising from payments of principal and/ or interest.
- b) **Fair value through other comprehensive income (FVTOCI)**, where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealized gains and losses arising from changes in the fair value being recognised in other comprehensive income.
- c) **Fair value through profit or loss (FVTPL)**, where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealized gains and losses arising from changes in the fair value being recognised in the Statement of Profit and Loss in the period in which they arise. Trade receivables, Advances, Security Deposits, Cash and cash equivalents etc. are classified for measurement at amortised cost while investments may fall under any of the aforesaid classes. However, in respect of particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

Impairment: The Company assesses at each reporting date whether a financial asset (or a group of financial assets) such as investments, trade receivables, advances and security deposits held at amortised cost and financial assets that are measured at fair value through other comprehensive income are tested for impairment based on evidence or information that is available without undue cost or effort. Expected credit losses are assessed and loss allowances recognised if the credit quality of the financial asset has deteriorated significantly since initial recognition.

Reclassification: When and only when the business model is changed, the Company shall reclassify all affected financial assets prospectively from the reclassification date as subsequently measured at amortised cost, fair value through other comprehensive income, fair value through profit or loss without restating the previously recognised gains, losses or interest and in terms of the reclassification principles laid down in the Ind AS relating to Financial Instruments.

De-recognition: Financial assets are de-recognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership. Concomitantly, if the asset is one that is measured at:

- a) Amortised cost, the gain or loss is recognised in the Statement of Profit and Loss;
- b) Fair value through other comprehensive income, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves is reclassified within equity.

Income Recognition: Interest income is recognised in the Statement of Profit and Loss using the effective interest method. Dividend income is recognised in the Statement of Profit and Loss when the right to receive dividend is established.

J. Financial Liabilities

Borrowings, trade payables and other financial liabilities are initially recognized at the value of the respective contractual obligations. They are subsequently measured at amortized cost. Any discount or premium on redemption/ settlement is recognized in the Statement of Profit and Loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the Balance Sheet.

Financial liabilities are de-recognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry.

K. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

L. Cash Flow Statement

Cash Flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments.

M. Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

N. Equity Instruments

Equity instruments are recognised at the value of the proceeds, net of direct costs of the capital issue.

O. Revenue

Revenue from the sale of goods is recognised when all the following conditions are satisfied:

- Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- The amount of revenue can be measured reliably;
- It is probable that the economic benefits associated with the transaction will flow to the Company; and

a) Sale of goods: Revenue is measured at the fair value of the consideration received or receivable for goods supplied, net of returns and discounts to customers. Revenue from the sale of goods includes excise and other duties which the Company pays as a principal but excludes amounts collected on behalf of third parties, such as sales tax, value added tax and goods and services tax.

b) Interest income: Income from a financial asset is recognised when it is probable that the economic benefits will flow to Company and the amount of income can be measured reliably. Interest income is accrued on time basis, by reference to

the principal outstanding and at the interest rate as applicable.

- c) **Dividend income:** Dividend is recognised when the right to receive the payment is established (generally on shareholder's approval by the reporting date).
- d) **Other revenues:** These are recognised on accrual basis, except where there are uncertainties in realisation / determination of income and in such case income is recognised on realisation / certainty.

P. Employee Benefits

Short-term benefits:

A liability is recognised for benefits accruing to employees in respect of wages and salaries in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service. Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Q. Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfillment of the arrangement is dependent on the use of a specific asset/s and the arrangement conveys a right to use the asset/s, even if that right is not explicitly specified in an arrangement.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are

classified as operating leases.

R. Taxes on Income

Income tax expense represents the sum of the tax currently payable and deferred taxation.

a) Current Tax

Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

b) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the deferred tax is also recognised in other comprehensive income or directly in equity respectively.

c) Minimum Alternate Tax

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Group will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Group. Current and deferred tax are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

S. Provisions

Provisions are recognised when, as a result of a past event, the Company has a legal or constructive obligation; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. The amount so recognised is a best estimate of the consideration required to settle the obligation at the reporting date, taking into account the risks and uncertainties surrounding the

obligation.

In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation.

T. Operating Segment

The Company operates only in single segment i.e. the Trading of "local computer" from where it is earning its revenue and incurring expense. The operating results are regularly reviewed and performance is assessed by its Chief Operating Decision Maker (CODM). All the company's resources are dedicated to this single segment and all the discrete financial information is available for this segment.

U. Earnings per share

Basic earnings per share is calculated by dividing profit or loss attributable to the owners of the company by weighted average number of equity shares outstanding during the financial year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue, share split and any new equity issue. For the purpose of calculating diluted earnings per share, profit or loss attributable to the owners of the Company and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

V. Contingent liabilities

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood on outflow of resources is remote, no provision or disclosure is made.

W. Financial and Management Information Systems

The Company's Accounting System is designed to unify the Financial Records and also to comply with the relevant provisions of the Companies Act, 2013, to provide financial and cost information appropriate to the businesses and facilitate Internal Control.

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

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Additional Notes to Accounts

23) Earnings Per Share (EPS):

	Year ended 31-Mar-21	Year Ended 31-Mar-20
(a) Calculation of Weighted Average		
Number of Equity Shares of 100 each		
Number of Shares at the beginning of the period**	50,20,000	50,20,000
Number of Shares at the close of the period**	50,20,000	50,20,000
Weighted Average number of Equity Shares**		
During the period	50,20,000	50,20,000
(b) Net Profit/(Loss) for the period attributable to Equity Shares (in Rs.)	7, 41,798	11, 00,413
(c) Earning per share – Basic**	0.15	0.22
(d) Earning per share – Diluted**	0.15	0.22

- 24) Employee Benefits Schemes such as Gratuity, Provident Fund & other staff welfare schemes are applicable on the Company during the reporting period. But no provision of gratuity has been made during the reporting period as mandated by “**Indian Accounting Standard-19 on Employees Benefits**”, issued by Institute of Chartered Accountants of India and the expense of Gratuity and Leave encashment are not booked on the basis of Actuarial Valuation certificate.
- 25) For year ended 31st March, 2021, Company has no dues from any party that is covered under the Micro, Small & Medium Enterprises Development Act, 2006 (MSMED).
- 26) The Company has taken certain commercial premises under cancellable operating lease arrangements. The lease rental clause provides no rental expense to be charged from lessee. Only security deposit amounting Rs. 1,05,75,000 is to be provided for. There is no Lock in period of aforementioned operating leases as on 31st March 2021, therefore the same are considered as cancellable operating lease.

27) **Related Parties Transactions:**

A. List of Related parties

SN	Description of Relationship	Name of Party
(a)	Enterprise which have significant influence over the company	Disha Investment Centre Private Limited
(b)	Associate Company	Disha Capital Services Limited RMS and Associates
(c)	Enterprise in which KMP have significant influence	Kriti Bareja Siddharth Sharma Indu Atri
(d)	Key Management Personnel	Rakesh Mohan Sharma Deepali Sharma Sharma

B. Transactions with Related Parties

	Type of Transaction	Enterprise which have significant influence over the company		Associate Company		Enterprise in which KMP have significant influence		Key Managerial Personnel	
		2020-21	2019-20	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
(a)	Salary	-	-	-	-	-	-	8,40,000	952,520
(b)	Consultancy Fee	-	-	-	-	24,03,620	-	-	-

C. Balance Outstanding

		As at 31 st March 2021	As at 31 st March 2020
1.	Amount outstanding – Receivables (Disha Investment Centre Pvt Ltd)	1,05,75,000	65,75,000
2.	Amount outstanding – Payables (KMP)	70,000	2,80,000

28) **Fair value measurement**

i) Financial Instruments by category

	As at 31 st March 2021			As at 31 st March 2020		
	FVTPL	FVTO CI	Amortised cost	FVTPL	FVTO CI	Amortised cost

Investments	39,17,739	-	1,37,11,274	67,39,739	-	1,37,16,622
Loans	-	-	1,78,61,370	-	-	2,13,19,821
Other Non Current Assets	-	-	52,77,734	-	-	34,80,662
Trade Receivables	-	-	16,39,57,318	-	-	21,32,05,555
Cash and cash equivalents	-	-	32,71,377	-	-	32,21,480
Other Bank Balance	-	-	5,99,206	-	-	5,52,665
Others	-	-	1,05,75,266	-	-	65,90,948
Borrowing	-	-	-	-	-	-
Trade Payable	-	-	17,08,65,071	-	-	21,43,91,030
Other	-	-	15,000	-	-	15,000

ii) Financial Instruments by hierarchy

Particulars		As at 31st March 2021	As at 31st March 2020
I	Financial Assets / Financial Liabilities at Amortised Cost		
	The carrying amount of financial assets and financial liabilities measured at amortised cost are a reasonable approximation of their fair values except Investments for which the fair value are as follows:		
	Fair value of Investments measured at amortised cost	1,37,11,274	1,37,16,622
	(Level 1)		
II	Financial assets at Fair Value through Profit & Loss		
	Investment in Equity Shares, Mutual Funds (Level 1)	39,17,739	67,39,739
	Investment in Alternative Investment Funds (Debt), Loans (Level 3)	1,78,61,370	2,13,19,821
	Financial assets at fair value through Other Comprehensive Income		
III		NIL	NIL

29) Capital Management

The Company's objective for managing capital is to ensure as under:

- To ensure the company's ability to continue as a going concern.
- Maintaining a strong credit rating and healthy debt equity ratio in order to support business and maximize the shareholders' value.
- Maintain an optimal capital structure.
- Compliance financial covenants under the borrowing facilities.

For the purpose of capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity holders of the Company.

The Company manages its capital structure keeping in view of:

- a) Compliance of financial covenants of borrowing facilities.
- b) Changes in economic conditions.

In order to achieve this overall objective of capital management, amongst other things, the Company aims to ensure that it meets financial covenants attached to the borrowing's facilities defining capital structure requirements, where breach in meeting the financial covenants may permit the lender to call the borrowings.

There has been no breach in the financial covenants of any borrowing facilities in the current period. There is no change in the objectives, policies or processes for managing capital over previous year. To maintain the capital structure, the Company may vary the dividend payment to shareholders.

30) **Financial Risk Management**

The Company's principal financial liability comprises trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company also holds non-current investments measured at amortised cost. The Company is exposed to market risk, credit risk, interest risk, foreign exchange risk and liquidity risk. The Company's senior management oversees the management of these risks under appropriate policies and procedures.

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 risk interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTPL non-current investments.

b) **Interest Rate Risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's avilment of bank overdraft and other working capital loans.

c) **Credit Risk**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. Credit risk is managed by company's established policy, procedures and control relating to customer credit risk management. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss.

d) Liquidity Risk

Liquidity risk refers to risk that the Company may encounter difficulties in meeting its obligations associated with financial liabilities that are settled in cash or other financial assets. The Company regularly monitors the rolling forecasts to ensure that sufficient liquidity is maintained on an ongoing basis to meet operational needs. The Company manages the liquidity risk by planning the investments in a manner such that the desired quantum of funds could be made available to meet any of the business requirements within a reasonable period of time. In addition, the Company also maintains flexibility in arranging the funds by maintaining committed credit lines with bank(s) to meet the obligations.

- 31) The letters of confirmation has been sent by the management to parties of Accounts receivables, Accounts payables, advances and other payables/receivables to confirm their balances as on 31st March, 2021. Balance confirmations have not been received from certain parties upto the date of signing of financials. The balances of such parties have been incorporated in the financial statements at the value as per the books of account. The company, to the extent stated, has considered them as good and no provisions have been made in respect of debtors/advances.

32) **Segment information for the year ended 31st March 2021**

The Company is engaged in a single segment i.e. the Trading of "Local Computers and other related services" from where it is earning its revenue and incurring expense. The operating results are regularly reviewed and performance is assessed by its Chief Operating Decision Maker (CODM). All the company's resources are dedicated to this single segment and all the discrete financial information is available for this segment.

Geographical Segments

Since the company's operations & activities are within the country and considering the nature of services it deals in, the risks and returns are the same and as such, there is only one geographical segment.

Particulars	For year ending 31st March, 2021	For year ending 31st March, 2020
Segment Revenue		
- Within India	15,76,91,824	19,04,35,105

- 33) It is over a year since 2020, Coronavirus (COVID -19) pandemic hit us hard through public health crisis and economy disruption. Government from time to time imposed restrictions on activities and nationwide lockdown amid the covid situation which has resulted in a global slow down. This affects all aspects of everyone lives and directly have wide impact on the economy which includes our business.

The safety and health of the employees of the company has been highest priority for us and accordingly we adopted the mode of work from home. The company resumed its operations, with strict safety protocols during eased conditions announced by the Government. Your company has actively been monitoring the impact of covid on its financial condition and operation and the unavoidable decline in its revenue for the Financial year 2020-21. Despite all this, the company achieved improved profits due to change in priority of business.

34) Statement of Net Assets and Profit or (loss), Other Comprehensive Income and Total Comprehensive income attributable to owners

Name of the Company	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or (Loss)		Share in other Comprehensive Income		Share in Total Comprehensive income	
	As % of Consolidated net assets	Amount	As % of Consolidated profit or loss	Amount	As % of Consolidated other Comprehensive Income	Amount	As % of Consolidated Total Comprehensive income	Amount
Parent Company (Indian)								
Southern Infosys Limited	98.91	5,20,41,799	100.72	7,47,146	-	-	100.72	7,47,146
Associates (Indian)								
Disha Capital Services Limited	1.09	5,72,774	-0.72	(5,348)	-	-	-0.72	(5,348)
Total	100	5,26,14,573	100	7,41,798	-	-	100	7,41,798

35) (i) Comparative Previous Year's Figures

Figures for the previous year are in brackets and have been re-grouped/re-classified wherever necessary to make them comparable with the figures of the current year.

(ii) Format as per Schedule III of Companies Act, 2013

The Company has prepared these Financial Statements as per the format prescribed by Schedule III to the Companies Act, 2013 ('the Schedule') issued by Ministry of Corporate Affairs, Government of India for preparation of Ind AS financials.

(iii) Presentation of Figures

The figures appearing in the Financial Statements has been prepared in Rupees.

For V Sahai Tripathi & Co

Chartered Accountants

Firm Reg. No. 000262N

Vishwas Tripathi

Partner

M.N.: 086897

Sidhharth Sharma

(Director)

DIN 07401382

Deepali Sharma

(Director)

DIN 05133382

Place: New Delhi

Dated: 30th June 2021

Indu Atri
(Chief Financial Officer)

Kriti Bareja
(Company Secretary)